



Guinea Insurance Plc
...exceeding your expectations

Driving **GROWTH** *Through*
INNOVATION

2022
Annual Report
And Audited Accounts



<https://autos.guineainsurance.com/>

Guinea Insurance Plc

HOW TO AVOID ACCIDENTS DURING THIS RAINY SEASON

Drive
Carefully



Put meters
between you
and the car
before and
behind you



Obey
Traffic Rules



Make sure
your lights,
windshields
are in good
condition



Most
importantly,



Afford
yourself
peace of mind
visit
Guinea Insurance
Motor Insurance
Portal

<https://autos.guineainsurance.com/>
Guinea Insurance House: 33 Ikoro Road, Jibowu, Lagos

www.guineainsurance.com

Guinea Insurance House: 33 Ikoro Road, Jibowu, Lagos.

01-2934575, 2934577

Follow us:

OUR PHILOSOPHY

STRIVE HARDER AND FURTHER
TO DELIVER PERSONALISED SERVICE

We recognise the changing nature of our customers' expectations and we are also very much aware of the imperative of embracing creativity and innovation because our consumers and their rights to choose, are at the heart of everything we do. We believe everyone should have the opportunity to seek, find and benefit from the services they need and want.

Therefore, our purpose is to provide more better choices

OUR WORLD REVOLVES AROUND YOU

Everyone deserves a dependable ally - a strong backup that will not back out, that is what you get from us

GUARANTEED ROUND THE CLOCK COVER

Anywhere and everywhere you are, we provide 24-7 insurance solutions just for you



DRIVEN TO SERVE

Truly effective and inspiring leaders are not actually driven to lead people; they are driven to serve. Come and experience a healthy dose of our exceptional service

YOUR PROTECTION, OUR PREMIUM

We continue to strive harder and further; expanding our expertise exponentially adding value beyond measure to give you confidence to venture freely and in style

BUSINESS CONTINUITY, OUR POLICY

We realise that the business terrain is saddled with lots of uncertainties especially when moving goods and valuables from one point to another

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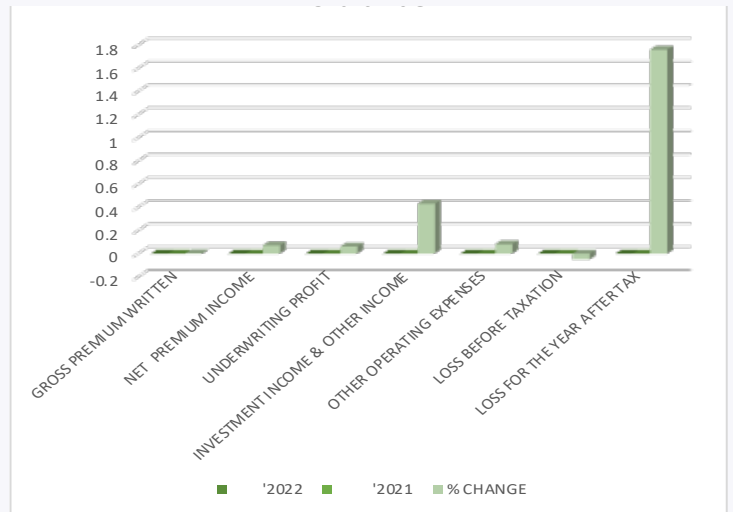
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STRATEGIC REPORT AND SUSTAINABILITY

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OUR COMPANY

The history of **GUINEA INSURANCE PLC** dates back to the year 1948 when British West African Corporation Limited (**BEWAC**) opened an Insurance Department and became Chief Agents in Nigeria for the Legal and General Assurance Society Limited of London. In 1950, the Agency was extended to Norwich Union Fire Insurance Society Limited, United Kingdom. In response to Business Growth and to maximize available opportunities, Legal & General Assurance Society Limited, Norwich Union Fire Insurance Society Limited, Northern Region Development Corporation Limited, and British West African Corporation Limited jointly incorporated an insurance Company.

Thus, Guinea Insurance Company Limited became operative on December 3, 1958. The overseas shareholders held 51% majority shares before the indigenization decree of 1976, reversed the holding to 60% Nigerian interest, 40% overseas. The Overseas Shareholders divested their 40% holding to existing Nigerian Shareholders in 1988 thereby making the Company 100% Nigerian.

After the recent Recapitalization exercise in the industry, Guinea Insurance Plc is licensed by the National Insurance Commission (**NAICOM**) to operate as an Insurer for all classes of the General Insurance business.

With the recent acquisition of majority shares by Chrome, a new Executive Management Team and a Chairman emerged.



GUINEA INSURANCE PLC is now managed by a crop of highly skilled and committed professionals, driven by modern technology and supported by a vibrant and resourceful Board of Directors led by Mr. Godson Ugochukwu.

Now, the Company has been fully restructured and repositioned to meet the ever-changing needs of our numerous customers as well as the challenges of the new millennium. The share capital has been increased from N500m to a paid-up of N4, 000,000,000.00, thus making **GUINEA INSURANCE PLC** one of the most highly capitalized companies in the Nigerian Insurance industry today.

GUINEA INSURANCE PLC is now managed by a crop of highly skilled and committed professionals, driven by modern technology and supported by a vibrant and resourceful Board of Directors led by Mr. Godson Ugochukwu. The company is positioned to provide excellent insurance services of a global standard that yield high value-addition to our numerous customers.

The Head Office is presently located in its new Corporate Head Quarters at **GUINEA INSURANCE HOUSE** 33 Ikorodu Road Jibowu Lagos together with a network of branches spread all over the country, we are poised to serve you better.

NOTICE OF 65TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the 65th Annual General Meeting of GUINEA INSURANCE PLC will be held at the Providence Hotel Auditorium 12A Oba Akinjobi Way, GRA, Ikeja, Lagos on **Friday the 27th Day of October 2023 at 11.00 a.m. prompt** to transact the following business:

ORDINARY BUSINESS:

1. To lay before the Members, the Report of the Directors and the Audited Financial Statements together with the Auditors Report for the year ended 31st December 2022;
2. To re-elect the following Directors retiring by rotation;
 - Mr. Sam Onukwue
 - Dr. Mohammed Attahir
 - Dr. Anthony Achebe
3. To disclose the remuneration of Managers of the Company;
4. To authorize Directors to fix the remuneration of the External Auditors of the Company; and
5. To elect members of the Statutory Audit Committee.

NOTES:

- **PROXY:** Any member of the Company entitled to attend and vote at this meeting is also entitled to appoint a proxy to attend and vote in his/her stead. A proxy need not be a member of the Company. For the appointment of the proxy to be valid, a Proxy Form must be completed and deposited either at the office of the Company's Registrar, Cardinalstone Registrars Limited, 358, Herbert Macaulay Way, Yaba, Lagos not later than 48 hours before the time fixed for the meeting. A blank Proxy Form is attached to the Annual Report and may also be downloaded from the Company's website at www.guineainsurance.com
- **STAMPING OF PROXY:** The Company has made arrangement at its cost, for the stamping of the duly completed and signed Proxy Forms submitted to the Company's Registrars within the stipulated time.
- **ONLINE STREAMING OF AGM:** The AGM will be streamed live online. This will enable Shareholders and other stakeholders who will not be attending physically to follow the proceedings. The link for the AGM online live

streaming will be made available on the Company's YouTube Channel at <https://www.youtube.com/guineainsuranceplc.com>

- **CLOSURE OF REGISTER:** The Register of Members shall be closed from 23rd October, 2023 to 27th October, 2023, (both days inclusive) for the purpose of updating the Register of Members.
- **BIOGRAPHICAL DETAILS OF DIRECTORS:** The biographical details of Directors standing re-election are provided in the 2022 Annual report and posted on the Company's website at <https://www.guineainsurance.com>
- **NOMINATION OF STATUTORY AUDIT COMMITTEE MEMBERS:** In accordance with Section 404(6) of the Companies and Allied Matters Act 2020, any member may nominate a shareholder as a member of the Statutory Audit Committee by giving notice in writing of such nomination to the Company Secretary at least twenty-one (21) days before the Annual General Meeting. Such notice of nominations should be sent via email to the Company Secretary, at the Company's Head Office, Guinea Insurance House, 33, Ikorodu Road, Jibowu, Lagos or via email at cnwankwo@guineainsurance.com
- **RIGHTS OF SECURITY HOLDERS TO ASK QUESTIONS:** In compliance with Rule 19.12(c) of the Nigeria Stock Exchange's Rulebook, a member and other Security Holders of the Company have a right to ask questions not only at the Annual General Meeting, but also in writing prior to the Meeting, and such questions must be submitted at least one week before the meeting.

Dated this day of2023

BY ORDER OF THE BOARD



CHINENYE NWANKWO
Company Secretary
FRC/2021/002/0000002354



CORPORATE INFORMATION

Directors

Mr. Ugochukwu Godson
 Mr. Ademola Abidogun
 Mrs. Isioma Omoshie Okokuku
 Mr. Edozor Pius
 Mr. Simon Oladayo Bolaji
 Mr. Anthony Achebe
 Alhaji Hassan Dantata
 Mr. Emeka Uzoukwu
 Mr. Osita Chidoka
 Dr. Mohammed Attahir
 Mr. Samuel Onukwue

Chairman
 Managing Director
 Executive Director
 Executive Director
 Non-Executive Director
 Non-Executive Director
 Non-Executive Director
 Non-Executive Director
 Non-Executive Director
 Non-Executive Director
 Non-Executive Director

Registered office:

Guinea Insurance House
 33, Ikorodu Road
 Jibowu
 Lagos, Nigeria

Contact details:

01-2934575/01-2934577
 info@guineainsurance.com
 www.guineainsurance.com

Company Secretary

Chinenye Nwankwo

Appointed, April, 2021

Company registration number RC1808

Reinsurers:

African Reinsurance Corporation
 WAICA Reinsurance Corporation
 Continental Reinsurance Plc

Bankers:

Access Bank Plc
 First Bank of Nigeria Limited
 Guaranty Trust Bank Plc
 Jaiz Bank Plc
 Keystone Bank Limited
 Polaris Bank Limited
 United Bank for Africa Plc
 Wema Bank Plc
 Zenith Bank Plc

Reporting actuary:

Ernst & Young
 10th Floor, UBA House
 57, Marina - Lagos

Estate surveyor and valuer:

Ubosi Eleh & Co
 27, Obafemi Awolowo Way
 Ikeja, Lagos

Registrar:

Cardinal Stone (Registrars) Limited
 (Formerly City Securities Limited)
 358, Herbert Macaulay Way Yaba, Lagos

Auditors

BDO Professional Services
 ADOL House,
 15 CIPM Avenue, Central Business District,
 Alausa, Ikeja, Lagos, Nigeria.
 www.bdo-ng.com



WHO WE ARE VISION MISSION BRAND PERSONALITY



VISI | VISION

To be a leading Insurance company in Nigeria

MISI | MISSION

To provide professional services to our esteemed customers through the introduction of quality products driven by state-of-the-art technology backed by a group of high-profiled personnel, to maximize returns to shareholders

WWA | WHO WE ARE

A tower of strength and integrity. Guinea Insurance employees are committed to delivering on promises to customers because it is our mantra that trust is not built by making commitments. It is earned by keeping



BRAN | BRAND PERSONALITY

- ▶ Caring
- ▶ Contemporary
- ▶ Competent
- ▶ Dependable
- ▶ Confident
- ▶ Ethical

SUSTAINABILITY REPORT



Introduction:

At Guinea Insurance, we fully acknowledge the significance of sustainability and corporate social responsibility (CSR) as integral aspects of our business operations. As a responsible corporate citizen, we uphold a strong set of values and a steadfast commitment to conducting business in a manner that brings benefits to society, the environment, and the economy.

“We are committed to giving back to the communities in which we operate and supporting causes that align with our values”





Corporate Social Responsibility / Sustainability our Approach:

Corporate Social Responsibility / Sustainability is an integral part of our business strategy. In order to promote this single-minded philosophy, we have taken several actions to lessen our impact on the environment. These measures encompass various areas such as community support, environmentally responsible practices, ethical operations, investment in our workforce, and minimizing paper consumption. Additionally, we have established collaborative relationships with suppliers and vendors who share our dedication to sustainable practices.

We are committed to giving back to the communities in which we operate and supporting causes that align with our values.

Our Corporate Conscience at Work:

1. Environmental Sustainability

As we pursue our mission to connect the world, Guinea Insurance is committed to doing so in a manner that is responsible, ethical and sustainable. Our environmental sustainability strategy guides our efforts to measure our impact, implement reduction initiatives and report on our progress.

Guinea Insurance commenced on this journey in 2019. It discovered its corporate responsibility initiative of mitigating the adverse effect of climate change strategically aligned with the Lagos State Government “green initiative”. The Company’s sustainability / maintenance program for the Jibowu Recreational Park, Jibowu Parks and Gardens and Jibowu Flyover Under-Bridge was to continually upgrade the facilities to promote health and well-being of the local community. Focus was placed on implementing structural and greenery initiatives such as re-grassing and re-flowering the mini football pitch, reinforcing entrance gates, updating corporate liveries across the three sites, and undertaking general metal re-fencing.



50% greenery. This gesture helped in reducing the effect of global warming and climate change; eradicated untenable traffic obstructions and road hazards supposedly caused by vehicles parked on road sides due to lack of space along the Fadeyi-Jibowu axis; repelled miscreants from using the dark and empty space of the bridge at nights as hideouts, and has continued to safeguard human life and properties in Jibowu area of Lagos and its environs to date.

Jibowu Recreational Park: Guinea Insurance supported the Lagos State Government in maintaining and delivering potential community benefits associated with recreational centers, such as promoting a healthy lifestyle, reducing stress, fostering family togetherness, decreasing crime rates among children, increasing property value, and promoting cultural diversity.

Jibowu Parks and Gardens: Our community investments initiative aligned with the global objective of protecting the environment and developing public infrastructure. Guinea Insurance collaborated with LASPARK to maintain and improve the Jibowu Parks and Gardens to meet global standards in protecting public lands that improve water quality, prevent flooding, improve air quality, provide vegetative buffers to development, create habitat for wildlife, and provide a place

for children and families to connect with nature and recreate outdoors

2. Community Giving:

Guinea Insurance has established a connection with Lagosians through its landscape/beautification sites along Jibowu roundabout, which has brought about several positive outcomes.



Pipe-borne Water: The provision of piped water to the residents has been crucial in curbing waterborne illnesses like diarrhea, cholera, and dysentery, which are common due to the Jibowu area's topography that makes water susceptible to pollutants during transport or through surface runoff.

Mini Football Pitch: The creation of a mini football field effectively redirected the attention of young residents away from potential violence towards an environment that promotes fair play and teamwork. This endeavour is in line with the three Cs - Character, Community, and Country - and emphasises the importance of sportsmanship and cultivating a positive atmosphere..

Foster a Healthier Lifestyle: The availability of parks, playgrounds, greenways, trails, and open communal spaces in Lagos incentivises its populace to engage in physical activities that promote wellness and fitness.

Enhance Social Capital: The establishment of recreation

and infinity parks has facilitated social bonding within the community, allowing people to interact, build relationships, develop trust, and foster a sense of communal responsibility towards one another.

Religious Event Venue: The Jibowu under-bridge park has been a go-to destination for religious gatherings for several years now, notably as a preferred site for the Ansar-ud-Deen Society of Nigeria's Eid-il-Kabir prayers, pre-walk aerobic exercise for physical wellness for many companies.

3. Operating Responsibly:

We are a financial risk advisory firm that places a great importance on operating responsibly as a means of building trust with our clients. Our commitment to responsible business practices fuels our endeavours to advance a world of expanding and interconnected opportunities.



Our organisation is dedicated to upholding the trust of our investors and achieving long-term sustainability. To achieve this objective, the Board conducted a thorough review of corporate governance policies related to board operations, control, and shareholder rights. In response to the COVID-19 pandemic, new policies that enabled virtual board meetings, performance evaluations, and corporate governance audits, were implemented, allowing all members to participate fully.

Furthermore, we extend our gratitude and recognition to our shareholders for their commitment in creating an enabling environment that allows for the exercise of their rights. Guinea Insurance has established a culture of performance evaluation and implemented board protocols that encourage constructive discussions, thorough deliberation of issues, and active participation of all members in the decision-making process. The company's board procedures, corporate governance framework, and risk management strategies adhere to the industry's highest standards.

Finally, the company's board assembles a diverse group of



Group photo session of Guinea Insurance Plc team with Academic and Non-academic staff of: Fadeyi Primary School, Lagos Mainland Local Government (LMLG) Primary School and Onayaa

individuals possessing unique personalities and a range of expertise and backgrounds. The board charter provides a clear and concise framework for our recruitment process.

Securing and Investing in Our People

Guinea Insurance is committed to securing and investing in our people, as they are the driving force behind our mission to deliver top-notch professional services to our valued customers. We strive to provide quality products, supported by cutting-edge technology and a team of highly skilled and committed individuals, with the ultimate goal of maximizing returns for our shareholders.

Our ability to maintain business operations during unpredictable times and foster sustainability has been facilitated by our business continuity plan, which involves risk identification and management, a comprehension of business priorities, key products, and services, the establishment of response plans, and the implementation of measures to minimize disruptions and safeguard employees and the workplace.

We have rolled out several immediate initiatives, including:

- Improved broadband connectivity for businesses and employees through regulatory measures.
- Promote video conferencing, remote working, and cloud computing services and solutions.
- Provided training and educational opportunities for employees and managers to learn about digital tools.



- Enhanced access to digital services and tools relevant to business resilience, accelerating the adoption of electronic payment methods to ensure the safety and health of beneficiaries.
- Facilitated the adoption of e-commerce and online business models or market access through digital tools.

Conclusion

This report chronicles our sustainability and corporate social responsibility journey in 2022. We believe that these efforts are not only the right thing to do but also essential to our long-term success as a business. We will continue to work towards implementing sustainable practices and giving back to our communities in 2023 and beyond.

Ademola Abidogun

Managing Director/Chief Executive Officer



Guinea Insurance Plc
...exceeding your expectations



*Lighting the way to
a secure future!*
#InsuranceInnovation

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INNOVATION

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GOVERNANCE

- ▶ Corporate Governance
- ▶ Report of Annual Board Evaluation
- ▶ Directors for Re-election
- ▶ Board of Directors and their Profile
- ▶ Management Team and their Profile
- ▶ Chairman's Profile
- ▶ Board Declaration on Security Trading Policy

CORPORATE GOVERNANCE

The Company is committed to the principles of Corporate Governance and Code of best practices and therefore takes account of and complies with the principles of good corporate governance.

At Guinea Insurance PLC, the Board is committed to full disclosure and transparency in providing information to all the stakeholders.

Corporate Governance policies are designed to ensure the protection of the long-term interest of all stakeholders. In consideration of this therefore, the Board exercises the best of judgment in policy making, monitoring executive actions and directing the Company's strategies.

The Company remains committed to ensuring that the implementation of international best practices of Corporate Governance remains strong and unwavering. The Company complied with corporate governance requirements during the year under review as set out below:

GOVERNANCE STRUCTURE

The Board

The Board has the overall responsibility for ensuring that the highest standards of corporate governance are maintained and complied with. Thus, the policies of the Board are designed to maintain its distinct duty as the link between shareholders and the Company's management led by the Chief Executive Officer.

Non-Executive Directors are appointed to the Board of Guinea Insurance Plc through a rigorous selection process as defined in the Company's Board Charter with a clearly defined three (3) year tenure of three (3) terms each.

Composition of the Board

Non-Executive Directors are appointed to the Board



of Guinea Insurance Plc through a rigorous selection process as defined in the Company's Policy on selection of Members to the Board. They are appointed for an initial period of three (3) terms and may be re-appointed for another two (2) terms of three (3) years totaling nine (9) years.

The Board of Directors is currently made up of Eleven (11) Directors comprising eight (8) Non- Executive Directors and three (3) Executive Directors.

We confirm that our Non-Executive Directors are of strong caliber and contribute actively to Board deliberations and decision making. However, Non-Executive Directors are not appointed for a fixed period. There is a requirement in article 97 of the Company's memorandum and articles of association, whereby one-third (1/3) of Non-Executive Directors retire by



The Company remains committed to ensuring that the implementation of international best practices of Corporate Governance remains strong and unwavering.

rotation at every Annual General Meeting.

Responsibilities of the Board

The role of the Board is well documented in the Board Charter which is revised from time to time based on the evolving nature of the responsibilities of the Board. The Board has ultimate responsibility for determining the

strategic objectives and policies of the Company to deliver long-term value by providing overall strategic direction within a framework of rewards, incentives, and controls.

The Board has delegated the responsibility of the day-to-day operations of the Company to Management and ensures that Management strikes an appropriate balance between promoting long-term growth and delivering short-term objectives. In fulfilling its primary responsibility, the Board is aware of the importance of achieving a balance between conformance to the governance

principles and economic performance.

Notwithstanding the delegation of the operations of the Company to Management, the Board reserved certain powers which include among others, monitoring and implementation of the Company's Strategy and financial objectives, approval of the Company's investment policies and framework, strategic commitments that may have material effects on the assets, profits or operations of the Company and any material changes in the nature of business of the Company. The Board also reserves the power to approve the Company's Financial Statements, any significant

changes in the Company's accounting policies, appointment or removal of Company Secretary, approval of major changes in the Company's corporate or capital structure, recommendation to shareholders of the appointment or removal of Auditors and the remuneration of Auditors, approval of resolution and corresponding documentation for shareholders in General Meeting(s),

Other powers reserved for the Board are the determination of Board structure, size and composition (including appointment and removal of Directors, succession planning of the Board and Senior Management and Board Committee membership), oversight of the establishment, implementation and monitoring of the Company's Risk Management Framework, assessment of risks facing the Company, review and approval of new or revised risk policies recommended by the Enterprise Risk Management (ERM) & Governance Committee for approval, approval of a Remuneration Policy and Packages of the Directors, appointment of the Managing Director, approval of Board Performance Evaluation processes, approval of the Company's Corporate Governance Framework and review of the performance of the Executive Directors, approval of the policy documents on significant issues including Enterprise Risk Management, Human Resources, Corporate Governance, Anti -Money laundering policies and approval of all matters of importance to the Company as a whole because of their strategic, financial, risk or reputational implications or consequences for the Company, amongst others.

Roles of the Chairman and Managing Director

Responsibilities at the top of the Company are well defined and the Board is not dominated by one individual. The position of the Chairman is separate from that of the Managing Director/Chief Executive Officer and the Board Chairman is not involved in the day-to-day operations of the Company. The Board is responsible for controlling and managing the strategic business of the Company and constantly reviews and presents a balanced and comprehensive assessment of the Company's performance and prospects.

The Board meets at least once a quarter during each financial year and additional on a needs basis based on business exigencies with sufficient notices and clear agendas given ahead of such meetings. All Di-

rectors have access to the Company Secretary who can only be appointed or removed by the Board and is also responsible to the Board.

The Executive Management Committee meets weekly to address policy implementation and other operational issues, while Management meetings are held bi-monthly with all Team Leads in attendance.

The Board functions as a full Board and discharges some of its oversight responsibilities through the underlisted Board and Statutory Committees which are constituted as follows:

BOARD COMMITTEES

1. Finance, Investment & General-Purpose Committee

The Committee reviews and oversees financial control and performance, budgetary control and makes appropriate recommendations to the Board. The Committee reviews and recommends for approval matters relating to investment of the Company's funds and all other areas of asset management of the Company to ensure maximization of returns to stakeholders. The membership of the Committee during the period under review is as indicated in the table below:

Name	Status	Designation
Chief Osita Chidoka	Non-Executive Director	Chairman Resigned April 2022
Mr. Simon Bolaji	Non-Executive Director	Chairman
Mr. Samuel Onukwue	Non-Executive Director	Member
Alhaji Hassan Dantata	Non-Executive Director	Member
Mr. Chukwuemeka Uzoukwu	Non-Executive Director	Member

2. Enterprise Risk Management & Governance Committee

The Committee reviews and recommends for approval to the Board matters bordering on Board appointments, Senior Staff appointments, staff compensation, welfare, promotions and recruitment into Senior Management positions. The Committee reviews and recommend for approval by the Board, the Risk Management Policies and Framework, as well as assist the Board in its oversight of the Company's risk management strategy. The Committee also reviews and rec-

ommends for approval by the Board, risk management procedures and controls for new products and services. The Committee was composed of the following members during the period under review:

Name	Status	Designation
Mr. Samuel Onukwue	Non-Executive Director	Chairman
Mr. Anthony Achebe	Non-Executive Director	Member
Alhaji Hassan Dantata	Non-Executive Director	Member
Dr. Mohammed Tahir Attahir	Non-Executive Director	Member

3. Audit and Compliance Committee

The Committee provides oversight functions of both the Company's Financial Statements and its Internal Control and Risk Management functions. The Committee reviews the terms of engagement and recommends the appointment or re-appointment and compensation of External Auditors to the Board as well as responsible for reviewing the procedure put in place to encourage honest whistle blowing. The Committee is also responsible for the review of the Company's compliance level with applicable laws and regulatory requirements.

The Committee undertakes a periodic review of changes in the economic and business environment, including emerging trends and other factors relevant to the Company's business. The membership of the Committee during the year under review is as indicated below:

Name	Status	Designation
Mr. Anthony Achebe	Non-Executive Director	Chairman
Mr. Simon Bolaji	Non-Executive Director	Member
Chief Osita Chidoka	Non-Executive Director	Member
Dr. Mohammed Tahir Attahir	Non-Executive Director	Member
Mr. Samuel Onukwue	Non-Executive Director	Member

4. Statutory Audit Committee

In compliance with the provisions of Section 404(6) of the Companies and Allied Matters Act 2020, the Company constituted an Audit Committee. As at December 31 2022, the Audit Committee consisted of four (4) members of which are two are Non-Executive Directors and the other two are Shareholders. The Committee which is chaired by a Shareholder has the responsibility of reviewing the scope, results of the audit, independence and objectivity of the auditors.

Name	Status	Designation
Mr. Ayuba Quadri	Shareholder	Chairman
Mr. Waheed Sonibare	Shareholder	Member
Mr. Simon Bolaji	Non-Executive Director	Member
Mr. Samuel Onukwue	Non-Executive Director	Member

BOARD OF DIRECTORS MEETINGS 2022

Name of Directors	May	July	October	December
Mr. Godson Ugochukwu	•	•	•	•
Mrs Isioma Omoshie-Okokuku	•	•	•	•
Mr. Chukwuemeka Uzoukwu	•	•	•	•
Mr. Osita Chidoka	•	Resigned	Resigned	Resigned
Alhaji Hassan Dantata	•	•	•	•
Mr. Pius Edobor	•	•	•	•
Mr. Samuel Onukwue	•	•	•	•
Mr. Simon Bolaji	•	•	•	•
Dr. Mohammed Tahir	•	•	•	•
Mr. Anthony Achebe	•	•	•	•
Mr. Ademola Abidogun	•	•	•	•

STATUTORY AUDIT COMMITTEE MEETINGS 2022

Name of Members	Jan	April	July	October
Mr. Ayuba Kadiri	•	•	•	•
Mr. Simon Bolaji	•	•	•	•
Mr. Samuel Onukwue	•	•	•	•
Mr. Waheed Sonibare	•	•	•	•
Mr. Peter Mgbeahuru joined August 16th 2022				•

AUDIT AND COMPLIANCE COMMITTEE MEETINGS 2022

Name of Directors	Jan	April	July	October
Mr. Anthony Achebe	•		•	
Chief Osita Chidoka	•	Resigned	Resigned	Resigned
Mr. Pius Edobor	•	•	•	•
Mr. Simon Bolaji	•	•	•	•
Mrs. Isioma Omoshie-Okokuku	•	•	•	•
Mr. Abidogun Ademola	•	•	•	•
Dr. Mohammed Tahir Attahir	•	•	•	•

FINANCE, INVESTMENT AND GENERAL PURPOSES COMMITTEE MEETINGS 2022

Name of Directors	Jan	April	July	October
Chief Osita Chidoka	•	Resigned	Resigned	Resigned
Mrs. Isioma Omoshie-Okokuku	•	•	•	•
Mr. Pius Edobor	•	•	•	•
Mr. Simon Bolaji	•	•	•	•
Mr. Samuel Onukwue	•	•	•	•
Mr. Abidogun Ademola	•	•	•	•
Alhaji Hassan Dantata	•	•	•	•
Mr. Chukwuemeka Uzoukwu	•		•	

ENTERPRISE RISK MANAGEMENT AND GOVERNANCE COMMITTEE MEETINGS 2022

Name of Directors	Jan	April	July	October
Mr. Samuel Onukwue	•	•	•	•
Mrs. Isioma Omoshie-Okokuku	•	•	•	•
Mr. Pius Edobor	•	•	•	•
Mr. Anthony Achebe	•	•	•	•
Mr. Abidogun Ademola	•	•	•	•
Alhaji Hassan Dantata	•	•	•	•
Mr. Chukwuemeka Uzoukwu	•	•	•	•
Dr. Mohammed Tahir Attahir	•	•	•	•

DIRECTOR NOMINATION PROCESS

The Enterprise Risk Management and Governance Committee is charged with the responsibility of leading the process for Board appointments and for identifying and nominating suitable candidates for the approval of the Board. When considering an appointment, the Board seeks to achieve a balance and mix of appropriate skills and experience, with due consideration for integrity, professionalism, career success and ability to add value to the Company. The appointment of Directors is subject to the approval of the shareholders.

INDUCTION AND CONTINUOUS TRAINING

On appointment to the Board and the Board Committees, Directors receive an induction tailored to meet their individual requirement. The induction which is arranged by the Company Secretary may include meeting with senior management staff and key external advisors, to assist Directors in building a detailed understanding of the Company's operation, its strategic plan, its business environment, the key issues the Company faces, and to introduce Directors to their fiduciary duties and responsibilities. Training and education of Directors on issues pertaining to their oversight functions is a continuous process, in order to update their knowledge and skills and keep them informed of new developments in the Company's business and operating environment.

The Company is committed to keeping employees fully informed as much as possible, regarding the Company's performance and progress and seeking their views, wherever practicable, on matters which particularly affect them as employees. The Company also encourages staff to invest in the Company's equity, hold staff meetings that discuss the Company's day to day operations, business focuses and staff welfare issues.

Management, professionals, and technical experts are the Company's major assets, and investment in their future development continues. The Company's expanding skill base has been extended by a range of trainings provided

to its employees whose opportunities for career development within the Company have thus been enhanced. Training is carried out at various levels through both in-house and external courses. Incentive schemes designed to meet the circumstances of each individual are implemented wherever appropriate.

REMUNERATION POLICY FOR DIRECTORS AND SENIOR MANAGEMENT

There is a remuneration policy for Directors and Senior Management whose aim is to align the interests of senior executives with the interest of shareholders and with business strategy formulated by the Board. The policy shows how performance-based rewards are used to drive corporate performance in particular.



 CHINENYE NWANKWO
 Company Secretary
 FRC/2021/002/0000002354
 Registered Office
 Guinea Insurance House
 33, Ikorodu Road
 Jibowu, Lagos.

DIRECTORS REPORT

In compliance with the Companies and Allied Matters Act 2020, the Directors have the pleasure of presenting their report on the affairs of Guinea Insurance Plc (the Company) together with the audited financial statements and independent auditors report for the year ended 31 December 2022.

Legal form and principal activities

The Company is a public limited liability company which as initially incorporated as a private limited liability company on 3 December 1958 in accordance with the provisions of the Companies and Allied Matters Act, transacting business primarily as a General Insurance business. The Company was formally listed on the Nigerian Stock Exchange on 17 January 1991.

