Contents

Who we are

Beta Glass is a member of the Frigoglass Group, a strategic partner to beverage bottlers internationally. Beta Glass is the major supplier of glass packaging in the emerging markets of West Africa.

Our operations represent West Africa's largest glass container capacity, encompassing two plants and three furnaces that exceed 600 tons of produced glass containers per day.

Through a wide range of glass containers, we provide superior packaging solutions to a variety of customers operating in the soft drinks, beer, spirit, cosmetics and pharmaceutical market segments. We manufacture and sell glass bottles of high quality and specification in an array of shapes, sizes, colours and weights. We are the only strategic supplier in this region who can simultaneously supply the principal three colours (Flint, Amber, and Green bottles).

We continue to invest in state-of-the-art equipment and systems as well as new product development initiatives that enable us to offer our customers value-adding solutions, innovative products and cost saving initiatives.

Financial Highlights

Results at a glance

	2016 N'000	2015 N'000	Increase/ (Decrease) %

Major balance sheet items

Share capital	249,986	249,986	-
Share premium	312,847	312,847	-
Other reserve	2,429,942	2,429,942	-
Revenue Reserve	18,482,189	14,585,350	27
Shareholders' funds	21,474,964	17,578,125	22
Total assets	33,184,130	27,171,069	22

Major profit and loss account items

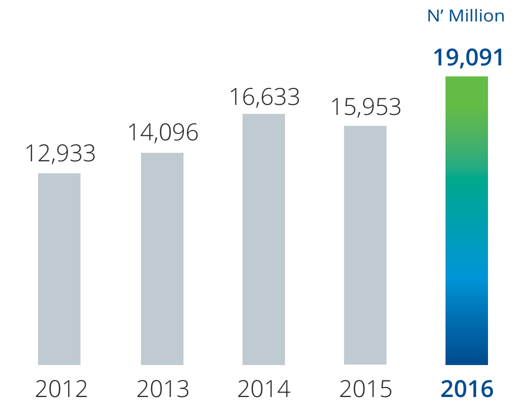
Turnover	19,091,192	15,953,224	20
Profit before taxation	5,215,253	3,114,795	67
Profit after taxation	3,799,393	1,991,127	91

Information per 50 kobo ordinary share

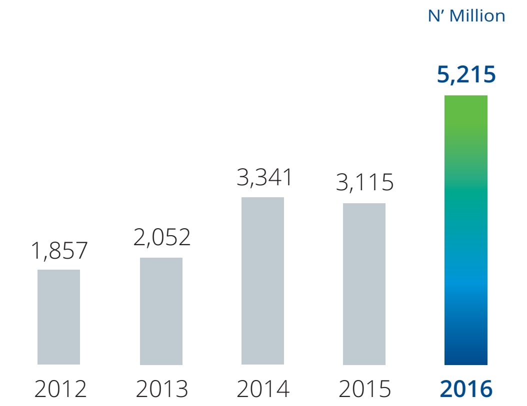
Basic earnings per share (Kobo)	759.92	398.25	91
Net assets per share (Naira)	42.95	35.16	22
Stock Exchange quotation - 31 December (Naira)	30.32	53.45	(43)
Market capitalization as at 31 December (N:Million)	15,159	26,723	(43)

Five-Year Financial Summary

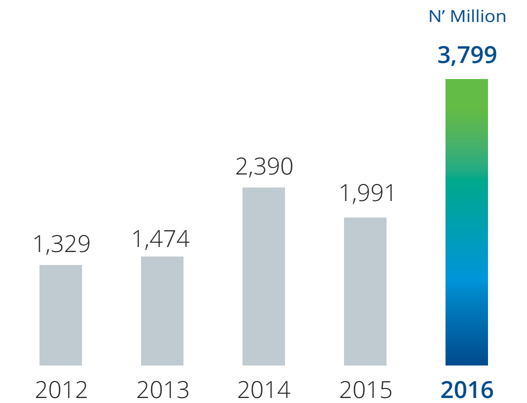
Turnover



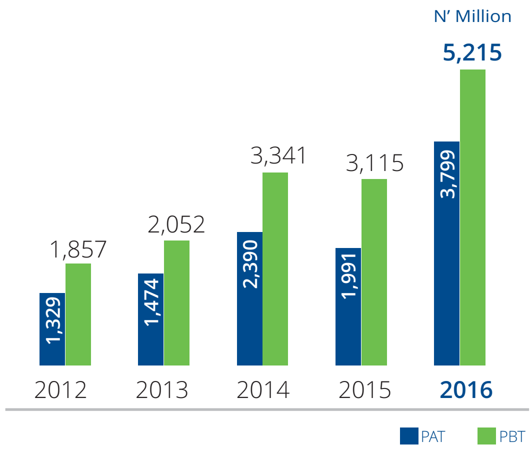
Profit Before Tax (PBT)



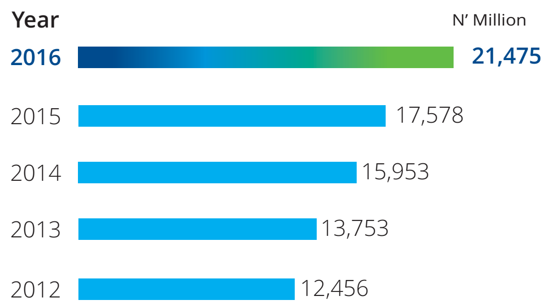
Profit After Tax (PAT)



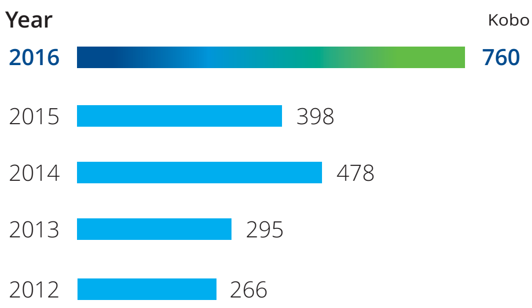
PAT VS PBT



Shareholders' Fund



Earning Per Share



Company Snapshot

We are strategic partners to our customers with high quality solutions, wide range of products, enduring developments and consistently participating in their key initiatives.

Beers and malt

Breweries (including malt) represent our largest customer segment accounting for 43% of total glass unit sales.

Soft drinks

Sales to soft drink companies account for 29% of our glass unit sales.

Wine and spirits

Wine and spirits represent 12% of our unit sales with an offering from proprietary to generic bottles.

Pharmaceutical and cosmetics

This segment represents 16% of our glass unit sales. We manufacture glass containers for leading pharmaceutical and cosmetic companies.

Revenue breakdown by customer segment

Sales per unit

Beers and malt	43%
Soft drinks	29 %
Wine and spirits	12 %
Pharmaceutical and cosmetics	16 %

Markets

Beta Glass exports to 7 countries including: Cameroon, Cape Verde, Gambia, Ghana, Guinea, Liberia, and Sierra Leone.

2 production plants

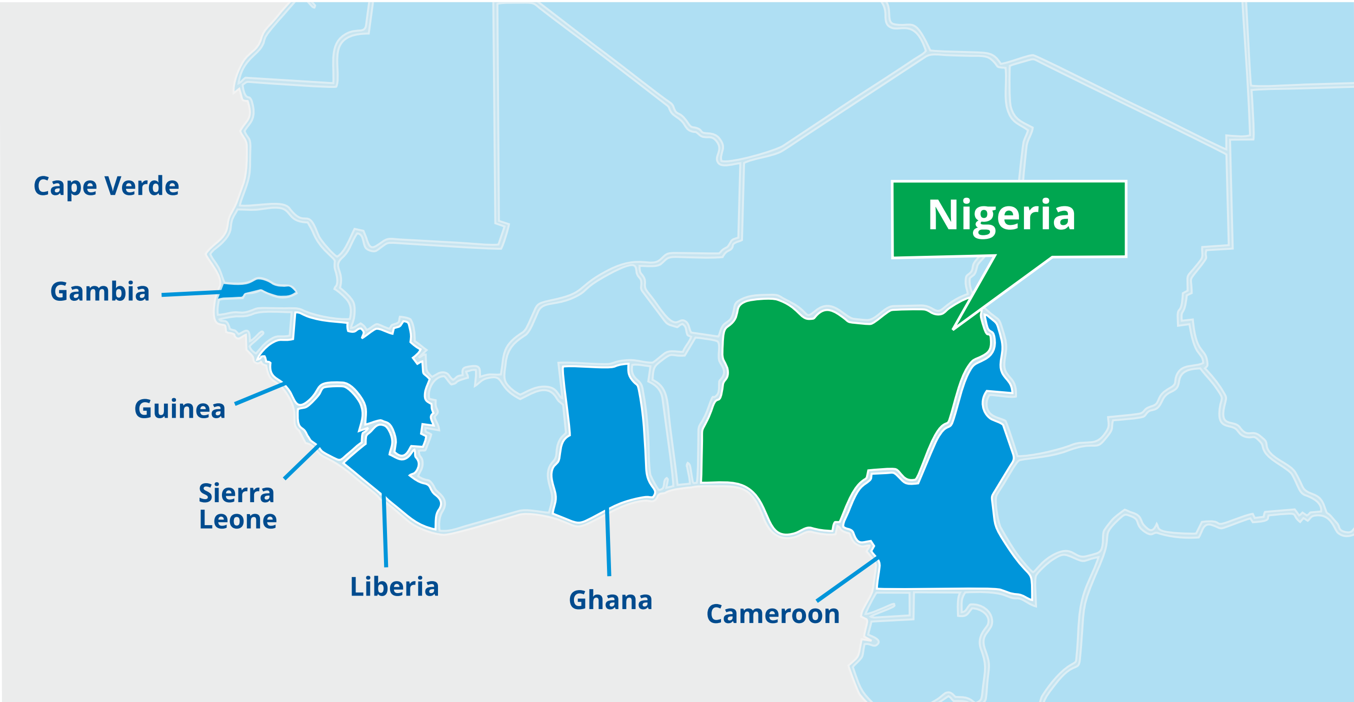
Guinea plant
Delta plant

Capacity

Number of furnaces: **3**
Daily glass production: **600 tons**

Capital expenditure

Capital expenditure amounted to **N1.03 billion in 2016**, directed primarily to machinery and equipment.



Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the **43rd Annual General Meeting of Beta Glass PLC** will be held at **Federal Palace Hotel, 6-8 Ahmadu Bello Way, Victoria Island, Lagos** on **Thursday, July 6, 2017**, at 1**2.00 noon** for the following purposes:

1. To lay before the meeting, the audited financial statements for the year ended December 31, 2016 together with the Directors', Auditors' and Audit Committee's Reports thereon.

2. To re-elect Directors retiring in accordance with the Company's Articles of Association.

3. To declare a dividend.

4. To appoint a new Independent Auditor to replace the retiring Messrs. PricewaterhouseCoopers.

   NOTICE IS HEREBY GIVEN that the Independent Auditor proposed to be appointed is EY (Ernst and Young) Nigeria.

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

6. To elect /re-elect shareholders' representatives on the Audit Committee.

SPECIAL BUSINESS

To consider and if thought fit, pass the following resolutions as Ordinary Resolutions of the Company:

7. "That the Directors' fee payable to each Director (Non-Executive) until further notice be and is hereby fixed at the sum of N500,000 (Five Hundred Thousand Naira) per annum, save for the Chairman whose fees shall be fixed at the sum of N750,000 (Seven Hundred and Fifty Thousand Naira) per annum until further notice."

8. "That pursuant to the Nigerian Stock Exchange Rules governing transactions with Related Parties or Interested Parties, a general mandate be and is hereby given to the Company to enter into recurrent transactions with related parties for the Company's day-to-day operations, including the procurement of goods and services, on normal commercial terms."

Notes:

1. **Proxy**
   A member entitled to attend and vote at the General Meeting is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a member of the Company.

   All instruments of proxy duly stamped by the Commissioner of Stamp Duties in accordance with the Stamp Duties Act (Cap S.8 Laws of the Federation of Nigeria 2004) should be deposited with the Registrar at Cardinalstone (Registrars) Limited, 358 Herbert Macaulay Way, Yaba, Lagos not less than 48 hours before the time for holding the meeting.

2. **Dividend Warrants**
   If the payment of a dividend of 98 kobo per share as recommended by the Directors is approved, it is intended that the warrants will be posted on July 7, 2017 to holders of eligible shares whose names appear on the Register of Members on June 9, 2017.

3. **Closure of the Register and Transfer Books**
   Notice is hereby given that Register of Members and Transfer Books of the Company will be closed between Monday, June 12, 2017 and Friday, June 16, 2017 (both dates inclusive) for the purpose of qualifying for dividend and Members' attendance at the Annual General Meeting.

4. **Nominations for the Audit Committee**
   In accordance section 359 (5) of the Companies and Allied Matters Act, CAP C 20, LFN 2004, any member may nominate a shareholder for election as a member of the Audit Committee by giving in writing, notice of such nomination to the Company Secretary at least 21 days before the Annual General Meeting.

5. **Rights of Shareholders to ask questions**
   Shareholders have a right to ask questions not only at the Meeting, but also in writing prior to the Meeting, and such questions must be submitted to the office of the Company Secretary on or before June 27, 2017.

BY ORDER OF THE BOARD

BOLA ADEBISI (MS.)
Deputy Company Secretary
FRC /2013/ NBA 00000002344

IDDO HOUSE, IDDO, LAGOS

Dated this **30th day** of **May 2017.**

Directors, Officers and Advisers

Directors

Abimbola Ogunbanjo	Chairman	
Darren Bennett-Voci (British)	Managing Director	(appointed w.e.f 17/03/2016)
Olaolu Akerele	Director	(appointed w.e.f 17/03/2016)
Chief Chris Avielele	Director	
Haralambos (Harry) G. David (Cypriot)	Director	
Kolapo Lawson	Director	(resigned w.e.f 17/03/2016)
Nikolaos Mamoulis (Greek)	Director	(appointed w.e.f 17/03/2016)
John Mastoroudes (British)	Director	
George Papachristou (Greek)	Director	
Torsten Tuerling (German)	Director	(resigned w.e.f 17/03/2016)
Gerasimos Varvias (Greek)	Director	(resigned w.e.f 17/03/2016)

Secretary:

Bola Adebisi (Ms.)

Registered Office:

Iddo House, Iddo, P O Box 159, Lagos
Phone: +234 1 280 6700, 234 1 774 0844
Fax: +234 1 280 6701

Registrar and Transfer Office:

Cardinalstone (Registrars) Limited
358 Herbert Macaulay Way,
Yaba, Lagos.

Auditors

PricewaterhouseCoopers (Chartered Accountants)
Landmark Towers, 5B Water Corporation Road, Victoria Island, Lagos.

Chairman's Statement

Distinguished Shareholders, Ladies and Gentlemen, it gives me great pleasure to welcome you to the 43rd Annual General Meeting of our Company and I am delighted to present to you the Annual Report and Financial Statements for the year ended December 31, 2016.

Permit me to review in context the economic environment in which your company operated during the year and how that impacted our business.

THE OPERATING AND ECONOMIC ENVIRONMENT

During 2016, our Revenue increased by 20% in reported terms, whereas the revenue growth in real terms was moderated by the steep inflationary impact which peaked at 18.9% towards the end of the fiscal year. The business environment was very difficult in 2016, due to erosion of personal disposable income, global oil price volatility and currency pressures following the devaluation of the Naira, all together weakening consumer demand and throwing the economy into recession in Q2, 2016, for the first time in over 20 years. The effects of the decline in Nigeria's external revenue and reserves crippled business activities and the manufacturing sector was severely affected as import dependency on raw materials led to cost escalations which could only be partially transferred on to consumers.

Based on the National Bureau of Statistics (NBS), the full year 2016 GDP (Gross Domestic Product) contracted by 1.51%, indicating real GDP of N67,984.20 billion for the year. The sluggish growth is mainly attributed to a slowdown in economic activity which has been adversely impacted by the inadequate supply of foreign exchange and further aggravated by the foreign exchange restrictions targeted at a list of 41 imports, some of which are inputs for manufacturing and agro-industry. This has resulted in cuts in production and shedding of jobs in many sectors.