Board of Directors

The Board of Directors of the Company during the year under review and to the date of this report is made up of the following:

DIRECTORS	CAPACITY
Mr. Godson Ugochukwu	Chairman
Mr. Ademola Abidogun	Managing Director
Mrs. Isioma Omoshie Okokuku	Executive Director
Mr. Pius Edozor	Executive Director
Mr. Simon Bolaji	Non-Executive Director
Mr. Anthony Achebe	Non-Executive Director
Alhaji Hassan Dantata	Non-Executive Director
Mr. Emeka Uzoukwu	Non-Executive Director
Chief Osita Chidoka	Non-Executive Director Resigned April 2022
Dr. Mohammed Attahir	Non-Executive Director
Mr. Samuel Onukwue	Non-Executive Director

Directors Interest in Contracts

For the purpose of Section 303 of the Companies and Allied Matters Act 2020, none of the Directors had any direct or indirect interest in contracts or proposed contracts with the Company during the year.

Results of the Year Ended December 31, 2022

The Directors are pleased to announce the trading results for the year ended 31 December, 2022 together with the

comparative figures for the previous year.

Shareholding analysis

According to the register of members, the Company's shareholdings including shareholders who held more than 5% of the issued share capital of the Company as at 31st December 2022 are shown below:

No changes were made in the above holdings as at the date of this report and none of the Directors has notified the Company for the purpose of Section 303 of the Companies and Allied Matters Act 2020 of any disclosable interest in contract in which the Company was involved as at 31 December 2022.

Property and Equipment

Information relating to the Company's property, plant and equipment is detailed in the Note 25 of the financial statements.

Donations

There was a donation of one million naira for COVID-19 pandemic through the Nigerian Insurers Association (NIA) to the National Insurance Commission, NAICOM. Employment of disabled persons.

The Company in recognition of its special obligations to employ disabled persons maintains a policy of giving fair consideration to applications for employment made by disabled persons with due regard to their abilities and aptitude. All employees are given equal opportunities to develop themselves. As at 31 December 2022, no disabled person was employed in the Company.

Health, safety at work and welfare of employees

Employees are made aware of the health and safety regulations that are in force within the premises of the Company. The Company provides subsidy to all employees for transportation, housing, lunch and medical expenses, medical insurance, e.t.c.

Research and development

The Company in its determination to maintain its status as one of the best in the industry continues to encour-

age research development of existing and new products aimed at consistently improving the Company's position. Events after the reporting period

There were no significant events after reporting date which could have had a material effect on the financial statements for the year ended 31 December 2022 which have not been adequately provided for or disclosed in the financial statements.

Auditors

In compliance with Principle 20 of the Nigerian Code of Corporate Governance 2018 and Section 6.0 of the National Insurance Commission's Approved Corporate Governance Guidelines, 2021 on the tenure of External Auditors, Mssrs. BDO Professional Services (Chartered Accountants) have shown willingness to continue in office as the auditors in accordance with Section 40(2) of the Companies and Allied Matters Act, 2020.

Compliance with the code of best practices on corporate governance.

The Directors confirm that they have reviewed the structure and activities of the Company in view of the Code of Best Practices on Corporate Governance for the Insurance Industry in Nigeria published in February 2009. The Directors confirm that the Company has substantially complied with the provisions of the Code of Best Practices on Corporate Governance with regards to matters stated therein concerning the Board of Directors, the Shareholders and the Audit Committee.



 CHINENYE NWANKWO
 Company Secretary
 FRC/2021/002/0000002354
 Registered Office
 Guinea Insurance House
 33, Ikorodu Road
 Jibowu, Lagos.

STATEMENT OF DIRECTORS RESPONSIBILITIES

In accordance with the provisions of Sections, 388 and 389 of the Companies Allied Act 2020 the Directors are responsible for the preparation of annual financial statements which gives a true and fair view of the financial position at the end of the financial year of the Company and the operating result for the year then ended.

These responsibilities include ensuring that:

- Appropriate and adequate internal controls are established to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.
- The Company keeps proper accounting records which disclose with reasonable accuracy the financial position of the Company and which ensure that the financial statements comply with the requirements of the Companies and Allied Matters Act 2020, Banks and Other Financial Institutions Act 1991, Insurance Act 2003, Financial Reporting Council Act 2011 and the yearly Operational Guidelines issued by NAICOM.
- The Company has used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgments and estimates, and that all applicable accounting standards have been followed; and

- The financial statements are prepared on a going concern basis unless it is presumed that the Company will not continue in business.

The Directors accept responsibility for the preparation of the annual financial statements that give a true and fair view in accordance with International Financial Reporting Standards (IFRS) and in the manner required by the Companies and Allied Matters Act 2020, the Financial Reporting Council of Nigeria Act 2011, the Insurance Act 2003 and the relevant National Insurance Commission of Nigeria (NAICOM)'s circulars.

The Directors further accept responsibility for maintaining adequate accounting records as required by the Companies and Allied Matters Act 2020, and for such internal control as the Directors determine is necessary to enable the preparation of the financial statements that are free from material misstatement whether due to fraud or error.

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

REPORT OF THE STATUTORY AUDIT COMMITTEE
404(7) of the Companies and Allied Matters Act 2020.



REPORT OF THE EXTERNAL CONSULTANT ON BOARD EVALUATION AND CORPORATE GOVERNANCE AUDIT OF GUINEA INSURANCE PLC FOR THE YEAR ENDED 31ST DECEMBER 2022

Crest and Waterfalls Consulting, a firm of Corporate Governance Consultants, was engaged by GUINEA INSURANCE PLC (GIPLC), to carry out the Board Performance Evaluation and Appraisal for the company for the year ended December 31, 2022, in line with the corporate governance requirements under both the NAICOM code of corporate governance and the Nigerian Code of Corporate Governance 2018.

The audit covered areas of the performance and effectiveness of the board as a whole, the board committees, individual members, the governance practices of the company, and the Chairman. The methodology of the audit was by benchmarking against the recommended principles and practices under the Nigerian Code of Corporate Governance 2018 and sector specific requirements under the NAICOM code for the insurance industry and more generally the SEC Code of Corporate Governance for Public Companies in Nigeria. We also reviewed all the Boards' governance documents, committee charters, minute books and director profiles. The charters and governance documents were compared with the provisions of the aforementioned codes to ascertain if the provisions comply with established corporate governance principles. The Minute books, interviews and questionnaires provided relevant feedback on the corporate governance structures, frameworks, systems, and practices of the company as a whole, as a basis of the report.

The performance of the board as a whole, the committees and individual directors, and the chairman ranged from satisfactory to excellent. Benchmarking Executive Director and CEO evaluations with KPI's is desirable to ensure that contractual agreements are being adhered to and benefits are linked to such performance.

In general, GIPLC maintains established and satisfactory board processes that encourage open debates, consideration of board matters and participation of members in decision making. By industry benchmarks, the board has satisfactory board practices, corporate governance framework, and risk management framework.

Save for concerns about size, board is comprised of the right mix and spectrum of skills and experience, and the recruitment process of the board is clear and specified in the board charter. Our recommendations covered continuous Director Development programs especially in the areas of risk management and innovation for business development in the insurance sector, board adoption of a clear system of delimiting what businesses management are to engage in on behalf of the company, and the approval processes and limits, improved participation in Performance measurement exercises, particularly, KPI assessments for Executives, as a subset of linking remuneration and benefits to performance.

A handwritten signature in black ink, appearing to read 'Ebere Okonkwo'.

Ebere Okonkwo FCIS
Principal Consultant/Team Lead -Evaluation
FRC/2019/ICSAN/00000019165

Mr. Samuel Onukwe

Samuel Onukwue was appointed a Member of the Board of Directors, Representing the Interest of Minority Shareholders, Guinea Insurance PLC on 26th September 2017.

He is an accomplished executive with domestic and international experience in Investment Banking. Currently, he is the Managing Director/Chief Executive of Mega Equities Limited, a member of the Nigerian Stock Exchange and had served at various leading management levels in: Central Bank of Nigeria, Ivory Merchant Company, Thomas Cook/Travel Global & financial services, Citizens International Bank/Spring Bank PLC, Nigerian Wire and Cable PLC, he also served as Senior Partner of Ekwueme Onukwue & Co. He possesses over two decades of hands-on experience with well-developed relationship management expertise that complements account acquisition skills, origination and execution of transactions, including financial modeling and analysis, company valuation, corporate and industry research, strategic analysis and recommendation, due diligence etc.

Samuel is a graduate of Accountancy from Yaba College of Technology, holds an MBA in Banking & Finance from University of Lagos; an M.Sc. in Corporate Governance from Leeds Metropolitan University, United Kingdom. He is an Associate of both the Chartered Institute of Stockbrokers and the Chartered Institute of Taxation, and has been a Fellow of the Institute of Chartered Accountants of Nigeria since 2000.

Dr. Mohammed Attahir
Non-Executive Director

Mohammed Tahir Attahir was appointed a Member of the Board of Directors, Guinea Insurance PLC on 23rd March 2016.

He is the Managing Director/CEO of Greenwich Ventures International Incorporated. A proven entrepreneur with over 40 years of professional experience in developing and managing people and businesses across a variety of sectors: Banking, Engineering and Construction, Manufacturing, Finance and Stock Broking, Data and Voice Communication.

Mohammed holds a Higher National Diploma (HND) certificate in Marketing from Kaduna Polytechnic. He is a Member of the: Chartered Institute of Marketing, London (CIML); Institute of Corporate Administration Secretaries (ICAS). An Associate Member of: British Institute of Management (BIM); Nigerian Institute of Management (NIM). A Fellow of the: Institute of Corporate Administrators (ICA); Institute of Corporate Executive of Nigeria (ICE) and Honoris Causa, Business Management (PHD).

Prior to his appointment as Director, he was Director: Global Investment and Marketing Services Limited, Greenwich Communications Limited, Incorporated Computers Limited and currently the Executive Chairman, Greenwich Enterprises.



Anthony Achebe was appointed a Member of the Board of Directors, Guinea Insurance PLC on 23rd March 2016.

Anthony Achebe was appointed a Member of the Board of Directors, Guinea Insurance PLC on 23rd March 2016. He is a seasoned Legal Practitioner with substantial years of experience in active legal practice. Anthony has built a successful track record of consistent value creation in various organisations in more than twenty-eight (28) years of his post Call experience.

He is a consummate deal maker and has leveraged his experience throughout the public and organized private sectors where he distinguished himself in the field of Advocacy, Company Secretarial Administration, Corporate and Commercial Legal Practice, Financial Services Industry, Electricity Power Regulation and Labour Relations.

He obtained an LL.B (Hons) degree from the University of Nigeria in June 1986 and thereafter proceeded to the Nigerian Law School where he was awarded a B.L. (Certificate of Call to the Nigerian Bar).

Board of Directors



Godson C. Ugochukwu
Chairman

Ademola Abidogun
MD/CEO



Chukwuemeka Uzoukwu, M.
Non-Executive Director



Mohammed Tahir Attahir
Non-Executive Director



Hassan Aminu Dantata
Non-Executive Director



Osita Benjamin Chidoka, OFR
Non-Executive Director



Simon Oladayo Bolaji
Non-Executive Director



Samuel Onukwue
Non-Executive Director



Anthony Achebe
Non-Executive Director



Isioma Omoshie-Okokuku (Mrs.)
Executive Director, Marketing



Edobor Osaro Pius
Executive Director, Finance & Administration



Godson ChukwudiUgochukwu

Chairman

was appointed Chairman, Board of Directors, Guinea Insurance PLC on 23rd March 2016.



He is the Principal Partner at Fortress Solicitors with over 14 years of consummate legal expertise in all aspects of **Nigerian and International Laws** and has served meritoriously in many top Nigerian law firms.

Godson is an established specialist in Corporate and Commercial Law and Practice; Civil and Commercial Litigation; Maritime and Environmental Law; Oil and Gas; Information Technology and Investments; Alternative Dispute Resolution; Tax; Foreign Direct Investments; Project Finance; Business Law; Regulations and Investigation; Power; Private Enquiry; Employment and Labour; Real Estate and Insurance Law. In year 2000, he obtained a Bachelor of Laws (LLB) degree from the University of Nigeria, Nsukka and was later called to the Nigerian Bar in 2002.

He is a Member of the: **Nigerian Bar Association (NBA)**; **International Bar Association (IBA)**; Oil & Gas Committee of the IBA; Arbitration Committee of the IBA; Intellectual Property and Entertainment Law Committee of the IBA and Corporate, Mergers & Acquisition Law Committee of the IBA

Ademola Abidogun

Managing Director/CEO

Ademola was appointed Managing Director/CEO of Guinea Insurance PLC on September 2, 2019. He brings over two decades of leadership experience and direction to the table.

A seasoned professional with inestimable depth and wealth of technical experience acknowledged across the industry. His combined expertise in marketing, insurance broking, underwriting/claims administration, oil and gas, banking, telecoms, reinsurance, product development, business risk advisory, special risks and strategic planning, offer a formidable springboard for relaunching the Company's propensity to act and hence, develop and implement sustainable plans for long-term growth and shareholder value creation. Prior to his appointment, Ademola had championed the affairs of many companies in the insurance industry; the most recent being: Fin Insurance Company Limited, where he served as Executive Director, Technical/Operations and Ag. Managing Director. In Cornerstone Insurance PLC, he pioneered the Bancassurance/Retail team as Assistant General Manager.

He holds a Master of Science degree in Business Administration from the Rivers State College of Science and Technology (2007); He is an alumnus of the prestigious London and Lagos Business Schools as well as the University of Texas.



Chukwuemeka Uzoukwu, M.

Non-Executive Director

was appointed a Member of the Board of Directors, Guinea Insurance PLC on 23rd March 2016.



He is a proven management talent with over 18 years of professional experience marked by a trend of progressive positions of management responsibilities home and abroad.

As an entrepreneur by nature, Emeka has built a successful track record of continuous value creation in: Portfolio Management, Executive Management, Asset Allocation, Corporate Finance, Financial Advisory, Corporate Governance, Business Strategy, Private/Business Banking, Stock/Bond Brokerage and Business Development. Emeka obtained a BA in Economics, an MBA in Finance and Strategy from Hobart College, Geneva, New York and Loyola Marymount University, Angeles, CA respectively and others. His command of finance coupled with his international perspective of doing business makes him an exceptional resource on almost any project over the years. He is a member of the prestigious Institute of Directors (IoD) and an alumnus of the Massachusetts Institute of Technology, Cambridge, MA.

Prior to his appointment as Director, Emeka was Head, Principal Investment in Chrome Group, Abuja, NG; Principal Financial Consultant in CG Hover LLC, Los Angeles, California; Financial Advisor/Wealth Manager, Citigroup/Smith Barney, Los Angeles, California and Financial Consultant, Merrill Lynch, San Diego, California.

Mohammed Tahir Attahir

Non-Executive Director

was appointed a Member of the Board of Directors, Guinea Insurance PLC on 23rd March 2016.

He is the Managing Director/CEO of Greenwich Ventures International Incorporated. A proven entrepreneur with over 40 years of professional experience in developing and managing people and businesses across a variety of sectors: Banking, Engineering and Construction, Manufacturing, Finance and Stock Broking, Data and Voice Communication.

Mohammed holds a Higher National Diploma (HND) certificate in Marketing from Kaduna Polytechnic. He is a Member of the: Chartered Institute of Marketing, London (CIML); Institute of Corporate Administration Secretaries (ICAS). An Associate Member of: British Institute of Management (BIM); Nigerian Institute of Management (NIM). A Fellow of the: Institute of Corporate Administrators (ICA); Institute of Corporate Executive of Nigeria (ICE) and Honoris Causa, Business Management (PHD).

Prior to his appointment as Director, he was Director: Global Investment and Marketing Services Limited, Greenwich Communications Limited, Incorporated Computers Limited and currently the Executive Chairman, Greenwich Enterprises.



Hassan Aminu Dantata

Non-Executive Director

was appointed a Member of the Board of Directors, Guinea Insurance PLC on 23rd March 2016.



He is the Executive Director of Dantata Organisation Limited; a business conglomerate with diverse interests in: Manufacturing, Construction, Property Development, Banking and Finance, Agriculture and Agro-Allied, Telecommunications, and Oil and Gas Exploration.

His immense business acumen and presence of mind contributed in no small measure to the growth of the Dantata business empire in Kano, Nigeria. Hassan is a perceptive and upfront business analyst with over 13 years' experience in: Fertilizer Processing; Crude Oil Exploration and Marketing; Production of Sugar and Vegetable Oil etc. In 1997, Hassan graduated from Miami Dade College, USA with an Associate Art degree; in 2000 and 2003, he obtained Bachelor degrees in, International Business and Management, respectively from Florida International University.

Osita Benjamin Chidoka, Ofr

Non-Executive Director

was appointed a Member of the Board of Directors, Guinea Insurance PLC on 23rd March 2016.

Osita Chidoka was appointed a Member of the Board of Directors, Guinea Insurance PLC on 23rd March 2016. He is a dynamic personality with astonishing managerial discernment and entrepreneurial spirit.

He served his country meritoriously as captain of key government parastatals: (2014 – 2015) Minister of Aviation, Federal Ministry of Aviation; (2007 – 2014) Corps Marshall and Chief Executive, Federal Road Safety Commission; (2005-2007) Senior Public Affairs Advisor, ExxonMobil – Mobil Producing Nigeria; (2003 - 2004) Legal Adviser/Special Assistant, Office of the President; (2000 - 2003) Personal Assistant to the Minister, Federal Ministry of Transport.

Osita obtained a Bachelor of Science Degree in Management from the University of Nigeria, Nsukka. He thereafter proceeded to the School of Public Policy at George Masson University in the United States of America where he obtained a Master's Degree in Transport Policy and Logistics. He also holds a certificate in Global Strategy and Political Economy from Oxford University, UK and a Graduate Diploma in Maritime & Ports Management from the National University of Singapore.



Simon Oladayo Bolaji

Non-Executive Director

was appointed a Member of the Board of Directors, Guinea Insurance PLC on 23rd March 2016.



He is the Head of Revenue Cycle Services of Enugu Electricity Distribution Company (EEDC) PLC. A well versed professional with over 17 years of astute banking experience in: Operations, Sales and Marketing, Public Sector, Treasury, Commercial banking etc. Prior to joining EEDC, he served in various top positions in: Standard Chartered Bank, Intercontinental Bank, Fountain Trust Bank and Spring Bank PLC and had received many awards for his strength of character and outstanding performances.

In 1997, Simon obtained a Bachelor of Education (B.Ed) degree in Auto Technology from Ahmadu Bello University, Zaria and an MBA in Financial Management from Federal University of Technology, Owerri in 2004.

He is an Associate Member of the: Institute of Chartered Accountants of Nigeria (ICAN); Nigerian Institute of Management (NIM) and a Member of the Institute of Treasury Management (ITM)

Samuel Onukwue

Non-Executive Director

was appointed a Member of the Board of Directors, Representing the Interest of Minority Shareholders, Guinea Insurance PLC on 26th September 2017.

He is an accomplished executive with domestic and international experience in Investment Banking. Currently, he is the Managing Director/Chief Executive of Mega Equities Limited, a member of the Nigerian Stock Exchange and had served at various leading management levels in: Central Bank of Nigeria, Ivory Merchant Company, Thomas Cook/Travel Global & financial services, Citizens International Bank/Spring Bank PLC, Nigerian Wire and Cable PLC, he also served as Senior Partner of Ekwueme Onukwue & Co.

He possesses over two decades of hands-on experience with well-developed relationship management expertise that complements account acquisition skills, origination and execution of transactions, including financial modeling and analysis, company valuation, corporate and industry research, strategic analysis and recommendation, due diligence etc.

Samuel is a graduate of Accountancy from Yaba College of Technology, holds an MBA in Banking & Finance from University of Lagos; an M.Sc. in Corporate Governance from Leeds Metropolitan University, United Kingdom. He is an Associate of both the Chartered Institute of Stockbrokers and the Chartered Institute of Taxation, and has been a Fellow of the Institute of Chartered Accountants of Nigeria since 2000.



Anthony Achebe

Non-Executive Director

was appointed a Member of the Board of Directors, Guinea Insurance PLC on 23rd March 2016.



Anthony Achebe was appointed a Member of the Board of Directors, Guinea Insurance PLC on 23rd March 2016. He is a seasoned Legal Practitioner with substantial years of experience in active legal practice. Anthony has built a successful track record of consistent value creation in various organisations in more than twenty-eight (28) years of his post Call experience.

He is a consummate deal maker and has leveraged his experience throughout the public and organized private sectors where he distinguished himself in the field of Advocacy, Company Secretarial Administration, Corporate and Commercial Legal Practice, Financial Services Industry, Electricity Power Regulation and Labour Relations.

He obtained an LL.B (Hons) degree from the University of Nigeria in June 1986 and thereafter proceeded to the Nigerian Law School where he was awarded a B.L. (Certificate of Call to the Nigerian Bar).

Isioma Omoshie-Okokuku (Mrs.)

Executive Director, Marketing

Isioma Omoshie-Okokuku was appointed Executive Director, Corporate & Legal Services on 1st June 2016 and subsequently, Executive Director, Marketing on 2nd September 2019. Prior to her latest appointment, she was the Ag. Managing Director/Chief Executive Officer of Guinea Insurance PLC.

A distinguished quick-witted legal luminary with over 20 years of professional experience in both public and private legal practices before joining Guinea Insurance PLC in 2009 as Company Secretary/Legal Adviser/Chief Compliance Officer amongst others. She is widely known for her diligence, high probity and amiable strength of character; all of which, were instrumental to the repositioning of the Legal and Compliance units of the Company for better service delivery. On the balance, today the Company is widely celebrated as the premium brand in the insurance space and an emerging leader in the provision of first-rate risk management solutions in Nigeria.

Isioma's leadership marks have charted the course of the company's fortunes on the path of monumental growth especially, at a period of heightened turbulence in the economic state of the nation and insurance industry in particular.

She studied law at the University of Benin (UNIBEN) where she received her first professional degree in Law - LLB in 1988 and was soon after called to the Nigerian Bar in 1989. Isioma is an Associate Member of the Chartered Insurance Institute of Nigeria (ACIIN).



Edobor Osaro Pius

Executive Director, Finance & Administration



Pius was appointed Executive Director, Finance and Administration on 19th January 2017. A highly developed and analytical professional with over two decades of diversified service experience in: Finance and Accounting, Auditing, Investigation, Stock broking and Portfolio Management. He holds a Master's and Bachelor's degrees in Accounting from Saint Monica University, SW, Cameroon and Olabisi Onabanjo University respectively.

He is a Fellow of the Institute of Chartered Accountants of Nigeria (ICAN). An Associate Member of the: Chartered Institute of Stockbrokers (CIS); Chartered Institute of Taxation of Nigeria (CITN); Institute of Legal Executives of Nigeria (ILEX);

Association of Certified Fraud Examiners (ACFE) and a Certified Member of Ethical Alliance. His career spans over 20 years and he has led many senior finance and administrations roles in various notable organizations such as: Lighthouse Financial Services; Aremu Akindele & Co; LASSA Limited and Global Scansystems in Nigeria.

Chinenye Nwankwo

Company Secretary

Chineye is GI's Company Secretary cum Legal Adviser. She is a seasoned legal practitioner with upwards of 10 years of experience and expertise in litigation, corporate governance, legal and regulatory compliance, company secretarial practice, capital market, legal audit and due diligence, corporate restructuring, and commercial dispute resolution.

A graduate of the University of Nigeria, Nsukka and was called to the Nigerian Bar in 2009. Further down the line, she provided first-rate legal services to a portfolio of publicly quoted companies and multinationals. A case in point was the assumption of superintendency at the Legal and Compliance Unit of Financial Derivatives Company Limited, Nigeria; where she became renowned for her management approach and proven ability to take responsibility for the provision of comprehensive company secretarial and governance service in resolving a wide range of company law and governance issues.

Chinenye is a member of the Nigerian Bar Association, an accredited practitioner with the Corporate Affairs Commission, a registered practitioner with the Financial Reporting Council, and a student member of the Institute of Chartered Secretaries and Administrators of Nigeria.



Oluyinka Adebisi

Group Lead - Marketing (South)



Yinka is GI's Group Lead of Marketing in the Southern Region of Nigeria. A vibrant and analytical professional with remarkable aptitude for strategic marketing and business development.

He has garnered over 16 years' experience spanning across: Underwriting, Sales & Marketing, Customer Management, Energy & Special Risks, Public Sector Account.

He is an entrepreneurial business development professional with a passion for building strong bond with prospects and customers from lead generation to close and beyond through consultative, solution-based approach. Holds a Higher National Diploma (HND) in Mass Communications from Moshood Abiola Polytechnic, Master's degree in International Relations & Strategic Studies from Lagos State University (LASU).

He is an Associate of the Chartered Insurance Institute (ACII); a member of the Nigerian Institute of Public Relations (NIPR) and Chartered Insurance Institute of Nigeria (CIIN).

Ogonna Offor-Orabueze

Group Lead Technical

Ogonna is GI's Group Lead, Technical. She is a dedicated insurance professional with over 15 years astute experience in: risk assessment and mitigation; damage assessment, evaluation of liability exposure, claims reports/documentation and policy interpretation.

Ogonna's phlegm and presence of mind, have over the years positioned her for effective delivery of multiple, high-priority projects and she takes pride in providing exemplary customer service. Holds a Master's degree in Business Administration from University of Lagos; Higher National Diploma (HND) from Federal Polytechnic, Oko and attended the West African Insurance Institute, Banjul, The Gambia (WAI) where she graduated and was awarded best student in "Insurance Supervision and Regulation; and Practice of Marketing."

She is an Associate Member of the Chartered Insurance Institute of Nigeria (ACIIN) and has attended several courses both internationally and locally in oil and energy, reinsurance, underwriting and claims administration.



Adebowale Adesokan

Team Lead – Underwriting



Adebowale is GI's Team Lead, Underwriting. She is an expert with over 15 years' of extensive experience in provision of technical assistance and guidance on underwriting of policies.

Adebowale possesses good customer relationship generalship and a strong desire to deliver blueribbon services that continually made significant impact on the company's operations. She is wellversed in the spheres of general and underwriting insurance markets; query resolution, energy reinsurance, marine and aviation, insurance fraud & claims management, advanced fire insurance, risk and uncertainty management, loss adjustment, branch/ territory management, underwriting strategy and planning etc. Holds a Master's degree in Business Administration from Ladoko Akintola University of Technology, Ogbomosho and a Higher National Diploma in Insurance from the Lagos State Polytechnic.

She is an Associate Member of the Chartered Insurance Institute of Nigeria (ACIIN).

Ijeoma Okafor

Branch Lead – East

Ijeoma is GI's Branch Lead in the Eastern part of Nigeria. An excellent team player with indepth understanding of the sales cycle process that delivers valued based benefits with commitment, shared purpose and achievement of enterprise goals.

She has invested more than 18 years of her progressive career in building top performing teams with focus on impeccable service delivery and accountability for greater accomplishments.

Proficient in strategic analytics of fundamental influencers of business and industry trends within the spheres of: Insurance Underwriting, Claims Administration, Marketing, Competitive Market Intelligence, Business Development, Sales and Market Analytics.

Holds a Master's degree in Business Administration an Higher National Diploma (HND) in General Agriculture from Federal College of Agric, Umudike, Abia State. She is an Associate of the Chartered Insurance Institute of Nigeria (CIIN).



Ja'afar Baba Saleh

Group Lead - Marketing (North)



Ja'afar is GI's Group Lead for Marketing in Northern Nigeria. An enthusiastic professional with proven leadership abilities in managing teams and clientele from diverse psychographic, and firmographic divides. Holds B.Sc. in Mathematics from University of Jos; M.Sc., and a Post Graduate Diploma in Management from the Ahmadu Bello University Zaria.

He has also attended various professional training in Total Quality Management, Anti Money Laundering (AML), Relationship Marketing, and Strategic Planning.

As a well-versed professional with over 18 years of hands-on experience in the insurance industry, and he has gained mastery of technical and operational management, service delivery, project management, and a business development acumen that underscore his expertise in engaging decision-makers as well as devising winning sales strategies and solutions

Chairman's

Statement

Despite the many difficulties and operational challenges encountered throughout the year, our company was able to weather the storm and continue on the path of growth.



Godson Ugochukwu

INTRODUCTION

Esteemed shareholders, regulatory authorities' representatives, invited guests, members of the press, and all present here, it gives me great pleasure to welcome you all to the 65th Annual General Meeting of Guinea Insurance Plc. On behalf of the Board of Directors, Management, and staff, I express my gratitude for your unwavering support and trust in our company.

As we gather today, I am pleased to welcome you to Guinea Insurance PLC's 65th Annual General Meeting, and to present the Annual Reports and Accounts for the period ended December 31, 2022, for your consideration. I hope that the reports will provide you with valuable insights into our operations, financial performance, and our future prospects.

Before digging into the report, I would like to take a moment to acknowledge a significant change in the Board of our Company. Mr. Osita Benjamin Chidoka, who served as a Director of Guinea Insurance since 2016 resigned from the Board. He always was a valuable member of the Board, and his knowledge and experience paved the way for scores of insightful and lively debates at Board meetings. We are grateful for the time and effort Mr. Chidoka contributed to Guinea Insurance, and the assistance and guidance he provided to management. We wish him success in his future endeavors.

The year 2022 was a year of significant changes and challenges in the Nigerian insurance space. As a company, we continued to adapt and thrive in the dynamic market, despite the challenges, we remained resilient to grappled with the economic realities that provide context for the 2022 business year. As such, I present an overview of the business environment during this period, highlighting our modest balance sheet.

GLOBAL ECONOMIC OPERATING ENVIRONMENT

Global economic activity experienced a broad-based and sharper-than-expected slowdown, with inflation higher than seen in several decades. The cost-of-living crisis, tightening financial conditions in most regions, Russia's invasion of Ukraine, and the lingering COVID-19 pandemic all weighed heavily on the outlook. Global growth

was forecasted to slow from 6.0 percent in 2021 to 3.2 percent in 2022 and 2.7 percent in 2023.

Amid high inflation, aggressive monetary tightening, and heightened uncertainties, the current downturn slowed the pace of economic recovery from the COVID-19 crisis, threatening several countries — both developed and developing — with the prospects of recession in 2023. Growth momentum significantly weakened in the United States, the European Union, and other developed economies in 2022, adversely impacting the rest of the global economy through a number of channels.

Tightening global financial conditions coupled with a strong dollar exacerbated fiscal and debt vulnerabilities in developing countries. Over 85 percent of central banks worldwide tightened monetary policy and raised interest rates in quick succession since late 2021, to tame inflationary pressures and avoid a recession. Global inflation, which reached a multi-decade high of about 9 percent in 2022, was projected to ease but remain elevated at 6.5 percent in 2023.

THE NIGERIAN BUSINESS ENVIRONMENT

In 2022, the Nigerian economy showed signs of moderate growth, driven by a rebound in oil prices, growth in the agricultural sector, and a steady increase in non-oil exports. The country's GDP grew by 2.5%, which was an improvement from the previous year's growth of 1.9%. Despite the growth, the business environment remained challenging, with inflation remaining at double digits, reaching an all-time high of 18.17% in March 2022. The high inflation rate was driven by various factors, including the depreciation of the Naira, insecurity in some parts of the country, and the impact of the COVID-19 pandemic.

In the Nigerian insurance industry, there were significant regulatory reforms aimed at ensuring compliance and increasing transparency. The reforms included the recapitalization of insurance companies, with the minimum paid-up capital requirement for general insurance companies raised from N3 billion to N10 billion, and life insurance companies from N2 billion to N8 billion. The industry continued to face challenges, including low insurance penetration, a lack of awareness among

the general public about the importance of insurance, and inadequate government support. However, there were also opportunities for growth, such as the increasing demand for insurance products in the country's emerging markets, the potential for microinsurance, and the growth of the digital economy.

Overall, the Nigerian business economy in 2022 had both opportunities and challenges, and the insurance industry remained a crucial part of the economy, with the potential to contribute significantly to economic growth and development.

THE INSURANCE INDUSTRY

The Nigerian insurance industry has experienced tremendous growth since 2022. The economy has been steadily expanding with the promise of greater opportunities, and this is being mirrored in the ever-growing demand for both traditional and non-traditional forms of insurance. Nigeria's insurance industry grew by 12.25 per cent in the fourth quarter of 2022, figures obtained from the National Bureau of Statistics have revealed.

According to the NBS report on Nigeria's Gross Domestic Product for Q4 2022, the finance and insurance sector consisted of two subsectors: financial institutions and insurance. While the former accounts for 92.84 per cent, the latter contributes 7.16 per cent to the sector's growth in Q4. It stated, "As a whole, the sector grew at 22.58 per cent in nominal terms (year-on-year), with the growth rate of financial institutions at 23.46 per cent and a 12.25 per cent growth rate recorded for insurance.

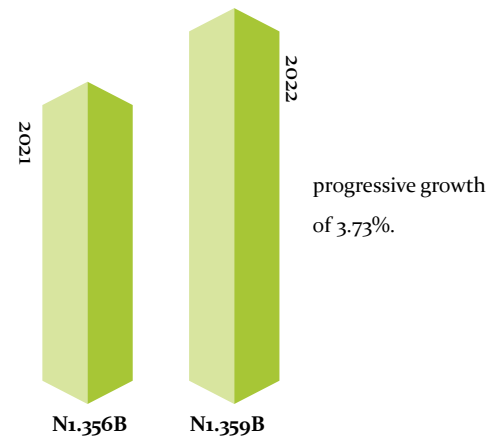
"The overall rate was lower than Q4, 2021 by 2.34 per cent points, and higher by 1.21 per cent points than the preceding quarter. The quarter-on-quarter growth was 26.59 per cent. Overall, the sector grew by 26.42 per cent in 2022." It added that the sector's contribution to the nominal GDP was 3.30 per cent in Q4 2022, higher than the 3.10 per cent it represented the previous year, and higher than the contribution of 2.83 per cent it made in the preceding quarter. The total contribution of the sector in nominal terms in 2022 stood at 3.36 per cent, higher than the 3.05 per cent reported in 2021.

Still, it appears clear creditworthy businesses can real-

istically look towards success in an increasingly open market where competition is intensifying without limits unseen before 2022 - one which could soon witness substantial investments down the line if correctly guided along its current trajectory.

OPERATING RESULTS

In 2022, the Gross Premium Written for the company amounted to N1.359 billion, showing a marginal increase of 0.22% compared to the N1.356 billion recorded in 2021. However, there was a noteworthy rise in Gross Premium Income, surging from N1.34 billion in 2021 to N1.39 billion in 2022, representing a progressive growth of 3.73%.



The company's Net Premium Income experienced an impressive upswing in 2022, surging to an astounding N960 million. This remarkable growth of 9.22% compared to the previous year's N879 million was attributed to the successful expansion into new markets and enhanced underwriting and risk management practices. The company demonstrated its commitment to fulfilling its obligations to policyholders by settling their claims efficiently and effectively, as evidenced by a 194.61% surge in Claims Expenses from N142 million in 2022 to N48.2 million recorded in 2021.

Despite short-term impacts on the bottom line due to expansion plans aimed at future growth and sustainable profitability, the company remained focused on its pursuit of success, resulting in an increase in Loss After Tax from N23.4 million in 2021 to N64.7 million in 2022, representing a shortfall of 176.50%.

However, effective tax planning strategies implemented by the company led to a notable decrease in Income Tax Expense in 2022, which amounted to N7.9 million, showing a significant drop of 78.40% compared to the N36.5 million recorded in 2021. This reflects the company's proactive approach to managing its tax liabilities.

FUTURE OUTLOOK

In 2022, the Nigerian insurance industry saw a surge in competition as the National Insurance Commission (NAICOM) set out to win the market from insurance operators such as insurers, reinsurers, brokers, agents, loss adjusters, and consultants. This trend is expected to continue in 2023 as NAICOM has already taken two critical actions to maintain its dominance. The first was the announcement requiring insurance companies to comply with the Code of Good Governance on tenure for Managing Directors and Executive Directors. The second action was the recent release of new Premium Rates for Motor Insurance.

Furthermore, the implementation of the International Financial Reporting System (IFRS) and Risk-based Supervision in 2023 will add to the regulatory demands on insurance operators. Those with minimal strategic framework will have no choice but to devote 70 percent of their time to regulatory compliance. In summary, the Nigerian insurance outlook for 2023 will be characterized by heightened competition, increased regulatory demands, and the need for operators to adopt a more strategic approach to stay competitive.

Looking ahead, we remain committed to our vision of delivering world-class insurance solutions to our customers in Nigeria, and we remain optimistic about the future of Guinea Insurance. We will continue to invest in innovative solutions and customer-centric practices to ensure that we remain at the forefront of the industry.

We have also continued to increase the efficiency of our operations through the adoption of new technologies, investment in our workforce, and simplification of our processes. Through our investments in technology, we have improved our customer experience and modernized our systems, making it easier for our customers to purchase and manage their policies.

CONCLUSION

I like to seize this opportunity to express my sincere gratitude to my esteemed colleagues on the Board, whose unwavering support, guidance, and leadership have been instrumental in steering the company towards greater heights. I am also immensely proud of our dedicated staff, whose tireless efforts and hard work have contributed significantly to the success of our business.

Applause and heartfelt vote of thanks goes to our esteemed shareholders for their continued trust and support, which has been crucial in sustaining our growth and success. We remain committed to creating value for all our stakeholders, and we will continue to work tirelessly to ensure that we meet and exceed your expectations.

I would like to express my gratitude once again for your unwavering support. I am confident that our discussions today will be productive and will lay the foundation for a prosperous future for Guinea Insurance Plc. Let's work together towards a bright future for our company.



Godson Ugochukwu, Esq.
Chairman, Board of Directors

Pursuant to and in accordance guidelines of NAICOM section 2.10 the Board hereby declares stating that, to the best of its knowledge and belief, having made appropriate enquiries

1. The company has a securities trading policy which shall apply to all employees and Directors and shall be circulated to all employees that may at any time possess any inside or material information about the Company.
2. That the Company publicizes its securities trading policy in its internal communications, on a regular basis, and places it on its website.
3. That all directors, persons discharging managerial responsibility and persons closely connected to them as well as all insiders of the Company should notify the Company in writing through the Company Secretary of the occurrence of all transactions conducted on their own account in the shares of the Company on the day on which the transaction occurred and the Company should maintain a record of such transactions which shall be provided to The Exchange within two business days of The Exchange making a request in that regard.
4. That in relation to securities transactions by directors, the Company should disclose such in its interim reports (and summary interim reports, if any) and the Corporate Governance Report contained in its annual reports (and summary financial reports, if any) That the Board is satisfied with the efficiency of the processes and systems surrounding the production of financial information of the company.
5. That the company has in place a Risk Management Strategy, developed in accordance with the requirements of the rules, setting out its approach to risk management; and The systems that are in place for managing and monitoring risks, and the risk management framework, are appropriate to the company, having regard to such factors as the size, business mix and complexity of the company's operations

Mr. Samuel Onukwue
Chairman Board Committee on
Enterprise Risk Management and Governance
FRC/2013/ICAN/00000004049

Ademola Abidogun
Managing Director/CEO
FRC/2013/CIIN/00000002257

Pursuant to and in accordance guidelines of NAICOM section 2.10 the Board hereby declares stating that, to the best of its knowledge and belief, having made appropriate enquiries:

- a. The company has systems in place for the purpose of ensuring compliance with this guideline;
- b. The Board is satisfied with the efficiency of the processes and systems surrounding the production of financial information of the company;
- c. The company has in place a Risk Management Strategy, developed in accordance with the requirements of the guideline, setting out its approach to risk management; and
- d. The systems that are in place for managing and monitoring risks, and the risk management framework, are appropriate to the company, having regard to such factors as the size, business mix and complexity of the company's operations.



Mr. Samuel Onukwue
Chairman Board Committee on Audit
Compliance & Risk Management
FRC/2013/ICAN/0000004049



Mr. Ademola Abidogun
Managing Director/CEO
FRC/2016/CIIN/00000014549

This management complaints policy establishes procedures for Guinea Insurance PLC to effectively manage and resolve complaints from clients and the general public.

1. INTRODUCTION AND SCOPE OF THE POLICY:

This Complaints Policy (the "Policy") is pursuant to the Investments and Securities Act, 2007 (ISA), the Rules and Regulations made pursuant to the ISA, the rules and regulations of Securities Exchanges and guidelines of recognized trade associations to guide the company's procedures to effectively manage and resolve complaints from clients and members of the general public.

Our management and staff are duly trained to respect the right of members of the public to complain about the standard of services provided by the company. Our core values of teamwork, service, commitment, integrity, and professionalism speak to our dealings with our insured and the general public.

2. PURPOSE:

The purpose of our Complaints Handling Policy is to:

- Recognise, and protect clients' rights, including the right to comment and complain.
- Provide an efficient, fair and accessible mechanism for resolving customer's, complaints.
- Provide information to Clients 'on the Company's complaints handling process.
- Demonstrate the company's commitment to continual improvement to the quality of its products and services
- To provide a fair complaints procedure that is clear and easy to use for anyone wishing to make a complaint.
- To make sure everyone at Guinea Insurance PLC knows what to do if a complaint is received.
- To make sure all complaints are investigated fairly and in a timely way.
- To provide information to customers on the company's (Guinea) and the National Insurance Commission's (NAI-COM) complaints handling process.
- To make sure that complaints are, wherever possible, resolved and that relationships are repaired.
- To gather information which helps us to improve what we do.

3. DEFINITIONS:

Claimant: means a person or a legal representative of a person who has a claim with Guinea Insurance PLC.

Complaint: means a genuine expression of dissatisfaction or concern regarding the Guinea Insurance PLC services, or the complaints handling process itself, made to the Guinea Insurance PLC by, or on behalf of:

- a claimant;
- an individual client - including government agencies;
- a group or member of the public.

Complaint: does not mean a dispute with a decision or policy of the Guinea Insurance PLC. In particular, a complaint does not mean a dispute with:

- The Guinea Insurance PLC's assessment of liability (i.e. fault) with respect to a claim;
- The Guinea Insurance PLC's settlement offer on a claim;
- The Guinea Insurance PLC's assessment of, and payments for;
 - Special Damages, being reasonable expenses related to the treatment of injuries received in a crash, together with compensation for any loss of earning capacity sustained.
 - General Damages (Non-Pecuniary Loss), being damages awarded for pain, suffering and inconvenience experienced as a result of injuries, together with any disability.

A complaint may be made in person, by phone, email, in writing and via the Guinea Insurance PLC's Internet. Verbal complaints should be documented immediately by the employee who receives the complaint.

Complainant means the person or organisation making the complaint.

Client/Customer means a person or organisation receiving advice, a service, using the facilities, or engaged in a business relationship, or any other person or organisation having an interest in the functions or activities of the Guinea Insurance PLC.

Dispute means a customer's formal disagreement with the products and services of the Guinea Insurance PLC which leads to some type of internal or external review or determination.

Organisation means a company, firm, enterprise or association, or part thereof, whether incorporated or not, public or private, that has its own function(s) and administration.

4. COMMITMENT:

We are committed to efficient and effective complaints management. Our commitment involves:

- An organisational culture that welcomes complaints as an opportunity to continually improve on our services
- The development and maintenance of a computerised Complaints System to manage complaints;
- The adoption and dissemination of this policy Complaints Handling Policy; and
- Reporting information about complaints management in executive and Board meetings and reports.

5. FAIRNESS:

We recognise the need to be fair to both the complainant and the company or employee against whom the complaint is made. If a customer complains, we will:

- Treat the complainant with tact, courtesy, and fairness at all times;
- Maintain appropriate confidentiality of the complaint at all times;
- Not victimise or harass the complainant as a result of any complaint he/she makes against us;
- Not discriminate against the complainant because of any disability, his/her tribe, religion, age, or sex.

The complainant can request all relevant material to support the complaint.

We will provide a response to the complainant and inform the complainant of our decision and the reasons for that decision.

6. COMPLAINTS ABOUT EMPLOYEES:

Complaints about employees should be referred directly to the relevant Manager and a determination will be made whether the complaint is an alleged breach of our Code of Conduct as defined by NAICOM Act 1997, the Team Lead should obtain further information and guidance on this from the Team Lead, Human Capital, and Management on how to handle the complaint. Where and when appropriate, and in consideration our obligation for fairness to the complainant and employee, the employee will be given the opportunity to defend his stand.

The party concerned will be informed of the final resolution/ decision and the reason for arriving at that decision, a copy of the final resolution will be sent to both parties.

7. RESOURCES:

The company's call center is equipped with the resources to handle complaints via a customized computerized complaints system that is available for recording complaints to complainants, employees, and management. In addition, our customer call center personnel are trained in the skills of listening, problem solving, and conflict resolution. Complaints beyond their control are reported to the appropriate authorities for resolution and feedback. Our customer Complaint Policy is covered during the induction program for all new employees. Employees who demonstrate our core values in the resolution of customer complaints are recognised and rewarded through our Hall of Fame. Whilst those that go otherwise are disciplined appropriately.

8. VISIBILITY OF THE COMPLAINTS PROCESS:

We promote the existence of our Complaints Policy and Complaints System through:

- A direct link to 'Complaints' on the front page of our website.
- Availability of How to make a complaint brochure in the Insurance Commission reception area.
- A brochure titled 'how to make a complaint' is available on Insurance Commission website or upon request.
- Publishing the numbers and categories of complaints we receive and the resulting improvements we have made in executive and Board reports.

Additionally, training is offered in listening, problem-solving, and conflict resolution techniques as well as our complaints policy and complaints system. In order to make sure that our staff members are knowledgeable, driven, and empowered to be sensitive to and welcome complaints and feedback, all new hires receive training on our customer complaint policy, and a sample of the form they must complete is shown below:

Client:
Address:
Phone (Home):
Phone (work):
Email:
Date complaint received: / /20
Person receiving the complaint:
How was the complaint received? Phone <input type="checkbox"/> In person <input type="checkbox"/> In writing <input type="checkbox"/>
Describe the goods or service:
Describe the problem/complaint
What does the customer want done?
What is the business policy for this complaint?
What is the agreed solution?
Action required:
Date action completed:
Record of action taken:
Date complaint resolved:
Signature:

Employees who demonstrate our core Values in the resolution of customer complaints are recognized and rewarded through our Recognition and Reward Program.

9. ACCESS TO THE COMPLAINTS PROCESS

A person wishing to make a complaint may do so in person, by telephone, by letter, by email.

All complaints made with us will be lodged via a 'Complaint Form', and recorded on to our Complaints System as follows:

A person may lodge a complaint by filling out and completing a 'Complaint Form' on our website. For complaints made in person or by telephone, letter, fax, or email, one of our staff members will complete a Complaint Form on behalf of the complainant and attach any associated correspondence that has been received (e.g. letter, fax, email).

Where a complaint is made in person at the Guinea Insurance PLC, we will respect that the customer may wish to make the complaint in a private area where he/she may feel more comfortable.

Complaints are best made to the member of staff with whom the customer has been dealing. They can, however, be directed to the Commission Secretary or a Supervisor or Manager.

10. ASSISTANCE WITH LODGING COMPLAINTS

Our staff will assist people who may have difficulty making a complaint. For example, interpreters can be provided to assist people with limited English who would prefer an interpreter.

In addition, staff will complete a Complaints Form on behalf of anyone making a complaint over the phone or in person. They will also assist those with limited literacy skills by confirming the details of the complaint verbally.

11. COMPLAINTS MADE ON BEHALF OF ANOTHER PERSON

If it is difficult for a customer to personally make a complaint, a complaint may be made on his/her behalf by another person.

12. RESPONDING TO COMPLAINTS

If a customer complains, we will:

- attempt to resolve the complaint at the first point of contact, where possible;
- acknowledge receipt of the complaint no later than five working days;
- where a complaint is not fully understood, telephone the person who lodged the complaint to ensure we understand the issues correctly; and
- for complaints not resolved “on the spot”, aim to resolve the complaint and issue a response within 15 working days.

If these time frames cannot be met, we will tell the complainant why and give some idea of when we will reply in full.

We may, at any time after receiving a complaint, decide not to deal with the complaint, or to stop dealing with the complaint, because:

- it does not relate to a matter we have power to deal with;
- it is frivolous, vexatious, misconceived or lacking in substance; or
- having regard to all the circumstances of the case, the enquiries into, or the continuance of the enquiries into the matter raised in the complaint, is unnecessary or not justified.

The Commission Secretary, in consultation with other relevant senior staff, will make decisions of this nature where appropriate. If we decide not to deal with a complaint, or to stop dealing with a complaint, we will inform the complainant of the decision and the reason(s) for the decision.

13. CHARGES

We will not apply any fee or charge for the lodging of a complaint.

14. COMPLAINTS BUREAU SYSTEM

We have a specialised Complaints System for recording, management, and reporting of complaints. This system enables complaints to be managed at various stages.

First stage: Recording and acknowledgment of the complaint and attempted resolution by front line staff.

Second stage: If the complainant is still not satisfied, a more

senior staff member such as the Team Lead will review the person's complaint and the results of the review will be reported to the complainant.

If the complainant remains dissatisfied, we will consider other options that may be available to achieve a resolution.

Third stage: If the complaint cannot be resolved by the Guinea Insurance PLC, the complainant will be referred to an outside agency, such as the Ombudsman.

15. REMEDIES

We will endeavour to resolve all complaints received as fairly as possible and in a timely manner. Some of the remedies that we may use to help resolve complaints include:

Rectify mistakes

Where we have made a mistake, taken too long to follow up a matter, or simply overlooked a matter, we will take immediate action to rectify the mistake or situation.

Information

We have an Information Statement that clearly explains the documents we hold, how to make a Freedom of Information (FOI) application and rights of review.

Employee training and counseling

Where a complaint is made about an employee, whether it is about the employee's general manner or about the employee providing wrong information, and after investigation if we consider the complaint is justified, the employee will be provided with training and/or counseling as follows:

GUIDANCE FOR HANDLING VERBAL AND WRITTEN COMPLAINTS

- Remain calm and respectful throughout the conversation.
- Listen - allow the person to talk about the complaint in their own words. Sometimes a person just wants to “let off steam.”
- Don't debate the facts in the first instance, especially if the person is angry.
- Show an interest in what is being said.
- Obtain details about the complaint before any personal details.
- Ask for clarification wherever necessary.
- Show that you have understood the complaint by reflecting back what you have noted down.
- Acknowledge the person's feelings, even if you believe they are being unreasonable. You can do this without commenting on the specifics of the complaint or admitting wrongdoing on the part of the organization, for example, “I know this situation is frustrating for you.”
- If you feel that an apology is deserved for something that was the responsibility of your organisation, then apologise.
- Ask the person what they would like done to resolve the issue.
- Be clear about what you can do, how long it will take and what it will involve.
- Don't promise things you can't deliver.
- Give clear and valid reasons why requests cannot be met.
- Make sure that the person understands what they have been told.
- Wherever appropriate, inform the person about the available avenues of review or appeal.

Referral

As outlined in this Complaints Policy, if a complaint cannot be resolved by us, the complainant may be referred to the National Insurance Commission/National Insurance Association.

16. COLLECTING AND RECORDING INFORMATION ABOUT COMPLAINTS

Complaint data will be recorded using the Complaint Form. Complaint data will be collected, analysed and reported using our Complaints System. Complaint data, enquiry outcomes and service improvements will be reported regularly to our Executive Committee and Board of Commissioners.

17. STORAGE OF COMPLAINT RECORDS

Records of all complaints will be retained in our Complaints System, for confidentiality, monitoring and evaluation purposes. Access to the complaints records will be restricted to authorized staff.

18. CATEGORISING COMPLAINTS

Complaint data is collected, collated, and reported in categories to enable us to identify policies, practices, facilities, etc. that are in need of review and that also contribute to improved

customer focus and business outcomes.

19. REVIEW

The Complaints Policy will be reviewed at regular intervals to ensure it meets the needs of the Guinea Insurance PLC and its clients.

20. Do send direct enquiries about the Complaints Policy to:**The Managing Director**

Guinea Insurance Plc
Guinea Insurance House
33, Ikorodu Road, Jibowu
Lagos State





Postal Address:

P.O. Box 1136, Lagos
Lagos State

Telephone: +234-1-2934575

Email: info@guineainsurance.com



Website: www.guineainsurance.com

NAME	SIGNATURE	DATE
Head, Technical		29/04/2021
Head, Underwriting		29/04/2021
Head, Reinsurance		29/04/2021
Head, Claims Management		29/04/2021

DOCUMENT REVIEW

Compliance Unit		29/04/2021
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DOCUMENT APPROVAL

Managing Director		29/04/2021
Chairman, Board of Directors		29/04/2021

The Code of Ethics is Guinea Insurance Plc. (“the Company or Guinea insurance”) policy on business ethics and individual behaviour. It complements and reinforces the existing Company policies.

The Code articulates basic rules and guidelines that help us make decisions.

Guinea Insurance is committed fully to compliance with applicable laws and regulations in all areas where we conduct business. It is the personal responsibility of each employee to abide by the letter and spirit of the applicable laws and regulations.



Mr. Samuel Onukwue
Chairman Board Committee on Audit
Compliance & Risk Management
FRC/2013/ICAN/0000004049



Mr. Ademola Abidogun
Managing Director/CEO
FRC/2016/CIIN/00000014549

In compliance with the Companies and Allied Matters Act, 2020 and Insurance Act 2003, the Directors have the pleasure of presenting their report on the affairs of Guinea Insurance Plc ("the Company") together with the audited financial statements and Independent auditors' report for the year ended 31 December 2022

Legal form and principal activities

The Company is a public limited liability company which was initially incorporated as a private limited liability company on 3 December 1958 in accordance with the provisions of the Companies and Allied Matters Act, transacting primarily as a General Insurance business. The Company was formally listed on the Nigerian Stock Exchange On 17 January 1991.

Board of Directors

The Board of Directors of the Company during the year under review and to the date of this report is made up of the following:

DIRECTOR	CAPACITY
Mr. Ugochukwu Godson	- Chairman
Mr. Ademola Abidogun	- Managing Director
Mrs Isioma Omoshie Okokuku	- Executive Director
Mr. Edobor Pius	- Executive Director
Mr. Simon Oladayo Bolaji	- Non-Executive Director
Mr. Anthony Achebe	- Non-Executive Director
Alhaji Hassan Dantata	- Non-Executive Director
Mr. Emeka Uzoukwu	- Non-Executive Director
Mr. Osita Chidoka	- Non-Executive Director
Dr. Mohammed Attahir	- Non-Executive Director
Mr. Samuel Onukwue	- Non-Executive Director

No Director has direct interest in shares in the company

The Directors do not have any interest in the issued share capital of the Company.

No Director has interest in contracts

For the purpose of section 303 of the Companies and Allied Matters Act, 2020, none of the Directors had any direct or indirect interest in contracts or proposed contracts with the Company during the year.

Results of the Year Ended December 31, 2022

The Directors' are pleased to announce the trading results for the year ended 31 December, 2022 together with the comparative figures for the previous year

According to the register of members, the Company's shareholdings including shareholders who held more than 5% of the issued share capital of the Company as at 31 December 2022 are shown below:

	31 December 2022	31 December 2021
	N'ooo	N'ooo
Gross premium written	1,359,246	1,356,409
Net premium income	943,977	879,618
Claims expenses	(120,365)	(48,211)
Loss before taxation	(56,841)	(60,029)
Income tax expense	(7,915)	36,540
Loss after taxation	(64,756)	(23,489)
Transfer to contingency reserve	40,777	40,692

Shareholding Analysis

According to the register of members, the Company's shareholdings including shareholders who held more than 5% of the issued share capital of the Company as at 31 December 2022 are shown below:

Director's Name	Number of Ordinary Shares Held December 31 2021		Number of Ordinary Shares Held December 31 2020	
	INDIRECT		INDIRECT	
Mr. Anthony Achebe	Chrome Oil Services Limited	2,798,514,240	Chrome Oil Services Limited	2,798,514,210
Mr. Chukwemeka Uzoukwu	Nimek Investment Limited	1,288,252,777	Nimek Investment Limited	1,288,252,777

No changes were made in the above holdings as at the date of this report.

Shareholder's Name	31 December 2022		December 31 2021	
	No. of Ordinary Shares	% Holding	No. of Ordinary Shares	% Holding
Chrome Oil Services Limited	2,798,514,210	46	2,798,514,210	46
Nimek Investments Limited	1,288,252,777	21	1,288,252,777	21
Total	4,086,766,987	67	4,086,766,987	67

RANGE	NO. OF HOLDERS	% OF HOLDERS	NO. OF HOLDERS	% OF HOLDERS
1 - 10000	8,887	49	8,887	49
10001 - 100000	7,695	42	7,695	42
100001 - 1000000	1,429	8	1,429	8
1000001 - 10000000	148	1	148	1
10000001 - 100000000	17	0	17	0
100000001 - 1000000000	5	0	5	0
1000000001 - 6140000000	2	0	2	0
TOTAL:	18,183	100	18,183	100

Property, plant and equipment

Information relating to the Company's property, plant and equipment is detailed in the Note 24 of the financial statements.

Donations

There were no donations and sponsorships to charitable organizations during the year (2021: Nil).

Employee involvement and training

The Company is committed to keeping its employees fully informed, as much as possible on its performance and progress, and seeking their views whenever prac-

ticable on matters which practically affect them as employees. Management's professional and technical expertise are the Company's major assets and investment in their further development continues. The Company's expanding skill-base has been extended by a range of training programs for its employees and opportunities for career development within the Company have thus been enhanced.

Employment of disabled persons

The Company in recognition of its special obligation to employ disabled persons maintains a policy of giving fair consideration to applications for employment made by disabled persons with due regard to their abilities and aptitude. All employees are given equal opportunities to develop themselves. As at 31 Decem-

ber 2022, no disabled person was employed in the Company.

Health, safety at work and welfare of employees

Employees are made aware of the health and safety regulations that are in force within the premises of the Company. The Company provides subsidy to all employees for transportation, housing, lunch and medical expenses, medical insurance, etc.

Research and Development

The Company in its determination to maintain its status as one of the best in the industry continues to encourage research and development of existing and new products aimed at consistently improving the Company's position.

Events after the reporting year

There were no significant events after reporting date which could have had a material effect on the financial statements for the year ended 31 December 2022 which have not been adequately provided for or disclosed in the financial statements.

Auditors

In compliance with Section 33(2) of the Securities and Exchange Commission's Code of Corporate Governance and Section 22(1) of National Insurance Commission 2010 guidelines on the tenure of External Auditors. BDO Professional Services (Chartered

Accountants) have shown willingness to continue in office as the auditors in accordance with Section 401(2) of the Companies and Allied Matters Act 2020. A resolution will be proposed at the Annual General Meeting to authorize the Directors to determine their remuneration.

Compliance with the code of best practices on corporate governance

The Directors confirm that they have reviewed the structure and activities of the Company in view of the Code of Best Practices on Corporate Governance for the Insurance Industry in Nigeria published in February 2009. The Directors confirm that the Company has substantially complied with the provisions of the Code of Best Practices on Corporate Governance with regards to matters stated therein concerning the Board of Directors, the Shareholders and the Audit Committee.

BY ORDER OF THE BOARD



Mrs. Chinenye Nwankwo

Company Secretary

FRC/2021/002/00000023454

Statement of Directors' Responsibilities

The Companies and Allied Matters Act 2020 and Banks and Other Financial Institutions Act 1991, require the Directors to prepare financial statements which give a true and fair view of the financial position at the end of the financial year of the Company and of the operating results for the year then ended.

The responsibilities include ensuring that:

- Appropriate and adequate internal controls are established to safeguard the assets of the Company and to prevent and detect fraud and other irregularities;
- The Company keeps proper accounting records which disclose with reasonable accuracy the financial position of the Company and which ensures that the financial statements comply with the requirements of the Companies and Allied Matters Act, 2020, Insurance Act 2003, Financial Reporting Council Act 2011 and the yearly Operational Guidelines issued by NAICOM.
- The Company has used appropriate accounting policies, consistently applied and supported by reasonable and prudent judgments and estimates, and that all applicable accounting standards have been followed; and



Mr. Ademola Abidogun
Managing Director
FRC/2016/CIIN/00000014549

- The financial statements are prepared on a going concern basis unless it is presumed that the Company will not continue in business.

The Directors accept responsibility for the preparation of the annual financial statements that give a true and fair view in accordance with International Financial Reporting Standards (IFRS) and in the manner required by the Companies and Allied Matters Act, 2020, the Financial Reporting Council of Nigeria Act, 2011, the Insurance Act 2003 and relevant National Insurance Commission of Nigeria ("NAICOM") circulars.

The Directors further accept responsibility for maintaining adequate accounting records as required by the Companies and Allied Matters Act, 2020 and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement whether due to fraud or error.

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



Mr. Pius Edobor
Executive Director
FRC/2013/ICAN/0000004638

CERTIFICATION PURSUANT TO SECTION 60(2) OF INVESTMENT AND SECURITIES ACT NO. 29 OF 2007

We the undersigned hereby certify the following with regards to our Audited Financial Statements for the year ended 31 December 2022 that:

- We have reviewed the report;
- To the best of our knowledge, the report does not contain:
 - Any untrue statement of a material fact, or
 - Omit to state a material fact, which would make the statements, misleading in the light of circumstances under which such statements were made;
- To the best of our knowledge, the financial statements and other financial information included in the report fairly present in all material respects the financial condition and results of operations of the Company as of, and for the periods presented in the report.
- We:
 - Are responsible for establishing and maintaining internal controls.
 - Have designed such internal controls to ensure that material information relating to the Company is made known to such officers by others within the Company particularly during the period in which the periodic reports are being prepared;
- Have evaluated the effectiveness of the Company's internal controls as of date within 90 days prior to the report;
- Have presented in the report our conclusions about the effectiveness of our internal controls based on our evaluation as of that date;
- We have disclosed to the auditors of the Company and audit committee:
 - All significant deficiency in the design or operation of internal controls which would adversely affect the Company's ability to record, process, summarise and report financial data and have identified for the Company's auditors any material weakness in internal controls, and
 - Any fraud, whether or not material, that involved management or other employees who have significant role in the Company's internal controls;
- We have identified in the report whether or not there were significant changes in internal controls or other factors that could significantly affect internal controls subsequent to the date of our evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

Mr. Ademola Abidogun
Managing Director
FRC/2016/CIIN/00000014549

Mr. Pius Edobor
Executive Director
FRC/2013/ICAN/000000046

MANAGEMENTS' DISCUSSION AND ANALYSIS

This analysis of the Company's performance as at 31 December 2022 should be read in conjunction with the statement of financial position and the notes.

Business Profile

Guinea Insurance Plc is a company incorporated under the Laws of the Federal Republic of Nigeria and is listed on the Nigerian Stock Exchange. It is licensed by the National Insurance Commission to carry out all forms of Non-Life Insurance business.

Objectives and Strategies Our objectives and strategies include:

Objectives

- 1 To be a one of the leading Insurance companies in Nigeria.

- 2 To strictly adhere to sound business principles that are paramount in the delivery of our brand promise, while also, protecting shareholders and other stakeholders from the ever-evolving macroeconomic and regulatory dynamics of the operating environment.
- 3 To ensure sound business practices, effective compliance with all statutory and regulatory requirements and the code of good corporate governance as stipulated in the 2018 Corporate Governance Code.

Strategies

- 1 Relationship Management
- 2 Customer Satisfaction
- 3 New Business Initiatives
- 4 Market Penetration & Expansion
- 5 Technology
- 6 Branding & Visibility

	'2022	'2021	% CHANGE
GROSS PREMIUM WRITTEN	1,359,246	1,356,409	0.2%
NET PREMIUM INCOME	943,977	879,618	7%
UNDERWRITING PROFIT	582,824	550,402	6%
INVESTMENT INCOME & OTHER INCOME	223,136	155,924	43%
OTHER OPERATING EXPENSES	379,806	352,394	8%
LOSS BEFORE TAXATION	(56,841)	(60,029)	-5%
LOSS FOR THE YEAR AFTER TAX	(64,756)	(23,489)	176%

The Company increased its gross premium written by 0.2% when compared with prior year's result, the Company's underwriting profit increased by 6%. Loss after tax of the company increased by 146% compared to prior year.