2016 was characterized by key reforms in order to boost the economy, such as increased spending on infrastructure, the rationalization of the public sector in order to cut the cost of governance; enforcement of the single treasury account to block financial leakages, renewed efforts at enforcement of tax compliance; preparation for zero-budgeting starting in 2016; and increasing the ratio of capital to recurrent expenditure to 30:70. It is hoped that these reforms will lay a foundation for renewed growth and prospect for improvement in the economy.

Security remains a major challenge in the northeast in particular. While the military has stepped up the fight against the Boko Haram insurgency, the humanitarian situation has continued to deteriorate. The number of internally displaced persons is estimated at over two (2) million, located mainly in the cities where conditions are safer. Both the government and development partners continue to explore additional ways of improving the situation.

Nigeria's 36 states, most of which depend on monthly "handouts" from the Federal Government, are on average three to four months late on salary payments to teachers, doctors and civil servants. The situation persists despite the bail-out funds given to some states by the Federal Government.

Months of shortages and unrest over long fuel lines also forced an increase in the price of Premium Motor Spirit (PMS) from N87 to N147 a litre during the year. Businesses struggled to operate as the Central Bank of Nigeria (CBN), whose reserves have fallen to a more than 10 year low, runs out of the dollars the country needs to import raw materials and equipment. The exchange rate policy of the CBN consequently contributed in no small measure to creating a recessionary situation. Manufacturers who could not access foreign exchange were severely hit as they were forced to turn to the parallel market, where the Naira value has plunged significantly. Foreign Direct Investment was also the lowest in

Chairman's Statement (Cont'd)

2016 since the 2007-08 global financial crisis.

FINANCIAL PERFORMANCE

Despite all the external environmental factors during the year, I am pleased to report that our Company remained focused on creating value for our esteemed shareholders and was able to achieve the level of success which is now recorded.

The Company's revenues increased by 20%, compared to prior year, from N15.953 to N19.091 Billion in the year under review. This growth was mainly driven by price increases in response to the inflation trend and rising input costs throughout the year.

The cost of sales increased from 76% of Net Trade Sales (NTS) in 2015 to 79% of NTS in 2016. This mainly reflects the increase in raw material prices, the impact of which was partly offset by price adjustments. We experienced significant increase in raw material prices as a fallout of the problems arising from rising local input cost and Naira devaluation, coupled with lower availability of foreign exchange to discharge our import liabilities.

The Administrative overheads cost decreased in 2016, following the restructuring carried out during the year.

Despite the high input costs and pressure on the availability of foreign exchange, your Company was able to effectively manage the finance income/ costs with overall lower borrowings compared to the previous year.

DIVIDEND

The Directors have decided to recommend to the shareholders a gross dividend of 98 kobo per share subject to 10% Withholding Tax, after considering the current and future cash requirements for investments to achieve sustainable and profitable growth.

FUTURE OUTLOOK

I am pleased to note that oil production has risen from 1.2mmb per day in 2016 to approximately 2mmb per day. This has resulted in a substantial increase in the country's foreign reserves and the Central Bank has reacted positively by increasing dollar supply to the Fx Interbank market thereby enabling genuine users to gain more access to much needed foreign currency. It is vital that the CBN gradually move towards a sustainable single exchange rate to bring clarity and restore investor confidence. The recovery reflects a lull in militant attacks on oil infrastructure as the government and militant groups are hoping to strike a permanent cease fire. The economy is therefore expected to rebound this year on higher oil earnings and fiscal spending.

It is our hope that the Economic Recovery and Growth Plan recently released by the Federal Government which sets out a credible blueprint to jumpstart growth will be a step in the right direction. A speedy implementation of the programme coupled with achieving stability in the Niger Delta region will be key to restoring growth in the short and medium term.

Your Company has scheduled a Furnace Cold Repair at the plant in Ughelli, Delta State. The Cold repair will further extend the life of the furnace and increase our overall production capacity.

DIRECTORS, STAFF AND AUDITORS

As I reported at the last Annual General Meeting, Messrs. Kolapo Lawson, Gerasimos Varvias and Torsten Tuerling resigned as directors while Messrs. Darren Bennett-Voci, Olaolu Akerele and Nikolaos Mamoulis were appointed as directors of the Company during the year under review.

I wish to appreciate my colleagues on the Board for their contributions and the warm and collegiate atmosphere within which our deliberations were held. Members' untiring efforts contributed to the positive direction that the Company is heading. May I take this opportunity to thank the Management and staff for achieving these results despite the difficult economic conditions.

Messrs. PricewaterhouseCoopers having audited the Company consecutively for ten (10) years will step down as auditors to the Company in accordance with the Securities and Exchange Commission's Code of Corporate Governance on rotation of external auditors. I also seize this opportunity to thank Messrs. PricewaterhouseCoopers for carrying out the Audit exercise in an efficient and professional manner year on year since their engagement by the Company.

A resolution will be passed at this Meeting for the appointment of new external auditors to our company.

COMMUNITY RELATIONS

Overall, the industrial relations between staff and management remained cordial during the year and I am happy to report that there were no incidents of industrial unrest. We shall maintain our developmental staff training programmes.

Distinguished shareholders, the communities (Agbara and Ughelli) within which we operate deserve special mention for the sustained harmonious relationship.

Finally, on behalf of the Board of Directors and the Management of the Company, I would like to thank our valued stakeholders and all those who have contributed to our commendable performance especially under the current trying economic circumstances.

I thank you most warmly for your attention.

Abimbola Ogunbanjo
Chairman

Board of Directors

Abimbola Ogunbanjo
Chairman

Darren Bennett-Voci (British)
Managing Director

Olaolu Akerele
Director

Chief Chris Avielele
Director

Haralambos (Harry) G. David (Cypriot)
Director

Nikolaos Mamoulis (Greek)
Director

John Mastoroudes (British)
Director

George Papachristou (Greek)
Director

Directors' Report

The Directors present to the members of the Company, the Annual Report together with the audited financial statements for the year ended 31 December 2016.

Principal activities

The principal activity of the Company is the manufacture and sale of glassware.

Results for the year

	2016 N'000	2015 N'000
Turnover	19,091,192	15,953,224
Profit before taxation	5,215,253	3,114,795
Profit after taxation	3,799,393	1,991,127

Appropriation of profit after taxation

The Directors recommend to the shareholders, the payment of a gross dividend of 98 Kobo per 50 kobo ordinary share to all shareholders on the Company's Register of Members as at the close of business on June 9, 2017. If the Directors' recommendation is approved by the shareholders, the profit after taxation of N3,799,393,000 will be appropriated as follows:

	N'000
Proposed dividend (Gross)	489,973
Transfer to general reserve	3,309,420

Directors

The Directors retiring by rotation in accordance with the Articles of Association are Mr. George Papachristou and Mr. John Mastoroudes and being eligible, offer themselves for re-election.

Record of Directors attendance at meetings

Pursuant to Section 258(2) of the Companies and Allied Matters Act, the records of Directors' attendance at Board meetings during the year under review will be available for inspection at the Annual General Meeting.

Directors' interests in the Shares of the Company

As at 1 January 2016 and 31 December 2016, the interests of the Directors (and those who served on the Board during the year under review) in the issued share capital of the company as recorded in the register of members in compliance to Section 275 of the Companies and Allied Matters Act, were as follows:

Number of shares as at	31 Dec. 2016	1 Jan. 2016
Mr. Abimbola Ogunbanjo	-	-
Mr. Darren Bennett-Voci (British)	-	-
Kolapo Lawson (resigned w.e.f 17/03/2016)	100,000	100,000
Mr. Olaolu Akerele	-	-
Chief Chris Avielele	27,474	27,474
Mr. Haralambos (Harry) G. David (Cypriot)	25,437	25,437
Mr. Nikolaos Mamoulis	-	-
Mr. John Mastoroudes (British)	-	-
Mr. George Papachristou (Greek)	-	-
Torsten Tuerling (German) (resigned w.e.f 17/03/2016)	-	-
Gerasimos Varvias (Greek) (resigned w.e.f 17/03/2016)	-	-

* Mr. Kolapo Lawson is a beneficiary in the Estate of Chief Adeyemi, which holds 2,710,400 shares.

* Mr. Abimbola Ogunbanjo has beneficial interest in 105,400 shares held by Turnbull Investments Limited.

Save as disclosed above, the Company is not aware of any other interests of the directors in the share capital of the Company or of its Holding Company - Frigoglass Industries (Nigeria) Limited as at 31 December 2016 or at the date of this report.

Directors' interests in contracts

Mr. Abimbola Ogunbanjo is the Managing Partner of Chris Ogunbanjo & Co., one of the providers of legal services to the Company. In accordance with Section 277 of the Companies and Allied Matters Act, Mr. Abimbola Ogunbanjo has notified the Board of his position.

None of the other Directors has notified the Company for the purpose of Section 277 of the Companies and Allied Matters Act, of any disclosable interests in contracts involving the Company either as at 31 December 2016 or at the date of this report.

Charitable gifts

In compliance with Section 38(2) of the Companies and Allied Matters Act, the Company did not make any donations or gifts to any political party, political association or for any political purpose during the year under review.

Corporate governance

The Directors have striven to maintain its corporate governance ethics and rules and regulations of the regulatory authorities during the year under review.

Directors' Report (Cont'd)

Corporate social responsibility

It is the policy of the Company to try and consistently improve on some amenities within its host communities. Thus during the year under review, the Company accomplished the following:

	N
Provision of Sixty (60) wooden classroom chairs for 2 classrooms in Agbara Community Grammar School, Agbara	700,000
Construction of 6 Lockup shops in Ekakpamre Community of Delta State	2,500,000
Provision of drainage of 150m x 2 x 3m deep with walls both sides at Eruemukohwarien Community	3,000,000
Provision of drainage channel and interlocking concrete of Ekrerhavwe Community Town Hall premises	4,100,000
Total cost	**10, 300, 000**

Significant changes in fixed assets

Movements in fixed assets during the year were as shown in note 14 to the financial statements. In the opinion of the Directors, the market value of the Company's fixed assets is not less than as shown in the Statement of financial position.

Employment policies and training

The Company's employment policy ensures that opportunities are also given to disabled persons. Disabled applicants are therefore given special consideration for employment having regard to the aptitudes and capabilities of each applicant.

The Company also has training programmes designed to ensure that employees who became disabled during their employment are not, for the sake of their disabilities, disadvantaged in their career development in the Company. The Company provides overseas and on-the-job technical training for employees' knowledge in glass production technology.

Health, safety and welfare of employees

The Company has standard in-plants clinics run by competent and qualified medical personnel where free medical services are provided for all staff. There are also stand-by ambulances for transfer of serious cases of illness to designated hospitals retained by the Company.

The Company provides free meals to its employees at the staff canteens.

There are contributory retirement benefit schemes for both management and junior employees of the Company. The schemes are in compliance with the provisions of the Pensions Reform Act 2014.

Employees' involvement

The Company consults with representatives of the workers union on important issues that affect the career of employees and the fortunes of the Company.

Employees' individual suggestions are entertained through the use of suggestion boxes strategically located in the Company's premises.

Auditors

Messrs. PricewaterhouseCoopers having audited the company consecutively for ten (10) years, will step down as auditors of the Company in accordance with the Securities and Exchange Commission's Code of Corporate Governance on rotation of external auditors.

A resolution will be passed at the Annual General Meeting for the appointment of new external auditors.

Financial reporting council of Nigeria waiver in respect of Rule 2

The Financial Reporting Council of Nigeria has granted a waiver to the Company by allowing the Audit Committee Chairman, Prof. Caleb A Osuntogun, OFR to sign the 2016 annual report and financial statements without indicating any Financial Reporting Council (FRC) registration number with the certification.

BY ORDER OF THE BOARD

BOLA ADEBISI (MS)
Deputy Company Secretary
FRC/2013/NBA/00000002344

IDDO HOUSE, IDDO, LAGOS
23rd March, 2017

Corporate Governance Report

BETA GLASS PLC ("Company") is committed to the best practices in corporate governance; hence the Board is continually reviewing corporate governance standards and procedures in the light of the current developments in and outside Nigeria. It recognizes that corporate governance is fundamental to earning the confidence and trust of the shareholders and consequently provides the structure through which the objectives of the Company are set and the means of attaining such objectives.

The Board is guided in its Corporate Governance policies by the provisions of the Code of Corporate Governance ("the Code") which came into effect on April 1, 2011 and its policies are designed to ensure that the Company's business is conducted in a fair and transparent manner which conforms to high ethical standards. The governance framework helps the Board to discharge its roles of providing oversight and strategic counsel in balance with their responsibility to ensure conformity with regulatory requirements and acceptable risk.

In compliance with Section 34(4) of the Code, it is hereby reported as follows:

The Board of Directors

The Directors of the Company are professionals who are well established in various fields of endeavor such as Consultancy, Law, Business, Economics, etcetera, creating a good skills-mix and wealth of experience which they have brought to bear on deliberations at Board meetings and in the exercise of their oversight functions. The Board governs and supervises the overall activities of the Company through the Managing Director.

Composition of the Board of Directors

The composition of the Board of Directors of the Company is as follows:

Title	Name	Executive/ Non-Executive	Independent	Date of Appointment
Chairman	Abimbola Ogunbanjo	Non-Executive		28/09/2010
Managing Director	Darren Bennett-Voci (British)	Executive		17/03/2016
Member	Olaolu Akerele	Non-Executive		17/03/2016
Member	Chief Chris Avielele	Non-Executive		28/09/2010
Member	Haralambos (Harry) George David (Cypriot)	Non-Executive		24/04/2008
Member	Kolapo Lawson (resigned w.e.f 17/03/2016)	Non-Executive		13/01/2000
Member	Nikolaos Mamoulis (Greek)	Non-Executive		17/03/2016
Member	John Mastoroudes (British)	Non-Executive	Independent	28/09/2010
Member	George Papachristou (Greek)	Non-Executive		28/03/2012
Member	Torsten Tuerling (German) (resigned w.e.f 17/03/2016)	Non-Executive		05/12/2012
Member	Gerasimos Varvias (Greek) (resigned w.e.f 17/03/2016)	Non-Executive		24/04/2008

The roles of the Board of Directors

The Charter provides for the following as the roles and responsibilities of the Board of Directors:

- Strategy and Planning
- Staffing at Board and Senior Management Levels & Succession Planning
- Executive Remuneration
- Performance Monitoring
- Risk Management and Internal Control
- Capital Management and Financial Reporting
- Communication with the shareholders and Management of Investor relations
- Audit and Compliance

The Board was fully aware of its responsibilities which primarily involve the creation of stakeholder value and ensuring the success of the Company. The Board is responsible for ensuring that the affairs of the Company are run in an efficient manner and in compliance with applicable regulations. Members of the Board are required at all times to act in the best interest of the Company in the articulation and formulation of its strategic direction. The Board of Directors is dedicated to ensuring that the Company achieves its objectives. The Board met four times during the year, on the following days: March 17, 2016, June 30, 2016, September 20, 2016 and December 1, 2016.

Attendance at Meetings by Directors

The following is the list of the directors and their attendance at meetings during the year:

Name	17/03/2016	30/06/2016	20/09/2016	01/12/2016
Abimbola Ogunbanjo	P	P	P	P
Darren Bennett-Voci (British)	N/A	P	P	P
Kolapo Lawson	P	N/A	N/A	N/A
Olaolu Akerele	N/A	P	P	P
Chief Chris Avielele	P	P	P	P
Haralambos (Harry) George David (Cypriot)	A	P	A	P
Nikolaos Mamoulis (Greek)	N/A	P	P	P
John Mastoroudes (British)	P	P	A	P
George Papachristou (Greek)	P	P	P	P
Torsten Tuerling (German)	A	N/A	N/A	N/A
Gerasimos Varvias (Greek)	A	N/A	N/A	N/A

P = Present A = Apologies N/A = Not on the Board at the date of the meeting

The Directors retiring by rotation in accordance with the Articles of Association are Mr. George Papachristou and Mr. John Mastoroudes and being eligible, offer themselves for re-election.

The biographical details of the Directors seeking election/re-election are as stated below:

Mr George Papachristou

Mr. George Papachristou holds a Master degree in Business Administration (MBA). He has almost 30 years' experience and a proven track record with major international companies such as Coca-Cola, Frigoglass and PepsiCo, working in places like Zambia, Greece and Nigeria. He joined Frigoglass in January 2012 as the Managing Director, Nigeria Operations. He is currently the Managing Director of Frigoglass West Africa Limited.