The company Investment and other income increase by 41%.

Moving Forward The company has positioned itself for recapitalization in line with NAICOM requirement the Company intends to expand its operation base. Members of staff will continuously undergo internal and external training to keep them abreast of the changing environment and make them add value to the Company.

Report of the Statutory Audit Committee

To the members of Guinea Insurance Plc:

In accordance with the provision of Section 404 of the Companies and Allied Matters Act, 2020, the members of the Statutory Audit Committee of Guinea Insurance Plc hereby report as follows:

“We have exercised our statutory functions under Section 404 of the Companies and Allied Matters Act, 2020 and we acknowledge the cooperation of management and staff in the conduct of these responsibilities.

We confirm that the accounting and reporting policies

of the Company are in accordance with legal requirements and agreed ethical practices, and that the scope and planning of both the external and internal audits for the year ended 31 December 2022 were satisfactory and reinforce the Company's internal control systems.

We have deliberated with the external auditors, who have confirmed that necessary co-operation was received from management in the course of their statutory audit and we are satisfied with the management's response to the external auditors' recommendations on accounting and internal control matters and with the effectiveness of the Company's system of accounting and internal control.”

Ayuba Quadri Yemi

Chairman, Statutory Audit Committee
FRCN/2015/ICAN/00000013470

Members of the Audit Committee are:

Ayuba Quadri Yemi
Mr. Waheed Sonitare
Chief Peter Mgbeahuru
Mr. Simon Oladayo Bolaji
Mr. Samuel Onukwue

Shareholder Representative - Chairman
Shareholder Representative
Shareholder Representative
Non-Executive Director
Non-Executive Director

FINANCIAL STATEMENTS

- ▶ Independent Auditor's Report
- ▶ Statement of Profit or Loss And Other Comprehensive Income
- ▶ Statement of Financial Position
- ▶ Statements of Changes In Equity
- ▶ Statement of Cash Flows
- ▶ Statement of Significant Accounting Policies



TO THE SHAREHOLDERS OF GUINEA INSURANCE PLC, REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the accompanying financial statements of Guinea Insurance Plc which comprise, the statement of financial position as at 31 December 2022, the statement of profit or loss and other comprehensive income, statement of changes in equity, statement of cash flows for the year then ended; and notes to the financial statements, including a summary of significant accounting policies and other explanatory notes.

In our opinion the financial statements give a true and fair view of the financial position of the Company as at 31 December 2022 and of its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards and in compliance with the relevant provisions of the Financial Reporting Council of Nigeria, Act No 6, 2011, the Companies and Allied Matters Act, 2020, Insurance Act CAP I17, LFN 2004 and the Prudential Guidelines issued by National Insurance Commission.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants together with the ethical requirements that are relevant to our audit of the financial statements in Nigeria, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the International Ethics Standards Board Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Emphasis of matter

We draw attention to note 43 to the financial statements

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which indicates that the Company's solvency margin of N2.203 billion as at 31 December 2022 (2021: N2.189 billion), was below the minimum regulatory requirement of N3 billion. The note also explains management plans to address the shortfall. Our opinion in respect of this matter is not modified.

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current year. 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.

(i) Revenue recognition

In view of large number of policies underwritten by the Company, the gap between the Underwriting and Finance departments, and manual interference in the premium documentation, there is a risk that revenue may not be completely accounted for in the financial statements.

Response

- We have tested the design and implementation of key controls over revenue recognition, focusing on the flow of information from the underwriting systems to the financial reporting ledger. In addition, we performed substantive analytical procedures on gross and unearned premium balances.
- We performed other substantive procedures to confirm completeness of revenue by: selecting some debit notes from hard copy files and traced to soft copy listing of premium and obtained serially generated debit notes and investigated missing and duplicated debit notes.
- We ensured that an appropriate and consistent revenue recognition policy is in place and in line with the Company's accounting policies.

(ii) Valuation of insurance contract liabilities

Management has estimated the value of insurance contract liabilities in the Company's financial statements to be N805.6 million as at year ended 31 December 2022 based on the actuarial valuation and liability adequacy test carried out by an external firm of Actuaries.

The valuation has been made on the following key assumptions which were determined by the Actuary:

- Reserves were calculated via a cash flow projection approach, taking into account future premiums, expenses and benefit payments including allowances for benefits.
- The unexpired premium reserve for general business is calculated on the assumption that risk will occur evenly during the duration of the policy.
- The Company's claim payment approach will be sustained into the future.
- Weighted past average inflation will remain unchanged over the claim projection period.
- Gross claims amount includes all related claim expenses.
- An allowance was made for IBNR (Incurred But Not Reported) claims to take care of the delay in reporting claims.

Our response

We ascertained the following

- Evaluated and validated controls over insurance contract liabilities,
- Checked the claims register for completeness and accuracy of claims accrued,
- Reviewed transactions after year end for claims paid but not accrued,
- Evaluated the independent external Actuary's competence, capability and objectivity,
- Assessed the methodologies used and the appropriateness of the key assumptions,
- Checked the accuracy and relevance of data

provided to the Actuary by management,

- Reviewed the results based on the assumptions.

Other Information

The Directors are responsible for the other information. The other information comprises the information included in the Chairman's statement and Directors' report, but does not include the financial statements and our auditors' 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 during 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 other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Statements

The Directors are responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards issued by the International Accounting Standards Board, and in compliance with the relevant provisions of the Financial Reporting Council of Nigeria Act, No 6, 2011, the Companies and Allied Matters Act, 2020, Insurance Act, CAP I17 LFN 2004, and the Prudential Guidelines issued by National Insurance Commission, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

Those charged with governance are responsible for overseeing the Company's financial Reporting processes

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the Audit of the Financial Statements

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

As part of an audit in accordance with International Standards on Auditing, 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 the directors.
- Conclude on the appropriateness of 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 auditors' 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 auditors' report. However, future events or conditions may cause the Company to cease to continue as a going concern.

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


We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, and significant audit findings and any significant deficiencies in internal control that we identify during our audit.

Report on other legal and regulatory requirements

The Companies and Allied Matters Act, 2020 and Insurance Act CAP I17 LFN 2004 requires that in carrying out our audit we consider and report to you on the following matters. We confirm that:

- i) 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
- ii) in our opinion, proper books of account have been kept by the Company
- iii) the Company's statement of financial position, and its statement of profit or loss and other comprehensive income are in agreement with the books of account.
- iv) to the best of our knowledge, the Company complied with the requirements of the relevant circulars issued by National Insurance Commission (NAICOM) and the regulations of the Insurance Act, CAP I17 LFN 2004 during the year.

Lagos, Nigeria
March 2023


Olugbemiga A. Akibayo
FRC/2013/ICAN/00000001076
For: BDO Professional Services
Chartered Accountants



STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2022

		2022	2021
	Notes	N'000	N'000
Gross premium written	1	1,359,246	1,356,409
Movement in unearned premium	1	34,722	(15,576)
Gross premium income	1	1,393,969	1,340,833
Reinsurance expenses	2	(449,992)	(461,215)
Net premium income		943,977	879,618
Fees and commission income on reinsurance	3	139,018	71,389
Net underwriting Income		1,082,995	951,007
Claims expenses	4	(120,365)	(48,211)
Underwriting expenses	5	(379,806)	(352,394)
		(500,170)	(400,605)
Underwriting profit		582,824	550,402
Investment Income	6	102,823	87,006
Fair value gains on investment properties	7	6,700	21,300
Other operating income	8	113,613	47,618
Other operating expenses	9	(862,801)	(766,355)
Loss before taxation		(56,841)	(60,029)
Income Tax	10	(7,915)	36,540
Loss for the year		(64,756)	(23,489)
Other comprehensive income			
Items within OCI that may be reclassified to the profit or loss:			
Net changes in fair value -Quoted equity	14(a)	9,500	4,441
Net changes in fair value -Unquoted equity	14(b)	71,795	20,854
Items within OCI that will not be reclassified to the profit or loss:			
Revaluation gain on land and building - net of tax	36	-	-
Total other comprehensive profit		81,295	25,295
Total comprehensive income/(loss) for the year, net of tax		16,539	1,806
Contingency Reserve	33	40,777	40,692
Loss per share - Basic and Diluted (kobo)	12	(1.05)	(0.38)

The statement of significant accounting policies and the accompanying notes and other national disclosures form an integral part of these financial statements.

Auditors' report, pages 1 to 3

STATEMENT OF FINANCIAL POSITION

As at 31 December 2022

		2022	2021
	Notes	N'000	N'000
Assets			
Cash and cash equivalents	13	386,998	383,566
Financial assets:			
- Available-for-sale	14	369,824	288,529
- Held-to-maturity	15	1,425,217	972,436
Trade receivables	16	-	-
Reinsurance assets	17	354,781	335,412
Deferred acquisition costs	18	60,672	67,557
Other receivables and prepayments	19	337,548	41,739
Investment properties	20	113,000	106,300
Intangible asset	23	3,514	4,900
Property, plant and equipment	24	863,620	934,001
Statutory deposit	25	333,654	333,654
Total assets		4,248,828	3,468,094
Liabilities			
Insurance contract liabilities	26	805,556	789,448
Trade payables	27	53,478	23,410
Other payables and accruals	28	207,525	242,671
Employee benefit obligations	29	7,575	11,034
Current tax payable	22(a)	26,992	20,368
Deferred tax liabilities	22(b)	110,011	110,011
Deposit for shares	30	901,400	151,400
Total liabilities		2,112,537	1,348,342
Equity			
Issued share capital	31	3,070,000	3,070,000
Share premium	32	337,545	337,545
Contingency reserve	33	632,793	592,015
Accumulated losses	34	(2,189,055)	(2,083,522)
Fair value reserve	35	219,320	138,025
Other reserves	36	65,688	65,688
Total equity		2,136,291	2,119,752
Total liabilities and equity		4,248,828	3,468,094

These financial statements were authorised for issued and approved by the Board of Directors and authorised for issue on 24 March 2023 and signed on its behalf by:



Ademola Abidogun
(Managing Director/Chief Executive Officer)
FRC/2016/CIIN/00000014549



Pius Edobor
(Executive Director, Finance)
FRC/2013/ICAN/00000004638

The statement of significant accounting policies and the accompanying notes and other national disclosures form an integral part of these financial statements.

Auditors' report, pages 56 to 59

FOR THE YEAR ENDED 31 DECEMBER 2022	Issued share capital	Accumulated Losses	Share premium	Contingency reserve	Fair value Reserves	Asset revaluation	Total equity
	N'000	N'000	N'000	N'000	N'000	N'000	N'000
Balance 1 January, 2022	3,070,000	(2,083,522)	337,545	592,015	138,025	65,688	2,119,752
Loss for the year	-	(64,756)	-	-	-	-	(64,756)
Other comprehensive income:							
Fair value changes on available-for-sale financial assets	-	-	-	-	81,295	-	81,295
Total comprehensive loss for the year	-	(64,756)	-	-	81,295	-	16,539
Transactions with owners, recorded directly in equity							
Transfer to contingency reserve	-	(40,777)	-	40,777	-	-	-
	-	(40,777)	-	40,777	-	-	-
Balance 31 December, 2022	3,070,000	(2,189,055)	337,545	632,793	219,320	65,688	2,136,291
	N'000	N'000	N'000	N'000	N'000	N'000	N'000
Balance 1 January, 2021	3,070,000	(2,019,340)	337,545	551,323	112,730	65,688	2,117,947
Loss for the year	-	(23,489)	-	-	-	-	(23,489)
Other comprehensive income:							
Fair value changes on available-for-sale financial assets	-	-	-	-	25,295	-	25,295
Total comprehensive income for the year	3,070,000	(2,042,829)	337,545	551,323	138,025	65,688	2,119,753
Transactions with owners, recorded directly in equity							
Transfer to contingency reserve	-	(40,692)	-	40,692	-	-	-
	-	(40,692)	-	40,692	-	-	-
	-	-	-	-	-	-	-
Balance 31 December, 2021	3,070,000	(2,083,522)	337,545	592,015	138,025	65,688	2,119,753

The statement of significant accounting policies and the accompanying notes and other national disclosures form an integral part of these financial statements. Auditors' report, pages 1 to 3

FOR THE YEAR ENDED 31 DECEMBER 2022

		2022	2021
	Notes	N'000	N'000
Cash flows from Operating Activities:			
Premium received	44	1,359,246	1,356,409
Commission received	44	137,130	79,884
Commission paid	18	(234,952)	(216,266)
Maintenance cost	5	(144,854)	(136,127)
Reinsurance premium paid	44	(419,924)	(465,493)
Gross claim paid	44	(164,922)	(257,635)
Reinsurance recoveries	44	73,351	62,175
Payments to employees	44	(411,341)	(333,615)
Other operating cash payments	44	(372,768)	(204,871)
Other income received	44	70	16,652
Tax paid	22(a)	(1,291)	(30,150)
Net cash outflows from operating activities		(180,254)	(129,037)
Cash flows from Investing Activities:			
Investment income received	44	102,823	34,614
Purchase of intangible assets	23	-	(2,199)
Purchase of property , plant and equipment	24	(12,427)	(164,226)
Proceeds from disposal of property and equipment	44	16,360	12,592
Purchase of financial assets	15	(383,072)	(39,839)
Deposit for investment	44	290,000	-
Net cash (outflows)/inflows from investing activities		(566,315)	(159,058)
Financing activities:			
Deposit for shares	30	750,000	-
Net cash flows from financing activities		750,000	-
Net increase/(decrease) in cash and cash equivalents		3,431	(288,095)
Cash and cash equivalents at 1 January		383,566	671,661
Cash and cash equivalents at 31 December	13	386,998	383,566

The statement of significant accounting policies and the accompanying notes and other national disclosures form an integral part of these financial statements.

Auditors' report, pages 1 to 3

Company information and Statement of accounting policies

I. Reporting entity

Guinea Insurance Plc (“the Company”) was incorporated on 3 December 1958 as a Limited Liability Company and became a Public Liability Company on 17 January 1991. The overseas shareholders divested their 40% shareholding to existing Nigerian shareholders in 1988 thereby making the Company 100% Nigerian owned. The Company was established for the purpose of carrying on insurance business. The Company operated as an insurer for all classes of insurance business in Nigeria i.e. Life and pension, General business and Special risks till 2007, when it stopped the Life business and started underwriting all classes of General insurance business only. The Company’s head office is located at Guinea Insurance House, 33 Ikorodu Road, Jibowu, Lagos

The financial statements for the year ended 31 December 2022 were authorised for issue by the Board of Directors on 24 March 2023.

II. Basis of accounting

(a) Statement of compliance with International Financial Reporting Standards

The financial statements have been prepared in accordance and comply with the International Financial Reporting Standards (IFRSs), the Companies and Allied Matters Act, 2020 and the Financial Reporting Council of Nigeria Act 2011, the Insurance Act, 2003 and relevant National Insurance Commission of Nigeria Circulars.

The financial statements include the statements of financial position, statements of profit or loss and other comprehensive income, the statements of cash flows, the statement of changes in equity, summary of significant accounting policies and other explanatory information.

(b) Functional and presentation currency

The financial statements are presented in Nigerian Naira, which is the Company’s functional currency. Except where expressly indicated, financial information presented in Naira has been rounded to the nearest thousand.

(c) Basis of measurement

The financial statements have been prepared on a historical cost basis except for the following:

1. Available-for-sale financial assets are measured at fair value;

2. Investment properties are measured at fair value;
3. Land and buildings are measured at revalued amount;
4. Insurance contract liabilities are measured at fair value;
5. Defined benefit liabilities are measured at fair value.

(d) Use of estimates and judgments

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

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised, if the revision affects only that period, or in the period of the revision and future periods, if the revision affects both current and future periods. Information about significant areas of estimation uncertainty and critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are described in note IV to the financial statements.

(e) Going Concern

These accounts have been prepared under the going concern assumption as Management does not have the intention to liquidate or to materially curtail the scale of its operations.

(f) Reporting period

The financial statements have been prepared for a 12 month period ended 31 December, 2022.

i New standards, interpretations and amendments

New standards, interpretations and amendments adopted from 1 January 2022 The

following are the new standards and interpretations that have been issued, but are not mandatory for the financial year ended 31 December 2021. They have not been adopted in preparing the financial statements for the year ended 31 December 2021.

New standards effective for adoption in the annual financial statements for the year ended 31 December 2022 but had no significant effect or impact on the Company are:

Standard/Interpretation		Date issued by IASB	Effective date
IAS 37	Onerous Contracts – Cost of Fulfilling a Contract	14 May 2020	1 January 2022
Amendments to IFRS 1, IFRS 9, IFRS 16 and IAS 41	Annual Improvements to IFRS Standards 2018–2020	14 May 2020	1 January 2022
IAS 16	Property, Plant and Equipment:	14 May 2020	1 January 2022
IFRS 3	Reference to the Conceptual Framework	14 May 2020	1 January 2022

New standards, amendments and interpretations issued but not yet effective

The following are the new standards and interpretations that have been issued, but are not mandatory for the financial year ended 31 December 2022. They have not been adopted in preparing the financial statements for the year 31 December 2022.

IAS 1	Classification of Liabilities as Current or Non-current	23 January 2020	1 January 2023
IFRS 17	Insurance Contracts	June 2020	1 January 2023
IAS 1	Disclosure of Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2)	12 February 2021	1 January 2023
IAS 8	"Definition of Accounting Estimates (Amendments to IAS 8) "	12 February 2021	1 January 2023
IAS 12	"Deferred Tax related to Assets and Liabilities arising from a single Transaction (Amendments to IAS 12) "	7 May 2021	1 January 2023
IAS 16	Lease Liability in a sale and Leaseback (Amendments to IFRS 16)	22 September 2022	1 January 2024
IFRS 17 Insurance Contracts	IFRS 17 was issued in May 2017 and applies to annual reporting periods beginning on or after 1 January 2021. IFRS 17 Insurance Contracts establishes the principles for the recognition, measurement, presentation and disclosure of Insurance contracts within the scope of the Standard. The objective of IFRS17 is to ensure that an entity provides relevant information that faithfully represents those contracts. This information gives a basis for users of financial statements to assess the effect that insurance contracts have on the entity's financial position, financial performance and cash flows.	'1 June 2020	'1 January 2023

*All standards and interpretations will be adopted at their effective date (except for those standards and interpretations that are not applicable to the Entity).

III. Significant Accounting Policies

“Significant accounting policies are defined as those that reflect significant judgments and uncertainties, and potentially give rise to different results under different assumptions and conditions. Except for the changes explained in Note ii(g) above, the Company consistently applied the following accounting policies to the periods presented in the financial statements.”

(a) Insurance contract liabilities

(i) Classification

IFRS 4 requires contracts written by insurers to be classified as either ‘insurance contracts’ or ‘investment contracts’ depending on the level of insurance risk transferred. Insurance contracts are those contracts when the insurer has accepted significant insurance risk from another party (the policyholders) by agreeing to compensate the policyholders if a specified uncertain future event (the insured event) adversely affects the policyholders. The Company only enters into insurance contracts. Therefore, the Company’s insurance contract liabilities represent its liability to the policy holders. Liabilities for unpaid claims are estimated on a case by case basis. The liabilities recognised for claims fluctuate based on the nature and severity of the claim reported. Claims incurred but not reported are determined using statistical analysis and the Company deems liabilities reported as adequate. The liability comprises reserves for unearned premium, unexpired risk, outstanding claims and incurred but not reported claims. Financial guarantee contracts are recognised as insurance contracts. Liability adequacy testing is performed to ensure that the carrying amount of the liability for financial guarantee contracts is sufficient. At the end of each accounting period, this liability is reflected as determined by the actuarial valuation report. In accordance with IFRS 4, the Company has continued to apply its accounting policies on Insurance contracts under its previous Generally Accepted Accounting Principles.”

Unearned premium

The unearned premiums represents the proportion of premiums written in the periods up to the accounting date that relate to the unexpired terms of policies in force at the end of the reporting date. This is estimated to be earned in subsequent financial periods, computed separately for each insurance contract using a time apportionment basis.

Reserve for unexpired risk

A provision for additional unexpired risk reserve is recognised for an underwriting year where it is envisaged that the estimated cost of claims and expenses exceed the unearned premium provision.

Reserve for outstanding claims

Outstanding claims represent the estimated ultimate cost of settling all claims arising from incidents occurring prior to the end of reporting date, but not settled at that date.

Reserve for incurred but not reported claims (IBNR)

A provision is made for claims incurred but not yet reported as at the end of the financial year. This provision is based on the liability adequacy test report from registered actuary engaged by the Company.

Liability Adequacy Test

At the end of each reporting period, liability adequacy tests are performed to ensure that material and reasonably foreseeable losses arising from existing contractual obligations are recognised. In performing these tests, current best estimates of future contractual cash flows, claims handling and administration expenses, investment income backing such liabilities are considered. Long-term insurance contracts are measured based on assumptions set out at the inception of the contract. Any deficiency is recognised in profit or loss by increasing the carrying amount of the related insurance liabilities.

The Liability Adequacy Test (LAT) was carried out by Ernst and Young Nigeria (FRC/2012/NAS/000000000738), a recognised firm of actuaries.

Actuarial valuation

An actuarial valuation of the insurance contract liabilities is conducted annually to determine the liabilities on the existing policies as at the date of the valuation. All surpluses and deficits arising therefrom are charged to profit or loss.

(ii) Recognition and Measurement of Insurance contracts

Premium

“Gross written premiums for general insurance contracts comprise premiums received in cash as well as

premiums that have been received and confirmed as being held on behalf of the Company by insurance brokers and have been duly certified. Gross premiums are stated gross of commissions, taxes payable and stamp duties that are payable to intermediaries and relevant regulatory bodies respectively. Unearned premiums represent the proportions of premiums written in the year that relate to the unexpired risk of policies in force at the reporting date. “

Reinsurance

Premiums, losses and other amounts relating to reinsurance treaties are measured over the period from inception of a treaty to expiration of the related business. The actual profit or loss on reinsurance business is therefore not recognized at the inception but as such profit or loss emerges. In particular, any initial reinsurance commissions are recognized on the same basis as the acquisition costs incurred.

Premiums ceded, claims recovered and commission received are presented in the statement of profit or loss and statement of financial position separately from the gross amounts.

Amounts recoverable under reinsurance contracts are assessed for impairment at each reporting date. Such assets are deemed impaired if there is objective evidence, as a result of an event that occurred after its initial recognition, that the Company may not recover all amounts due under the contract terms and that the event has a reliably measurable impact on the amounts the Company will receive from the reinsurer. Reinsurance cost represents outward premium paid/payable to reinsurance companies less the unexpired portion as at the end of the financial year. “

Claims

Claims incurred comprise claims and claims handling expenses incurred during the financial year and changes in the provision for outstanding claims. Claims and claims handling expenses are charged to profit or loss as incurred.

(b) Revenue Recognition

(i) Gross Premium written

Gross premium written comprises the premiums on insurance contracts entered into during the year, irrespective of whether they relate in whole or in part to a later accounting period. It is recognized at the point

of attachment of risk to a policy, gross of commission expense, and before deducting cost of reinsurance cover and unearned portion of the premium. Gross premium written and unearned premiums are measured in accordance with the policies set out in (a)(ii) of the statement of accounting policies.

(ii) Gross premium income

This represents the earned portion of premium received and is recognized as revenue including changes in unearned premium. Premiums are earned from the date of attachment of risk, over the insurance period, based on the pattern of risk underwritten. Outward reinsurance premiums are recognized as an expense in accordance with the pattern of risk reinsured.

(iii) Fees and commission income

Fees and commission income consists primarily of insurance agency and brokerage commission, reinsurance and profit commissions, policyholder administration fees and other contract fees. Reinsurance commissions receivable are deferred in the same way as acquisition costs. All other fee and commission income is recognized as the services are provided.

(iv) Investment Income

Investment income consists of dividends, interest and rental income on investment properties, interest income on loans and receivables, realized gains and losses as well as unrealized gains and losses on fair value assets. Rental income is recognized on an accrual basis.

(v) Interest income

Interest income is recognized in profit or loss as it accrues and is calculated by using the effective interest rate method. Fees and commissions that are an integral part of the effective yield of the financial asset or liability are recognized as an adjustment to the effective interest rate of the instrument. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument or, when appropriate, a shorter period to the net carrying amount of the financial asset or financial liability.

(vi) Dividend income

Dividend income from investments is recognized when the shareholders' rights to receive payment have been established.

- (vii) Realized gains and losses and unrealized gains and losses

Realized gains and losses on investments include gains and losses on financial assets and investment properties. Gains and losses on the sale of investments are calculated as the difference between net sales proceeds and the original or amortized cost and are recorded on occurrence of the sale transaction. Unrealized gains or losses represent the difference between the carrying value at the year end and the carrying value at the previous year end or purchase value during the year, less the reversal of previously recognized unrealized gains and losses in respect of disposals during the year.

- (viii) Other operating income

Other operating income represents income generated from sources other than premium revenue and investment income. It includes rental income, profit on disposal of property and equipment, salvage recoveries and other sundry income.

(c) Expense Recognition

(i) Claims expenses

Claims expenses consist claims and claims handling expenses incurred within the reporting period, less the amount recoverable from the reinsurance companies.

(ii) Insurance claims and claims incurred

Gross benefits and claims consist benefits and claims paid / payable to policyholders, which include changes in the gross valuation of insurance contract liabilities, except for gross change in the unearned premium provision which are recorded in premium income. It further includes internal and external claims handling costs that are directly related to the processing and settlement of claims. Amounts receivable in respect of salvage and subrogation are also considered.

Salvage

Some non-life insurance contracts permit the Company to sell (usually damaged) property recovered in the process of settling a claim. Salvage income is recognised when the Company sells the property it reclaimed from the insured.

Subrogation

Subrogation is the right of an insurer to pursue a third party that caused an insurance loss to the insured. This is done as a means of receiving the amount of the claim paid to the insured for the loss. Subrogation income is recognised when the Company reclaims the amount paid as claims from the third party who caused the insured to suffer the loss.

- (iii) Underwriting expenses

Underwriting expense include acquisition costs and maintenance expense. Acquisition costs comprise direct and indirect costs associated with the writing of insurance contracts. These include commission expenses and other technical expenses. Maintenance expenses are expenses incurred in servicing existing policies and clients. All underwriting expenses are charged to profit or loss as they accrue or become payable.

- (iv) Other Operating expenses

Other operating expenses are recognised in profit or loss when goods are received or services rendered. They are expenses other than claims, maintenance and underwriting expenses and include employee benefits, depreciation charges and other operating expenses.

(d) Cash and cash equivalents

Cash and cash equivalents include cash in hand, bank and call deposits and other short-term highly liquid investments with original maturities of three months or less, which are subject to insignificant risk of changes in their fair value and used by the Company to manage its short term commitments. Cash and cash equivalents are measured at amortised cost in the statement of financial position.

(e) Financial Instruments

- (i) Classification of financial assets

The classification of the Company's financial assets depends on the nature and purpose of the financial assets and are determined at the time of initial recognition. The financial assets have been recognised in the statement of financial position and measured in accordance with their assigned classifications.

The Company classifies its financial assets into the following categories:

- Held to maturity financial assets;
- Available for sale financial assets;
- Financial assets at fair value through profit or loss and;
- Loans and receivables;

The Company's financial liabilities are classified as other financial liabilities. They include trade and other payables."

(ii) Initial recognition and measurement

All financial instruments are initially recognized at fair value, which includes directly attributable transaction costs for financial instruments not classified as fair value through profit and loss. Financial instruments are derecognized when the rights to receive cash flows from the financial instruments have expired or where the Company has transferred substantially all risks and rewards of ownership.

(iii) Subsequent measurement

Subsequent to initial recognition, financial assets are measured either at fair value or amortised cost, depending on their categorization as follows:

Held-to-maturity

Held-to-maturity investments are non-derivative financial assets with fixed determinable payments and fixed maturities that management has both the positive intent and ability to hold to maturity, and which are not designated as fair value through profit or loss, or as available for sale and do not meet the definition of loans and receivables. Where the Company sells more than an insignificant amount of held-to-maturity assets, the entire category would be tainted and reclassified as available-for-sale assets and the difference between amortised cost and fair value will be accounted for in other comprehensive income.

Held-to-maturity investments are carried at amortised cost, using the effective interest method, less any provisions for impairment."

Available-for-sale

Financial assets classified by the Group as available-for-sale, financial assets are generally those that are not designated as another category of fi-

ancial assets, or strategic capital investments held for an indefinite period of time, which may be sold in response to needs for liquidity or changes in interest rates, exchange rates or equity prices.

Available-for-sale financial assets are subsequently carried at fair value. Unrealised gains and losses arising from changes in the fair value of available-for-sale financial assets are recognised directly in fair value reserve in equity until the financial asset is derecognised or impaired. When available-for-sale financial assets are disposed off, the fair value adjustments accumulated in other comprehensive income are recognised in profit or loss.

Available-for-sale financial assets are impaired when there has been a significant or prolonged decline in the fair value of the financial asset below its cost. The cumulative fair value adjustments previously recognised in OCI on the impaired financial assets are reclassified to profit or loss. Reversal of impairments on equity available-for-sale financial assets are recognised in OCI.

Interest income, calculated using the effective interest method, is recognised in profit or loss. Dividends received on available-for-sale financial instruments are recognised in income statement when the Group's right to receive payment has been established.

Financial Assets at fair value through profit or loss

A financial asset is classified as at fair value through profit or loss if it is classified as held-for-trading or is designated as such on initial recognition. Directly attributable transaction costs are recognised in profit or loss as incurred. Financial asset at fair value through profit or loss are measured at fair value and changes therein, including any interest expense or dividend income, are recognised in profit or loss.

Subsequent to initial recognition, these investments are re-measured at fair value, with gains and losses arising from changes in this value recognized in profit or loss in the period in which they arise. The fair values of quoted instruments in active markets are based on current prices as stated on the Nigerian Stock Exchange. Interest earned and dividends received while holding trading assets at fair value through profit or loss are reported as investment income.

Loans and receivables

"Loans and receivable on the statement of financial position comprise gross insurance receivable and impairment allowance Loans and receivables, after initial measurement, are measured at amortized cost, using the effective interest

rate method less any impairment. Amortized cost is calculated by taking into account any discount or premium on acquisition and fee or costs that are an integral part of the effective interest rate. “

When the asset is impaired, they are carried on the statement of financial position as a deduction from the carrying amount of the loans and receivables and recognized in profit or loss as “impairment losses”.

Financial Liabilities

Subsequent to initial recognition, other financial liabilities are measured at amortised cost using the effective interest rate.

(iv) Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Company has access at that date. The fair value of a liability reflects its non-performance risk.

When available, the Company measures the fair value of an instrument using the quoted price in an active market for that instrument. A market is regarded as active if transactions for the asset or liability take place with sufficient frequency and volume to provide pricing information on an ongoing basis.

If there is no quoted price in an active market, then the Company uses valuation techniques that maximise the use of relevant observable inputs and minimise the use of unobservable inputs. The chosen valuation technique incorporates all of the factors that market participants would take into account in pricing a transaction.

If an asset or liability measured at fair value has a bid price and an ask price, then the Company measures the assets and long positions at a bid price and liabilities and short positions at an ask price. Those portfolio-level adjustments are allocated to the individual assets and liabilities on the basis of the relative risk adjustment of each of the individual instruments in the portfolio. The Company recognises transfers between levels of the fair value hierarchy as of the end of the reporting period during which the change has occurred.

v) Amortised cost measurement

The amortised cost of a financial asset or liability is the amount at which the financial asset or liability is measured at initial recognition, minus principal repayments, plus or minus the cumulative amortisation using the effective interest rate method of any difference between the initial amount recognised and the maturity amount, minus any reduction for impairment.