Mr. John Mastoroudes

Mr. John Mastoroudes joined the Board of the Company on September

Corporate Governance Report (Cont'd)

28, 2010. He holds a Master of Arts Degree (Marketing) from Lancaster University, United Kingdom. He was the Managing Director of Carpet Royal Nigeria Limited, Ibadan, a subsidiary of A G Leventis (Nigeria) Plc and worked with the Leventis Group in Lagos from 1988 - 1996. He founded and managed now defunct Leventis United Football Club for over ten years. He left the Leventis Group to join Flour Mills of Nigeria Plc as Executive Director of Golden Fertilizer Limited. He is currently an Executive Director at Lekki Port LFTZ Enterprise and Lagos Free Trade Zone, Lekki.

The Audit Committee

The Audit Committee is composed of 6 members made up of three representatives of the shareholders elected at the 2015 Annual General Meeting for tenure of one year, and three representatives of the Board of Directors nominated by the Board. The Chairman of the Committee, Professor C A Osuntogun, OFR in compliance with the requirements of Corporate Governance is a shareholder representative. The Committee met four (4) times in the year, on the following days: March 14, 2016, May 10, 2016, September 23, 2016 and November 23, 2016.

Composition

1)	Professor Caleb Adeniyi Osuntogun, OFR	-	Shareholder/Chairman
2)	Mr. Olaolu Akerele (appointed w.e.f 10/05/2016)	-	Director/Member
3)	Chief Chris Avielele	-	Director/Member
4)	Chief Simeon Akinyemi Odubiyi	-	Shareholder/Member
5)	Mr. Peter Knight Okoh	-	Shareholder/Member
6)	Mr. John Mastoroudes	-	Director/Member

Members' attendance at the Audit Committee meetings during the financial year ended December 31, 2016 is as stated below:

Name	14/03/2016	10/05/2016	23/09/2016	23/11/2016
Professor Caleb Adeniyi Osuntogun, OFR	P	P	P	P
Mr. Olaolu Akerele	N/A	N/A	P	P
Chief Chris Avielele	P	P	P	P
Chief Simeon Akinyemi Odubiyi	P	P	P	A
Mr. Peter Knight Okoh	P	P	P	P
Mr. John Mastoroudes	P	A	A	P

P = Present A = Apologies N/A = Not on the Audit Committee at the date of the meeting

In 2016 the Audit Committee:

- reviewed the results of the audits undertaken by the Internal Audit department and considered the adequacy of management's responses to the matters raised, including the implementation of any recommendations made.
- reviewed and approved the 2016 Internal Audit programme, including the proposed audit approach, coverage and allocation of resources.
- reviewed the effectiveness of Internal Audit, taking into account the views of directors and senior management on matters such as independence, proficiency, resourcing, and audit strategy, planning and methodology.
- reviewed regular reports on control issues of Company level significance, including details of any remedial action being taken. It considered reports from the Internal and external auditors on the Company's systems of internal controls and reported to the Board on the results of its review.

The Internal Audit department is an independent function that ensures that all operations are executing their duties in accordance with the corporate objectives, policies and procedures. In particular, Internal Audit seeks to ensure that internal financial control systems across the Company remain robust, consistent and sound.

The Internal auditor acts according to the International Standards for the Professional Practice of Internal Auditing and the policies and procedures of the Company, and reports directly to the Audit Committee.

Human Resources and Remuneration Committee

The Human Resources and Remuneration Committee is composed of four (4) members made up of three (3) Non-Executive Directors and the Managing Director of the Company. The Committee was established to continually review the Company's Human Resources Policies, Procedures, Programmes, Compensation and Benefit Policies for all employees and the Board. The Committee met four (4) times in the year, on the following days: March 14, 2016, June 3, 2016, September 19, 2016 and November 23, 2016.

Directors' attendance at the Human Resources and Remuneration Committee meetings during the financial year ended December 31, 2016 is as stated below:

Name	14/03/2016	03/06/2016	19/09/2016	23/11/2016
Mr. John Mastoroudes	P	P	P	P
Mr. Olaolu Akerele (appointed w.e.f 03/06/2016)	N/A	N/A	P	P
Mr. George Papachristou	P	P	P	P
Mr. Darren Bennett-Voci (appointed w.e.f 03/06/2016)	N/A	N/A	P	P

P = Present A = Apologies
N/A = Not on the Human Resources and Remuneration Committee at the date of the meeting

Risk Management Committee

During the year under review, the Board of Directors established a Risk Management Committee to assist the Board in its oversight of the Company's risk profile, risk management framework and the risk strategy. The Risk Management Committee also has an oversight function over Management process for the identification of significant risks across the Company and the adequacy of prevention, detection and reporting mechanisms.

The Risk Management Committee is made up three (3) Non-Executive Directors and the Managing Director as follows:

Mr. John Mastoroudes - Chairman
Mr. Olaolu Akerele - Member
Mr. George Papachristou - Member
Mr. Darren Bennett-Voci - Member

Corporate Governance Report (Cont'd)

The inaugural meeting took place on November 23, 2016 and was attended by all members.

Induction and training

The Company has in place a formal induction programme for newly appointed Directors. As part of this induction, each new Director is provided with core materials and made to attend a series of introductory meetings to become knowledgeable about the Company's business and familiar with the senior management team.

The Human Resources and Remuneration Committee is in charge of evolving a continuing education programme to ensure existing Directors stay current with the Company's business and objectives as well as relevant industry information and other external factors such as corporate governance requirements and best practices. As part of the programme, Directors are encouraged to periodically attend appropriate continuing education seminars or programmes which would be beneficial to the Company and the Directors' service on the Board.

Performance Evaluation Process

The Human Resources and Remuneration Committee oversees a formal evaluation process to assess the composition and performance of the Board, each Committee, and each individual Director on an annual basis. The assessment is conducted to ensure the Board, Committees, and individual members are effective and productive and to identify opportunities for improvement and skill set needs.

The Human Resources and Remuneration Committee reports annually to the full Board with its assessment. A Director will not be nominated for re-election unless it is affirmatively determined that the Director is substantially contributing to the overall effectiveness of the Board.

A summary of the 2016 Performance Evaluation shows that the Board is effective in the discharge of its responsibilities. However, it was noted that there is room for improvement in areas such as the management of economic and political change and critical industry development.

Statement of Company's Risk Management Policies and Practices

The Board of Directors has the responsibility of ensuring the maintenance of a sound system of internal control and risk management and discharges this responsibility through its Risk Management Committee. In compliance with the requirements of the Securities and Exchange Commission Code of Corporate Governance 2011, Management provided assurance to the Board during the financial year that the risk management control and compliance systems in the Company are operating efficiently and effectively.

Specifically, our risk management objectives are to:

- demonstrate good corporate governance by managing our risks effectively.
- prioritize risks appropriately and take appropriate risks for appropriate return in line with our risk culture and appetite.
- avoid damage to our reputation, brands and our economic profit.
- identify and maximize the benefit from new opportunities, challenges and initiatives.

Financial reporting and internal control

The Company produces a detailed Annual Report and Financial Statements, which provide insight about the business and its financial results, according to relevant international and local standards and regulations. The annual report is sent to every shareholder ahead of the Annual General meeting. The Company publishes full and half year results required by the Investment and Securities Act 2007. The results are published in two national dailies with wide circulation. All the financial information released for public consumption is approved by the Board. The share price sensitive information is disseminated simultaneously to all shareholders without giving any preferential treatment to anyone.

The Company put in place adequate internal control procedures which include an independent audit function reporting to the audit committee. The internal audit function assists the directors and management to maintain effective controls through periodic evaluation to determine the effectiveness and efficiency of the company's internal control systems and make recommendations for enhancement or improvement.

The directors having gone through the reports of audit committee are satisfied with the adequacy and effectiveness of internal control framework existing in the Company.

Communication Policy

The Company is committed to managing an open and consistent communication policy with shareholders, potential investors and other interested parties. The objective is to ensure that the perception of those parties about the historical record, current performance and future prospects of the Company is in line with management's understanding of the actual situation.

The guiding principles of this policy, as it relates to shareholders, are that the Company gives equal treatment to shareholders in equal situations; that any price sensitive information is published in a timely fashion; and that information is provided in a format that is as full, simple, readable, understandable, transparent and consistent as possible.

The Company has an established website and investor-relations portal where the Company's Quarterly and Annual Reports and other relevant information about the Company is published and made accessible to the public. The website portal is http://www.frigoglass.com/financial-results/

Printed Material

The Company produces a detailed Annual Report and Financial Statements, which provides insight about the business and its financial results, according to relevant international and local standards and regulations. In addition, the Company publishes full year and half year results.

Corporate Governance Report (Cont'd)

Complaints Management Policy

In compliance with The Securities and Exchange Commission guideline that all Capital Market Operators must develop a complaints policy framework on how to resolve complaints arising from issues covered under the Investment and Securities Act, 2007, the Company has developed a Complaints Management Policy which will ensure that all complaints and enquiries from the Company's shareholders are managed in a fair, impartial, efficient and timely manner. A copy of this policy is made available on the Company's website at www.frigoglass.com

Securities Trading Policy

In compliance with Section 14 of the Nigerian Stock Exchange Amended Rules, the Company had developed a Security Trading Policy which will guide its Directors, Management, Officers and related persons in dealing with its shares. A copy of this policy has been distributed to all employees and is available on the Company's website at www.frigoglass.com.

Whistle Blowing Policy

The Company has put in place a WHISTLE BLOWING POLICY which is called "Speak-Up Policy" and known to all stakeholders. This policy has a dedicated "hot-line" and email system which could be used discretely to report unethical practices.

Sustainability report

As a Company, we firmly believe that we have an important role to play in creating a thriving society in Nigeria. We remain committed to deliver on social investments that impact lives in our various host communities across the country. We also implement measures that help us reduce the impact our operations have on the environment. Furthermore, we create significant value directly in these communities through our daily operations by providing jobs, engaging services, and sourcing materials from suppliers, and paying local levies.

Health and safety

Health and Safety holds significant importance among all operational activities and the Company is committed to a Health and Safety system that promotes a safe working environment for all employees, contractors, customers and visitors to our plants.

The Company is also committed to its wellness and health programs for the prevention, protection, voluntary counselling and support of employees and their families with serious diseases including but not limited to HIV/AIDS, Malaria and Tuberculosis.

Employment and employees

It is our policy to equip all employees with the skills and knowledge required for successful performance of their jobs. This entails identifying the training needs of our employees and prioritising implementation of plans to address such needs consistent with the requirements of the business today and in the future.

The Company is an equal opportunity employer and does not discriminate on any grounds. Thus, we provide employment opportunities to physically challenged persons. However, this actually goes beyond the need to ensure that there is no discrimination against such persons, but driven by a deep conviction that even in disability, there could be immense ability.

Our resourcing and promotion policy ensures equity and is free from discriminatory bias of gender, ethnic origin, age, marital status, sexual orientation, disability, religion and other diversity issues. This is role modelled throughout our end to end employee life cycle process.

Code of Business Conduct

Beta Glass PLC is a member of Frigoglass SAIC and follows the Code of Business Conduct (CoBC) for Frigoglass group companies. The CoBC constitutes an integral part of responsible corporate governance to which the Frigoglass Group including Beta Glass Plc has committed itself. The CoBC can be accessed at http://www.frigoglass.com/sites/default/files /Code%20of%20Business%20conduct_31.01.12.pdf and provides guidance on achieving corporate objectives through operating with honesty, fairness and integrity. The CoBC contains the following amongst others:

- Corporate values
- Compliance with laws and regulations
- Commitment to and expectations of our employees
- Our responsibilities to customers, suppliers and markets
- Our commitment to shareholders
- Our responsibilities to the public

The Code of Business Conduct also covers key policies that govern our conduct in all facets of the Company's operations such as policies on Anti-Corruption, Anti-Money Laundering, Competition and Anti-Trust.

The CoBC is subscribed to by all members of the Board of Directors, Managers and all Employees of the Company. The Company mandates strict adherence to the Code in the Company's day to day operations.

Compliance with the Code's Provisions

The Board after a careful review of the provisions of the code with the assistance of Company Secretary is of the opinion that the Company's corporate governance practices and structure are in compliance with the provisions of the Code.

Circular to Shareholders

CIRCULAR TO SHAREHOLDERS SEEKING A GENERAL MANDATE AUTHORIZING TRANSACTIONS WITH RELATED PARTIES OF VALUE UP TO AND MORE THAN 5% OF BETA GLASS PLC NET TANGIBLE ASSETS.

In accordance with Paragraph 6.0 of the Nigerian Stock Exchange Rules Governing Transactions with Related Parties or Interested Persons, Beta Glass Plc., hereby seeks a general mandate from shareholders in general meeting, authorizing the company to enter into recurrent transactions necessary for its day to day operations such as the purchase and sale of supplies and materials and procurement of goods and services, with its related parties up to transactions of a value equal to or more than 5% of Beta Glass Plc. 's net tangible assets.

The following information is hereby provided in respect of the transactions for which the general mandate is sought:

i. Class of interested persons with which the entity at risk will be transacting:
   a. Frigoglass Industries Nigeria Limited (FINL), the parent company;
   b. Nigeria Bottling Company Limited (NBC), an indirect shareholder;
   c. Frigoglass Global Limited (FGL), an affiliate; and
   d. Frigoglass West Africa Limited (FWAL), common shareholders with the parent company.

ii. Nature of transactions contemplated under the mandate:
   a. Receipt of technical services from FGL;
   b. Manufacture and sales of glass bottles to NBC;
   c. Loans and deposits between BG and FINL; and
   d. Loans and deposits between BG and FWAL.

iii. Rationale for, and benefit to the entity:
   a. Technological know-how in the design and manufacturing of glass tank (furnace), manufacture of bottles, annealed tableware and other glassware;
   b. Significant contribution to the Company's revenue; and
   c. Greater negotiating power with banks and ability to negotiate more favorable deposit/funding facility rates.

iv. Methods or procedures for determining transaction prices:
   a. Comparable uncontrolled price method;
   b. Cost plus method; and
   c. Transactional net margin method.

v. We have received Independent financial advisers' opinion which confirmed that our transfer pricing methods or procedures are sufficient to ensure that the transactions shall be carried out on normal commercial terms and shall not be prejudicial to the interests of Beta Glass Plc. and its minority shareholders.

vi. Beta Glass Plc, shall obtain a fresh mandate from the shareholders if the transfer pricing methods or procedures become inappropriate and;

vii. FINL and BG through their representative and any common Directors with the remaining mentioned related parties shall abstain from voting on the Resolution approving the General mandate.

In accordance with Paragraph 6.2 of the Nigerian Stock Exchange Rules Governing Transactions with Related Parties or Interested Persons, Beta Glass hereby disclose, in Note 29(c) of the 2016 Financial Statement, the nature and aggregate value of transactions with Related Parties

Dated this 23rd day of March, 2017.
By Order of the Board

BOLA ADEBISI
Deputy Company Secretary
FRC/2013/NBA/00000002344

Compliance Certificate

We hereby certify that

a) We the undersigned have reviewed the annual report and audited financial statements of Beta Glass Plc ("the Company") for the year ended 31 December 2016.

b) Based on our knowledge as officers of the Company, the annual report and audited financial statements do not contain:

   i) any untrue statement of a material fact or

   ii) omit to state a material fact, which would make the statement misleading in the light of the circumstances under which the statement was made;

c) based on our knowledge , the financial statements and other financial information included in the annual report fairly represent in all material respect, the financial conditions and results of operations of the Company as of, and for the period presented in the report.

d) We, the undersigned:

   i) are responsible for establishing and maintaining controls

   ii) have designed such internal controls to ensure that material information relating to the Company and its consolidated subsidiaries is made known to us by others within those entities particularly during the period in which the periodic reports are being prepared.

   iii) have evaluated the effectiveness of the Company's internal controls as of date within 90 days prior to the report.

   iv) have presented in the report our conclusions about the effectiveness of their internal controls based on their evaluation as of that date.

e) We have disclosed to the external auditors of the Company and the audit committee:

   i) all significant deficiencies in the design or operation of the internal controls which would adversely affect the Company's ability to record, process, summarize and report financial data and have identified for the Company's Auditors any material weakness in internal controls, and

   ii) any fraud, whether or not material, that involves management or other employees who have significant role in the Company's internal controls

f) We have identified in the report whether or not there were significant changes in internal controls subsequent to the date of their evaluation, including any corrective actions with regard to significant deficiencies and material weakness.

Mr. Darren Bennett-Voci
Managing Director

23 March 2017
FRC/2016/IODN/00000015783

Mr. Dhanikonda Shanker
Chief Financial Officer

23 March 2017
FRC/2013/ANAN/00000002336

Statement of Directors' Responsibilities

The Companies and Allied Matters Act requires the directors to prepare financial statements for each financial year that give a true and fair view of the state of financial affairs of the company at the end of the year and of its profit or loss. This responsibility includes:

a. ensuring that the Company keeps proper accounting records that disclose, with reasonable accuracy, the financial position of the Company and comply with the requirements of the Companies and Allied Matters Act;

b. designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; and

c. preparing the Company's financial statements using suitable accounting policies supported by reasonable and prudent judgements and estimates, that are consistently applied.

The directors accept responsibility for the annual financial statements, which have been prepared using appropriate accounting policies supported by reasonable and prudent judgements and estimates, in conformity with International Financial Reporting Standards and the requirements of the Companies and Allied Matters Act.

The directors are of the opinion that the financial statements give a true and fair view of the state of the financial affairs of the Company and of its profit or loss. The directors further accept responsibility for the maintenance of accounting records that may be relied upon in the preparation of financial statements, as well as adequate systems of internal financial control.

Nothing has come to the attention of the directors to indicate that the Company will not remain a going concern for at least twelve months from the date of this statement.

Mr. Abimbola Ogunbanjo
Chairman

23 March 2017
FRC/2013/NBA/00000004358

Mr. Darren Bennett-Voci
Managing Director

23 March 2017
FRC/2016/IODN/00000015783

Report of the Audit Committee
for the year ended December 31, 2016

In accordance with the provisions of Section 359(6) of the Companies and Allied Matters Act Cap C20, LFN 2004, we have reviewed the scope and planning of the audit for the year ended December 31, 2016, which in our opinion were adequate.

We have also reviewed the External Auditors' findings and recommendations on Management matters and are satisfied with Management's responses and actions thereon.

We confirm that the reporting and accounting policies of the Company are in accordance with legal requirements and agreed ethical practices.

Professor C. A. Osuntogun, OFR

Chairman of the Audit Committee

Dated this 21st day of March, 2017

Members of the Audit Committee

Prof. Adeniyi Osuntogun, OFR	-	Chairman
Mr. Olaolu Akerele	-	Member
Chief Chris Avielele	-	Member
Mr. John Mastoroudes	-	Member
Chief Simeon A. Odubiyi	-	Member
Mr. Peter K. Okoh	-	Member

Independent Auditor's Report to the members of Beta Glass Plc

Report on the audit of the financial statements

Our opinion

In our opinion, Beta Glass Plc's financial statements give a true and fair view of the state of the financial position of the company as at 31 December 2016, and of its financial performance and cash flows for the year then ended in accordance with International Financial Reporting Standards and the requirements of the Companies and Allied Matters Act and the Financial Reporting Council of Nigeria Act.

What we have audited

Beta Glass Plc's financial statements comprising of:

- the statement of financial position as at 31 December 2016;
- the statement of comprehensive income for the year then ended;
- the statement of changes in equity for the year ended;
- the statement of cash flows for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of Beta Glass Plc ("the company") in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code). We have fulfilled our other ethical responsibilities in accordance with the IESBA Code.

Key audit matters

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

Key audit matters	How our Audit addressed the key audit matter
Export Expansion Grant Receivable (EEG Receivable) and Unutilised Negotiable Duty Credit Certificates (Unutilised NDCC) As indicated in note 4 (Critical accounting estimates and judgements) and note 17 (Trade and other receivables), the company has Export Expansion Grant Receivable ("EEG Receivable") of N1.55 billion and Unutilised Negotiable Duty Credit Certificates ("Unutilised NDCC") of N1.07 billion as at 31 December 2016. We focused on EEG Receivable and Unutilised NDCC due to judgement applied by management in the application of Export Expansion Grant (EEG) Scheme in relation to the company's export sales. EEG receivable is recognized as soon as the related export proceeds are repatriated into the country within 180 days of export sales while Unutilised NDCC is recognised when certificates are issued to the Company by the Nigerian Export Promotion Council (NEPC) for settlement of EEG receivable. The significant use of judgement by management is further evidenced by: • The inability of exporters to submit valid EEG claims since January 2014. • The inability of the beneficiaries to either receive fresh NDCC or use the NDCC at hand for settlement of import duties and levies in lieu of cash. Management is convinced that both the EEG receivable and the Unutilised NDCC are recoverable because they are sovereign debts. This is further buttressed by the NEPC circular of 20 March 2017 requesting exporters to submit EEG baseline data and subsequent to the approval of the baseline data, exporters will be requested to submit outstanding EEG claims.	We obtained an understanding of the company's accounting policy for recognition of EEG receivables and Unutilised NDCC and evaluate for consistency with the requirements of International Accounting Standard (IAS 20) – Government Grant, and the Nigerian Export Promotion Council (NEPC) Act. We tested the recognition of the EEG Receivables and Unutilised NDCC for compliance with the company's accounting policy. In particular, we tested all EEG receivables recognised by assessing documentation that supports the repatriation of export proceeds within 180 days of sale. We sighted Unutilised NDCC in the custody of the company. For those in custody of the company's bankers, we obtained direct confirmation on the existence of the unutilized NDCC. We evaluated the NEPC circular issued on 20 March 2017 requesting exporters to submit their baseline data for EEG claims and subsequent to the approval of the baseline data, the exporters will be requested to submit outstanding EEG claims.

Independent Auditor's Report to the members of Beta Glass Plc *(Cont'd)*

Other information

The directors are responsible for the other information. The other information comprises Report of the Directors, Statement of Directors' responsibilities, Report of the Audit Committee, Statement of value added, Five year financial summary, but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If, based on the work we have performed on the other information that we obtained prior to the date of this auditor's report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors and those charged with governance for the financial statements

The directors are responsible for the preparation and fair presentation of the financial statements that give a true and fair view in accordance with International Financial Reporting Standards (IFRS) and the requirements of the Companies and Allied Matters Act, the Financial Reporting Council of Nigeria Act, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing the company's financial reporting process.

Auditor's responsibilities for the audit of the financial statements

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

As part of an audit in accordance with ISAs, we exercise professional judgment and maintain professional scepticism 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 auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

Independent Auditor's Report to the members of Beta Glass Plc *(Cont'd)*

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

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

Report of other legal and regulatory requirements.

The Companies and Allied Matters Act 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) the company has kept proper books of account, so far as appears from our examination of those books and returns adequate for our audit have been received from branches not visited by us;

iii) the company's statements of financial position and comprehensive income are in agreement with the books of account.

For: PricewaterhouseCoopers
Chartered Accountants
Lagos, Nigeria

29 March, 2017

Engagement Partner: Edafe Erhie
FRC/2013/ICAN/000000001143

Statement of Profit or Loss and Other Comprehensive Income

For the year ended

	Notes	31 December 2016 N'000	31December 2015 N'000
Revenue	6	19,091,192	15,953,224
Cost of sales	7	(15,145,377)	(12,247,347)
Gross profit		3,945,815	3,705,877
Selling and distribution expenses	7	(113,254)	(82,713)
Administrative expenses	7	(1,504,997)	(1,870,269)
Other income	8	629,968	596,691
Operating profit		2,957,532	2,349,586
Foreign exchange gain	9	1,913,258	380,027
Finance income	10	364,271	454,162
Finance cost	10	(19,808)	(68,980)
Finance income - net	10	344,463	385,182
Profit before income tax		5,215,253	3,114,795
Income tax expense	11	(1,415,860)	(1,123,668)
Profit for the year		3,799,393	1,991,127
Other comprehensive income			
Items that will not be reclassified to profit or loss:			
Remeasurement gain / (loss) on employee benefit obligation	20	419,983	(80,000)
Deferred tax credit on remeasurement loss on employee benefit obligation	21	(123,745)	24,000
Other comprehensive income for the year-net of tax		296,238	(56,000)
Total comprehensive income for the year		4,095,631	1,935,127
Total comprehensive income attributable to equity holders of the company		4,095,631	1,935,127
Earnings per share for profit attributable to the equity holders of the company			
Basic and diluted EPS (Naira)	12	7.60	3.98

The notes on pages 35 to 58 are an integral part of these financial statements.

Statement of Financial Position

As at	Notes	31 December 2016 N'000	31 December 2015 N'000
Assets			
Non-current assets			
Property, plant and equipment	14	10,518,406	11,657,119
Intangible assets	15	14,868	18,249
		10,533,274	11,675,368
Current assets			
Inventories	16	4,210,668	3,479,878
Trade and other receivables	17	10,385,530	8,014,021
Cash in hand and at bank	18	8,054,658	4,001,802
		22,650,856	15,495,701
Total assets		33,184,130	27,171,069
Liabilities			
Non-current liabilities			
Employee benefit obligation	20	2,401,301	2,577,718
Deferred taxation liabilities	21	2,317,408	1,488,219
		4,718,709	4,065,937
Current liabilities			
Borrowings	19	181,018	151,539
Trade and other payables	22	5,341,684	4,386,369
Current income tax liabilities	23	1,422,569	940,642
Dividend payable	24	45,186	48,457
		6,990,457	5,527,007
Total liabilities		11,709,166	9,592,944
Equity			
Ordinary share capital	25	249,986	249,986
Share premium	25	312,847	312,847
Other reserves	26	2,429,942	2,429,942
Retained earnings	27	18,482,189	14,585,350
Total equity		21,474,964	17,578,125
Total equity and liabilities		33,184,130	27,171,069

The notes on pages 35 to 58 are an integral part of these financial statements

The financial statements on pages 30 to 60 were approved and authorised for issue by the board of directors on 23 March 2017 and were signed on its behalf by:

Mr. Abimbola Ogunbanjo
Chairman
FRC/2013/NBA/00000004358

Mr. Darren Bennett-Voci
Managing Director
FRC/2016/IODN/00000015783

Mr. Dhanikonda Shanker
Chief Financial Officer
FRC/2013/ANAN/00000002336

Statement of Changes in Equity

For the year ended 31 December 2016

	Share capital N'000	Share premium N'000	Other reserves N'000	Retained earnings N'000	Total N'000
Balance at 1 January 2015	249,986	312,847	2,429,942	12,960,206	15,952,981
Profit for the year	-	-	-	1,991,127	1,991,127
Other comprehensive income for the year - net of tax	-	-	-	(56,000)	(56,000)
Total comprehensive income for the year	-	-	-	1,935,127	1,935,127
Transaction with owners:					
Dividend paid	-	-	-	(309,983)	(309,983)
Total transaction with owners	-	-	-	(309,983)	(309,983)
Balance at 31 December 2015	**249,986**	**312,847**	**2,429,942**	**14,585,350**	**17,578,125**
Balance at 1 January 2016	249,986	312,847	2,429,942	14,585,350	17,578,125
Profit for the year	-	-	-	3,799,393	3,799,393
Other comprehensive income for the year - net of tax	-	-	-	296,238	296,238
Total comprehensive income for the year	-	-	-	4,095,631	4,095,631
Transaction with owners:					
Dividend paid	-	-	-	(199,989)	(199,989)
Statute barred dividend returned	-	-	-	1,197	1,197
Total transaction with owners	-	-	-	(198,792)	(198,792)
Balance at 31 December 2016	**249,986**	**312,847**	**2,429,942**	**18,482,189**	**21,474,964**

The notes on pages 35 to 58 are an integral part of these financial statements.

Statement of Cash Flows
For the year ended 31 December 2016

	Notes	31 December 2016 N'000	31 December 2015 N'000
Cash flows from operating activities			
Cash generated from operations	28	5,359,988	6,090,618
Tax paid	23	(228,489)	(1,150,626)
Employee Benefits paid	20	(218,954)	(97,551)
Net cash generated from operating activities		**4,912,545**	**4,842,441**
Cash flows from investing activities			
Purchase of property, plant and equipment	14	(1,034,048)	(4,186,055)
Proceeds from disposal of property, plant and equipment		2,480	63,713
Interest income	10	364,271	454,162
Net cash used in investing activities		**(667,297)**	**(3,668,180)**
Cash flows from financing activities			
Interest paid	10	(19,808)	(68,980)
Dividend paid	24	(199,989)	(309,983)
Statute barred dividend returned	27	1,197	-
Non-statute barred dividend (paid)/returned	24	(3,271)	34,820
Net cash used in financing activities		(221,871)	(344,143)
Net increase in cash, cash equivalents and bank overdrafts		4,023,377	830,118
Cash, cash equivalents and bank overdrafts at the beginning of the year	18	3,850,263	3,020,145
Cash, cash equivalents and bank overdrafts at the end of the year	**18**	**7,873,640**	**3,850,263**

The notes on pages 35 to 58 are an integral part of these financial statements.

Notes to the Financial Statements
For the year ended 31 December 2016

1. General information

Beta Glass Plc (the Company) manufactures, distributes and sells glass bottles and containers for the leading soft drinks, breweries, wine and spirit, pharmaceutical and cosmetics companies. The Company has manufacturing plants in Agbara Ogun state and in Ughelli Delta state. Beta Glass Plc exports to seven (7) countries namely: Cameroun, Gambia, Ghana, Guinea, Liberia, Sierra Leone and Cape Verde.

The Company is a public limited company, which is listed on the Nigerian Stock Exchange and incorporated and domiciled in Nigeria. The address of its registered office is Iddo House, Iddo, Lagos State, Nigeria. P.O. Box 159.

Beta Glass Plc is a subsidiary of Frigoglass Industries Nigeria Limited (the parent company) which holds 61.9% of the ordinary shares of the company. The ultimate controlling company is Frigoglass S.A.I.C, Athens

2 Summary of significant accounting policies

2.1 Basis of preparation

These financial statements are the stand alone financial statements of the Company.

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) , including International Accounting Standards (IAS) and interpretations issued by the International Financial Reporting Interpretations Committee (IFRIC). Further standards may be issued by the International Accounting Standards Board (IASB) and may be subject to interpretations issued by the IFRIC.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires directors to exercise judgement in the process of applying the Company's accounting policies. Changes in assumptions may have a significant impact on the financial statements in the period the assumptions are changed. Directors believe that the underlying assumptions are appropriate and that the Company's financial statements therefore present the financial position and results fairly. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 4.

The financial statements comprise the statement of financial position, the statement of Profit or Loss and other comprehensive income, the statement of changes in equity, the statement of cash flows and the notes.

The financial statements were authorised for issue by the Board of Directors on 23 of March, 2017.

The financial statements have been prepared using a rounding level of N1000.

2.1.1 Going concern

The financial statements have been prepared in accordance with the going concern principle under the historical cost convention except otherwise stated.

2.1.2 Changes in accounting policy and disclosure

(a) New standards, amendments and interpretations adopted by the Company

The following standards have been adopted by the company for the first time for the financial year beginning on or after 1 January 2016:

Amendments to IAS 16, "Property plant and equipment" and IAS 38, "Intangible assets" to clarify when a method of depreciation or amortisation based on revenue may be appropriate. The amendment to IAS 16 clarifies that depreciation of an item of property, plant and equipment based on revenue generated by using the asset is not appropriate. The amendment to IAS 38 establishes a rebuttable presumption that amortisation of an intangible asset based on revenue generated by using the asset is inappropriate. The presumption may only be rebutted in certain limited circumstances. These are where the intangible asset is expressed as a measure of revenue; or where it can be demonstrated that revenue and the consumption of the economic benefits of the intangible asset are highly correlated. The amendments are effective from 1 January 2016.

Amendments to IAS 1, "Presentation of financial statements" gives clarification on materiality and aggregation, presentation of subtotals, the structure of financial statements and the disclosure of accounting policies. The amendments form a part of the IASB's Disclosure Initiative, which explores how financial statement disclosures can be improved. The amendments are effective from 1 January 2016.