(vi) Impairment of financial assets

The Company assesses its financial assets, other than those at FVTPL, for indicators of impairment at the end of each reporting period. Financial assets are considered to be impaired when there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the investment have been affected.

Objective evidence that a financial asset or group of financial assets is impaired could include:

- Significant financial difficulty of the issuer or counter party;
- Breach of contract, such as a default or delinquency in interest or principal payments;
- It is becoming probable that the borrower will enter bankruptcy or other financial re-organization;
- The disappearance of an active market for that financial asset because of financial difficulties.

Loans and Receivables

For loans and receivables, the amount of the impairment loss recognized is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate. If in a subsequent period the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognized, the previously recognized impairment loss is reversed through profit or loss to the extent that the carrying amount of the asset at the date the impairment is reversed does not exceed what the amortized cost would have been had the impairment not been recognized.

(vii) Offsetting financial instruments

Financial assets and financial liabilities are set off and the net amount presented in the statement of finan-

cial position when, and only when, the Company has a legally enforceable right to set off the recognized amounts and intends either to settle on a net basis or to realize the asset and settle the liability simultaneously. Income and expenses are presented on a net basis only when permitted under IFRS, or from gains and losses arising from a similar group of transactions such as in the Company's trading activities. However, the Company presents such gains and losses separately if they are material.

(viii) De-recognition of financial instruments

The Company derecognizes a financial asset only when the contractual rights to the cash flows from the asset expires, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Company neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Company recognizes its retained interest in the asset and an associated liability for amounts it may have to pay. If the Company retains substantially all the risks and rewards of ownership of a transferred financial asset, the Company continues to recognize the financial asset and financial liability separately. The Company derecognizes a financial liability when its contractual obligations are discharged, cancelled or expire."

(f) Trade Receivables

Trade receivables comprise premium receivables. Premium receivables are those for which credit notes issued by brokers are within 30 days, in conformity with the "NO PREMIUM NO COVER" policy.

Individual reinsurance receivables that are identified as impaired are assessed for specific impairment. All other reinsurance receivables are assessed for collective impairment. The model for collective impairment is based on incurred loss model. The probability of default and the age of the debts are also taken into account in arriving at the impairment amount. When an insurance receivable is considered uncollectible, it is written off against the impairment allowance account. Trade receivables are classified as loans and receivables and subsequently measured at amortised cost.

(g) Reinsurance assets

The Company cedes reinsurance in the normal course of business in order to limit its net loss potential for losses arising from certain exposures. The cost of reinsurance related to long-term contracts is accounted for over the life of the un-

derlying reinsured policies, using assumptions consistent with those used to account for these policies. However, reinsurance arrangements do not relieve the Company from its direct obligations to its policyholders.

Reinsurance assets include balances due from various reinsurance companies for ceded insurance contracts. Amounts recoverable from reinsurers are estimated in a manner consistent with the underlying reinsurance contract. Reinsurance assets are assessed for impairment at each reporting date. If there is reliable objective evidence that a reinsurance asset is impaired, the Company reduces the carrying amount accordingly and recognizes the impairment loss in profit or loss.

(h) Deferred acquisition costs

The incremental costs directly attributable to the acquisition of new business which had not expired at the reporting date, are deferred by recognizing an asset. Acquisition costs include both incremental acquisition costs and other indirect costs of acquiring and processing new businesses. Deferred acquisition costs are amortised systematically over the life of the contracts at each reporting date."

(i) Other receivables and prepayments

"Other receivables balances include dividend receivable and accrued investment income. The Company has an internal system of assessing the credit quality of other receivables through established policies and approval systems. The Company constantly monitors its exposure to their receivables via periodic review. Prepayment are essentially prepaid rents and prepaid employee benefits. Other receivables and prepayments are carried at cost less accumulated amortisation and impairment losses."

(j) Investment properties

Investment properties are properties held to earn rentals or for capital appreciation (including property under construction for such purposes) or for both purposes, but not for sale in the ordinary course of business.

Recognition and measurement

Investment properties are measured initially at cost plus any directly attributable expenses. Subsequent to initial recognition, investment properties are measured at fair value, which reflects market conditions at the reporting date. Gains or losses arising from changes in the fair value of investment properties are included in profit or loss in the period in which they arise. Fair values of the invest-

ment properties are evaluated and assessed annually by an accredited external valuer.

De-recognition

An investment property is derecognized upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on de-recognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is recognized in profit or loss in the period of de-recognition. The carrying amount of the asset represents the fair value of the asset as at the date of the latest valuation before disposal.

Transfers

Transfers are made to or from investment property only when there is a change in use. For a transfer from investment property to owner occupied property, the deemed cost for subsequent accounting is the fair value at the date of change. If owner-occupied property becomes an investment property, the Company accounts for such property in accordance with the policy stated under property and equipment up to the date of change. Subsequently, the property is re-measured to fair value and reclassified as investment property.

(k) Property and equipment

Recognition and measurement

All items of property and equipment are initially recognized at cost and subsequently measured at cost less accumulated depreciation and impairment losses, except land & building which are measured at the revalued amount being the fair value as at reporting date. Property and equipment comprise motor vehicles, office furniture, office equipment and computer equipment. Assessment for impairments of properties, plant and equipment are carried out annually.

Subsequent costs

The cost of replacing part of an item of property or equipment is recognized in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Company and its cost can be reliably measured. The costs of the day-to-day servicing of property and equipment are recognized in profit or loss when incurred. Subsequent costs on replacement parts on an item of property are recognized in the carrying amount of the replaced or the renewed component.

Depreciation

Depreciation is recognized so as to write off the cost or valuation of assets less their residual values over their useful lives, using the straight-line method. The estimated useful lives, residual values and depreciation method are reviewed at the end of each reporting period, with the effect of any changes in estimate accounted for on a prospective basis.

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

Land	Not depreciated
Building	20 years
Computer equipment	3 years
Office furniture and fittings	5 years
Motor vehicles	4 years

De-recognition and impairment of non financial asset

An item of property, plant and equipment is derecognized upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognized in the statement of profit or loss of the year that the asset is de-recognized.

The carrying amounts of the Company's non-financial assets are considered to be impaired when there exists any indication that the asset's recoverable amount is less than the carrying amount. Assessment for impairment should be carried out annually. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are carried at the lowest levels for which there are separately identifiable cash flows (cash generating units). Impairment losses are recognized in profit or loss.

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

recognized. Reversals of impairment losses are recognized in profit or loss.

(l) Foreign currency transactions

The Nigerian Naira is the Company's functional and reporting currency. Foreign currency transactions are translated at the foreign exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the exchange rate ruling at the reporting date.

Non-monetary items that are measured based on historical cost in a foreign currency are translated at the exchange rate at the date of the transaction. Foreign currency differences are generally recognised in profit or loss. "

(m) Trade and other payables

Trade payables

Trade payables are recognized when due. These include amounts due to agents, reinsurers, co-assurers and insurance contract holders. Trade payables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method. The fair value of a non-interest bearing liability is its discounted repayment amount. If the due date is less than one year, discounting is not applied and the impact will not be material.

Accruals and other payables

Other payables are recognized initially at fair value and subsequently measured at amortized cost using the effective interest rate method. The fair value of a non-interest bearing liability is its discounted repayment amount. If the due date is less than one year, discounting is not applied and the impact will not be material.

(n) Income and deferred tax

(i) Current tax

Income tax comprises current and deferred tax. Income tax expense is recognised in profit or loss except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable on taxable income for the year. Taxable profit differs from profit as reported in the Company's statement of profit or loss because of items of income or expense that are taxable or deductible in other years and items that are never taxable or deductible. The Company's liability for cur-

rent tax is calculated using tax rates that have been enacted by the end of the reporting period.

(ii) Deferred tax

Deferred tax is recognized on temporary differences between the carrying amounts of assets and liabilities in the Company's financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax liabilities are generally recognized for all taxable temporary differences. Deferred tax assets are recognized on all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilized. Such deferred tax assets and liabilities are not recognized if the temporary difference arises from goodwill (arising in a business combination) or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realized, based on tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period. The current taxes include: Company Income Tax at 30% of taxable profit; Education Tax at 2% of assessable profit; Capital Gain Tax at 10% of chargeable gains; and Information Technology Development levy at 1% of accounting profit. The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the Company expects, at the end of the reporting period, to recover or settle the carrying amount of its assets and liabilities.

Significant management judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

(o) Statutory deposits

Statutory deposits are cash balances held with the Central Bank of Nigeria (CBN) in compliance with the Insurance Act, CAP 117, LFN 2004 for the general insurance companies. The deposits are only available as a last resort to the Company if it goes into liquidation and are measured at amortised cost.

(p) Hypothecation of assets

“The Company structured its assets to meet the requirements of the Insurance Act 2003 such that policyholders’ assets and funds are not co-mingled with shareholders’. In particular, investment properties, investment securities (equities and fixed income securities) and insurance funds hypothecated to policyholders are distinguished from those owned by the shareholders. The assets hypothecated are shown in the financial statements, note 46.”

(q) Deferred income

“Deferred income comprises deferred rental income and deferred acquisition income. Deferred rental income relates to rents received in advance. These are amortized and transferred to the statement of profit or loss over the periods that they relate. Deferred acquisition income relates to commissions received on ceded reinsurance businesses but not yet earned as at reporting date. Deferred acquisition income are amortized systematically over the life of the contracts at each reporting date.”

(r) Provisions and Contingent liabilities

Provisions are recognized when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that the Company will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation. The amount recognized as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (when the effect of the time value of money is material).

Contingent liabilities are possible obligations of the Company, the existence of which will only be confirmed by the occurrence or non-occurrence of uncertain future events not wholly within the control of the Company and present obligations of the Company where it is probable that an outflow of economic

benefits will be required to settle the obligations or where the amount of the obligation cannot be measured reliably, which are not recognised in the Company’s statement of financial position but are disclosed in the notes to the financial statements”

(s) Employee benefits liabilities**(i) Short-term benefits**

Staff benefits such as wages, salaries, paid annual leave allowance, and non-monetary benefits are recognized as employee benefit expenses. The expenses are accrued when the associated services are rendered by the employees of the Company. Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. “

(ii) Defined contribution plans

The Company operates a defined contribution plan in accordance with the provisions of the Pension Reform Act 2014. The Company and employees contribute 10% and 8% respectively (2020: 10% and 8%) each of the qualifying monthly emoluments in line with the Pension Reform Act.

(i) The Company’s monthly contribution to the plan is recognized as an expense in profit or loss as part of staff cost. The Company remits contributions to privately administered pension fund administration on a monthly basis. The Company has no further payment obligation once the contributions have been remitted. Prepaid contributions are recognized as an asset to the extent that a cash refund or reduction in the future payments is available.

(ii) Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.”

(iii) Defined benefit plan

A defined benefit plan is a plan that defines an amount of benefit that an employee will receive on retirement, usually dependent on one or more factors, such as age, years of service and compensation. The liability recognized in the statement of financial position in respect of defined benefit plans is the present value of the defined benefit obligation at the reporting date less the fair value of plan assets, together with adjustments for unrecognized actuarial gains or losses and past service costs.

The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The Company has a Gratuity Scheme for its employees. The scheme is non-contributory and employees qualify for benefits after five years' service. Provision for gratuity is made when it is determined that there is a shortfall in the assets funding liabilities. The scheme was closed to new entrants in April 2011 and future service after this date does not attract gratuity benefits. Re-measurements, comprising actuarial gains and losses, the effect of the asset ceiling, excluding net interest (not applicable to the Company) and the return on plan assets (excluding net interest), are recognized immediately in the statement of financial position with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods."

Past service costs are recognised in profit or loss on the earlier of:

- The date of the plan amendment or curtailment, and
 - The date that the Company recognises restructuring-related costs
- Net interest is calculated by applying the discount rate to the net defined benefit liability or asset. The Company recognises the following changes in the net defined benefit obligation under 'cost of sales', 'administration expenses' in statement of profit or loss and other comprehensive income (by function): Service costs comprising current service costs, past-service costs, gains and losses on curtailments and non-routine settlements, net interest expense or income. The defined benefit plan was discontinued and fully settled during the year."

(t) Capital and reserves

(i) Share capital

The equity instruments issued by the Company are classified as equity in accordance with the substance of the contractual arrangements and the definitions of an equity instrument. Equity instruments issued by the Company are recognized as the proceeds are received, net of direct issue costs.

(ii) Share premium

This represents the excess amount paid by shareholders on the nominal value of the shares. This amount is distributable to the shareholders at their discretion. The share premium is classified as an equity instrument in the statement of financial position.

(iii) Contingency reserve

The Company maintains contingency reserves for the general business in accordance with the provisions of S.21 (1) of the Insurance Act 2003. In compliance with this regulatory requirement, the Company maintains contingency reserve at the rate equal to the higher of 3% of gross premium or 20% of the total profit after taxation until the reserve reaches the greater of minimum paid up capital or 50% of net premium.

(iv) Accumulated losses

The reserve comprises undistributed losses from previous years and the current year. Retained losses is classified as part of equity in the statement of financial position.

(u) Deposit for shares

Deposit for shares represents financial instruments that do not meet the definition of financial liabilities and are classified as financial liabilities. The instruments neither put the Company under any obligation to deliver cash or other financial assets to another party nor require the exchange of its financial assets or financial liabilities with another party under potentially unfavourable conditions but are to be settled by delivering a fixed number of Company's equity instruments to the other party.

(v) Leases (Policy applicable as of 1 January 2019)

The Company assesses at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

Company as a lessee

The Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

(i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

(ii) Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Company and payments of penalties for terminating the lease, if the lease term reflects the Company exercising the option to terminate.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

(w) Segment reporting

“Operating segments are identified and reported in consonance with the internal reporting policy of the Company that are regularly reviewed by the Chief Executive who allocates resources to the segment and assesses their performance thereof.

The Company’s reportable segments, for management purpose, are organized into business units based on the products and services offered as follows: “

- Motor;
- Marine and Aviation;
- General accident
- Fire.

This is the measure used by the Company’s Chief Executive for the purposes of resource allocation and assessment of segment performance.

(x) Earnings/(loss) per share

The Company presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss that is attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted earnings per share is calculated by adjusting the net profit attributable to ordinary shareholders and the weighted average number of shares outstanding for the effects of all dilutive potential ordinary shares. The Company has no type of shares that would have dilutive effect.

(y) Intangible assets**Acquired computer software**

Acquired computer software licenses are capitalized on the basis of the costs incurred to acquire and bring to use the specific software. Computer software is stated at cost less amortization and impairment losses. Subsequent expenditure is capitalized only when it increases the future economic benefits embodied in the specific asset to which it relates. Costs associated with maintaining computer software programmes are recognized as an expense as incurred.

Amortization

Computer software costs, whether developed or acquired, are amortized for a period of five years using the straight line method. “Intangible assets are tested for impairment annually. Amortisation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate. An intangible asset shall be derecognized by the Company on disposal; or when no future economic benefit are expected from its use or disposal. Any gain or loss arising on derecognition of the assets (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period the asset is recognised.

Amendments to IFRS 4: Applying IFRS 9 financial instruments with IFRS 4 insurance contracts

“In September 2016, the IASB published an amendment to IFRS 4 which addresses the concerns of insurance companies about the different effective dates of IFRS 9 Financial instruments and the forthcoming new insurance contracts standard; IFRS 17. The amendment provides two different options for insurance companies: a temporary exemption from IFRS 9 (i.e. the ‘deferral approach’) for entities that meet specific requirements (applied at the reporting entity level), and the ‘overlay approach’. Both approaches are optional. Effective date is 1 January 2018 or when the entity first applies IFRS 9.

IFRS 4 (including the amendments) will be superseded by the forthcoming new insurance contracts standard. Accordingly,

both the temporary exemption and the ‘overlay approach’ are expected to cease to be applicable when the new insurance standard becomes effective.

The Company is eligible to apply IFRS 9 deferral approach since IFRS 9 has not been previously applied by the Company and the activities of the Company are predominantly connected with insurance. To determine if the Company’s activities are predominantly connected with insurance, we have assessed the ratio of the Company’s liabilities connected with insurance compared with its total liability.

Guinea Insurance Plc has carried out this predominance assessment on its liabilities from 31 December 2017 to 31 December 2022 as follows:

Balance Sheet item (Liabilities)	31 December 2017	31 December 2018	31 December 2019	31 December 2020	31 December 2021	31 December 2022	Does it relate to insurance activities
	N'000	N'000	N'000	N'000	N'000	N'000	
Insurance contract liabilities							
- Outstanding claims provision	321,630	235,870	470,559	499,042	370,321	421,152	Yes
- Provision for unearned premium	218,417	258,938	373,981	403,551	419,127	384,404	Yes
Finance lease obligation							Yes
Trade payable	41,738	12,606	-	-	23,410	53,478	Yes
Other payables and accruals							
- Accrued expenses	47,648	43,337	46,302	38,168	65,829	75,281	Yes
- Deferred revenue	664	3,172	3,348	3,151	8,730	19,230	No
- Statutory payable	13,004	42,850	17,812	1,743	25,724	0	Yes
- Other payable	42,710	249,684	36,607	59,318	102,271	74,785	Yes
- Deferred commission income	18,350	17,037	28,327	31,622	40,117	38,229	Yes
Employee benefit obligations	23,652	2,141	4,316	1,743	11,034	7,575	Yes
Current income tax payable	117,947	196,193	90,809	87,057	20,368	26,992	Yes
Deferred tax liabilities	75,651	102,712	107,368	110,011	110,011	110,011	Yes
Deposit for shares	75,400	151,400	151,400	151,400	151,400	901,400	Yes
Total Liabilities	996,811	1,315,940	1,330,829	1,386,806	1,348,341	2,112,537	
Total Liabilities connected to insurance activities	920,747	1,161,368	1,176,081	1,232,255	1,188,211	2,093,308	
Percentage of liabilities connected to insurance activities	92.37%	88.25%	88.37%	88.86%	88.12%	99.09%	

“Based on the above, the Company’s liabilities is consistently above the eighty percent (80%) threshold of activities connected with insurance. As such it qualifies to adopt the deferral approach.”

IV. Critical accounting estimates and judgments

The Company makes estimates and assumptions that affect the reported amounts of assets and liabilities within the financial year. Estimates and judgments are continually evaluated and based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

Assumptions and estimation uncertainties

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

The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised thus:

- in the period in which the estimate is revised, if the revision affects only that period, or
- in the period of the revision and future periods, if the revision affects both current and future periods.

Information about assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment within the next financial year and about critical judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are stated below:

Judgments

The following are the critical judgments, apart from those involving estimations (which are dealt with separately below), that the Directors have made in the process of applying the Company's accounting policies and that have the most significant effect on amounts recognised in financial statements:

(a) Fair value measurement

The Directors are required to make judgment in selecting an appropriate valuation technique for some financial assets. The significant estimates and judgments applied in determination of fair value of financial assets are as follows:

- Valuation of unquoted securities

The fair value of financial instruments where no active market exists or where quoted prices are not otherwise available are determined by using prices of recent transactions. Where such information is not available, the investments are valued based on various valuation techniques and methods. The unquoted shares in the Company's portfolio for the year ended 31 December 2021 were valued at Over-the-counter (OTC) prices.

- Valuation of quoted securities

The fair value of financial instruments where active market price exists are determined by applying the market price on the last trading day of the financial period.

- Valuation of land and building

On a determined basis, the Company engages the services of external, independent and qualified valuers to determine the fair value of the Company's land and buildings.

- Valuation of investment properties

The Company's investment property is held for the purpose of capital appreciation and rental income generation. The Company's investment property was revalued by an external, independent valuer on 31 December 2021 using the comparative approach method of valuation to arrive at the open market value as at 31 December 2021. Fair value gains have been recognized in the income statement in line with the fair value model of IAS 40.

b (i) Impairment of financial assets

Management's judgment is required to assess and determine the amount of impairment for financial assets carried at amortized costs as well as the amount of impairment for trade receivables. The significant estimates and judgments applied in assessing the impairment on financial assets are as shown in the statement of accounting policies.

b (ii) Impairment of non-financial assets

At the end of each reporting period, the Company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of impairment loss (if any). When it is not possible to estimate the recoverable amount of an individual asset, the Company estimates the recoverable

amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Company of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are tested for impairment at least annually, and whenever there is an indication that the asset may be impaired.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognized immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease and recognised in other comprehensive income.

When an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognized immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase and recognise in other comprehensive income.

(c) Determination of fair value of investment properties

Fair value of investment properties is determined by a registered estate valuer using market prices of properties in similar locations and industry information on rent. Factors applied is determined by estimation of certainty.

(d) Trade receivable

Trade receivable is strictly in compliance with the National Insurance Commission (NAICOM) guideline which requires that the receipt of an insurance premium shall be a condition precedent to a valid contract of insurance and there shall be no cover in respect of an insurance risk unless the premium is paid in advance. However, a receivable period of 30 days is allowed in a brokered business, otherwise, the receivable is considered impaired and an impairment loss recognised in profit or loss.

(e) Liabilities arising from insurance contracts

Claims on insurance contracts are payable on a claims-occurrence basis. The Company is liable for all insured events that occur during the term of the contract. There are several variables that affect the amount and timing of cash flows from these contracts. These mainly relate to the inherent risks of the business activities carried out by individual contract holders and the risk management procedures adopted. The estimated cost of claims includes direct expenses to be incurred in settling claims, net of the expected subrogation value and other recoveries. The Company takes all reasonable steps to ensure that it has appropriate information regarding its claims exposures. However, given the uncertainty in establishing claims provisions, it is likely that the final outcome will prove to be different from the original liability established.

V. Financial & Insurance Risk Management

The primary objective of the company's risk and financial management framework is to protect the company's shareholders from events that hinder the sustainable achievement of financial performance objectives, including failing to exploit opportunities. Key management recognises the critical importance of having efficient and effective risk management systems in place.

The company has established a risk management function with clear terms of reference from the board of directors, its committees and the associated executive management committees. This is supplemented with a clear organisational structure with documented delegated authorities and responsibilities from the board of directors to executive management committees and senior managers. Lastly, a company policy framework which sets out the risk profiles for the company, risk management, control and business conduct standards for the company's operations has been put in place.

Each policy has a number of senior management charged with overseeing compliance with the policy throughout the company.

(a) Financial asset valuation

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the principal or, in its absence, the most advantageous market to which the Company has access at that date. Fair values are subject to a control framework designed to ensure that input variables and output are assessed independent of the risk taker. The Company has several financial instruments. These assets were valued making use of other valuation methods other than quoted prices, such as net asset method and income method.

Fair values are subject to a control framework designed to ensure that input variables and output are assessed independent of the risk taker. The Company has several financial instruments. These assets were valued making use of other valuation method other than quoted prices.

Fair value hierarchy

IFRS 13 specifies a hierarchy of valuation techniques based on whether the inputs to those valuation techniques are observable or unobservable. Observable input reflect market data obtained from independent sources; unobservable inputs reflect the Company's market assumptions. These two types of inputs have created the following fair value hierarchy:

Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities. This level includes listed equity

securities and debt instruments on exchanges.

Level 2 - Valuation techniques based on observable inputs. This category includes instruments valued using: quoted market prices in active markets for similar instruments; quoted prices for similar instruments in markets that are considered less than active; or other valuation techniques where all significant inputs are directly or indirectly observable from market data.

Level 3 - This includes financial instruments, the valuation of which incorporate significant inputs for the asset or liability that is not based on observable market data (unobservable inputs). Unobservable inputs are those not readily available in an active market due to market illiquidity or complexity of the instrument. These inputs are generally determined based on inputs of a similar nature, historic observations on the level of the input or analytical techniques.

This hierarchy requires the use of observable market data when available. The Company considers relevant and observable market prices in its valuations where possible.

The following table analyses financial instruments measured at fair value at the reporting date by the level of the fair value hierarchy into which the fair value measurement is categorised. The fair values include any deferred differences between the transaction price and the fair value on initial recognition when the fair value is based on valuation technique that uses unobservable inputs

31 December 2022					
Financial Assets:	Notes	Level 1	Level 2	Level 3	Total
Financial assets:			N'000	N'000	N'000
Listed equity shares	14	70,761	-	-	70,761
Unlisted equity shares	14	-	-	299,062	299,062
Total financial assets measured at fair value		70,761	-	299,062	369,824
31 December 2021					
Financial Assets:					
Financial assets:					
Listed equity shares	14	61,261	-	-	61,261
Unlisted equity shares	14	-	-	227,267	227,267
Total financial assets measured at fair value		61,261	-	227,267	288,528

Level 3 fair value measurements**Reconciliation**

The following tables shows a reconciliation from the opening balances to the closing balances for fair value measurements in Level 3 of the fair value hierarchy and analyses the total gains and losses recognised recognised in OCI during the year.

31 December 2022		Equity securities
Balance at 1 January	14(b)	227,267
Total gain recognised in OCI	14(b)	71,795
Balance at 31 December		299,062
Total gain recognized in OCI		
Net change in fair value	14(b)	71,795
Net amount reclassified to profit or loss		-

31 December 2022				
Financial instruments not measured at fair value	Level 1	Level 2	Level 3	Total
31 December 2022		N'000	N'000	N'000
Held-to-maturity financial assets	1,425,217	-	-	1,425,217
Total				
	Level 1	Level 2	Level 3	Total
31 December 2021		N'000	N'000	N'000
Held-to-maturity financial assets	972,436	-	-	972,436

No fair value disclosures are provided for trade receivables, other receivables, trade payables, accruals and other payables that are measured at amortised cost because their carrying value are a reasonable approximation of fair value.

Cash and cash equivalents

Cash and cash equivalents consists of cash on hand and current balances with banks.

The carrying amounts of current balances with banks and other financial institutions is a reasonable approximation of fair value which is the amount receivable on demand."

Trade receivables and other receivables

The carrying amounts of trade receivables and other receivables are reasonable approximation of their fair values which are receivable on demand.

Trade payables, accruals and other payables

The carrying amounts of trade payables, accruals and other payables are reasonable approximations of their fair values which are repayable on demand.

The Company is exposed to the following categories of risk as a consequence of offering different financial products and services by the Company;

(i) Market risk

Market risk is the risk that changes in market prices, such as interest rates, equity prices, foreign exchange rates and credit spreads (not relating to changes in the obligor's / issuer's credit standing) 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 optimizing the return on risk.

The Company has put in place a clearly defined market risk management framework that provides the Board of Directors and Management with guidance on market risk management processes. The company has also prescribed tolerable market related losses, vis-a-vis the quantum of available capital and level of other risk exposures.

The company's market risk policy and strategy are anchored on the following:

- product diversification which involves trading, application and investment in a wide range and class of products such as debt, equity, foreign exchange instruments, corporate securities and government securities;
- risk taking within well-defined limits with the sole purpose of creating and enhancing shareholder value and competitive advantage;

- effective utilisation of risk capital;
- continuous re-evaluation of risk appetite and communication of same through market risk limits;
- independent market risk management function that reports directly to Management;
- robust market risk management infrastructure reinforced by a strong automated system for controlling, monitoring and reporting market risk;
- deployment of a variety of tools to monitor and restrict market risk exposures such as position limits, sensitivity analysis, ratio analysis and management action triggers.

Foreign Currency risk

This is the risk of the fair value of financial instruments being affected by changes in foreign exchange rates.

The Company receives certain premiums in foreign currency, in addition to Naira, from its clients; hence, exposures to exchange rate fluctuations arise. The Company is also exposed to foreign currency denominated in dollars through a domiciliary bank balance.

Foreign exchange risk arises from other recognized assets and liabilities denominated in other currencies, and their total sum.

Foreign currency risks arising from insurance contract liabilities have been considered by the Actuary in estimating insurance contract liabilities.

The carrying amounts of the Company's foreign currency denominated assets are as follows:

31 December 2022	NGN'000	Total
Assets (Cash & cash equivalents)	386,998	386,998
31 December 2021	NGN'000	Total
Assets (Cash & cash equivalents)	383,566	383,566

Foreign currency sensitivity analysis

The following table details the Company's sensitivity to a 10% increase and decrease in foreign currency rates against the Naira. A 10% sensitivity rate is used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. For each sensitivity scenario, the

31 December 2022	Base	NGN'000	Total
In thousands of Naira			
10% increase	386,998	38,700	38,700
10% decrease	386,998	(38,700)	(38,700)
31 December 2021	Base	NGN'000	Total
In thousands of Naira			
10% increase	383,566	38,357	38,357
10% decrease	383,566	(38,357)	(38,357)

Interest rate risk

The Company's exposure to interest rate risk relates primarily to the market price and cash flow variability of assets and liabilities associated with changes in interest rates. Changes in interest rates result to reduction in income 'spread' or the difference between the amounts that the Company is required to pay under the contracts and the rate of return the Company is able to earn on investments intended to support obligations under the contracts. Investment spread is, arguably, one of the key components of the net income of insurers.

The Company's mitigation efforts with respect to interest rate risk are primarily focused on maintaining an investment portfolio with diversified maturities that has a weighted average duration or tenor approximately equal to the duration of our liability cash flow profile.

impact of change in a single factor is shown, with other assumptions or variables held constant.

The following tables show the effect on the loss before tax as at 31 December 2022 from N448.5/\$ (2021: N4335/\$) closing rate. These closing rates were determined by obtaining NAFEX rate.

Also, the Company manages this risk by adopting close asset/liability matching criteria, to minimize the impact of mismatches between asset and liability values arising from interest rate movements.

Furthermore, the Company uses sensitivity analysis to measure the impact of interest rate changes and movements on the value of our financial assets scenarios.

The Company's exposure to interest rate risk is limited to changes in fixed income and money market instruments interest rates. These instruments have fixed interest rates.

Interest rate profile

At the end of the reporting period the interest rate profile of the Company's interest bearing financial instruments as reported to the Management of the Company are as follows:

Financial instruments	Notes	2022	2021
		N'000	N'000
Cash and cash equivalents	13	198,751	92,050
Placements	13	188,247	291,516
Held-to maturity financial assets	15	1,425,217	972,436
Statutory deposits	25	333,654	333,654
		2,145,868	1,689,657

Interest rate sensitivity analysis

The sensitivity analysis below have been determined based on the exposure to interest rates for non-derivative instruments at the balance sheet date. A 10% in-

crease or decrease is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

	Base	2022	Base	2021
	N'000	N'000	N'000	N'000
10% increase	2,145,868	214,587	1,689,657	168,966
10% decrease	2,145,868	(214,587)	1,689,657	(168,966)

Other price risk management

The Company is exposed to equity price risks arising from equity investments both quoted and unquoted equity. The shares included in financial assets represent investments in listed securities that present the Company with opportunity for return through dividend income and capital appreciation.

The carrying amounts of the Company's equity investments are as follows:

		2022	2021
	Notes	N'000	N'000
Equity Securities; - Listed	14	70,761	61,261
Equity Securities; - Unlisted	14	299,062	227,267
		369,824	288,529

Equity price sensitivity analysis

The sensitivity analysis below have been determined based on the exposure to equity price changes for both listed and unlisted equities at the balance sheet date. A 10% increase or decrease is used when reporting price change risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

Listed Equity	Base	2022	Base	2021
	N'000	N'000	N'000	N'000
10% increase	70,761	7,076	61,261	6,126
10% decrease	70,761	(7,076)	61,261	(6,126)
Unlisted Equity	Base	2021	Base	2020
	N'000	N'000	N'000	N'000
10% increase	299,062	29,906	227,267	22,727
10% decrease	299,062	(29,906)	227,267	(22,727)

(ii) Credit risk

Credit risk refers to the risk that counterparties will default on their contractual obligations resulting in financial loss to the Company. The key areas of exposure to credit risk for the Company are in relation to its investment portfolio, reinsurance program and receivables from reinsurers and other intermediaries.

The Company has adopted a policy of dealing with only creditworthy counterparties and obtaining sufficient collateral where appropriate, as a means of miti-

gating the risk of financial loss from defaults. This information is supplied by independent rating agencies, where available, and if not available, the Company uses other publicly available financial information and its own trading records to rate its major policyholders and reinsurers.