(b) New standards, amendments and interpretations not yet adopted

A number of new standards, amendments to standards and interpretations are effective for annual periods beginning after 1 January 2016 and beyond, and have not been applied in preparing these financial statements. None of these is expected to have a significant effect on the financial statements of the Company, except the following set out below:

IFRS 9, 'Financial instruments', addresses the classification, measurement and recognition of financial assets and financial liabilities. The complete version of IFRS 9 was issued in July 2014. It replaces the guidance in IAS 39 that relates to the classification and measurement of financial instruments. IFRS 9 retains but simplifies the mixed measurement model and establishes three primary measurement categories for financial assets: amortised cost, fair value through OCI and fair value through P&L. The standard is effective for accounting periods beginning on or after 1 January 2018. Early adoption is permitted. The Company is assessing IFRS 9's full impact.

Notes to the Financial Statements

For the year ended 31 December 2016 (Cont'd)

(b) New standards, amendments and interpretations not yet adopted

IFRS 15, 'Revenue from contracts with customers' deals with revenue recognition and establishes principles for reporting useful information to users of financial statements about the nature, amount, timing and uncertainty of revenue and cash flows arising from an entity's contracts with customers. Revenue is recognised when a customer obtains control of a good or service and thus has the ability to direct the use and obtain the benefits from the good or service. The standard replaces IAS 18 'Revenue' and IAS 11 'Construction contracts' and related interpretations. The standard is effective for annual periods beginning on or after 1 January 2017 and earlier application is permitted. The Company is assessing the impact of IFRS 15.

IFRS 16, 'Leases' was issued in January 2016. It will result in almost all leases being recognised on the balance sheet, as the distinction between operating and finance leases is removed. Under the new standard, an asset (the right to use the leased item) and a financial liability to pay rentals are recognised. The only exceptions are short-term and low-value leases. The accounting for lessors will not significantly change. The standard is effective for accounting periods beginning on or after 1 January 2019.

There are no other IFRSs or IFRIC interpretations that are not yet effective that would be expected to have a material impact on the Company in the current or future reporting period and on foreseeable future transactions.

2.2 Segment reporting

Operating segment is reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segment, has been identified as the Board of Directors of Beta Glass Plc.

2.3 Foreign currency translation

(a) Functional and presentation currency

Items included in the financial statements of the company are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The functional currency and presentation currency of Beta Glass PLC is the Nigerian naira (N).

(b) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of foreign currency transactions and from the translation at exchange rates of monetary assets and liabilities denominated in currencies other than the company's functional currency are recognized in the foreign exchange gain or loss in the profit or loss.

2.4 Property, plant and equipment

All property, plant and equipment are stated at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the company and the cost can be measured reliably. All other repairs and maintenance costs including costs of fixed assets below N50,000 are charged to profit or loss during the financial period in which they are incurred.

Land and assets under construction are not depreciated. Depreciation on other assets is calculated using the straight line method to allocate their cost or revalued amounts to their residual values over their estimated useful lives, as follows:

Buildings 3%

Plant and machinery:
- Factory equipment and tools 10%
- Quarry equipment and machinery 20%
- Glass moulds 50%
- Other plant and machinery 10%

Motor vehicles 20%

Furnaces 14%

Furniture, Fittings and equipment:
- Office and house equipment 15%
- Household furniture and fittings 20%
- Computer equipment 25%

The assets' residual values and useful lives are reviewed and adjusted if appropriate, at the end of each reporting date.

In the case where an asset's carrying amount is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount and the difference (impairment loss) is recorded as expense in profit or loss.

Gains and losses on disposal of property, plant and equipment are determined by the difference between the sales proceeds and the carrying amount of the asset. These gains and losses are included in profit or loss.

Interest costs on borrowings specifically used to finance the acquisition of property, plant and equipment are capitalized during the period of time required to prepare and complete the asset for its intended use. Other borrowing costs are recorded in the profit or loss as expenses. There have been no qualifying assets in both periods presented in the financial statements.

Notes to the Financial Statements

For the year ended 31 December 2016 (Cont'd)

2.5 Intangible assets

Computer software

Capitalized software licenses are acquired and carried at acquisition cost less accumulated amortization, less any accumulated impairment. They are amortized using the straight-line method over five (5) years. Computer software maintenance costs are recognized as expenses in the profit or loss as incurred.

Costs associated with maintaining computer software programmes are recognised as an expense as incurred.

2.6 Impairment of non-financial assets

Assets that have an indefinite useful life not subject to amortisation are tested annually for impairment. Assets that are subject to amortisation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. 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 grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units).

2.7 Financial assets

Financial assets are recognized when the Company becomes a party to the contractual provisions of the instrument.

2.7.1 Classification

Management determines the classification of its financial assets at initial recognition.
The Company classifies its financial assets in the following categories: fair value through profit or loss, loans and receivables, and available for sale. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition and re-evaluates this designation at every reporting date.

The Company did not own any financial assets that can be classified as fair value through profit and loss or available-for-sale financial assets during the periods presented in these financial statements.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the reporting date, which are classified as non-current assets. Loans and receivables comprise trade and other receivables and cash and cash equivalents in the statement of financial position.

2.7.2 Recognition and measurement

Loans and receivables are initially recognised at fair value and subsequently they are carried at amortised cost using the effective interest method.

2.7.3 Impairment of financial assets

The Company assesses at each reporting date whether there is objective evidence that a financial asset or a group of financial assets is impaired. A financial asset or a group of financial assets is impaired and impairment losses are incurred only if there is objective evidence of impairment as a result of an event that occurred after the initial recognition of the asset and that loss event has an impact on the estimated future cash flows of the financial asset or group of financial assets that can be reliably estimated.

Evidence of impairment may include indications that the debtor is experiencing financial difficulty, default in interest or principal payments, or the probability that they will enter bankruptcy and where there is an indication of a decrease in the estimated future cash flows.

For loans and receivables, the amount of the loss is measured as the difference between the carrying amount and the present value of the estimated future cash flows. The carrying amount is reduced and the loss is recognised in profit or loss.

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

2.8 Financial liabilities

Financial liabilities are at amortized cost. This include trade and other payables and bank overdrafts.

Recognition and measurement

Trade payables are initially recognized at the amount required to be paid, less, when material, a discount to reduce the payables to fair value. Subsequently, trade payables are measured at amortized cost using the effective interest method.

Bank debts are recognized initially at fair value, net of any transaction costs incurred, and subsequently at amortized cost using the effective interest method. These are classified as current liabilities if payment is due within twelve months. Otherwise, they are presented as non-current liabilities.

Notes to the Financial Statements

For the year ended 31 December 2016 (Cont'd)

2.9 Derecognition of financial instruments

Financial assets and liabilities are derecognised when the rights to receive cash flows from the investments or settle obligations have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

2.9.1 Offsetting financial instruments

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

2.10 Inventories

Inventories are recorded at the lower of cost and net realisable value. Net realizable value is the estimated selling price in the ordinary course of business, less any applicable selling expenses.

The cost of finished goods and work in progress is determined using the first-in, first-out (FIFO) method and comprises raw materials, direct labour, other direct costs and related production overheads (based on normal operating capacity), incurred in bringing inventory to its present location and condition.

The cost of engineering spares and raw materials is determined using the weighted average method.

Allowance is made for excessive, obsolete and slow moving items. Write-downs to net realizable value and inventory losses are expensed in the period in which the write-downs or losses occur.

2.11 Trade receivables

Trade receivables are recognized initially at fair value and subsequently measured at amortised cost using the effective interest method less provision for impairment. A provision for impairment for trade receivables is established when there is objective evidence that the Company will not be able to collect all the amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, probability that the debtor will enter bankruptcy or financial reorganization, and default or delinquency in payments are considered indicators that the trade receivable is impaired.

The amount of the provision is the difference between the assets' carrying amount and the recoverable amount. The recoverable amount, if the receivable is more than one year is equal to the present value of expected cash flows, discounted at the market rate of interest applicable to similar borrowers. The amount of the provision is recognized as an expense in profit or loss.

Subsequent recoveries of amounts previously written off are credited against administrative expenses in profit or loss.

2.12 Cash, cash equivalents and bank overdrafts

Cash and cash equivalent include cash at hand and deposits held at call with banks. Bank overdrafts are included within borrowings in current liabilities on the statement of financial position.

2.13 (a) Borrowings

Borrowings are recognized initially at fair value, as the proceeds received, net of any transaction cost incurred. Borrowings are subsequently recorded at amortized cost. Finance charges, including premiums payable on settlement or redemption and direct issue costs, are accounted in profit or loss using the effective interest method and are added to the carrying amount of the instrument to the extent they are not settled in the period in which they arise.

(b) Borrowing cost

General and specific borrowing costs directly attributable to the acquisition, construction, or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale are added to the cost of those assets, until such a time as the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

No borrowing costs were capitalised in 2016 (2015: Nil) as there were no qualifying assets.

2.14 Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payables are classified as current liabilities if payment is within one year or less. Otherwise, they are classified as non-current liabilities.

Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Notes to the Financial Statements
For the year ended 31 December 2016 (Cont'd)

2.15 Current and deferred income tax

The tax for the period comprises current, education and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case the tax is recognised in other comprehensive income or directly in equity, respectively.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in profit or loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted at the reporting date.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited to other comprehensive income or equity, in which case the deferred tax is also dealt with in other comprehensive income or equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax liabilities on a net basis.

Deferred tax assets and liabilities are presented as non-current in the statement of financial position.

2.16 Employee benefit obligation

The Company operates both the defined benefit (gratuity) and defined contribution pension plans for its employees.

A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. The Company has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

Typically defined benefit plans define an amount of pension 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 recognised in the statement of financial position in respect of defined benefit gratuity plan is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of Federal Government of Nigeria bonds.

The current service cost of the defined benefit gratuity plan is recognised in the statement of comprehensive income in employee benefit expense, except where included in the cost of an asset, reflects the increase in the defined benefit obligation resulting from employee service in the current year, benefit changes curtailments and settlements.

Past-service costs are recognised immediately in income.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statement of comprehensive income.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise.

For defined contribution plans, the Company pays contributions to publicly or privately administered pension insurance plans on a mandatory, contractual or voluntary basis. The Company has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

Notes to the Financial Statements
For the year ended 31 December 2016 (Cont'd)

2.17 Export expansion grant

Export expansion grants (EEG) from the government are recognized at fair value when there is a reasonable assurance that the grant will be received and the Company has complied with all attached conditions.

The following conditions must be met by the Company in order to receive the EEG:

- The Company must be registered with the Nigerian Export Promotion Council (NEPC)
- The Company must have a minimum annual export turnover of N5 million and evidence of repatriation of proceeds of exports.
- The Company shall submit its baseline data which includes audited Financial Statement and information on operational capacity to NEPC.
- An eligible company shall be a manufacturer, producer or merchant of products of Nigerian origin for the export market (i.e. the products must be made in Nigeria).
- Qualifying export transaction must have the proceeds fully repatriated within 180 days, calculated from the date of export and as approved by the EEG Implementation Committee.

2.18 Revenue recognition

Revenue comprises the fair value for the sale of goods and services net of value-added tax, rebates and discounts.

Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods supplied stated net of discounts, returns and value added taxes.

Sales of goods

Sale of glass bottles arises from both domestic and foreign sales to third parties. Revenue from the sale of goods is recognized when the significant risks and rewards of owning the goods are transferred to the buyer. Where goods are picked up by customers, risk is transferred immediately. Where goods are delivered, Beta Glass bears the risk in transit and the risk transfers when the goods are delivered. For export sales risk and rewards transfer when goods are loaded.

2.19 Provisions

A provision is recognised if, as a result of a past event, the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

2.20 Dividend distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the financial statements in the period in which the dividends are approved by the Company's shareholders.

3.1 Financial risk factors

The Company's business activities expose it to a variety of financial risks: market risk (including foreign exchange, interest rate, and price), credit risk and liquidity risk. The objective of the Company's risk management programme is to minimise potential adverse impacts on the Company's financial performance.

Risk management is carried out in line with policies approved by the board of directors. The board provides written principles for overall risk management, as well as set the overall risk appetite for the Company. Specific risk management approaches are defined for respective risks such as foreign exchange risk, interest rate risk, credit risk, and investment of excess liquidity. The Company's overall risk management program seeks to minimize potential adverse effects on the Company's financial performance.

Risk management is the responsibility of the Treasury manager, which aims to effectively manage the financial risk of Beta Glass Plc, according to the policies approved by the Board of Directors. The treasury manager identifies and monitors financial risk. The Board provides principles for overall risk management, as well as policies covering specific areas such as foreign exchange, interest rates and credit risks, use of financial instruments and investment of excess liquidity.

The Company's financial instruments consist of trade and other receivables and trade and other payables, bank overdraft, cash and cash equivalents.

Notes to the Financial Statements
For the year ended 31 December 2016 (Cont'd)

(a) Market risk

(i) Foreign exchange risk

The Company is exposed to foreign exchange risks from some of its commercial transactions and recognised assets. The Company buys and imports some of the raw materials used for production, the payments for which are made in US Dollars. Receipts for sales of finished goods in Nigeria are in Naira whilst receipts for sales of finished goods to countries such as Angola, Benin, Burkina Faso, Cameroon, Gabon, Ghana, Mauritius, Sierra Leone and Togo are in US dollars. The Company makes payments and collects receipts primarily in Nigerian Naira. Periodically however, receipts and payments are made in other currencies, mostly in the US dollar.

Management's approach to managing foreign exchange risk is to hold foreign currency bank accounts which act as a natural hedge for these transactions.

The Company's exposure to US Dollar (USD) is as follows:

	2016	2015
	USD'000	USD'000
Financial assets		
Cash and cash equivalent	18,523	20,268
Trade receivables	2,125	1,966
	20,648	22,234
Financial liabilities		
Trade payables	2,487	3,562
Related parties payable	53	1,101
	2,540	4,663
Net amount	18,108	17,571

Effects in Naira on the Company's result:

	2016	2015
	N'000	N'000
15 percent strengthening of the Naira to USD	(828,423)	(519,223)
15 percent weakning of the Naira to USD	828,423	519,223

	2016	2015
Reporting date spot rate of 1 USD to Naira	305	197

The above analysis is based on foreign currency exchange rate variances that the Company considered to be reasonably possible at the end of the reporting period but it has no impact on equity. The analysis assumes that all other variables remain constant.

(ii) Price risk

The Company is not exposed to price risk as it does not hold any equity instruments.

(iii) Interest rate risk

The Company's interest rate risk arises from borrowings. Borrowings are issued at floating rates exposing the Company to cash flow interest rate risk which is partially offset by cash held at variable rates. The Company's policy on managing interest rate risk is to negotiate favourable terms with the banks to reduce the impact of exposure to this risk and to obtain competitive rates for loans and for deposits.

(b) Credit risk

Credit risk is the risk that a counterparty will default on its contractual obligations resulting in financial loss to the Company. The Company is exposed to credit risk from cash and cash equivalents as well as credit exposures to customers, including outstanding receivables and committed transactions.

The Company uses policies to ensure that sales of products are to customers with appropriate credit history. The granting of credit is controlled by credit limits and the application of certain terms of sale. The continuous credit worthiness of the existing customers is monitored periodically based on history of performance of the obligations and settlement of their debt. Appropriate provision for impairment losses is made for specific credit risks. At the year end, Beta Glass Plc considered that there were no material credit risks that had not been covered by doubtful debt provisions.

Notes to the Financial Statements
For the year ended 31 December 2016 (Cont'd)

(b) Credit risk (continued)

No credit limits on cash amounts were exceeded during the reporting period and management does not expect any losses from non-performance by these counterparties. None of the counterparties renegotiated their terms in the reporting period.

The maximum exposure to credit risk for trade receivables approximates the amount recognized on the statement of financial position. The Company does not hold any collateral as security.

The table below analyses the company's financial assets into relevant maturity groupings as at the reporting date.