The Company's exposure and the credit ratings of its counterparties are continuously monitored and the aggregate value of transactions concluded is spread amongst approved counterparties. Credit exposure is controlled by counterparty limits that are reviewed

and approved by the risk management committee annually.

Reinsurance assets are reinsurers' share of outstanding claims and prepaid reinsurance. They are allocated below on the basis of ratings for claims paying ability.

Analysis of financial assets based on past due status

2022	Held to maturity investments	Recoverable from reinsurers	Other receivables	Trade receivables	Total
	N'000	N'000	N'000	N'000	N'000
Past due and impaired (specific)	-	-	337,548	-	337,548
Past due more than 90 days	-	-	-	-	-
Past due 31 to 90 days	-	-	-	-	-
Past due less than 30 days	-	-	-	-	-
Neither past due nor impaired	1,425,217	211,690	-	-	1,636,907
Total Carrying Amount	1,425,217	211,690	337,548	-	1,974,455

2021	Held to maturity investments	Recoverable from reinsurers	Other receivables	Trade receivables	Total
	N'000	N'000	N'000	N'000	N'000
Past due and impaired (specific)	-	-	41,739	-	41,739
Past due more than 90 days	-	-	-	-	-
Past due 31 to 90 days	-	-	-	-	-
Past due less than 30 days	-	-	-	-	-
Neither past due nor impaired	972,436	176,515	-	-	1,148,951
Total Carrying Amount	972,436	176,515	41,739	-	1,190,690

An analysis of counterparty credit exposure for financial assets which are neither past due nor impaired is as shown in the table below:

31 December 2022	AA	B/B+	BB-	BBB	Total
	N'000	N'000	N'000	N'000	N'000
Held-to-maturity investments	-	1,425,217	-	-	1,425,217
Recoverable from reinsurers	-	-	-	-	211,690
Other receivables	-	-	-	-	337,548
	-	1,425,217	-	-	1,974,455
31 December 2021	AA	B/B+	BB-	BBB	Total
	N'000	N'000	N'000	N'000	N'000
Held-to-maturity investments	-	972,436	-	-	972,436
Recoverable from reinsurers	-	-	-	-	176,515
Other receivables	-	-	-	-	41,739
	-	972,436	-	-	1,190,690

Concentration of Credit Risk

The company monitors concentration of credit risk by sector

31 December 2022	Financial Institutions	Government	Individuals	Total
	N'000	N'000	N'000	N'000
Held-to-maturity investments	188,247	1,425,217	-	1,613,463
Recoverable from reinsurers	211,690	-	-	211,690
Other receivables	-	-	337,548	337,548
Trade receivables	-	-	-	-
	399,937	1,425,217	337,548	2,162,702

31 December 2021	Financial Institutions	Government	Individuals	Total
	N'000	N'000	N'000	N'000
Held-to-maturity investments	291,516	972,436	-	1,263,952
Recoverable from reinsurers	176,515	-	-	176,515
Other receivables	-	-	41,739	41,739
Trade receivables	-	-	-	-
	468,031	972,436	41,739	1,482,206

(iii) Liquidity risk

Liquidity risk is the risk that the Company will encounter difficulty in meeting obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

Management of liquidity risk

Guinea Insurance's approach to managing liquidity is to ensure, as far as possible that it will always have sufficient liquidity to meet its liabilities when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Company's reputation.

The finance unit receives information from operations unit regarding the liquidity profile of their financial assets and liabilities and details of other projected cash flows arising from projected future business. The finance unit then maintains a portfolio of short-term liquid assets, largely made up of short-term liquid trading securities to ensure that sufficient liquidity is maintained within the Company as a whole.

All liquidity policies and procedures are subject to

review and approval by the Board of Directors. Daily reports cover the liquidity position of the Company. A summary report, including any exceptions and remedial action taken, is submitted regularly to the Company's finance unit. The Company relies on the fixed deposit balances with the Banks in meeting its liquidity need.

Maturity profile

The following table shows the Company's expected maturity for its non-derivative assets. The table has been drawn up based on the undiscounted contractual maturities of the assets including interest that will be earned on those assets except where the Company anticipates that the cash flow will occur in a different period.

It also shows details of the expected maturity profile of the Company's undiscounted obligations with respect to its financial liabilities and estimated cash flows of recognized insurance contract liabilities. It includes both interest and principal cash flows.

Reinsurers' share of unearned premiums are excluded from this analysis.

2022	Notes	Carrying amount	Gross Nominal inflow/(outflow)	< 1 month	1 - 3 months	3 - 12 months	1 - 5 years	> 5 years
Non-derivative financial assets		N'000	N'000	N'000	N'000	N'000	N'000	N'000
Cash and cash equivalents	13	386,998	386,998	198,751	188,247	-	-	-
Available-for-sale financial assets	14	369,824	369,824	-	-	-	-	369,824
Held-to-maturity financial assets	15	1,425,217	1,425,217	-	-	1,425,217	-	-
Trade receivables	16	-	-	-	-	-	-	-
Reinsurance assets (excluding pre-paid reinsurance)	17	159,804	159,804	-	159,804	-	-	-
Other receivables (excluding prepayments and WHT receivables)	19	2,625	2,625	-	-	2,625	-	-
Statutory deposits	25	333,654	333,654	-	-	-	-	333,654
		2,678,121	2,678,121	198,751	348,051	1,427,842	-	703,477
Non-derivative financial liabilities								
Trade payables	27	-	-	-	-	-	-	-
Accruals & other payables (excluding statute based deductions and unearned rent income)	28	(188,295)	(188,295)	-	-	(188,295)	-	-
		(188,295)	(188,295)	-	-	(188,295)	-	-
Gap (asset - liabilities)		2,489,826	2,489,826	198,751	348,051	1,239,546	-	703,477

2021	Notes	Carrying Amount	Contractual cashflow	< 1 month	1 - 3 months	3 - 12 months	1 - 5 years	> 5 years
Non-derivative financial assets		N'000	N'000	N'000	N'000	N'000	N'000	N'000
Cash and cash equivalents	13	383,566	383,566	92,050	291,516	-	-	-
Available-for-sale financial assets	14	288,529	288,529	-	-	-	-	288,529
Held-to-maturity financial assets	16	972,436	972,436	-	-	972,436	-	-
Trade receivables	16	-	-	-	-	-	-	-
Reinsurance assets (excluding pre-paid reinsurance)	17	146,666	146,666	-	146,666	-	-	-
Other receivables (excluding prepayments and WHT receivables)	19	5,836	5,836	-	-	5,836	-	-
Statutory deposits	25	333,654	333,654	-	-	-	-	333,654
		2,130,687	2,130,687	92,050	438,182	978,272	-	622,182
Non-derivative financial liabilities		-	-	-	-	-	-	-
Trade payables	27	(53,478)	(53,478)	-	-	(53,478)	-	-
Accruals & other payables (excluding statute based deductions and unearned rent income)	28	(208,217)	(208,217)	-	-	(208,217)	-	-
Gap (asset - liabilities)		1,868,992	1,868,992	92,050	438,182	716,578	-	622,182

The Company expects to meet its other obligations from operating cash flows and proceeds of maturing financial assets and other sources listed in “Sources of Liquidity” above.

(iv) Insurance risk management

The Company accepts insurance risk through its insurance contracts where it assumes the risk of loss from persons or organisations that are directly subject to the underlying loss. The Company is exposed to the uncertainty surrounding the timing, frequency and severity of claims under these contracts.

The Company manages its risk via its underwriting and reinsurance strategy within an overall risk management framework. Pricing is based on regulations which have regard to trends and past experience. Exposures are managed by having documented underwriting limits and criteria. Reinsurance is purchased to mitigate the effect of potential loss to the Company from individual large or catastrophic events and also to provide access to specialist risks and to assist

in managing capital. Reinsurance policies are written with approved reinsurers on either a proportional or excess of loss treaty basis.

Regulatory capital is also managed (though not exclusively) by reference to the insurance risk to which the Company is exposed.

The Company writes fire, general accident, marine & aviation and motor risks primarily over a duration usually twelve month. The most significant risks arise from natural disasters, climate change and other catastrophes (i.e. high severity, low frequency events). A concentration of risk may also arise from a single insurance contract issued to a particular demographic type of policyholder, within a geographical location or to types of commercial business. The relative variability of the outcome is mitigated if there is a large portfolio of similar risks.

The concentration of insurance by the location of the underlying risk is summarised below by reference to liabilities.

	Gross		Reinsurance		Net	
	2022	2021	2022	2021	2022	2021
	N'000	N'000	N'000	N'000	N'000	N'000
- Within Nigeria	1,359,246	1,356,409	449,992	461,215	943,977	879,618
- Outside Nigeria	-	-	-	-	-	-
Total	1,359,246	1,356,409	449,992	461,215	943,977	879,618

The concentration of non-life insurance by type of contract is summarised below by reference to liabilities.

	Gross	Reinsurance	Net	Gross	Reinsurance	Net
	2022	2022	2022	2021	2021	2021
	N'000	N'000	N'000	N'000	N'000	N'000
Outstanding claims						
General Accident	160,188	103,291	56,897	136,731	71,112	65,619
Fire	78,100	36,807	41,292	155,797	68,224	87,572
Marine & Aviation	29,631	6,950	22,680	38,579	14,177	24,402
Motor	40,350	9,064	31,286	39,215	1,774	37,441
TOTAL	308,269	156,113	152,156	370,321	155,287	215,034

	Gross	Reinsurance	Net	Gross	Reinsurance	Net
	2022	2022	2022	2021	2021	2021
	N'000	N'000	N'000	N'000	N'000	N'000
IBNR						
General Accident	44,426	26,777	17,648	35,548	16,184	19,364
Fire	44,207	16,732	27,475	37,714	10,612	27,103
Marine & Aviation	13,935	3,603	10,332	4,882	1,290	3,592
Motor	10,316	4,774	5,542	14,744	1,764	12,980
TOTAL	112,884	51,886	60,997	92,888	29,849	63,039

	Gross	Reinsurance	Net	Gross	Reinsurance	Net
	2022	2022	2021	2021	2021	2021
	N'000	N'000	N'000	N'000	N'000	N'000
Unearned premium						
General Accident	149,358	68,535	80,823	163,752	91,103	72,649
Fire	79,352	35,950	43,402	97,281	48,611	48,670
Marine & Aviation	17,429	7,964	9,465	22,135	9,228	12,907
Motor	138,266	24,898	113,368	124,707	3,758	120,948
TOTAL	384,405	137,348	247,057	407,875	152,700	255,175

Outstanding claims on insurance contracts

Outstanding claim represents the estimated ultimate cost of settling all claims arising from incidents occurring as at the date of the statement of financial position.

(a) Methodology

(i) Valuation

“Ernst and Young Nigeria adopted the 365th (time apportionment) method. Each policy’s unexpired insurance period (UP) was calculated as the exact number of days of insurance cover available after the valuation date.

The Unearned Premium Reserve is calculated as: Premium *(UP)/ full policy duration.”

(ii) Discounting

No allowance has been made for discounting as it is not expected to have a significant impact given the relatively short-tailed claims run-off.

(iii) Reserving Methods and Assumptions - 31 December 2022

The volume of data in the reserving classes influenced the methodologies used. Four methods were used for the projection of claims;

(b) The Basic Chain Ladder Method (BCL)

The Basic Chain Ladder method forms the basis to the deterministic reserving methods explained below. For each class of business, historical paid claims were grouped into accident year cohorts—representing when they were paid after their accident year. These cohorts form the development triangles. Each accident years, paid claims were accumulated to the valuation date

and projected into the future to attain the expected ultimate claim arising in the year. This assumes the trends observed in the historical data will continue. The gross claim reserve is calculated as the difference between the cumulated paid claims and the estimated ultimate claims. For the later years where the cohorts are underdeveloped or has less than expected claims, the Bornheutter Ferguson (BF) method was used to estimate the ultimate claims. The appropriate loss ratio used in estimating the BF ultimate claim was the average of fully developed historical years.

(c) The loss ratio method

This method is simple and gives an approximate estimate. This method was adopted as a check on the actuary’s ultimate projections and also where there were insufficient data to be credible to use for the statistical approaches. Under this method, Ultimate claims were obtained by studying the historical loss ratios, investigating any differences and using judgments to derive a loss ratio. Paid claims already emerged were then deducted from the estimated Ultimate claims to obtain our reserves.

(d) A Bornheutter Ferguson method.

This method essentially combines the estimates attained from the above two methods. The BF method takes a weighted average of the two estimates, where the weights are related to the number of claims already reported. Therefore, the more past information there is available, the higher the weighting given to the chain ladder estimate.

(d) Frequency and Severity Method

This method investigates the trend of the claim frequency and average cost per claim for each accident year. An Average of the fully run off accident years was used as a guide on the ultimate claim frequency and ultimate average cost which was then adopted for the accident years that are not fully run off. Large losses

distorting the claims payment trend was excluded from all our chain ladder projections and analyzed separately using the Average Cost per claim method.

Choice of Method

The IBNR reserves are determined using deterministic calculations which provide a “best estimate” of the reserve. The “best-estimate” is determined by applying a combination of the Chain Ladder (“CL”) and the Bornhuetter-Ferguson (“BF”) methods to attritional paid claims triangles. The combination between a CL and BF methods aims to reflect the reliability of information when estimating the IBNR. For earlier accident years, where the development is reasonably mature, a CL approach was used which relied more heavily on the data to set the ultimate level of claims. For later

accident periods where there still exists a large degree of uncertainty about the ultimate level of claims and the reported to date is a less reliable estimate of the ultimate loss, a BF method is used which makes use of an estimate of the ultimate loss ratio. The results of the Inflation Adjusted Chain Ladder method (Discounted) and Bornhuetter-Ferguson are dependent upon the stability of the triangulated claims information used to derive the claims development patterns. The triangulations are examined for any anomalous movements that may have distorted the estimated patterns in order to smooth these out. This prevents distortion of the results by once-off extreme movements and therefore ensures a stable result from year to year.

IBNR results			Gross	Gross
			2022	2021
			N'000	N'000
Class of business				
General Accident			44,426	35,548
Fire			44,207	37,714
Marine & Aviation			13,935	4,882
Motor			10,316	14,744
TOTAL			112,884	92,888
Outstanding claims results			Gross	Gross
			2021	2020
			N'000	N'000
Class of business				
General Accident			160,188	136,731
Fire			78,100	155,797
Marine & Aviation			29,631	38,579
Motor			40,350	39,215
TOTAL			308,269	370,321
UPR results			Gross	Gross
	AURR	UPR	2021	2020
	N'000	N'000	N'000	N'000
Class of business				
General Accident	1,849	147,509	149,358	163,752
Fire	4,401	74,951	79,352	97,281
Marine & Aviation	1,684	15,745	17,429	22,135
Motor	-	138,266	138,266	124,707
TOTAL	7,934	376,471	384,405	407,875

Sensitivity Analysis.

The cumulative triangulations that were used in the reserve report as at 31 December 2022 carried out by Ernst and Young Nigeria for all class of the business where triangulation methods were used, i.e. for Fire,

General Accident and Motor. The triangulations including and excluding exceptionally large losses are shown below:

Claims paid triangulation as at 31 December 2022 excluding large claims.

General accident

Accident Year	1	2	3	4	5	6	7	8	9	10
2013	26,091	94,169	139,300	139,430	139,600	139,600	139,600	139,600	140,458	
2014	11,336	44,332	47,778	65,672	65,906	66,497	66,497	66,500		
2015	33,698	54,339	55,699	58,991	60,057	60,227	60,227			
2016	15,360	25,444	30,203	32,455	33,900	39,117				
2017	21,703	36,133	54,975	55,827	55,840					
2018	5,931	15,616	17,263	18,291						
2019	14,151	41,888	49,017							
2020	10,663	20,706								
2021	10,383	3,869								
2022	3,756									

Fire

Accident Year	1	2	3	4	5	6	7	8	9	10
2013	1,389	14,531	16,896	18,509	18,509	18,518	18,518	18,518	18,518	
2014	18,095	28,576	30,856	31,108	32,467	32,467	32,467	32,467		
2015	8,616	17,514	19,913	23,817	23,817	23,842	23,842			
2016	25,057	54,647	72,251	72,332	72,332	72,332				
2017	16,919	48,318	51,691	52,283	52,290					
2018	6,575	44,705	59,811	63,540						
2019	14,575	44,886	62,929	1,774						
2020	7,763	48,590	5,034							
2021	11,961	16,508								
2022	3,259									

Motor

Accident Year	1	2	3	4	5	6	7	8	9	10
2013	22,713	44,030	44,030	44,030	44,030	44,030	44,030	44,030	44,030	
2014	60,119	92,792	97,138	97,138	97,138	97,196	97,196	97,196		
2015	71,299	98,911	99,697	99,905	101,154	101,154	101,154			
2016	43,721	64,176	65,272	65,272	65,272	65,272				
2017	41,104	54,769	56,439	56,439	56,439					
2018	49,861	61,989	62,076	62,244						
2019	27,234	38,577	38,577							
2020	27,175	36,052	808							
2021	19,785	18,354								
2022	22,130									

Marine and Aviation

Accident Year	1	2	3	4	5	6	7	8	9	10
2013	5,104	5,621	5,621	5,621	5,621	5,621	5,621	5,621	5,621	5,621
2014	-	6,331	7,031	7,031	7,031	7,031	7,031	7,031	7,031	
2015	571	1,315	1,333	1,366	1,366	1,366	1,371			
2016	8,027	9,680	9,816	9,816	9,816	9,816				
2017	6,656	14,399	14,399	14,399	14,399					
2018	-	398	616	727						
2019	319	319	325							
2020	2,531	3,344	26							
2021	247	3,060								
2022	7,383									

Capital Management

Our capital management framework is primarily based on statutory risk-based capital and solvency margin measures. The Company manages its capital to ensure that it continues as a going concern and complies with the regulators' capital requirements while maximizing the return to stakeholders through the optimization of its equity balance. The capital structure of the Company consists of equity attributable to equity holders of the Company, comprising issued capital, reserves and a retained loss. Reinsurance is also used as part of capital management.

The regulatory capital (as required under Insurance Act 2003 and NAICOM Guideline) within the Company has been maintained and preserved over the reporting periods. The minimum regulatory capital for general insurers in Nigeria is N3 billion.

The Company equally measures its capital using an economic capital model which is the Company's own assessment of the amount of capital it needs to hold which takes into account both financial and non-financial assumptions. In most cases the internally required capital is determined by the application of percentages to premiums, claims, reserves and expenses.

There was no change made neither to the capital base nor to the objectives, policies and processes for managing capital. Under our capital management policy approved by the Board of Directors, the Managing Director and the Chief Financial Officer are authorized to approve capital actions on behalf of the Company and to further delegate authority with respect to capital actions to appropriate officers. Any capital commitment that exceeds the authority granted to senior management is separately authorized by the Board.

The Insurance Act 2003 (Section 24) prescribed that an insurer shall in respect of its business other than life insurance business, maintain a margin of solvency being the excess of the value of its admissible assets in Nigeria over its liabilities in Nigeria.

The Federal Government of Nigeria, by Federal Republic of Nigeria Official Gazette, dated 18th January, 2022, amended the Finance Act 2021 (Part IX - Insurance Act) in Section 33, 34, and 35 contains provisions which amended Sections 9, 10 and 102 of Insurance Act, 2003, as previously related to paid-up share capital. The Sections of the Act amended the Insurance Act by substituting the word "paid-up share capital", with the words "Capital requirement" and wherever they appear in Insurance Act 2003. The words "Capital requirement" was introduced and inserted in Section 102 of the Act. By the provision of section 35, "Capital Requirement" means-

In case the case of existing company-

- (i) the excess of admissible asset over liabilities, less the amount of own shares held by the company
- (ii) subordinated liabilities subject to approval by the Commission, and
- (iii) any other financial instrument as prescribed by the Commission.

For this purpose. Admissible Assets are defined as:

Share Capital, Share Premium, Retained Earnings, Contingency Reserves, and any admissible assets subject to the approval of the Commission

in case of a new company-

- (i) Government Bond and Treasury Bills,
- (ii) Cash and Bank balances, and
- (iii) Cash and Cash Equivalent

The solvency margin, which is determined as the excess of admissible assets over total liabilities shall not be less than 15% of the gross premium income less reinsurance premiums paid out during the year under review or the minimum paid up capital, whichever is greater.

Statement of Solvency Margin Computation

Under S.24 (1) of the Insurance Act 2003

		2022	2022	2021
	N'000	N'000	N'000	N'000
	Total	Inadmissible	Admissible	Admissible
Admissible Assets				
Cash and cash equivalents	386,998	-	386,998	383,566
Financial assets:				-
Available-for-sale financial assets	369,824	-	369,824	288,529
Held to maturity	1,425,217	-	1,425,217	972,436
Trade receivables	-	-	-	-
Reinsurance assets	354,781	-	354,781	335,412
Deferred acquisition costs	60,672	-	60,672	67,557
Other receivables and prepayments	337,548	39,596	297,953	6,664
Investment properties	113,000	-	113,000	106,300
Intangible Asset	3,514	3,514	-	-
Property, plant and equipment	863,620	-	863,620	934,001
Statutory deposit	333,654	-	333,654	333,654
Total assets	4,248,826	43,109	4,205,717	(A) 3,428,120
Less admissible liabilities				
Insurance contract liabilities	805,556	-	805,556	789,448
Trade payables	53,478	-	53,478	23,410
Other payables and accruals	207,525	-	207,525	242,671
Employee benefit obligations	7,575	-	7,575	11,034
Current tax payable	26,992	-	26,992	20,368
Deferred tax liabilities	110,011	110,011	-	-
Deposit for shares	901,400	-	901,400	151,400
Total liabilities	2,112,537	110,011	2,002,527	(B) 1,238,331
Minimum to be maintained:			2,203,190	2,189,789
The higher of 15% of net premium and			203,887	245,438
Minimum paid up share capital			3,000,000	3,000,000
Solvency margin (A-B) = C			(796,810)	(810,211)

As an existing company, our requirement is as shown below:

	2022	2021
	N'000	N'000
Share capital	3,070,000	3,070,000
Share premium	337,545	337,545
Contingency reserve	632,793	592,015
Accumulated losses	(2,189,055)	(2,083,522)
Excess of admissible asset over liabilities	1,851,283	1,916,039
Less the amount of own share held (Treasury shares)	-	-
	1,851,283	1,916,039
Subordinated liabilities subject to approval by the Commission	-	-
Any other financial instrument as prescribed by the Commission	-	-
Capital requirement	1,851,283	1,916,039

Classification of financial assets and liabilities

Financial assets and liabilities

The table below sets out the Company's classification of each class of financial assets and liabilities and their fair values.

2022	Notes	Loans and receivables	Available-for-sale	Other financial asset/(liabilities) at amortised cost	Total carrying amount	Fair value
		N'000	N'000	N'000	N'000	N'000
Cash and cash equivalents	13	386,998	-	-	386,998	386,998
Available for sale financial assets	14	-	369,824	-	369,824	369,824
Held-to-maturity financial assets	15	-	-	1,425,217	1,425,217	1,425,217
Trade receivables	16	-	-	-	-	-
Reinsurance assets (excluding prepaid reinsurance)	17	217,432	-	-	217,432	217,432
Other receivables (excluding pre-payments and WHT receivables)	19	2,625	-	-	2,625	2,625
Statutory deposits	25	333,654	-	-	333,654	333,654
		940,709	369,824	1,425,217	2,735,749	2,735,749
Trade payables	27	-	-	-	-	-
Accruals & other payables (excluding statute based deductions and unearned rent income)	28	-	-	(188,295)	(188,295)	(188,295)
		-	-	(188,295)	(188,295)	(188,295)

2021	Notes	Loans and receivables	Available-for-sale	Other financial (asset)/liabilities at amortised cost	Total carrying amount	Fair value
		N'000	N'000	N'000	N'000	N'000
Cash and cash equivalents	13	383,566	-	-	383,566	383,566
Available for sale	14	-	288,529	-	288,529	288,529
Held to maturities	15	-	-	972,436	972,436	972,436
Trade receivables	16	-	-	-	-	-
Reinsurance assets (excluding prepaid reinsurance)	17	182,712	-	-	182,712	182,712
Other receivables (excluding pre-payments and WHT receivables)	19	5,836	-	-	5,836	5,836
Statutory deposits	25	333,654	-	-	333,654	333,654
		905,768	288,529	972,436	2,166,733	2,166,733
Trade payables	27	-	-	-	-	-
Accruals & other payables (excluding statute based deductions and unearned rent income)	28	-	-	(208,217)	(208,217)	(208,217)
		-	-	(208,217)	(208,217)	(208,217)

Segment Reporting

The accounting policies of the reportable segments are the same as the Company's accounting policies.

Segment result represents the result of each segment without allocation of certain expenses, finance costs and

income tax. This is the measure reported to the Company's Chief Executive for the purpose of resource allocation and assessment of segment performance.

The following is an analysis of the Company's revenue and result by reportable segment in 2022 and 2021.

December, 2022	Motor	General accident	Marine and Aviation	Fire	Total
Income:	N'000	N'000	N'000	N'000	N'000
Gross premium written	352,120	659,918	97,392	249,817	1,359,246
Change in unearned premium reserve	(13,559)	28,668	(7,901)	27,514	34,722
Gross premium income	338,560	688,586	89,491	277,331	1,393,969
Reinsurance premium expenses	(19,424)	(262,979)	(39,652)	(127,936)	(449,992)
Net insurance premium earned	319,137	425,607	49,839	149,395	943,977
Fee and commission income	3,146	70,599	13,876	51,397	139,018
Net underwriting income/(loss)	322,283	496,205	63,715	200,792	1,082,995
Gross claims paid	(50,792)	(25,146)	(41,399)	(47,585)	(164,922)
Change in outstanding claims/IBNR	(16,949)	(52,250)	(940)	19,309	(50,831)
Gross claims expenses incurred	(67,741)	(77,396)	(42,339)	(28,276)	(215,753)
Reinsurance claims recovery	21,132	27,460	18,829	27,966	95,387
Net claims expenses incurred/(recovered)	(46,609)	(49,936)	(23,510)	(310)	(120,365)
Underwriting expenses:					
Acquisition cost	(4,462)	(134,140)	(61,956)	(34,394)	(234,952)
Maintenance cost	(8,702)	(104,667)	(3,935)	(27,551)	(144,854)
Total underwriting expenses	(13,163)	(238,807)	(65,891)	(61,944)	(379,806)
Underwriting profit/(loss)	262,510	207,462	(25,687)	138,537	582,824

December, 2021	Motor	General accident	Marine and Aviation	Fire	Total
	N'000	N'000	N'000	N'000	N'000
Income:					
Gross premium written	326,691	667,413	74,433	287,871	1,356,409
Change in unearned premium reserve	20,225	(39,242)	(4,488)	7,928	(15,576)
Gross premium income	346,917	628,172	69,945	295,799	1,340,833
Reinsurance premium expenses	(11,813)	(295,413)	(87,874)	(66,116)	(461,215)
Net insurance premium earned	335,103	332,759	(17,929)	229,683	879,617
Fee and commission income	19,820	27,475	4,261	19,834	71,389
Net underwriting income/(loss)	354,924	360,233	(13,668)	249,517	951,007
Gross claims paid	(43,550)	(116,628)	(11,891)	(85,567)	(257,635)
Change in outstanding claims/IBNR	(8,159)	133,403	(16,837)	20,314	128,721
Gross claims expenses incurred	(51,709)	16,776	(28,728)	(65,253)	(128,915)
Reinsurance claims recovery	6,927	(50,631)	(1,164)	125,572	80,704
Net claims expenses incurred/(recovered)	(44,782)	(33,855)	(29,892)	60,319	(48,211)
Underwriting expenses:					
Acquisition cost	(10,679)	(151,040)	(29,644)	(24,904)	(216,266)
Maintenance cost	(24,603)	(57,708)	(5,248)	(48,568)	(136,127)
Total underwriting expenses	(35,282)	(208,748)	(34,892)	(73,472)	(352,394)
Underwriting profit	274,860	117,630	(78,452)	236,364	550,402

		2022	2021
1	Gross premium income	N'000	N'000
	Gross premium written	1,359,246	1,356,409
	Movement in unearned premium (Note 1(c) & (b))	34,722	(15,576)
		1,393,969	1,340,833
(a) Gross Premium Income Movement			
		Gross premium written	Movement in unearned premium
			Gross premium income
		2022	2022
		N'000	N'000
	Motor	352,120	(13,559)
	Fire	249,817	27,514
	Marine and aviation	97,392	(7,901)
	General Accident	507,744	(14,436)
	Oil and Gas	152,174	43,104
		1,359,246	34,722
			1,393,969
(b) Gross Premium Income Movement			
		Gross premium written	Movement in unearned premium
			Gross premium income
		2021	2021
		N'000	N'000
	Motor	326,691	20,225
	Fire	287,871	7,928
	Marine and Aviation	74,433	(4,488)
	General Accident	321,329	(25,311)
	Oil and Gas	346,084	(13,931)
		1,356,409	(15,576)
			1,340,833
(c) Changes In unearned premium per class of insurance business			
		Unearned Premium As At	Increase/ (Decrease) in Unearned premium
			Unearned Premium As At
		01/01/2022	31/12/2022
		N'000	N'000
	Motor	124,707	13,559
	Fire	106,867	(27,514)
	Marine & Aviation	9,528	7,901
	General Accident	120,783	14,436
	Oil & Gas	57,243	(43,104)
		419,128	(34,722)
			384,405

(d) Further analysis of unexpired risks (UPR) and additional unexpired risk reserve (AURR) in line with the Actuarial valuation for the year ended 31 December 2022 is stated below;			
	AURR	UPR	TOTAL
	N'000	N'000	N'000
Motor	-	138,266	138,266
Fire	4,401	74,951	79,352
Marine & Aviation	1,684	15,745	17,429
General Accident	1,849	133,370	135,219
Oil & Gas	-	14,139	14,139
	7,934	376,471	384,405
2	Re-insurance expenses	N'000	N'000
	Reinsurance ceded during the year	434,184	488,903
	Movement in reinsurance asset	15,807	(27,688)
		449,992	461,215
		2022	2021
(a)	Breakdown of the reinsurance ceded is stated below;	N'000	N'000
	General Accident	167,604	118,565
	Fire	114,210	128,372
	Marine	39,001	26,668
	Motor	39,119	13,514
	Oil & Gas	74,250	201,783
		434,184	488,903
3	Fees and commission income	N'000	N'000
	Commission received on treaty reinsurance	99,948	42,739
	Commission received on facultative reinsurance	39,069	28,650
		139,018	71,389
4	Claims expenses	N'000	N'000
	Claims paid during the year	164,922	257,635
	Movement in outstanding claims (Note 26(b))	30,835	(129,941)
	Movement in IBNR (Note 26(c))	19,996	1,220
	Total claims incurred for the year	215,753	128,915
	Movement in reinsurance share of outstanding claims (Note 17a)	(22,037)	-
	Movement in reinsurance share of paid claims (Note 17b)	17,536	(2,891)
	Recoveries from reinsurers (Notes 17 & 44(d))	(90,887)	(77,814)
		120,365	48,211
5	Underwriting expenses	N'000	N'000
	Acquisition cost (Note 18)	234,952	216,266
	Maintenance cost (5(a))	144,854	136,127

		379,806	352,394
(a)	Analysis of Maintenance cost:	N'000	N'000
	Survey expenses	10,790	4,518
	Early payment discount	104,232	109,465
	ORC expenses	13,348	5,544
	Tracking fees	5,893	10,914
	Bidding expenses	9,956	5,586
	Superintending fees	636	100
		144,854	136,127
6	Investment income	N'000	N'000
	Rental income from land and building	10,184	9,200
	Dividend income on Available for sale equities	7,591	11,527
	Interest income on statutory deposit with CBN	9,424	8,151
	Interest income on fixed deposits	5,910	2,716
	Interest on current account	6	-
	Interest income on treasury bills	69,709	55,412
		102,823	87,006
7	Net fair value gains on investment properties	N'000	N'000
	Fair value gains on investment properties (Note 20)	6,700	21,300
	The Company's investment property was revalued and a fair value gain of N6.7 million (2021: N21.3 million) was recognised in the statement of profit or loss.		
8	Other operating income	N'000	N'000
	Recoveries	70	16,652
	Realized foreign exchange gains	97,972	18,341
	Unrealized foreign exchange gains	-	57
	Gain on disposal of property, plant and equipment	15,571	12,568
		113,613	47,618
9	Other operating expenses	N'000	N'000
	Depreciation & Amortization (Note 23 & 24)	83,405	74,000
	Auditors' remuneration	5,000	5,000
	Staff cost (Note 9 (a))	407,882	342,906
	Legal and professional fees	44,572	57,952
	Rent and Rates	17,253	12,520
	Administrative expenses (Note 9 (b))	304,688	273,977
		862,801	766,355

	2022	2021
(a) Staff cost	N'000	N'000
Wages and salaries	391,479	329,348
Pension costs	16,403	13,558
Total employee benefits expense	407,882	342,906
(b) Administrative expense	N'000	N'000
AGM Expenses	8,609	6,005
Penalties (Note 38)	270	1,300
Directors fees and allowances	7,450	8,200
Directors expenses	25,131	19,599
Fuel	33,526	21,443
NAICOM Dues	14,761	14,763
Nigeria Insurance Association	3,055	2,363
VAT & WHT expenses	1,931	3,626
Office running expenses *	154,022	143,233
Contractors outsourced staff	36,757	23,158
Statutory Levy	5,571	13,078
Subscription	2,012	5,188
Tour and travel	8,577	10,416
Donations and contributions	1,200	100
Other expenses	1,815	1,505
	304,688	273,977

* Office running expenses includes car repairs and maintenance, ICT expenses and office maintenance.

10 Current tax		
(a) Charge for the year	N'000	N'000
Recognised in profit or loss		
Income tax	-	-
Minimum tax	6,973	6,760
Tertiary education tax	942	-
Write back of prior years' overprovision(Note 22(a))	-	(43,300)
	7,915	(36,540)
Deferred tax charge (Note 22 (b))	-	-
	7,915	(36,540)
(b) Reconciliation of effective tax rate	N'000	N'000
Loss before tax	(56,841)	(60,029)
Income tax using the domestic corporation tax rate	(18,009)	(18,009)
Non-deductible expenses	95,054	95,054
Tax exempt income	(482,766)	(482,766)
Impact of Industry tax law	405,721	405,721
Minimum Tax	6,973	6,760
Tertiary education tax	942	-
Write back of prior years provision	-	(43,300)
Information technology levy	-	-
Total income tax (income)/expense	7,915	(36,540)
Effective tax rate	(0.14)	0.61

The tax rates used for 2022 and 2021 reconciliation above is the corporate tax rate of 30% and 2.5% for tertiary education tax payables by corporate entities in Nigeria on taxable profits under laws in the Country for the year ended 31 December 2022

Tax charge for the year is based on minimum tax determined in accordance with the provisions of Companies Income Tax Act, CAP C21 LFN 2004(as amended)

The Company is not liable to education tax because it has no assessable profit in accordance with the provision of Education Tax Law CAP E4 LFN 2004(as amended)

11 Dividends paid and proposed

No dividend was proposed or paid by the Company for the period ended 31 December, 2022 (2021: nil).

12 Losses per share

Basic earnings per share is calculated by dividing the results attributable to the ordinary shareholders by the weighted average number of ordinary shares in issue during the year outstanding at the reporting date.

	2022	2021
	N'000	N'000
Loss attributable to ordinary shareholders	(64,756)	(23,489)
	'000	'000
Weighted average number of ordinary shares issued	6,140,000	6,140,000
Basic and diluted loss per ordinary share (Kobo)	(1.05)	(0.38)
13 Cash and cash equivalents	N'000	N'000
Cash and cash equivalent comprises :		
Balance held with banks in Nigeria	198,751	92,050
Placements	188,247	291,516
	386,998	383,566
Representing:	N'000	N'000
Policyholder's fund	235,598	232,166
Shareholder's fund	151,400	151,400
	386,998	383,566

Placements comprise deposits with maturity periods of less than 90 days from the value date of the instruments. All placements are subject to an average variable interest rate of 6.05% (2021: 4.88%) obtainable in the market.

The carrying amounts disclosed above reasonably approximate fair value at the reporting date and are all current balances

14 Available-for-sale financial assets:		
Equity securities	N'000	N'000
Quoted (Note 14(a))	70,761	61,261
Unquoted (Note 14(b))	299,062	227,267
	369,824	288,529
(a) Quoted Equities:	N'000	N'000
At 1 January	61,261	56,820
Fair value gain (Note 35)	9,500	4,441
At 31 December	70,761	61,261

(b) Unquoted Equities:		
Unquoted Equity comprise the following individual investments:	N'000	N'000
African Reinsurance Corporation	82,485	73,529
WAICA Reinsurance Corporation	132,376	74,556
Sterling Assurance Nigeria Ltd	1,473	1,522
Grand Cereals and Oils Mills Ltd	82,728	77,660
	299,062	227,267

The valuation of unquoted investments was carried out by Pedabo Professional Services in March 2023 and signed on behalf of the Consultant by Mr Peter Nosa Ogbemor (FRC/2013/ICAN/0000000904)

	N'000	N'000
At 1 January	227,267	206,413
Addition through rights issue	-	-
Fair value gain (Note 35)	71,795	20,854
At 31 December	299,062	227,267
Classification	N'000	N'000
Current	-	-
Non-current	369,824	288,529
	369,824	288,529

Notes to the financial statements

	2022	2021
15 Held for trading financial assets	N'000	N'000
Treasury bills	1,425,217	972,436
(a) Quoted Debt securities - Treasury bills	N'000	N'000
Nigerian Treasury Bills	1,425,217	972,436
Movement in held to maturity investment securities during the year is as follows:		
	N'000	N'000
Balance at the beginning of the year	972,436	886,042
Additions during the year	383,072	39,839
Interest accrued	69,709	46,555
Balance at the end of the year	1,425,217	972,436
Classification	N'000	N'000
Current	1,425,217	972,436
Non-current	-	-
	1,425,217	972,436
16 Trade receivables	N'000	N'000
Gross insurance receivables	-	-
Impairment allowance	-	-

The carrying amounts disclosed above approximate fair value at the reporting date. Impairment allowance involves all trade receivables aged over 30 days.

(a) Trade receivables comprises the followings:		N'000	N'000
Insurance companies		-	-
Broker		-	-
		-	-
Age analysis of trade receivables			
S/N	Age of Debt	Amount	
1	Within 14 Days	-	
2	Within 15- 30 Days	-	
3	Within 31 - 90 Days	-	
4	Within 91- 180 Days	-	
5	Above 180 Days	-	
	Total	-	
		2022	2021
17	Reinsurance asset	N'000	N'000
	Prepaid reinsurance premium(Note 17(b))	137,348	152,700
	Prepaid minimum and deposit premium	5,742	6,197
	Reinsurance share of paid claims	3,692	21,228
	Reinsurance share of outstanding claims	156,113	125,439
	Reserve for IBNR (Note 17(a))	51,886	29,849
		354,781	335,412
	Classification	N'000	N'000
	Current	354,781	335,412
	Non-current	-	-
		354,781	335,412
Prepaid reinsurance represents the unexpired risk on premium ceded to reinsurers			
There are no indicators of impairment for Re-Insurance assets. Therefore, no impairment allowance is required in respect of these assets. The carrying amount disclosed above is in respect of the reinsurance contracts which approximate the fair value at the reporting date			
(a)	Movement in IBNR	N'000	N'000
	At 1 January	29,849	30,458
	Increase/(decrease) during the year	22,037	(609)
	At 31 December	51,886	29,849
(b)	Movement in prepaid reinsurance	N'000	N'000
	Prepaid reinsurance premium	15,352	(27,688)
	Prepaid minimum and deposit premium	455	-
		15,807	(27,688)
	Reinsurance share of paid claims	17,536	-
		33,343	(27,688)

18 Deferred acquisition cost					
This represent the unexpired portion of the commission paid to brokers and agents at the reporting date.					
	Fire	Motor	General accident	Marine and aviation	Total
	N'000	N'000	N'000	N'000	N'000
As at 1 January 2021	19,578	17,909	22,832	2,613	62,932
Additional Acquisition cost for the year	57,652	40,191	108,195	14,854	220,892
Amortization for the year (Note 5)	(58,529)	(43,503)	(101,190)	(13,043)	(216,266)
As at 1 January 2022	18,701	14,597	29,836	4,423	67,557
Additional Acquisition cost for the year	49,380	44,317	116,974	17,395	228,067
Amortization for the year (Note 5)	(53,872)	(42,334)	(119,868)	(18,878)	(234,952)
As at 31 December 2022	14,209	16,580	26,942	2,941	60,672
2022					
Current	14,209	16,580	26,942	2,941	60,672
Non-current	-	-	-	-	-
	14,209	16,580	26,942	2,941	60,672
2021					
Current	18,701	14,597	29,836	4,423	67,557
Non-current	-	-	-	-	-
	18,701	14,597	29,836	4,423	67,557
				2022	2021
19 Other receivables and prepayments				N'000	N'000
Financial assets (Note 19(a))				2,625	5,836
Non-financial assets (Note 19(b))				334,923	35,903
				337,548	41,739
(a) Financial assets					
Accrued interest on statutory deposit				-	3,211
Rent receivable				2,625	2,625
Total financial assets				2,625	5,836
(b) Non-financial assets				N'000	N'000
Prepaid staff expense				7,953	6,664
Withholding tax receivables				685	-
Deposit for computerization				93,880	93,880
Prepayments				39,160	32,113
Deposit for investment				290,000	-
				431,677	132,657
Impairment charge on non-financial assets				(96,754)	(96,754)
Total non-financial assets				334,923	35,903

Guinea Insurance PLC made a deposit of N290m in a Choffan Communication to prospect for an MVNO license with NCC. The investment is fully refundable plus interest if the license is not granted by NCC.

	N'000	N'000
Gross other receivables	434,302	138,493
Impairment charge on other receivables	(96,754)	(96,754)
	337,548	41,739
Classification	N'000	N'000
Current	337,548	41,739
Non-current	-	-
	337,548	41,739
(d) Movement on impairment other receivables	N'000	N'000
As 1 January	96,754	96,754
Impairment reversal during the year	-	-
At 31 December	96,754	96,754

The carrying amounts disclosed above reasonably approximate the fair value at the reporting date. All other receivable amounts are collectible within one year. Prepayments are also utilisable within one year.

	2022	2021
20 Investment properties	N'000	N'000
Reconciliation of carrying amount		
At 1 January	106,300	85,000
Fair value (Note 7)	6,700	21,300
At 31 December	113,000	106,300

Investment properties are stated at fair value, which has been determined based on valuations performed by Ubosi Eleh & Co.(FRCN/2014/NIESV/00000003997), accredited independent valuers, The valuer is a specialist in valuing these types of investment properties. The determination of fair value of the investment property was supported by market evidence. The modalities and process of valuation utilized extensive analysis of market data and other sectors specific peculiarities corroborated with available data derived from previous experiences. There was no disposal of any property during the year. The title document in respect of this property is the deed of assignment jointly executed by the parties involved.

Valuations are performed on an annual basis and the fair value gains and losses were recorded within the profit or loss.

21 Description of valuation techniques used and key inputs to valuation on investment properties

The valuation of the properties is based on the price for which comparable land and properties are being exchanged hands on or are being marketed for sale (investment method). By nature, detailed information on concluded transactions is difficult to come by. We have therefore relied on past transactions and recent adverts in deriving the value of the subject properties. At least, eight properties were analysed and compared with the subject property.

There are no restrictions on the reliability of investment property or the remittance of income and proceeds of disposal. The Company has no contractual obligations to purchase, construct or develop investment property or for repairs or enhancement.

Valuation

						2022	2021
S/N	Location of Investment property	Name of valuer	Address of valuer	FRC number	NIESVA Reg. No	N'ooo	N'ooo
1	5, Primate Adejobi Crescent, Anthony Village, Lagos	Ubosi Eleh & Co.	27, Obafemi Awolowo Way, Ikeja, Lagos.	FRCN/2014/NIESV/00000003997	ESV A-576	113,000	106,300
						113,000	106,300

Description of valuation techniques used and key inputs to valuation on investment properties.

The valuation of the properties is based on the price for which comparable land and properties are being exchanged or are being marketed for sale. (Open Market Basis Approach)

S/N	Location of Investment property	Level	Valuation technique	Significant unobservable input
1	5, Primate Adejobi Crescent, Anthony Village, Lagos	Level 3	Investment approach was adopted in arriving at the fair value through the analysis of comparable of recent rental values of similar properties within the neighbourhood.	The land area is 611.62m ² . The neighbourhood is predominant with residential properties and estate.

By nature, detailed information on concluded transactions is difficult to come by. Therefore reliance was placed on past transactions and recent adverts in deriving the value of the subject properties. At least, eight properties were analysed and compared with the subject property.

Significant increases/(decreases) in estimated rental value and rent growth per annum in isolation would result in a significantly higher/(lower) fair value of the properties. Significant increases/(decreases) in the long-term vacancy rate and discount rate (and exit yield) in isolation would result in a significantly lower/(higher) fair value.

Fair value disclosure on investment properties is as follows:

	Fair value measurement using			
	Quoted prices in active market	Significant observable inputs	Significant unobservable inputs	Total
	Level 1	Level 2	Level 3	
Date of valuation - 31 December, 2022	N'ooo	N'ooo	N'ooo	N'ooo
Investment property	-	-	113,000	113,000
Date of valuation - 31 December, 2021				
Investment property	-	-	106,300	106,300

Generally, a change in the assumption made for the estimated rental value is accompanied by a similar change in the rent growth per annum and discount rate (and exit yield), and an opposite change in the long term vacancy rate.

Investment properties

There are no restrictions on the reliability of investment property or the remittance of income and proceeds of disposal. The Company has no contractual obligations to purchase, construct or develop investment property or for repairs or enhancement.

During the reporting period ended 31 December 2022, there were no transfers between level 1 and 2 and in and out of level 3.

Description of valuation techniques used and key inputs to valuation on investment properties

Under the open market basis the current cost of reconstructing the existing structure together with improvement in today's market, adequately depreciated to reflect its physical wear and tear, age, functional and economical obsolescence plus site value in its existing use as at the date of inspection. The duration of the cash flows and specific timing of inflows are determined by

event such as rent reviews, lease renewals and related re-letting, redevelopment, or refurbishment. The appropriate duration is typically driven by the agreement at the time of letting out the property. Periodic cash flow is typically estimated as gross income less non recoverable expense, collection losses, lease incentives, maintenance cost, agent and commission cost, and other operating and management expenses.

	2022	2021
	N'000	N'000
Rental income derived from investment properties	-	-
Direct operating expenses (including repairs & maintenance)	-	-
Profit arising from investment properties carried at fair value	-	-
Classification	N'000	N'000
Current	-	-
Non-current	113,000	106,300
	113,000	106,300

22 Current Tax Liability

The movement on tax payable account during the year is as follows:

	2022	2021
(a) Current tax payable	N'000	N'000
At 1 January	20,368	87,057
Payments during the year	(1,291)	(30,150)
Write back of prior years' provision (Note 10(a))	-	(43,300)
Charge for the year (Note 10(a))	7,915	6,760
At 31 December	26,992	20,368
(b) Deferred tax liabilities	N'000	N'000
At 1 January	110,011	110,011
Charge to profit or loss for the year (Note 11(a))	-	-
Recognized in Other Comprehensive Income	-	-
At 31 December	110,011	110,011
Deferred income taxes are calculated on all temporary differences under the liability method using an effective tax rate of 14% (2021: 11%) on investment properties and 30% (2021: 30%) on other items.		
(c) Deferred tax liability of Nil (2021: Nil) was recognized as at year end. It is attributable to the following;		
	N'000	N'000
Property and equipment	-	-
Investment property	-	-
Revaluation of land	-	-
	-	-
23 Intangible Asset	N'000	N'000
Cost:		
At 1 January	93,860	91,661
Additions	-	2,199
At 31 December	93,860	93,860
Accumulated amortisation and impairment:	N'000	N'000
At 1 January	88,960	87,663
Amortization	1,386	1,298
At 31 December	90,347	88,960
Carrying amount:		
At 31 December	3,514	4,900
The intangible assets are non-current.		
None of the Company's intangible assets is used as a pledged as security for borrowings or loans		

24	Property, Plant and equipment	Building	Land	Computer Equipment	Furniture and Fittings	Motor Vehicles	Total
	Cost/Revaluation	N'000	N'000	N'000	N'000	N'000	N'000
	At 1 January 2021	525,000	276,000	115,874	114,546	194,259	1,225,679
	Additions	2,300		1,779	8,194	151,953	164,226
	Revaluation surplus			-	-	-	-
	Reclassification				368	(368)	-
	Disposals		-	(1,909)	(4,076)	(34,130)	(40,116)
	At 31 December 2021	527,300	276,000	115,744	119,032	311,714	1,349,789
	At 1 January 2022	527,300	276,000	115,744	119,032	311,714	1,349,789
	Additions	-		6,362	2,265	3,800	12,427
	Disposals	-	-	-		(39,567)	(39,567)
	At 31 December 2022	527,300	276,000	122,106	121,296	275,947	1,322,650
	Accumulated depreciation	N'000	N'000	N'000	N'000	N'000	N'000
	At 1 January 2021	-	-	111,344	100,078	172,029	383,451
	Depreciation for the year	41,986		3,233	5,403	22,081	72,702
	Disposals			(1,909)	(4,076)	(34,106)	(40,092)
	Adjustment (Note 24(b))	115		210	(440)	(159)	(273)
	At 31 December 2021	42,101	-	112,878	100,964	159,845	415,788
	At 1 January 2022	42,101	-	112,878	100,964	159,845	415,788
	Depreciation for the year	26,365		3,731	5,657	46,265	82,018
	Disposals	-	-	-	-	(38,777)	(38,777)
	At 31 December 2022	68,466	-	116,608	106,622	167,333	459,029
	Carrying amount						
	At 31 December 2022	458,834	276,000	5,498	14,674	108,614	863,620
	At 31 December 2021	485,199	276,000	2,866	18,067	151,869	934,001

- (a) All categories of property and equipment are initially recorded at cost. Subsequently, land and building are measured using revaluation model. The elimination adjustment shows the netting-off of accumulated depreciation against the carrying amount (previous revalued amount) in order to show the carrying amount as at the day of revaluation.
- (b) Adjustment represent the outcome of reconciliation carried out between the property, plant and equipment register and the financial records in prior year.
- (c) There were no impairment losses on any class of assets during the year (2021: Nil)
- (d) There were no capitalized borrowing costs (2021: Nil)
- (e) There were no lien or encumbrances on any asset
- (f) All classes of property and equipment were non-current
- (g) Land and buildings are measured using revaluation model and elimination
- (h) Land and building: historical cost
If the revalued assets were carried using the cost model, the carrying amounts as at 31 December 2022 would be as follows:

	Land	Building
	N'000	N'000
Cost	276,000	527,300
Additions	-	-
Net book value	276,000	527,300

(h) Measurements of fair values

The fair value of land and building at the reporting date are determined by external, independent property valuers, having appropriate recognised professional qualifications and recent experience in the location and category of property being valued. The independent valuers provide the fair value of the property, annually.

The fair value measurement of land and building has been categorised as a Level 3 fair value based on the inputs to the valuation techniques used. The valuation techniques and significant

unobservable inputs used in measuring the fair values of land and building are disclosed below.

There were no transfers between fair value hierarchies during the year

Description of valuation techniques used and key inputs to valuation on investment properties

The valuation of the properties is based on the price for which comparable land and properties are being exchanged hands on or are being marketed for sale. (Open Market Basis Approach)

S/N	Location of Land and building	Valuation technique	Significant unobservable input
1	Guinea Insurance House, 33, Ikorodu, Jibowu, Lagos	<p>"The basis of valuation is the Market value, that is, the price, which an interest in a property might reasonably be expected to realize in a sale by Private Treaty assuming:</p> <ul style="list-style-type: none"> • a willing buyer; • a reasonable period within which to negotiate the sale taking into account the nature of the property and the state of the market; • values will remain static throughout the period; • the property will be freely exposed to the market; • no account is to be taken of an additional bid by a special purchaser; • no account is to be taken of expenses of realization, which may arise in the event of a disposal." 	<p>"Area of the land is 1,240.01m². The neighbourhood is of high density area predominantly with both commercial and residential structures. Commercial properties such as block of office, eateries, banks, filling station. Motor park among others. The neighbourhood is a high density area."</p>

By nature, detailed information on concluded transactions is difficult to come by. Therefore reliance was placed on past transactions and recent adverts in deriving the value of the subject properties. At least, eight properties were analysed and compared with the subject property.

Significant increases/(decreases) in estimated rental value and rent growth per annum in isolation would result in a significantly higher/(lower) fair value of the properties. Significant increases/(decreases) in

the long-term vacancy rate and discount rate (and exit yield) in isolation would result in a significantly lower/(higher) fair value.

Generally, a change in the assumption made for the estimated rental value is accompanied by a directionally similar change in the rent growth per annum and discount rate (and exit yield), and an opposite change in the long term vacancy rate.

Under the open market basis the current cost of reconstructing the existing structure together with improvement in today's market, adequately depreciated

to reflect its physical wear and tear, age, functional and economical obsolescence plus site value in its existing use as at the date of inspection. The duration of the cash flows and specific timing of inflows are determined by event such as rent reviews, lease renewals and related re-letting, redevelopment, or refurbishment. The appropriate duration is typically driven by the agreement at the time of letting out the property. Periodic cash flow is typically estimated as gross income less non recoverable expense, collection losses, lease incentives, maintenance cost, agent and commission cost, and other operating and management expenses.

25 Statutory deposit

This represents the amount deposited with the Central Bank of Nigeria as at 31 December, 2022 (2021: N333,654,000) in accordance with Section 10 (3) of Insurance Act 2003. Interest income was earned at an average rate of 10% per annum (2021:12.39%) and this has been included within investment income. The cash amount held is considered to be a restricted cash balance and do not qualify as cash and cash equivalent.

	2022	2021
	N'000	N'000
Statutory deposit	333,654	333,654
26 Insurance contract liabilities	N'000	N'000
Provision for reported claims by policyholders (Note 26(b))	308,269	277,433
Provisions for claims incurred but not reported (IBNR) (Note 26(c))	112,884	92,888
Outstanding claims provisions (Note 26(a))	421,152	370,321
Provision for unearned premiums (Note 26(d))	376,470	407,874
Provision for AURR	7,934	11,252
	805,556	789,448

The actuarial valuation of the insurance contract liabilities was carried out by Ernst & Young and signed by Mr Wise Chigudu with FRC number FRC/2022/PRO/NAS/004/00000024119 on 22 March 2023

The cash and cash equivalents as described in note 15 serves as a cash cover for the insurance contract liabilities.

Classification	N'000	N'000
Current	884,985	884,985
Non-current	(79,429)	(95,537)
	805,556	789,448

- (a) Outstanding claims provision: represents the ultimate cost of settling all claims arising from incidents reported as at the reporting date

Age analysis of outstanding claims is as follows:

Days	No. of Claimants	N'000	N'000
0-90	56	16,061	27,708
91-180	46	36,639	16,406
181-270	38	15,351	15,099
271-365	32	20,595	26,529
Above 365	387	219,624	191,690
		308,269	277,433
IBNR (Note 26(c))		112,884	92,888
		421,152	370,321

(b) by reasons as follows:

S/N	Reasons	0 – 90 days		91 – 180 days		181 – 270 days		271 – 365 days		Above 365 days		Total	
		Qty	N	Qty	N	Qty	N	Qty	N	Qty	N	Qty	N
1	Discharged Voucher signed and returned to policyholders	-	-	-	-	-	-	-	-	-	-	-	-
2	Discharge vouchers not yet signed	-	-	-	-	-	-	-	-	-	-	-	-
3	Claims reported but incomplete documentation	56	16,061	46	36,639	38	15,351	32	20,595	387	219,624	559	308,269
4	Claims reported but being adjusted	-	-	-	-	-	-	-	-	-	-	-	-
5	Claims repudiated	-	-	-	-	-	-	-	-	-	-	-	-
6	Awaiting adjusters final report	-	-	-	-	-	-	-	-	-	-	-	-
7	Litigation awarded	-	-	-	-	-	-	-	-	-	-	-	-
8	Awaiting Lead Insurer's instruction	-	-	-	-	-	-	-	-	-	-	-	-
9	Third party liability outstanding	-	-	-	-	-	-	-	-	-	-	-	-
10	Adjusters fee payable	-	-	-	-	-	-	-	-	-	-	-	-
11	Etc.	-	-	-	-	-	-	-	-	-	-	-	-
	Total	56	16,061	46	36,639	38	15,351	32	20,595	387	219,624	559	308,269

Of the outstanding claims, 10% are within 90 days holding days period whilst 90% are above 90 days holding period. Most of the claims in these bands are largely outstanding due to Guinea's participation as co-insurer and not the lead, thus making it difficult to get relevant claims documents from the insured/brokers without going through the Lead on the accounts.

(b)	Outstanding reported claims provision	N'000	N'000
	At 1 January	277,433	407,374
	Movement during the year (Note 4)	30,835	(129,941)
	At 31 December	308,269	277,433
(c)	IBNR provision	N'000	N'000
	At 1 January	92,888	91,668
	Movement during the year	19,996	1,220
	At 31 December	112,884	92,888
(d)	Provision for unearned premiums	N'000	N'000
	At 1 January	419,127	403,551
	Movement during the year	(42,656)	4,323
	AURR	376,470	407,874
	At 31 December, 2021	7,934	11,252
		384,404	419,127
27	Trade payables	2022 N'000	2021 N'000
	This represents the amount payable to insurance companies on facultative placements	53,478	23,410

Trade payables are recognised when due. These include amount due to agents, brokers and insurance and reinsurance contract holders. Trade payables are measured on initial recognition at the fair value of the consideration received and subsequently measured at amortized cost.

The company has the right to set-off reinsurance payables against the amount due from reinsurers and brokers in line with the agreement between both parties.

Trade payables includes reinsurance liabilities which are primarily premiums payable on reinsurance contracts entered into by the company and are recognised as at when incurred. Commissions payables to the brokers also form part of trade payables.

Trade payables are derecognized when the obligation under the liability is settled, cancelled or expired.

28 Other payables and accruals	N'000	N'000
Accrued expenses	75,281	65,829
Deferred revenue	19,230	8,730
Deferred commission income	38,229	40,117
Statutory payables	-	25,724
Unclaimed dividend	3,784	3,784
Union due and guinea cooperative	10,639	14,366
NAICOM levy	13,564	13,564
Other payables	46,798	70,557
	207,525	242,671
	N'000	N'000
Due within 12 months	207,525	242,671
Due after 12 months	-	-
	207,525	242,671

Deferred revenue represent rental income arising from operating lease on investment properties and is accounted for on a straight line basis over the lease terms. Rental income is included in investment income.

During the year accruals were made for 2022 audit fees, 50% balance payment of ifrs 9 & 17 implementation service, December 2022 outsource staff reimbursable, office 365 subscription 01/11/2022- 31/01/2023.

Other payables represent outstanding NAICOM charges, union dues, travel insurance, stale cheques, unclaimed dividend and other creditors.

29 Employee benefit obligations	N'000	N'000
Employees benefit contribution plan(Note 29(a))	7,575	11,034
Classified as;		
Current	7,575	11,034
Non-Current	-	-
	7,575	11,034

(a) The balance of N7,575M (2021: N11,034M) standing in the account as at 31 December 2022 represents the outstanding defined contribution plan for staff yet to be remitted to the pension fund administrators as at year end

30 Deposit for shares	N'000	N'000
Deposit for shares	901,400	151,400

Breakdown of deposit for shares	2022	2021
Investors	N'000	N'000
Simon Bolaji	500	500
Emeka Uzoukwu	900	900
Sir Sunny Edwin Igboanuzue	150,000	150,000
Chrome Oil Services Limited	750,000	-
	901,400	151,400
Movement in deposit for shares is analysed as follows:		
	N'000	N'000
Balance at the beginning of the year	151,400	151,400
Additions during the year	750,000	-
Balance at the end of the year	901,400	151,400

Deposit for shares represents funds from three parties for subscription to the equity shares of the Company. The parties include Simon Bolaji, Emeka Uzoukwu, Sir Sunny Edwin Igboanuzue and Chrome Oil Services Limited. As at the date the financial statements were finalised, the company was in the process of completing a private placement of the shares. The company has elected to classify these deposit as a liability until the completion of the listing process.

31	Share capital and reserve		
(a)	Issued and fully paid	N'000	N'000
	6,140,000,000 Ordinary shares of No.50k each	3,070,000	3,070,000
32	Share premium	N'000	N'000
	Balance at the beginning of the year	337,545	337,545

33 Statutory contingency reserve

In accordance with the Insurance Act of Nigeria, a contingency reserve is credited with the greater of 3% of total premium or 20% of profit of general insurance business. This shall accumulate until it reach the amount of greater of minimum paid up capital or 50% of net premium.

		N'000	N'000
	Balance at the beginning of the year	592,015	551,323
	Transfer from accumulated losses (Note 33)	40,777	40,692
	Balance at the end of the year	632,793	592,015
34	Accumulated losses	N'000	N'000
	Balance at the beginning of the year	(2,083,522)	(2,019,340)
	Loss for the year	(64,756)	(23,489)
	Transfer to contingency reserve (Note 33)	(40,777)	(40,692)
	Balance at the end of the year	(2,189,055)	(2,083,522)
35(a).	Fair value reserve	N'000	N'000
	At 1 January	138,025	112,730
	Fair value changes - Quoted Equity (Note 14(a))	9,500	4,441
	Fair value changes - Unquoted Equity (Note 14(b))	71,795	20,854
	At 31 December	219,320	138,025

A valuation of the Company's unquoted equity was conducted by Pedabo (FRC/2013/ICAN/0000000904). They have relevant recognized professional qualification and experience.

35(b) SHAREHOLDING STRUCTURE			
COMPANY NAME	ADDRESS	HOLDING UNITS	% HOLDING
Chrome Oil Services Limited	5, Idowu Taylor Street Victoria Island, Lagos	2,798,514,210	46
Nimek Investments Limited	Plot 228B, Muri Okunola Street Victoria Island, Lagos	1,288,252,777	21

Mr. Anthony Achebe and Simon Bolaji represent the interests of Chrome Oil Services Limited while

Mr. Emeka Uzoukwu represents the interest of Nimek Investments Limited.

Rules Governing Free Float Requirements.

In accordance with Rule 2.2 - Rules governing Free Float Requirement:

Guinea Insurance Plc complies with the Exchange's Free Float Requirement.

Securities Trading Policy

In compliance with Rule 17.15 Disclosure of Dealings in issuers' Shares, Rulebook of the Exchange 2015 (Issuers Rule). Guinea Insurance Plc maintains a Security Trading Policy which guides Directors, Audit Committee members, employees and all individuals categorized as insiders with respect to their dealing in the Company's shares. The policy undergoes periodic review by the Board and is updated accordingly. The Company has made specific inquiries of all its directors and other insiders and is not aware of any infringement of the policy during the period.

36 Other reserves

Revaluation reserve	N'ooo	N'ooo
At 1 January	65,688	65,688
Revaluation gain on property, plant and equipment (Note 24)	-	-
Deferred tax impact on OCI	-	-
At 31 December	65,688	65,688

The revaluation reserve is related to the revaluation of property and equipment (land and building), which are measured using the revaluation model.