31 December 2016

Financial assets:	Neither past due nor impaired N'000	Up to 90 days N'000	91 - 150 days N'000	Over 150 days N'000	Total N'000
Cash and cash equivalents (Note 18)	8,054,658	-	-	-	8,054,658
Trade receivables (Note 17)	2,195,976	921,055	45,814	-	3,162,845
Receivables from related parties (Note 17)	4,083,331	56,818		-	4,140,149
Staff advances (Note 17)	119,189	-	-	-	119,189
	14,453,154	977,873	45,814	-	15,476,841

31 December 2015

Financial assets:	Neither past due nor impaired N'000	Up to 90 days N'000	91 - 150 days N'000	Over 150 days N'000	Total N'000
Cash and cash equivalents (Note 18)	4,001,802	-	-	-	4,001,802
Trade receivables (Note 17)	-	2,241,749	186,008	160,125	2,587,882
Receivables from related parties (Note 17)	2,760,143	-	-	-	2,760,143
Staff advances (Note 17)	119,659	-	-	-	119,659
	6,881,604	2,241,749	186,008	160,125	9,469,486

Receivables from related parties and Staff advances are from counterparties with no risk of default.

An analysis of the international long term credit ratings of counterparties where cash and short-term deposits are held is as follows:

Credit rating	2016 N'000	2015 N'000
B+	20,948	2,852
AAA	8,033,698	3,998,096
AA+	12	854
	8,054,658	4,001,802

The credit ratings is by Fitch and below are the interpretations of the ratings

"B+ : Financial condition of the bank is weak but obligations still met as and when due. The bank has more than one major weakness and may require external support which may not be assured. Adverse changes in the environment (macro-economic, political and regulatory) will increase risk significantly. The plus sign indicates that the rating may be raised.

"AAA: A financial institution of very good condition and strong capacity to meet its obligations as and when due. Adverse changes in the environment (macro-economic, political and regulatory) will result in a slight increase in the risk attributable to an exposure to this financial institution. However, financial condition and ability to meet obligations as at when due remain strong.

"AA+: A financial institution of good condition and strong capacity to meet its obligations with expectations of very low default risk. It indicates very strong capacity for payment of financial commitments. This capacity is not significantly vulnerable to foreseeable events. The plus sign indicates that the rating may be raised.

Notes to the Financial Statements

For the year ended 31 December 2016 (Cont'd)

(c) Liquidity risk

Liquidity risk is the risk that the Company will not be able to meet its financial obligations as they fall due. Liquidity risk is managed by maintaining sufficient cash reserves to meet operational needs at all times so that the Company does not breach borrowing limit. The Company manages liquidity risk by effective working capital and cash flow management.

Beta Glass Plc invests its surplus cash in interest bearing current accounts. At the reporting date the Company had N4.0 billion in current accounts.

The table below analyses the Company's financial liabilities into relevant maturity based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

At 31 December 2016	Less than 1 year N'000	Between 1 and 2 years N'000	Between 2 and 5 years N'000	Total N'000
Financial liabilities:				
Trade and other payables excluding transaction taxes (Note 22)	5,099,906	-	-	5,099,906
Bank overdraft (Note 19)	181,018	-	-	181,018
	5,280,924	-	-	5,280,924

At 31 December 2015	Less than 1 year	Between 1 and 2 years	Between 2 and 5 years	Total
Financial liabilities:				
Trade and other payables excluding transaction taxes (Note 22)	4,182,045	-	-	4,182,045
Bank overdraft (Note 19)	151,539	-	-	151,539
	4,333,583	-	-	4,333,583

3.2 Capital risk management

The objective in managing capital is to safeguard the Company's ability to continue as a going concern in order to maximise returns for shareholders and benefits for other stakeholders as well as maintaining the optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders, capital returned to shareholders, new shares issued, or debt raised.

Consistent with others in the industry, the Company monitors capital on a monthly basis using the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings. Total capital is calculated as the sum of all equity components on the statement of financial position.

The gearing ratios at 31 December 2016 and 31 December 2015 are as follows:	2016 N'000	2015 N'000
Total debt	181,018	151,539
Total equity	21,474,964	17,578,125
Gearing ratio	1%	1%

3.3 Financial instruments which are carried at other than fair value

The carrying value of all financial assets and financial liabilities is a reasonable approximation of fair value. No further disclosure is required.

4 Critical accounting estimates and judgements

Critical accounting policies and key sources of estimation uncertainty

The preparation of financial statements requires directors to use judgment in applying its accounting policies and estimates and assumptions about the future. Estimates and other judgments are continuously evaluated and are based on directors experience and other factors, including expectations about future events that are believed to be reasonable under the circumstances. Significant accounting judgments and estimates made in the preparation of the financial statements is shown below.

Notes to the Financial Statements

For the year ended 31 December 2016 (Cont'd)

Plant and machinery

Plant and machinery is depreciated over its useful life. Beta Glass Plc estimates the useful lives of plant and machinery based on the period over which the assets are expected to be available for use. The estimation of the useful lives of plant and machinery are based on technical evaluations carried out by those staff with knowledge of the machines and experience with similar assets. Estimates could change if expectations differ due to physical wear and tear and technical or commercial obsolescence. It is possible however, that future results of operations could be materially affected by changes in the estimates brought about by changes in factors mentioned above. The amounts and timing of expenses for any period would be affected by changes in these factors and circumstances. A reduction in the estimated useful lives of the plant and machinery would increase expenses and decrease the value of non-current assets.

Export expansion grant and Negotiable duty credit certificate

Export Expansion Grant (EEG) is a very vital incentive of the Federal Government of Nigeria required for the stimulation of export oriented activities that will lead to significant growth of the non-oil export sector. Having met the eligibility criteria and registered under the scheme by the Nigerian Export Promotion Council (NEPC), the Company is entitled to a rebate on export sales in as much as it can demonstrate that the proceeds of the related sales have been repatriated to the country within 180 days of such export sales.

The rebate is recognised as a credit to cost of sales and as a receivable from the Federal Government of Nigeria (i.e. EEG receivable). As at 31 December 2016, EEG receivable stood at N 1.55 billion (31 December 2015: N1.27 billion) as disclosed in Note 17.

Negotiable Duty Credit Certificate (NDCC) is the instrument of the Federal Government of Nigeria for settlement of EEG receivable. The NDCC is used for the payment of Import and Excise duties in lieu of cash. In the last three years, the Company and other industry players have not been able to use the NDCC for settlement of customs duties. No NDCC was received by the Company in 2016 (2015: Nil). As at 31 December 2016, Unutilized NDCC stood at N 1.07 billion (31 December 2015: N1.07 billion) as disclosed in Note 17.

Though, a significant component of the EEG receivable and unutilized NDCC have been outstanding for more than 1 year, no impairment charge have been recognised because they are regarded as sovereign debts. Moreover, Government have not communicated or indicated unwillingness to honour the obligations. Thus, the outstanding balances are classified as current assets accordingly.

Deferred tax

Deferred tax is the tax expected to be payable on differences between the carrying amounts of liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences. Such liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other liabilities in a transaction that affects neither the tax profit nor the accounting profit. Management has calculated the deferred tax liability based on estimated amounts of underlying transactions. Actual amounts may differ from estimated balances.

5 Segment information

IFRS 8 Operating segments requires operating segments to be determined based on the Company's internal reporting to the Chief Operating Decision Maker ("CODM"). The CODM has been determined to be the Board of Directors which includes executive directors and other key management. It is the Board of Directors that has responsibility for planning and controlling the activities of the Company.

The company's reportable segment has been identified on a product basis as glass bottles. Beta Glass Plc is a one segment business.

Customer sales greater than 10% of sales of Beta Glass Plc:

	2016		2015	
	N'000	%	N'000	%
Customer 1	3,947,450	21%	3,747,910	23%
Customer 2	3,181,742	17%	3,417,262	21%
Customer 3	3,165,895	17%	2,316,107	15%

Revenue is generated from local and international sales. An analysis based on customer location is set out below:

	2016	2015
	N'000	N'000
Local sales	16,660,177	14,157,483
Export sales	2,431,015	1,795,741
Total revenue	19,091,192	15,953,224

The Board of Directors assesses the performance of the operating segment based on profit from operations.

	2016	2015
	N'000	N'000
Operating profit	2,957,532	2,349,586

Notes to the Financial Statements
For the year ended 31 December 2016 (Cont'd)

6 Revenue

	31 December 2016 N'000	31 December 2015 N'000
Sales of glassware and bottles in Nigeria	16,660,177	14,157,483
Export sales	2,431,015	1,795,741
	19,091,192	**15,953,224**

Included in sales of glassware and bottles are sales to related parties of N3.95bn (2015: N3.75bn). See note 29 for further details.

7 Expenses by nature

	31 December 2016 N'000	31 December 2015 N'000
Cost of sales		
Purchases	(4,986,131)	(3,569,787)
Depreciation (Note 14)	(2,070,090)	(2,010,432)
Technical assistance fees (Note 29)	(601,373)	(502,577)
Factory salaries and wages (Note 13)	(1,632,267)	(1,535,190)
Fuel, gas and electricity	(4,234,784)	(3,220,199)
Other factory overheads	(1,620,732)	(1,409,162)
	(15,145,377)	**(12,247,347)**
Administrative expenses		
Depreciation and amortisation charges (Note 14 & 15)	(106,024)	(97,456)
Auditors remuneration	(22,272)	(22,272)
Legal and professional fees	(82,159)	(129,221)
Salaries and wages (Note 13)	(633,063)	(482,762)
Pension costs - defined contribution plans (Note 13)	(25,701)	(24,297)
Interest on employee benefit obligation (Note 13)	(197,656)	(166,500)
Current service cost of employee benefit obligation (Note 13)	(264,864)	(262,792)
Directors' remuneration (Note 13)	(13,611)	(10,052)
Head office administrative charge - FINL and Frigoglass Jebel Ali (Note 29)	(5,351)	(538,889)
Travel and transportation	(105,382)	(79,468)
Other administrative expenses	(48,914)	(56,559)
	(1,504,997)	**(1,870,269)**
Distribution costs		
Selling and distribution expense	(113,254)	(82,713)
	(113,254)	(82,713)
Total cost of cost of sales, administrative expenses and distribution costs	**(16,763,628)**	**(14,200,329)**

Included in legal and professional fees for the year ended 31 December 2016 is the sum of N0.75 million being 30% of fee payable to PricewaterhouseCoopers Limited for professional services in relation to The Nigerian Stock Exchange Rules on Interested Parties Transactions. The 30% represents final invoice amount recognised during the period ended 31 December 2016.

8 Other income

	31 December 2016 N'000	31 December 2015 N'000
Profit on disposal of property plant and equipment	2,452	58,186
Surplus on transport charges recovered from customers, insurance claims and others	469,740	521,197
Proceed from sale of scraps	18,408	17,308
Provision no longer required	139,368	-
	629,968	596,691

Provision no longer required represents prior year provison for management service fees no longer required

Notes to the Financial Statements

For the year ended 31 December 2016 (Cont'd)

9 Foreign exchange gain

	31 December 2016 N'000	31 December 2015 N'000
Foreign exchange gain	1,913,258	380,027
	1,913,258	**380,027**

10 Finance income and expenses

	31 December 2016 N'000	31 December 2015 N'000
Finance income		
Bank interest income	364,271	454,162
Finance cost		
Interest expense	(19,808)	(68,980)
Net finance income	**344,463**	**385,182**

11 Income tax expense

	31 December 2016 N'000	31 December 2015 N'000
Income tax	1,122,979	635,461
Education tax	109,849	111,460
Prior year over provision*	(522,412)	-
Net income and education tax for the year (Note 23)	710,416	746,921
Deferred tax charged	183,032	376,747
Prior year under provision*	522,412	-
Net deferred tax for the year (Note 21)	705,444	376,747
Tax expense	**1,415,860**	**1,123,668**

*Prior year over/under provision of N522,412,000 represents additional deferred tax liability in 2015 as a result of application of accelerated capital allowance of 95% on plant and machinery in the tax computation submitted to the tax authority for self assessment filing for 2016 Year of Assessment (YOA).

The current tax charge has been computed at the applicable rate of 30% (31 December 2015: 30%) plus education levy of 2% (31 December 2015:2%) on the profit for the year after adjusting for certain items of expenditure and income which are not deductible or chargeable for tax purposes. Non-deductable expenses include items such as donations and certain provisions which are not allowed as a deduction by the tax authorities. Tax exempt income include income such as export profits and gain on disposal of assets which are not taxable.

The tax on the Company's profit before tax differs from the theoretical amount that would arise using the basic tax rate of the Company as follows:

11.1 Effective tax reconciliation

	31 December 2016 N'000	31 December 2015 N'000
Profit before tax	5,215,253	3,114,795
Tax at the Nigeria Corporation Tax rate of 30% (2015: 30%)	1,564,576	934,438
Tax effects of:		
Non chargeable income	(119,159)	(75,334)
Non deductible expenses	30,130	292,104
Effect of education tax	109,849	111,460
Effect of tax incentive	(169,536)	(139,000)
Tax charge for the year	**1,415,860**	**1,123,668**

Notes to the Financial Statements
For the year ended 31 December 2016 (Cont'd)

12 Earnings per share

Basic earnings per share (EPS) is calculated by dividing the profit attributable to equity holders of the company by the weighted average number of ordinary shares outstanding at the end of the reporting period.

	31 December 2016 N'000	31 December 2015 N'000
Profit attributable to shareholders of the Company	3,799,393	1,991,127
Weighted average number of ordinary shares in issue (000)	499,972	499,972
Basic Earnings per share (Naira)	7.60	3.98

Diluted EPS is the same as the Basic earning per share as there are no potential securities convertible to ordinary shares

13 Particulars of directors and staff

a The average number of persons, excluding directors, employed by the company during the year was as follows:

	31 December 2016 Number	31 December 2015 Number
Management	292	299
Factory	323	352
Sales and Administration	8	9
	623	**660**

b The number of the employees in Nigeria with gross emoluments excluding retirement benefits within the bands stated below were:

			31 December 2016 Number	31 December 2015 Number
N600,001	-	N800,000		1
N800,001	-	N1,000,000	16	37
N1,000,001	-	N1,200,000	69	91
N1,200,001	-	N1,400,000	44	48
N1,400,001	-	N1,600,000	41	53
N1,600,001	-	N1,800,000	39	61
N1,800,001	-	N2,000,000	60	78
N2,000,001	-	N2,500,000	152	138
N2,500,001	-	N3,000,000	82	64
Over N3,000,000			120	89
			623	**660**

c Staff costs for the above persons (excluding executive Directors):

	31 December 2016 N'000	31 December 2015 N'000
Wages and salaries	2,265,330	2,017,952
Pension costs - defined contribution plans	25,701	24,297
Interest on employee benefit obligation (Note 20)	197,656	166,500
Current service cost of employee benefit obligation (Note 20)	264,864	262,792
	2,753,551	**2,471,542**

Notes to the Financial Statements
For the year ended 31 December 2016 (Cont'd)

d Directors' emoluments

The remuneration paid to the Directors of the Company was:

	31 December 2016 N'000	31 December 2015 N'000
Fees for services as directors	13,611	10,052
Other emolument as management	-	-
	13,611	**10,052**

Fees for services as directors include fees, sitting allowance and travel expenses. The Managing Director is the only member of management team on the board and he earns no salary from the company. His salary is paid by Frigoglass Industries Nigeria Limited - Beta Glass Plc's parent company

Amount paid to the chairman	4,145	3,894
Amount paid to the highest paid director	4,145	3,894

This includes fees, sitting allowance and travel expenses

The number of directors of the company (including the highest paid Director) whose remuneration, excluding pension contributions in respect of services to the company fell within the following ranges:

	31 December 2016 Number	31 December 2015 Number
N150,000 - N500,000	-	-
N500,001 - N5,000,000	6	6
	6	6
Directors with no emoluments	3	3

Directors with no emoluments waived their right to receive remuneration from the company.