37 Contingencies and commitments

(a) Legal proceedings and regulations

The Company is a party to two legal actions during the year arising out of its normal business operations. Total estimated liability from the legal actions amount to N148 million (2021: N706 mil-

lion). The Directors believe, based on currently available information and advice of the legal counsel, that none of the outcomes that will result from such proceedings will have a material adverse effect on the financial position of the Company. Cases involved include the following: GIP/CB/04/18/06366/ABJ, FCT/HC/CV/14/2019.

(b) Capital commitments

The Company had no capital commitments as at year end (2021: Nil)

38 Contravention of Laws and Regulations

The Company incurred the following penalty/fine during the year:

Description	2022	2021
	N'000	N'000
The company paid fines as below:		
Fine paid for late uploading of On-line Real time data on the portal during the year	250	-
Fine paid to Lagos Vehicle Inspection Office	20	-
	270	-

39 Related Party Disclosures

- a) Related parties include the Board of Directors, the Managing Director, Finance Director and their close family members and any other employee who is able to exert significant influence on the operating policies of the Company.
- b) Transactions with key management personnel
The Company's key management personnel and persons connected with them are also considered to be related parties for disclosure purposes. The definition of Key management includes the Managing Director, Finance Director and their close

family members and entity over which control can be exercised. The key management personnel have been identified as those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, (whether executive or otherwise).

The Company entered into transaction with shareholders of the Company and key management personnel in the normal course of business.

(a) Details of significant transactions carried out with related parties during the year are as follows:

Transactions during the period

Company/Individual	Type of relationship	Nature of transaction	2022	2021
			N'000	N'000
Choffan Nigerian Limited - (Kiss FM)	Common shareholder	Rental Income	-	-

40 Employees and directors		
a. Employees		
The average number of persons employed by the Company during the year was as follows:	N'000	N'000
Executive directors	3	3
Management	22	16
Non-management	42	50
	67	69
The number of employees of the Company, other than non executive directors, who received emoluments in the following ranges (excluding pension contributions and certain benefits) were:		
	Number	Number
Less than N800,001	-	-
N800,001 - N2,000,000	3	4
N2,000,001 - N2,800,000	31	30
N2,800,001 - N3,500,000	3	8
N3,500,001 - and Above	30	27
	67	69
b. Directors		
	2022	2021
Remuneration paid to the Company's directors (excluding pension contribution) was:	N'000	N'000
Fees and sitting allowances (see note 9 (b))	14,800	14,800
Executive compensation (see (a) below)	57,333	57,333
	72,133	72,133
The chairman	1,200	1,200
The highest paid director	28,000	28,000
Executive compensation is included as part of staff cost.		
The number of directors who received fees and other emoluments (excluding pension contributions, certain benefits and reimbursable expenses) in the following ranges was:		
	Number	Number
Below N1,600,000	8	8
N3,400,000 - and above	4	4
	12	12

41 Impact of Covid-19

In compliance with the requirements of the Financial Reporting Council of Nigeria (FRC) and the Institute of Chartered Accountants of Nigeria (ICAN) in respect of COVID-19, the Directors have assessed its impact on the financial statements as a whole and are of the opinion that it has no material effect.

42 Events after the reporting period

There were no significant events after reporting date which could have had a material effect on the financial statements for the year ended 31 December 2022 which have not been adequately provided for or disclosed in the financial statements.

43 Solvency Margin

"The Company's solvency margin of N2.203 billion as at 31 December 2022 (2021: N2.129 billion) was below the

minimum regulatory requirement of N3,000,000,000 prescribed by the Insurance Act of Nigeria. The ability of the Company to continue to take on new businesses is significantly hinged on successfully addressing the shortfall in the solvency margin to meet the minimum solvency margin requirements of the Insurance Act. The major shareholders of the Company have given firm commitments to inject additional funds to meet the

minimum regulatory capital requirement of N10 billion and also rectify the deficiency in the solvency margin. “

Based on the foregoing, The Directors confirm the Company to continue as a going concern, realise its assets and discharge its liabilities in the normal course of business. Accordingly, the financial statements are prepared on the going concern basis.

44	Reconciliation of Statement of Cash flow	Notes	2022	2021
(a)	Premium received		N'000	N'000
	Gross written premium per income statement	1	1,359,246	1,356,409
	Decrease/(increase) in insurance receivables		-	-
			1,359,246	1,356,409
(b)	Commission received		N'000	N'000
	Change in deferred commission income		(1,888)	8,495
	Fees and commission income per income statement	3	139,018	71,389
			137,130	79,884
(c)	Reinsurance premium paid		N'000	N'000
	Reinsurance premium per income instatement	2	(449,992)	(461,215)
	Change in trade payables		30,068	23,410
	Increase in prepaid reinsurance		-	(27,688)
			(419,924)	(465,493)
(d)	Gross claims paid net of recoveries		N'000	N'000
	Claims recovered		73,351	62,175
	Gross claims paid per income statement	4	(164,922)	(257,635)
			(91,571)	(195,461)

(e) Payments to employees		N'000	N'000
Employee benefits expenses	9(a)	391,479	329,348
Pension costs		16,403	13,558
Decrease in employee benefit obligations		3,459	(9,291)
		411,341	333,615
(f) Other operating cash payments		N'000	N'000
Other Operating expenses		(331,813)	(327,477)
Less: Non-Cash Items			
(Decrease)/increase in other receivables and prepayments		(295,809)	13,937
(Increase)/decrease in other payables		(35,146)	108,669
		(662,768)	(204,871)
(g) Investment income received		N'000	N'000
Rental income from land and building	6	10,184	6,575
Dividend income on AFS equity	6	7,591	11,527
Interest income on statutory deposit with CBN	6	9,424	4,940
Interest income on fixed placement	6	5,910	2,716
Interest income on current account	6	6	
Interest income on treasury bills	6	69,709	8,857
		102,823	34,614
(h) Other income received		N'000	N'000
Recoveries from other receivables	8	70	16,652
Sundry Income	8	-	-
		70	16,652
(i) Deposit for shares		N'000	N'000
Balance at the beginning of the year	30	151,400	151,400
Cash inflow during the year	30	750,000	-
Balance at the end of the year	30	901,400	151,400
(j) Proceeds from disposal of property and equipment		N'000	N'000
Cost of property and equipment disposed	24	39,567	40,116
Accumulated depreciation of property and equipment disposed	24	(38,777)	(40,092)
Gain on disposal of property and equipment	8	15,571	12,568
Proceeds on disposal		16,360	12,592
(k) Deposit for investment		N'000	N'000
Balance at the beginning of the year	19b	-	-
Cash outflow during the year		(290,000)	-
Balance at the end of the year		-	-
		(290,000)	-

45 Hypothecation of insurance fund on assets

The Company structured its assets to meet the requirements of the Insurance Act 2003 such that policyholders' assets and funds are not co-mingled with shareholders'.

In particular, investment properties, investment securities (equities and fixed income securities) and insurance funds hypothecated to policyholders are distinguished from those owned by the shareholders.

The assets hypothecated are shown below:

	31-Dec-22			31-Dec-21		
	Insurance funds	Shareholders funds	Total	Insurance funds	Shareholders funds	Total
	N'000	N'000	N'000	N'000	N'000	N'000
Assets						
Cash and cash equivalents	335,945	51,053	386,998	383,566	-	383,566
Financial investments						
- Available-for-sale financial assets	-	369,824	369,824	-	288,529	288,529
- Held-to-maturity financial assets	167,400	1,257,817	1,425,217	145,598	826,838	972,436
Trade receivables	-	-	-	-	-	-
Reinsurance assets	354,781	-	354,781	335,412	-	335,412
Deferred acquisition costs	-	60,672	60,672	-	67,557	67,557
Other receivables and prepayments	-	337,548	337,548	-	41,739	41,739
Investment properties	-	113,000	113,000	-	106,300	106,300
Intangible Asset	-	3,514	3,514	-	4,900	4,900
Property and equipment	-	863,620	863,620	-	934,001	934,001
Statutory deposit	-	333,654	333,654	-	333,654	333,654
Total assets	858,125	3,390,701	4,248,828	864,577	2,603,517	3,468,094
Liabilities						
Insurance contract liabilities	805,556	-	805,556	789,448	-	789,448
Trade payables	-	53,478	53,478	-	23,410	23,410
Other payables and accruals	-	207,525	207,525	-	242,671	242,671
Employee benefit obligations	-	7,575	7,575	-	11,034	11,034
Current tax payable	-	26,992	26,992	-	20,368	20,368
Deferred tax liabilities	-	110,011	110,011	-	110,011	110,011
Deposit for shares	-	901,400	901,400	-	151,400	151,400
Total liabilities	805,556	1,306,981	2,112,537	789,448	558,894	1,348,342
SURPLUS	52,569	2,083,720	2,136,291	75,129	2,044,624	2,119,752

46 Dealings in Issuers' Shares

The Company has a Securities Trading Policy which governs the trading of the Company's Securities by Insiders. The Policy has been circulated to all Directors and employees and also uploaded on the Company's website. The Company has contacted the Directors and they confirmed compliance with the Policy and the required provisions set out in Exchange's rule during the quarter under review. This is In compliance with the provisions of Security and Exchange Commission Rule 17.15(d).

cv5

OTHER NATIONAL DISCLOSURE

- ▶ Value Added Statement
- ▶ Five Year Financial Summary
- ▶ Incorporation and Share Capital History
- ▶ Unclaimed Dividends
- ▶ E-Dividend and E-Bonus
- ▶ Corporate Directory
- ▶ Admission Form
- ▶ Mandate Form
- ▶ Proxy Form

for the year ended 31 December 2021

	2022		2021	
	N'000	%	N'000	%
Net premium income	1,082,995		951,007	
Reinsurance, claims, commission and others	(830,907)		(709,361)	
Investment and other income	223,136		155,924	
Value added	475,224	100	397,570	(100)
Applied as follows:				
Salaries, wages and other benefits	407,882	86	342,906	228
Government taxes	7,915	2	(36,540)	2
Retained in the business				
Depreciation & Amortization of property and equipment & Intangible assets	83,405	18	74,000	32
Appropriation to contingency reserve	40,777	9	40,692	23
Loss for the year	(64,756)	(14)	(23,489)	(186)
	475,224	100	397,570	100

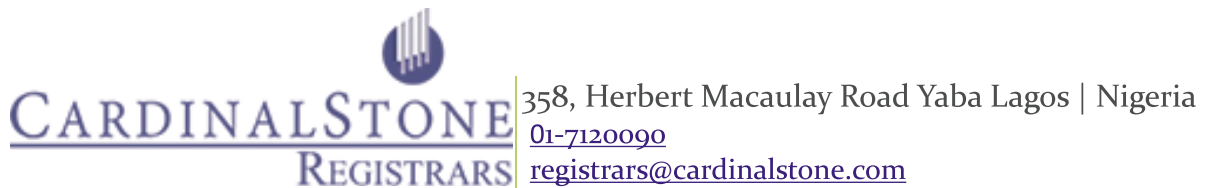
	2022	2021	2020	2019	2018
	N'000	N'000	N'000	N'000	N'000
ASSETS					
Cash and cash equivalents	386,998	383,566	671,661	680,541	746,176
Financial assets at FVOCI	369,824	288,529	263,233	216,015	294,095
Financial assets at Amortised cost	1,425,217	972,436	886,042	1,037,334	142,730
Trade receivables	-	-	-	5,226	3,472
Reinsurance assets	354,781	335,412	300,328	349,730	170,877
Deferred acquisition cost	60,672	67,557	62,932	53,319	42,858
Other receivables and prepayment	337,548	41,739	55,676	72,682	131,418
Investment properties	113,000	106,300	85,000	78,000	1,820,000
Intangible Asset	3,514	4,900	3,998	10	279
Property and equipment	863,620	934,001	842,229	778,933	736,216
Statutory deposits	333,654	333,654	333,654	333,654	333,654
Total Assets	4,248,828	3,468,094	3,504,752	3,605,444	4,421,775
EQUITY & LIABILITIES					
Share Capital & Reserves:					
Ordinary share capital	3,070,000	3,070,000	3,070,000	3,070,000	3,070,000
Share premium	337,545	337,545	337,545	337,545	337,545
Contingency reserve	632,793	592,015	551,323	518,878	480,144
Accumulated losses	(2,189,055)	(2,083,522)	(2,019,340)	(1,759,222)	(925,446)
Available-for-sale reserve	219,320	138,025	112,730	65,512	143,592
Other reserves	65,688	65,688	65,688	41,902	-
Total Equity	2,136,291	2,119,752	2,117,947	2,274,615	3,105,835
Insurance contract liabilities	805,556	789,448	902,593	844,540	494,808
Finance lease obligation	-	-	-	-	-
Trade payables	53,478	23,410	-	-	12,606
Provisions	-	-	-	-	2,908
Accruals & other payables	207,525	242,671	134,002	132,396	353,172
Retirement benefit obligations	7,575	11,034	1,743	4,316	2,141
Income tax payable	26,992	20,368	87,057	90,809	196,193
Deferred tax liabilities	110,011	110,011	110,011	107,368	102,712
Deposit for shares	901,400	151,400	151,400	151,400	151,400
Total Liabilities	2,112,537	1,348,342	1,386,805	1,330,829	1,315,940
Total Equity & Liabilities	4,248,828	3,468,094	3,504,752	3,605,444	4,421,775

STATEMENT OF COMPREHENSIVE INCOME					
	2022	2021	2020	2019	2018
	N'000	N'000	N'000	N'000	N'000
Gross premium written	1,359,246	1,356,409	1,081,507	1,219,138	1,241,218
Net premium earned	943,977	879,618	733,954	902,477	904,934
Loss before taxation	(56,841)	(60,029)	(224,970)	(787,286)	(49,998)
Taxation	(7,915)	36,540	(2,704)	(7,756)	(140,201)
Loss for the year	(64,756)	(23,489)	(227,673)	(795,042)	(190,199)
Transfer to contingency reserve	40,777	40,692	32,445	38,734	37,237
Loss per N1 share (basic)	(1.05)	(0.38)	(4)	(13)	(3.1)

INCORPORATION AND SHARE CAPITAL HISTORY

DATE	UNITS	PRICE	FROM	TO	UNITS	PRICE	FROM	TO	CONSIDERATION
			AMOUNT	AMOUNT			AMOUNT	AMOUNT	
	“000”	N	N(000)	N(000)	“000”	N	N(000)	N(000)	
1959	100	2.00	-	200	76	2.00	-	152	Cash
1973	-	2.00	-	200	0.5	2.00	1	153	Bonus
1974	50	2.00	100	300	38.25	2.00	76.5	229.5	Bonus
1977	100	2.00	200	500	57.375	2.00	114.75	344.25	Bonus
1981	250	2.00	500	1,000	240.975	2.00	481.95	826.2	Bonus
1985	500	2.00	1,000	2,000	344.25	2.00	688.5	1,514.7	Bonus
1986	500	2.00	1,000	3,000	504.9	2.00	1,009.8	2,524.5	Bonus
1989	6,000	0.50	3,000	6,000	2,524.5	0.50	1,262.25	3,786.75	Bonus
1991	18,000	0.50	9,000	15,000	-	0.50	-	3,786.75	Bonus
1992	30,000	0.50	15,000	30,000	15,147	0.50	7,573.5	11,360.25	Rights
1993	40,000	0.50	20,000	50,000	14,496.408	0.50	7,248.204	18,608.454	Rights
1997	140,000	0.50	70,000	120,000	37,016.908	0.50	18,508.454	37,216.908	Bonus
2001	-	0.50	-	120,000	165,566.184	0.50	82,783.092	120,000	Rights
2002	260,000	0.50	130,000	250,000	-	0.50	-	120,000	-
2003	500,000	0.50	250,000	500,000	-	0.50	-	120,000	-
2004	-	0.50	250,000	500,000	480,000	0.50	240,000	360,000	Rights
2005	-	0.50	-	500,000	-	0.50	-	360,000	Nil
2006	-	0.50	-	500,000	-	0.50	-	360,000	Nil
2007	5,000,000	0.50	500,000	3,000,000	-	0.50	-	360,000	Nil
2008	-	0.50	-	3,000,000	-	0.50	-	2,550,000	Nil
2011	-	0.50	-	3,000,000	300,000	0.50	2,550,000	2,700,000	Absorption of Life business
2012	400,000	0.50	3,000,000	3,200,000	-	0.50	-	2,700,000	-
2013	-	0.50	-	3,200,000	740,000	0.50	2,700,000	3,200,000	cash
2014	-	-	-	3,200,000	-	-	-	3,200,000	-
2015	1,600,000	-	3,200,000	4,000,000	6,140,000	0.50	-	3,070,000	cash

**Information on unclaimed dividends with figure as at 31st December 2021
for Guinea Insurance Ordinary Shares**

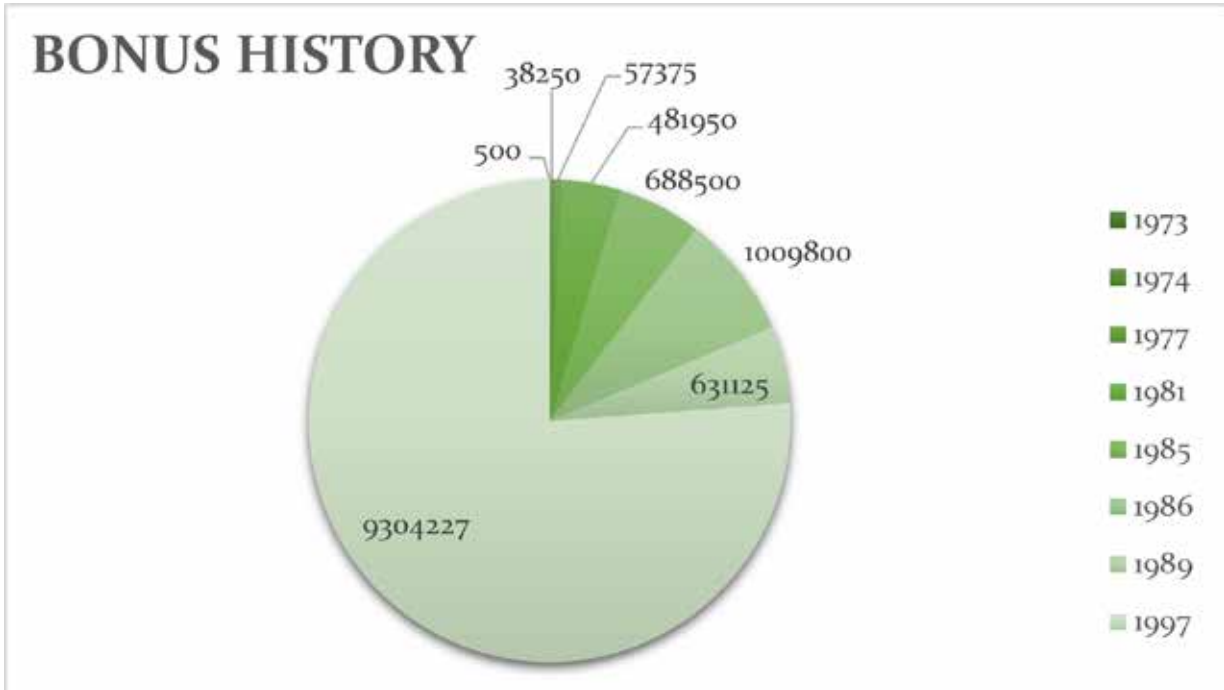


About CardinalStone Registrars Limited

CardinalStone Registrars Limited (previously known as City Securities Registrars) was incorporated in April 2002 and commenced full operations in March 2007. The Company was a wholly-owned subsidiary of First City Monument Bank Plc (“FCMB”) till April 2013, when it was acquired by CardinalStone Partners Limited.

CardinalStone Registrars Limited (CSRL) has continued to deliver world-class quality service to its clients leveraging on the core values of the CardinalStone group including professionalism, integrity, innovation and creativity.

As a leading securities registration and data administration service provider, CSRL acts as Registrars to a wide spectrum of companies across various industries and currently manages registers of over two million shareholders across a wide variety of companies/institutions in different industries in Nigeria. Our mission is to exceed clients' and other stakeholders' expectations by leveraging cutting-edge technology to provide outstanding and innovative services.



Dear Shareholder,

E-Dividend and E-Bonus

Experience has shown that many Shareholders do not receive their dividend warrants weeks and in some cases even months after the dividend warrants were dispatched.

To prevent this and facilitate the prompt receipt of your future dividends and bonus Certificates, we will be introducing the e-dividend and e-bonus which is a fast, reliable and efficient way of receiving dividends and bonus directly into your bank and personal accounts with the Central Securities Clearing System (CSCS).

To benefit from the e-dividend and e-bonus system, you need to have a bank account as well as a CSCS account to be opened with the assistance of a Stock Broker of your choice. The mandate form on the next page has been designed in this regard. Please fill it as appropriate and forward it to our Registrars for necessary action.

For further information, we advise that you get in touch with either of the following:

The Registrars

Cardinalstone Registrars Limited
358, Herbert Macaulay Way Yaba Lagos

Yours faithfully,



CHINENYE NWANKWO

Company Secretary

FRC/2021/002/0000002354

CORPORATE HEAD OFFICE

Guinea Insurance House
33, Ikorodu Road, Jibowu, Lagos.
01-2934575, 01- 2934577

BENIN

82, 1st East Circular Road, Benin City, Edo State
Contact : Stephen Ovonlen
Tel: 052-240035, 08033166898

PORT HARCOURT

125, Stadium Road,
Indigo Mall, Port Harcourt
Contact: Joseph Nwokolo
Tel: 0803336497

ONITSHA

4, Ridge Road,
G.R.A Stock Exchange Building , Onitsha
Contact: Ijeoma Okafor
Tel: 08037508525

ABUJA

UAC Complex
Beside SEC & Opp. Arewa Suites
Central Business District, Abuja
Contact: Seyi Adediran
Tel: 08037552910

KADUNA

NNIL Building (2ND FLOOR)
NO. 4 Waf Road
P. O. BOX 108 Kaduna
Contact: Jafaar Babasaleh
Tel: 08033359797

KANO

2nd Floor, 22, Zaria
Opposite Umar Ibnkhatabu Mosque, Kano
Contact: Ladi Jacob
Tel: 07036470347

Please admit

Shareholder's Full Name

To be completed in advance by Shareholders or his duly appointed proxy to the 62nd Annual General Meeting of Guinea Insurance Plc which will take place at Guinea Insurance House, 33 Ikorodu Road, Jibowu, Lagos State

1. The admission card must be produced by the Shareholder or his proxy to obtain entrance to the meeting.
2. Shareholders or proxies are requested to sign the admission card before the meeting.
Number of Shares held (to be completed by the Company's Officials)

Number of Shares held


CHINENYE NWANKWO

Company Secretary

FRC/2021/002/0000002354

Annual General Meeting at Guinea Insurance House, 33 Ikorodu Road, Jibowu, Lagos State

Number of Shares (to be completed by the Company's Officials)

Number of Share Held (To be completed by the Company's Officials)

Shareholder's full name

To be completed in advance Shareholders).

.....

Signature of person attending

(To be signed in the presence of the Company's Official at the entrance of the Hall)

Date _____

The Registrars, Cardinalstone Registrars Ltd.
358, Herbert Macaulay Way Yaba Lagos

Dear Sir,

Mandate Form for E-Bonus and E-Dividend,

I/We hereby mandate you to include my/our shareholding in Guinea Insurance Plc among the e-bonus beneficiaries for future bonus issues. My/Our Shareholding particulars are:

Surname Other Names

Address Signature

Telephone Account Number

Note: please ensure that names are identical with those on your Share certificates

CSCS Clearing House No.

I/We will also like to receive my/our future dividends directly into my/our bank account electronically through edividend. My/Our bank account are as stated below:

Bank Branch

Account Number..... Bank Sort Code.....

.....
Signature (s) of Shareholder(s)

NOTICE OF 65TH ANNUAL GENERAL MEETING OF GUINEA INSURANCE PLC

RESOLUTION

FOR

AGAINST

NOTICE IS HEREBY GIVEN THAT the 65th Annual General Meeting of GUINEA INSURANCE PLC will be held at the Providence Hotel Auditorium 12A Oba Akinjobi Way, GRA, Ikeja, Lagos and via teleconference on Friday the 27th Day of October, 2023 at 11:00am prompt

I /We being a member/members of Guinea Insurance Plc hereby appoint

.....OR

Failing him, the Chairman of the Meeting as my/our proxy to act and vote for me/us on my behalf at the 64th Annual General Meeting of th Company to be held on

1. To lay before the Members, the Report of the Directors and the Audited Financial Statements together with the Auditors Report for the year ended 31st December 2022;
2. To re-elect the following Directors retiring by rotation;
 - Mr. Sam Onukwue
 - Dr. Mohammed Attahir
 - Dr. Anthony Achebe
2. To disclose the remuneration of Managers of the Company;
3. To authorize Directors to fix the remuneration of the External Auditors of the Company
4. To elect members of the Statutory Audit Committee

<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/>	<input type="checkbox"/>

Please indicate "x" in the appropriate square how you wish your vote to be cast on the resolution set out above unless otherwise instructed, the Proxy will vote or abstain from the voting at his/her discretion.

NB: Completed proxy forms should be sent to **Cardinalstone Registrars** or **cnwankwo@guineainsurance.com**

Dated this

SPECIAL BUSINESS

To consider and if thought fit, to pass the following as special resolutions:

6. "That the remuneration of the Non-Executive Directors of Guinea Insurance Plc for the year ending December 31, 2022 and until further notice, be and is hereby fixed at N1,200,000.00 (One Million Two Hundred Thousand Naira Only) for the Chairman and N1,000,000.00 (One Million Naira Only) for other Non-Executive Directors as Directors Fees. In addition, sitting allowances will be paid at standard agreed rates for each meeting attended.
***Note that this represents no change to the Non-Executive Directors remuneration of Guinea Insurance Plc from the previous year.**
7. That pursuant to the provisions of the Companies and Allied Matter Act 2020, and the Memorandum and Articles of the Company, the directors of the Company are duly authorised to increase the issued capital of the Company from 6,140,000,000 to 7,942,800,000 by way of a private placing/ placement of 1,802,800,000 (one billion eight hundred and two million, eight hundred thousand) Ordinary shares of 50kobo at 50kobo per share, all ranking pari passu with the existing issued capital in the Company.
8. That the increased issued capital of the Company should be allotted in the following manner:

Name of Allottee	Number of shares to be allotted
Mr. Chukwuemeka Uzoukwu.	1,000,000
Mr. Simon Bolaji	1,800,000
Sir Sunny Edwin Igboanuzue.	300,000,000
Chrome Oil Services Limited.	1,500,000,000

9. That the Directors be and are hereby authorised to do all acts and take all actions to give effect to the above resolutions subject to all and any regulatory authorization that may be required.
10. That the Directors be and are hereby authorized to take steps to comply with the requirements of Section 124 of the Companies and Allied Matters Act 2020 and the Companies Regulations 2021 as it relates to unissued shares currently standing to the capital of the Company.

11. That pursuant to the above resolution, that the 57,200,000 unissued shares of 50 kobo each out of the subsisting 8,000,000,000 share capital of the Company being surplus to the needs of the Company be cancelled and is hereby approved with effect from 16th day of August 2022.
12. That the fully issued and allotted share capital of the company from the date of this cancellation is 7,942,800,000 Ordinary shares of 50 kobo each.
13. That the Board of Directors be and is hereby authorized to take all steps to ensure that the Memorandum and Articles of Association of the Company are altered to comply with Resolutions 10, 11 and 12 above including replacing the provisions on authorized share capital with the issued share capital of the Company.
14. That all acts carried out by the Board of the Company hitherto in connection with the above resolutions, be and are hereby ratified.

NOTES:

COMPLIANCE WITH COVID-19 RELATED DIRECTIVES AND GUIDELINES: The Federal Government of Nigeria, State Government, Health Authorities, and Regulatory Agencies have issued a number of guidelines and directives aimed at curbing the spread of COVID-19 in Nigeria. Particularly, the Lagos State Government prohibited the gathering of more than 20 people while the Corporate Affairs Commission (CAC) issued Guidelines on Holding AGM of Public Companies by Proxy. The convening and conduct of the AGM shall be done in compliance with these directives and guidelines.

PROXY: Any member of the Company entitled to attend and vote at this meeting is also entitled to appoint a proxy to attend and vote in his/her stead. A proxy need not be a member of the Company. For the appointment of the proxy to be valid, a Proxy Form must be completed and deposited either at the office of the Company's Registrar, Cardinalstone Registrars Limited, 358, Herbert Macaulay Way, Yaba, Lagos not later than 48 hours before the time fixed for the meeting. A blank Proxy Form is attached to the Annual Report and may also be downloaded from the Company's website at www.guineainsurance.com

ATTENDANCE BY PROXY: In line with CAC Guidelines, attendance of the AGM shall be by proxy only. Shareholders are required to appoint a proxy of their choice from the list of nominated persons below:

- Mr. Godson Ugochukwu
- Mr. Samuel Onukwue
- Mr. Ademola Abidogun
- Mrs. Aderonke Olaleye
- Mr. Boniface Okezie
- Mr. Peter Mgbeahuru

STAMPING OF PROXY: The Company has made arrangement at its cost, for the stamping of the duly completed and signed Proxy Forms submitted to the Company's Registrars within the stipulated time.

ONLINE STREAMING OF AGM: The AGM will be streamed live online. This will enable Shareholders and other stakeholders who will not be attending physically to follow the proceedings. The link for the AGM online live streaming will be made available on the Company's YouTube Channel at <https://www.youtube.com/guineainsuranceplc.com>.

CLOSURE OF REGISTER: The Register of Members shall be closed from 1st August, 2022 to 15th August, 2022, (both days inclusive) for the purpose of updating the Register of Members.

BIOGRAPHICAL DETAILS OF DIRECTORS: The biographical details of Directors standing re-election are provided in the 2021 Annual report and posted on the Company's website at <https://www.guineainsurance.com>

NOMINATION OF STATUTORY AUDIT COMMITTEE MEMBERS: In accordance with Section 404(6) of the Companies and Allied Matters Act 2020, any member may nominate a shareholder as a member of the Statutory Audit Committee by giving notice in writing of such nomination to the Company Secretary at least twenty-one (21) days before the Annual General Meeting. Such notice of nominations should be sent via email to the Company Secretary, at the Company's Head Office, Guinea Insurance House, 33, Ikorodu Road, Jibowu, Lagos or via email at cnwankwo@guineainsurance.com

RIGHTS OF SECURITY HOLDERS TO ASK QUESTIONS: In compliance with Rule 19.12(c) of the NGX Regulations Rulebook, a member and other Security Holders of the Company have a right to ask questions not only at the Annual General Meeting, but also in writing prior to the Meeting, and such questions must be submitted at least one week before the meeting.

By enrolling in electronic delivery service, you have agreed to receive future announcements /shareholder communication materials stated above by E- mail/Compact Disc (CD) /Internet Address (URL). These materials can be made available to you electronically either semi annually or annually. Annual Report, Proxy Form, Prospectus and Newsletter are examples of shareholder communications that can be made to you electronically. The subscription enrolment will be effective for all your holdings in GUINEA INSURANCE PLC on an ongoing basis unless you change or cancel your enrolment. This initiative is in line with our determination to help protect and sustain our planet's environment and the consolidated SEC Rule 128 (6) of September 2011 which states that 'A Registrar of a public Company may dispatch Annual Reports and notices of General Meetings to shareholders by electronic means'

.....

Name (surname first)

.....

Signature and Date

The Registrar
 Cardinalstone Registrars Ltd
 358, Herbert Macaulay Way
 Yaba Lagos

Affix N50.00 Postage Stamp Here

LEAVE YOUR MAYBES & WHAT-IFS ON THE DOORSTEP

Take a healthy dose of our risk management solution and proceed with...

CONFIDENCE AND RESOLVE



📍 Guinea Insurance House: 33 Ikorodu Raod, Jibowu, Lagos

🌐 www.guineainsurance.com



Guinea Insurance Plc
...exceeding your expectations



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... exceeding your expectations

01-2934575, 01-2934577
info@guineainsurance.com

www.guineainsurance.com