Notes to the Financial Statements
For the year ended 31 December 2016 (Cont'd)

14 Property, plant and equipment - 31 December 2016

	Land N'000	Building N'000	Plant and Machinery N'000	Furniture fittings and equipment N'000	Motor Vehicles N'000	Furnaces N'000	Assets under Construction N'000	Total N'000
Cost or valuation:								
At 1 January 2016	168,540	1,721,777	17,962,196	374,288	563,569	6,517,105	766,247	28,073,722
Additions	-	36,779	858,937	30,335	68,379	39,618	-	1,034,048
Disposals	-	-	(196,613)	(5,559)	(10,114)	-	-	(212,286)
Reclassifications	-	-	696,581	-	-	-	(696,581)	-
At 31 December 2016	**168,540**	**1,758,556**	**19,321,101**	**399,064**	**621,834**	**6,556,723**	**69,666**	**28,895,484**
Depreciation:								
At 1 January 2016	-	505,629	11,556,376	334,179	404,886	3,615,533	-	16,416,603
Charge for the year	-	51,838	1,563,601	21,603	81,040	454,651	-	2,172,733
On disposals	-	-	(196,613)	(5,531)	(10,114)	-	-	(212,258)
At 31 December 2016	**-**	**557,467**	**12,923,364**	**350,251**	**475,812**	**4,070,184**	**-**	**18,377,078**
Net book value:								
At 31 December 2016	**168,540**	**1,201,089**	**6,397,737**	**48,813**	**146,022**	**2,486,539**	**69,666**	**10,518,406**
At 31 December 2015	**168,540**	**1,216,148**	**6,405,820**	**40,109**	**158,683**	**2,901,572**	**766,247**	**11,657,119**

Assets under construction represents value of plant and machinery in progress. On completion, the assets will be capitalized and subsequently depreciated.

Depreciation expenses of N2.070 billion (2015: N2.010 billion) has been charged to Cost of sales and N102.73 million (2015: N92.94 million) was charged to Administrative expenses

Notes to the Financial Statements

For the year ended 31 December 2016 (Cont'd)

14 Property, plant and equipment - 31 December 2015

	Land N'000	Building N'000	Plant and Machinery N'000	Furniture fittings and equipment N'000	Motor Vehicles N'000	Furnaces N'000	Assets under Construction N'000	Total N'000
Cost or valuation:								
At 1 January 2015	168,540	1,673,710	16,871,426	355,740	493,162	4,269,322	1,721,761	25,553,661
Additions	-	30,069	2,255,874	13,163	71,296	1,680,195	135,458	4,186,055
Disposals	-	-	(1,445,515)	-	(4,515)	(215,964)	-	(1,665,994)
Reclassifications	-	17,998	280,411	5,385	3,626	783,552	(1,090,972)	-
At 31 December 2015	**168,540**	**1,721,777**	**17,962,196**	**374,288**	**563,569**	**6,517,105**	**766,247**	**28,073,722**
Depreciation:								
At 1 January 2015	-	454,587	11,355,437	311,383	339,261	3,513,035	-	15,973,703
Charge for the year	-	51,042	1,640,929	22,796	70,140	318,461	-	2,103,368
On disposals	-	-	(1,439,990)	-	(4,515)	(215,963)	-	(1,660,468)
At 31 December 2015	**-**	**505,629**	**11,556,376**	**334,179**	**404,886**	**3,615,533**	**-**	**16,416,603**
Net book value:								
At 31 December 2015	168,540	1,216,148	6,405,820	40,109	158,683	2,901,572	766,247	11,657,119
At 31 December 2014	168,540	1,219,123	5,515,989	44,357	153,901	756,287	1,721,761	9,579,958

Assets under construction represents value of plant and machinery in progress. On completion, the assets will be capitalized and subsequently depreciated.

Depreciation expenses of N2.010 billion (2014: N1.923 billion) has been charged to Cost of sales and N92.94 million (2014: N80.8 million) was charged to Administrative expenses

Notes to the Financial Statements
For the year ended 31 December 2016 (Cont'd)

15 Intangible Assets

	Computer software	
	31 December 2016	31 December 2015
	N'000	N'000
Cost		
As at 1 January	37,082	37,082
Additions	-	-
As at 31 December	**37,082**	**37,082**
Accumulated amortisation:		
As at 1 January	(18,833)	(14,312)
Charge for the year	(3,381)	(4,521)
As at 31 December	**(22,214)**	**(18,833)**
Net book value		
As at 31 December	**14,868**	**18,249**

The remaining amortization period of the intangible asset is between 2 and 3 years. Amortization charge of N3.3 million (2015: N4.5 million) has been charged to Administrative expenses

16 Inventories

	31 December 2016	31 December 2015
	N'000	N'000
Raw materials - cost	837,841	738,729
Work in progress - cost	31,512	17,611
Finished goods - cost	1,745,640	1,475,101
Spare parts and consumables - cost	1,253,017	1,148,418
	3,868,010	3,379,859
Goods in transit - cost	342,658	100,019
	4,210,668	**3,479,878**

Analysis of value of inventories charged to profit or loss is as follows:

	31 December 2016	31 December 2015
	N'000	N'000
Cost of inventories included in cost of sales	**4,986,131**	**3,569,787**

The amount represents cost of materials consumed and included in cost of sales per note 7

17 Trade and other receivables

	31 December 2016	31 December 2015
	N'000	N'000
Trade receivables	3,162,845	2,587,882
Unutilised Negotiable Duty Credit Certificates (Note 4)	1,067,598	1,067,598
EEG receivable (Note 4)	1,552,562	1,272,828
Prepayments	252,884	171,612
Other receivables	90,303	34,299
Staff advances	119,189	119,659
Receivables from related parties (Note 29)	4,140,149	2,760,143
Total	**10,385,530**	**8,014,021**

There is no impairment charge against trade receivables in 2016 (2015: Nil). All trade receivables are current.

Notes to the Financial Statements
For the year ended 31 December 2016 (Cont'd)

18 Cash and cash equivalents

	31 December 2016 N'000	31 December 2015 N'000
Cash in hand	442	564
Cash at bank	8,054,216	4,001,238
Cash in hand and at bank	**8,054,658**	**4,001,802**

For the purpose of the cash flow statement, cash and cash equivalents comprise of:
cash in hand, cash at bank, and bank overdraft.

Cash in hand and at bank	8,054,658	4,001,802
Bank overdraft/ Short term borrowings	(181,018)	(151,539)
Cash and cash equivalents	**7,873,640**	**3,850,263**

19 Borrowings

	31 December 2016 N'000	31 December 2015 N'000
Bank overdraft/ Short term borrowings	181,018	151,539
	181,018	**151,539**

20 Employee benefit obligations

The table below outlines where the company's post-employment amounts and activity are included in the financial statements:

	31 December 2016 N'000	31 December 2015 N'000
Statement of financial position obligations for:		
Post-employment benefit	2,401,301	2,577,718
Liability in the statement of financial position	**2,401,301**	**2,577,718**
Charge to statement of comprehensive income included in employee benefits expense for:		
Post-employment benefit	462,520	429,292
	462,520	**429,292**
Remeasurements for:		
Post-employment benefit	(419,983)	80,000
	(419,983)	**80,000**

The provision for gratuity was based on independent actuarial valuation performed by independent actuaries using the projected unit credit method. The company does not maintain any assets for the gratuity plan but ensures that it has sufficient funds for the obligations as they crystallize.

The amounts recognised in the statement of financial position are determined as follows:

	31 December 2016 N'000	31 December 2015 N'000
Present value of obligations (unfunded)	2,401,301	2,577,718

Notes to the Financial Statements
For the year ended 31 December 2016 (Cont'd)

20 Employee benefit obligations (cont'd)

The movement in the defined benefit obligation over the year is as follows:

	31 December 2016 N'000	31 December 2015 N'000
Balance at the beginning of the year	2,577,718	2,165,977
Charge during the year:		
Current service cost	264,864	262,792
Interest expense	197,656	166,500
	462,520	429,292
Total	3,040,238	2,595,269
Remeasurements:		
Actuarial losses - change in financial assumption	(30,798)	68,835
Actuarial losses - experience adjustment	(389,185)	11,165
	(419,983)	80,000
Payments from plans:		
Benefits paid by the employer	(218,954)	(97,551)
Balance at the end of the year	2,401,301	2,577,718

The significant actuarial assumptions were as follows:

	31 December 2016	31 December 2015
Discount rate (p.a.)	15.8%	12.0%
Future average pay increase (p.a.)	14.0%	12.0%
Average rate of inflation (p.a.)	12.0%	9.0%

The next valuation date is due as at 31 December 2017

The sensitivity analysis on the accrued liability as at 31 December 2016 is as follows:

		Accrued liability N'000
Discount rate	+0.5%	2,386,565
Discount rate	-0.5%	2,416,862
Salary increase	+0.5%	2,424,176
Salary decrease	-0.5%	2,379,285
Mortality experience	Age rated up by 1 year	2,400,629
Mortality experience	Age rated down by 1 year	2,401,908

Risk exposure

Through its defined benefit scheme, the company is exposed to a number of risks, the most significant of which are detailed below:

Changes in discount rate: an increase in the discount rate will increase plan liabilities

Inflation risks: the company's obligations are linked to salary inflation, and higher inflation will lead to higher liabilities.

Life expectancy: the obligation is to provide benefits for the life of members, so increases in life expectancy will result in an increase in the employee benefits obligations.

Notes to the Financial Statements

For the year ended 31 December 2016 (Cont'd)

21 Deferred tax liabilities

	31 December 2016 N'000	31December 2015 N'000
The analysis of deferred tax liabilities is as follows:		
Deferred tax liability to be recovered after more than 12 months	2,317,408	1,488,219
Deferred tax liability to be recovered within 12 months	-	-
	2,317,408	**1,488,219**

The movement in deferred tax is as follows:

	31 December 2016 N'000	31 December 2015 N'000
At start of year	1,488,219	1,135,472
Changes during the year:		
- Debit / (Credit) on actuarial loss/gain from other comprehensive income	123,745	(24,000)
- Debit to profit or loss (Note 11)	705,444	376,747
At end of year	**2,317,408**	**1,488,219**

	Property plant and equipment N'000	Unrealised exchange difference N'000	Provisions N'000	Total N'000
At 1 January 2016	2,234,240	(1,177)	(744,844)	1,488,219
Net charged to profit or loss and other comprehensive income	300,567	597,787	(69,165)	829,189
At 31 December 2016	**2,534,807**	**596,610**	**(814,009)**	**2,317,408**

22 Trade and other payables

	31 December 2016 N'000	31 December 2015 N'000
Trade payables	2,160,527	2,338,765
Social security and transaction taxes	241,777	204,325
Accrued expenses and other payables	1,849,991	1,192,625
Amounts due to related parties (Note 29)	1,089,389	650,654
	5,341,684	**4,386,369**

All trade payables are due within twelve (12) months.

23 Tax payable

	31 December 2016 N'000	31 December 2015 N'000
The movement in tax payable is as follows:		
At 1 January	940,642	1,344,347
Provision for the year (Note 11)	710,416	746,921
Payment during the year	(228,489)	(1,150,626)
	1,422,569	**940,642**

Notes to the Financial Statements
For the year ended 31 December 2016 (Cont'd)

24 Dividend payable

	31 December 2016	31 December 2015
	N'000	N'000
At 1 January	48,457	13,637
Dividend declared during the year	199,989	309,983
Dividend paid during the year relating to prior year (Note 27)	(199,989)	(309,983)
Non-statute barred unclaimed dividend (paid) / returned	(3,271)	34,820
At 31 December	**45,186**	**48,457**
Dividend per share (Naira)	0.40	0.62

Non-statute barred dividend (paid) /returned relates to dividend declared but not claimed for a period of 15 months and above. This has not become statute barred and still claimable by the beneficiaries hence, the non-recognition in retained earnings.

25 Share capital

a Authorised:

	31 December 2016	31 December 2015
	N'000	N'000
600,000,000 ordinary shares of 50 kobo each	300,000	300,000
Allotted, called up and fully paid:		
499,972,000 ordinary shares of 50k each	**249,986**	**249,986**

	31 December 2016		31 December 2015	
	Number of shares	%	Number of shares	%
Frigoglass Industries Nigeria Limited	309,391,133	61.88	309,391,133	61.88
Friogoinvest Holdings B.V	40,833,131	8.17	40,833,131	8.17
Stanbic IBTC Nominees Nigeria Limited	39,788,149	7.96	-	-
Delta State Ministry of Finance Incorporated	28,008,549	5.60	28,008,549	5.60
Others	81,951,038	16.39	121,739,187	24.35
	499,972,000	**100.00**	**499,972,000**	**100.00**

b Share premium

	31 December 2016	31 December 2015
	N'000	N'000
Share premium	**312,847**	**312,847**

26 Other reserves

	N'000
At 31 December 2015	2,429,942
At 31 December 2016	2,429,942

Other reserves represents furnace rebuilt reserve set aside from retained earnings in previous years and the amount is not available for distribution to the equity holders of the company.

Notes to the Financial Statements
For the year ended 31 December 2016 (Cont'd)

27 Retained earnings

	31 December 2016 N'000	31 December 2015 N'000
At start of year	14,585,350	12,960,206
Dividend paid during the year relating to prior year (note 24)	(199,989)	(309,983)
Profit for the year	4,095,631	1,935,127
Statute barred dividend returned	1,197	-
At end of year	**18,482,189**	**14,585,350**

Statute barred dividend is no longer available for collection by the beneficiaries hence, the recognition in retained earnings.

28 Cash generated from operating activities

	31 December 2016 N'000	31 December 2015 N'000
Profit before tax	5,215,253	3,114,795
Adjustment for:		
Depreciation of fixed assets (Note 14)	2,172,733	2,103,368
Amortisation of intangible assets (Note 15)	3,381	4,521
Profit on disposal of property, plant and equipment	(2,452)	(58,186)
Interest on employee benefit obligation (Note 20)	197,656	166,500
Current service cost of employee benefit obligation (Note 20)	264,864	262,792
Interest income (Note 10)	(364,271)	(454,162)
Interest expense (Note 10)	19,808	68,980
Changes in working capital:		
(Increase) /decrease in trade and other receivables	(2,371,509)	3,995,571
Increase in inventories	(730,790)	(1,183,956)
Increase /(decrease) in trade and other payables	955,315	(1,929,604)
Net cash generated from operations	**5,359,988**	**6,090,618**

29 Related parties

The Company is a member of the Frigoglass group and is thus related to other subsidiaries of the Company through common shareholdings or common directorships. Transactions arising from dealings with related parties are as detailed below.

The Company is controlled by Frigoglass Industries Nigeria Limited which holds 61.9% (2015- 61.9%) of the Company's issued ordinary shares. The remaining 38.1% of the shares are widely held. The ultimate holding Company, Frigoglass S.A.I.C (incorporated in Greece).

The following Companies are related parties of Beta Glass Plc:
Frigoglass S.A.I.C - Ultimate parent and ultimate controlling party
Frigoglass Industries (Nigeria) Limited - Parent company
Frigoinvest Holdings BV - Intermediate parent company
Frigoglass West Africa Limited
Frigoglass Global Limited
Frigoglass Jelel Ali FZE
Nigerian Bottling Company - Shareholder with power to participate in the operating and financial decisions of the parent company of Beta Glass Plc

a Remuneration of key management personnel

Key management personnel includes the Board of directors (executive and non executive) and members of the Executive Committee . The compensation paid or payable to key management for employee services is shown below:

Notes to the Financial Statements
For the year ended 31 December 2016 (Cont'd)

29 Related parties (continued)

	31 December 2016 N'000	31 December 2015 N'000
Short term benefits (Note 13)	13,611	10,052
Amount paid to the highest paid director	4,145	3,894
Amount paid to Chairman	4,145	3,894

b The number of directors of the Company based on range emolument is as below:

	31 December 2016 Number	31 December 2015 Number
N150,000 - N500,000	-	-
N500,001 - N5,000,000	6	6
	6	6
Directors with no emoluments	3	3

c Transactions with related parties

The following transactions took place between the Company and its related parties during the year:

c (i) Sales of goods and services

	2016 N'000	2015 N'000
Sales of goods:		
Nigerian Bottling Company Limited	3,947,450	3,747,910
	3,947,450	**3,747,910**

Goods are sold based on the price list in force and credit period ranges from 30 to 60 days. Accordingly, they are at arms length.

c (ii) Purchases of goods and services

	2016 N'000	2015 N'000
Purchases of goods:		
Frigoglass Kato Achaia - common ultimate parent and ultimate controlling party	-	2,534
Purchase of services:		
Frigoglass Global Limited	601,373	-
Frigoglass Cyprus Limited	-	502,577
Frigoglass Industries (Nigeria) Limited	-	336,350
Frigoglass Jebel Ali	5,351	202,539
	606,724	**1,041,466**

"The transaction with Frigoglass Global limited (2015: Frigoglass Cyprus Limited) was for the supply of technical expertise to Beta Glass Plc. The technical service fee represents 3% of net sales as approved by the National Office for Technology Acquisition and Promotion (NOTAP) certificate number 005961 and 005524 with maturity profile of three (3) years from 01 January 2016 to 31 December 2018 and 01 January 2013 to 31 December 2015 respectively. Also included in the technical service charge for the year is Value Added Tax (VAT) at 5% paid on the technical service fee.

Purchases of goods and services are at prices comparable to those obtainable from third parties. "

Notes to the Financial Statements

For the year ended 31 December 2016 (Cont'd)

d Due to related companies

This represents the balance due to related parties stated below as at year end:

	Description	31 December 2016 N'000	31 December 2015 N'000
Kato Achaia (Plant & SO Hellas)	Purchases of goods	-	2,534
Frigoglass Industries (Nigeria) Limited	Payments made on behalf of Beta Glass Plc	694,890	14,324
Frigoglass Cyprus Limited	Purchase of services	285,084	225,999
Frigoglass West Africa Limted	Payments made on behalf of Beta Glass Plc	-	190,698
Frigoglass Jebel Ali (Plant & SO)	Purchase of services	11,918	217,099
Frigoglass Global Limted	Purchase of services	97,497	-
		1,089,389	**650,654**

e Due from related companies

This represents the balance due to related parties stated below as at year end:

	Description	31 December 2016 N'000	31 December 2015 N'00
Frigoglass West Africa Limted	Payments made by Beta Glass Plc on behalf of Frigoglass West Africa Limited	1,336,205	-
Nigerian Bottling Company Limited	Sales of Bottles and purchase of cullet	980,905	1,337,143
Frigoglass Industries (Nigeria) Limited	Intercompany treasury balances	1,823,039	1,423,000
		4,140,149	**2,760,143**

The receivables from related parties arise mainly from sale transactions, intercompany treasury balances and payments on behalf of other related companies with short term settlement period. The receivables are unsecured in nature. There are no provisions required against receivables from any related parties.

The payables to related parties arise mainly on purchases from related parties and intercompany treasury balances with short term settlement period/ or payable on demand.

30 Contingent liabilities

Legal proceedings

The company is presently involved in three (3) litigation suits as at 31 December 2016. The claims against the company from the suits amount to N1.8 billion (31 December 2015: N2.45 billion) as of reporting date. No provision has been made for these claims because based on legal advice, the directors believe that no significant loss will eventuate .

Guarantee on behalf of Frigoglass Finance B.V.

On 26 February 2015, the Company guaranteed Euro 30 million loan granted by Eurobank Private Bank Luxembourg S A to Frigoglass Finance B.V.

31 Capital commitments

The Company had no capital commitments as at 31 December 2016 (31 December 2015: Nil).

32 Subsequent events

A dividend in respect of the year ended 31 Dec 2016 of 98 kobo per share, amounting to a total dividend of N489,972,560 was declared at the board meeting held on 23 March 2017 . These financial statements do not reflect this dividend payable.

On 20 March 2017, the Nigeria Export Promotion Council (NEPC) released a circular requesting exporters to submit their baseline data for EEG claims. Subsequent to the approval of the baseline data, exporters will be requested to submit outstanding EEG claims.

There were no other post balance sheet events which could have had a material effect on the state of affairs of the Company as at 31 December, 2016 and on the profit for the year ended on that date which have not been adequately provided for or recognised.

33 Compliance with regulatory bodies

There was no penalty for non-compliance matters with respect to regulatory bodies for the year ended 31 December 2016.

Statement of Value Added

For the year ended 31 December 2016

	2016 N'000	%	2015 N'000	%
Revenue	19,091,192		15,953,224	
Finance income	364,271		454,162	
Other income	629,968		596,691	
Foreign exchange gain	1,913,258		380,027	
	21,998,689		17,384,104	
Bought in materials and services				
- Imported	(1,098,310)		(749,507)	
- Local	(10,735,653)		(8,871,391)	
	10,164,726	**100.00**	**7,763,206**	**100.00**
Applied as follows:				
To pay employees:				
- Wages, salaries and other benefits	2,753,551	27.09	2,471,542	31.84
To pay providers of capital:				
- Finance cost	19,808	0.19	68,980	0.89
To pay government:				
- Income tax expense	1,415,860	13.93	1,123,668	14.47
To provide for enhancement of assets and growth:				
- Depreciation of plant, property and equipment	2,172,733	21.38	2,103,368	27.09
- Amortisation of intangible assets	3,381	0.03	4,521	0.06
- Profit retained for the year	3,799,393	37.38	1,991,127	25.65
	10,164,726	**100.00**	**7,763,206**	**100.00**

Note: Statement of value added is not a required disclosure under IFRS

Five Year Financial Summary

	2016	2015	2014	2013	2012
	N'000	N'000	N'000	N'000	N'000
Assets employed					
Non current assets	10,533,274	11,675,368	9,602,728	9,693,742	9,891,975
Current assets	22,650,856	15,495,701	17,325,659	17,472,739	12,564,592
Non current liabilities	(4,718,709)	(4,065,937)	(3,301,449)	(3,990,011)	(5,240,199)
Current liabilities	(6,990,457)	(5,527,007)	(7,673,957)	(9,423,313)	(4,760,565)
Net Asset	**21,474,964**	**17,578,125**	**15,952,981**	**13,753,157**	**12,455,803**
Capital employed					
Ordinary Share capital	249,986	249,986	249,986	249,986	249,986
Share premium	312,847	312,847	312,847	312,847	312,847
Other reserve	2,429,942	2,429,942	2,429,942	2,429,942	2,429,942
Retained Earnings	18,482,189	14,585,350	12,960,206	10,760,382	9,463,028
Total Equity	**21,474,964**	**17,578,125**	**15,952,981**	**13,753,157**	**12,455,803**

	2016	2015	2014	2013	2012
	N'000	N'000	N'000	N'000	N'000
Turnover	19,091,192	15,953,224	16,632,879	14,096,123	12,932,549
Profit before income tax	5,215,253	3,114,795	3,340,660	2,052,193	1,857,089
Income Tax expense	(1,415,860)	(1,123,668)	(950,437)	(578,619)	(528,509)
Profit for the year	3,799,393	1,991,127	2,390,223	1,473,574	1,328,580
Other comprehensive income	296,238	(56,000)	(4,125)	(6,230)	-
Total Comprehensive Income	**4,095,631**	**1,935,127**	**2,386,098**	**1,467,344**	**1,328,580**
Per share data					
Earnings per share (Naira)	7.60	3.98	4.78	2.95	2.66
Net Asset per share (Naira)	42.95	35.16	31.91	27.51	24.91

Earnings per share (EPS) is calculated by dividing the profit attributable to equity holders of the company by the weighted average number of ordinary shares outstanding at the end of the reporting period.

Net assets per share is calculated by dividing net assets of the company by the weighted average number of ordinary shares outstanding at the end of the reporting period.

Note: Five year financial summary is not a required disclosure under IFRS

Additional Information

1 Major Shareholders

	Number of Shares of 50 Kobo each	%
The following shareholders held more than 5% of the issued ordinary shares as at 31 December 2016:		
Frigoglass Industries (Nigeria) Limited	309, 391, 133	61.88
Frigoinvest Holdings B.V	40, 833, 131	8.17
Stanbic IBTC Nominees Nigeria Limited All Accounts	39,788,149	7.96
Delta State Ministry of Finance Incorporated	28, 008, 549	5.60

2 Registered range analysis

Range	No. of Holders	%	Units	%
1 - 5,000	4,400	77.21	5,943,463	1.19
5,001 - 10,000	545	9.56	3,657,155	0.73
10, 001 - 50,000	570	10.00	11,322,006	2.27
50, 001 - 100,000	87	1.53	6,203,029	1.24
100, 001 - 500,000	76	1.33	15,767,031	3.15
500, 001 -1,000,000	6	0.11	3,855,561	0.77
1, 000, 001 and above	15	0.26	453,223,755	90.65
Grand Total	**5,699**	**100.00**	**499,972,000**	**100.00**

3 Unclaimed dividends

Our records show that some dividend warrants have not been presented to the bank for payment.

Similarly, a number of share certificates posted to shareholders have also been returned to us by the post office.

Shareholders concerned are advised to contact the Cardinalstone (Registrars) Limited 358 Herbert Macaulay Way, Yaba, Lagos.

Telephone nos.: (01) 4405107, 7924462

E-mail: registrars@cardinalstone.com

4. E-dividend

Notice is hereby given to all shareholders to open bank accounts, stock broking accounts and Central Securities Clearing Systems (CSCS) accounts for the purpose of e-dividend payment. A detachable activation form for e-dividend is attached to the Annual Report to enable all shareholders furnish particulars of their account to the Registrars (Cardinal Stone (Registrars) Limited) as soon as possible.

Share Capital History

The issued and fully paid up share capital of the Company as at December 31, 2016 was N249, 986, 000. The share capital had been progressively increased over the years as follows:

Date	Authorised Share Capital Increased		Issued and Fully Paid Up Share Capital Increase		Consideration
	From N	To N	From N	To N	
Nov 20, 1974	3, 000, 000	3, 000, 000	Cash	-	
Dec 13, 1974	3, 000, 000	5, 000, 000	3, 000, 000	5, 000, 000	Cash
Nov 25, 1975	5, 000, 000	6,000,000	5, 000, 000	6, 000, 000	Cash
Jul 23, 1977	6, 000, 000	6, 625, 000	6, 000, 000	6, 625, 000	Cash
Oct 2, 1980	6, 625, 000	14, 625, 000	6, 625, 000	14, 625, 000	Cash
Apr 19, 1984	14, 625, 000	20, 625, 000	14, 625, 000	20, 625, 000	Cash
Feb 23, 1990	20, 625, 000	35, 625, 000	20, 625, 000	34, 972, 250	Cash
May 24, 1994	35, 625, 000	80, 625, 000	34, 972, 250	79, 972, 250	Cash (Right Issue 3:2)
Sep 29, 1994	80, 625, 000	155, 625, 000	79, 972, 250	104, 972, 250	Bonus Issue 1:3
Sep 2, 1996	155, 625, 000	155, 625, 000	104, 972, 250	100, 000, 000	Pref Share Redemption
March 2, 1998	155, 625, 000	155, 625, 000	100, 000, 000	125, 000, 000	Bonus Issue 1 : 4
Jul 20, 1999	155, 625, 000	250,000,000	125, 000, 000	206, 600, 000	Merger of Delta & Guinea Glass
Feb 15, 2001	250,000,000	250,000,000	206, 600, 000	227, 260, 000	Bonus Issue 1 : 10
Apr 24, 2008	250,000,000	300,000,000	227, 260, 000	249, 986, 000	Bonus Issue 1 : 10

Contact Information

Beta Glass PLC

Registered office
Iddo House, Iddo, Lagos,
PO Box 159, Lagos

Phone: +234 1 7740844,
+234 1 2806700
Fax: +234 1 2806701

Works

Guinea Plant,
KM 32, Lagos Badagry Express Road,
Agbara Industrial Estate, Ogun State

Delta Plant,
KM 17, Warri-Patani Road, P.M.B 48,
Ughelli, Delta State

Notes

Proxy Form

This Proxy form should not be completed and sent to the address overleaf if the member will be attending the meeting personally. Before forwarding the above form, please tear off the part below and retain it for admission to the meeting.

I/We*

(BLOCK CAPITALS)

being a member of **BETA GLASS PLC** hereby appoint**

or failing him, **MR ABIMBOLA OGUNBANJO** or failing him, **MR DARREN BENNETT-VOCI** as my/our proxy to act and vote for me/us and on my/our behalf at the **Annual General Meeting** of the Company to be held on **Thursday, July 6, 2017** and any adjournment thereof.

Dated this .... day of 2017

Shareholder's Signature..

Note: A member (shareholder) who is unable to attend an Annual General Meeting is allowed by law to vote by proxy and this form has been prepared to enable you exercise your right to vote in case you cannot personally attend the meeting.

Following the normal practice, the names of two Directors of the Company have been entered on the form to ensure that someone will be at the meeting to act as your proxy. If you wish, you may insert in the blank space on the form (marked**) the name of any person, whether a member (shareholder) of the Company or not who will attend the meeting and vote on your behalf instead of one of the Directors.

Resolutions	For	Against
To re-elect Mr. John Mastoroudes as a Director		
To re-elect Mr. George Papachristou as a Director		
To declare a Dividend		
To appoint EY (Ernst and Young) Nigeria as the Independent Auditors to replace the retiring Messrs. PricewaterhouseCoopers		
To authorize the Directors to fix the remuneration of the Auditors		
To re-elect Prof. Caleb Adeniyi Osuntogun as a member of the Audit Committee		
To re-elect Chief Simeon Akinyemi Odubiyi as a member of the Audit Committee		
To re-elect Mr. Peter Knight Okoh as a member of the Audit Committee		
To approve the remuneration of the Directors		
To authorize the Company to procure goods and services necessary for its operations from related parties.		

Please indicate with an "X" in the appropriate square how you want your vote to be cast on the resolutions set out above. Unless otherwise instructed, the proxy will vote or abstain from voting at his discretion

Admission Card

Beta Glass PLC (RC 13215)

This admission card must be produced by the Shareholder or his proxy in order to be allowed to attend the Annual General Meeting

Please admit

(SHAREHOLDER'S FULL NAME)

To be completed by shareholder or his duly appointed proxy to the **Annual General Meeting of Beta Glass PLC** which will be held at **Federal Palace Hotel, 6 - 8 Ahmadu Bello Way, Victoria Island, Lagos** on **Thursday, July 6, 2017** at **12.00 noon**.

Number of shares held:

(TO BE COMPLETED BY THE COMPANY'S OFFICIAL)

Bola Adebisi (Ms.) *Deputy Company Secretary*

Annual General Meeting

Beta Glass PLC (RC 13215)

An Annual General Meeting to be held at Federal Palace Hotel, 6 - 8 Ahmadu Bello Way, Victoria Island, Lagos on Thursday, July 6, 2017, at 12.00 noon

Shareholder's Full name

(TO BE COMPLETED BY THE COMPANY'S OFFICIAL)

Signature of Person Attending

(TO BE SIGNED IN THE PRESENCE OF THE COMPANY'S OFFICIALS AT THE ENTRANCE TO THE HALL)

Number of shares held:

(TO BE COMPLETED BY THE COMPANY'S OFFICIAL)

Please affix postage stamp

CARDINALSTONE (REGISTRARS) LIMITED
358 HERBERT MACAULAY WAY
YABA, LAGOS

Electronic Delivery Mandate Form

I, Chief/Mr/Mrs ______________________________

of ______________________________

☐ hereby agree to the electronic delivery of Annual reports and other statutory documents of Beta Glass PLC by choosing the option below:

The Company should forward the materials to the following e-mail address:

Email address ______________________________

Surname ______________________ First name ______________________

Signature ______________________ Date ______________________

Please fill and return the completed form to either:

The Managing Director
CardinalStone (Registrars) Limited
358 Herbert Macaulay Way
Yaba
Lagos

OR

The Company Secretary
Beta Glass PLC
Iddo House
Iddo
Lagos

Affix
Current
Passport
(To be stamped by Bankers)

Write your name at the back of your passport photograph

CARDINALSTONE REGISTRARS

E-DIVIDEND MANDATE ACTIVATION FORM

Instruction

Only Clearing Banks are acceptable

Please complete all section of this form to make it eligible for processing and return to the address below

The Registrar,
CardinalStone Registrars, Limited
358, Herbert Macaulay Way, Yaba,
P. O. Box 9117, Marina, Lagos
Nigeria.

I/We hereby request that henceforth, all my/our Dividend Payment(s) due to me/us from my/our holdings in all the companies ticked at the right hand column be credited directly to my / our bank detailed below.

Bank Verification Number

Bank Name

Bank Account Number

Account Opening Date

Shareholder Account Information

Surname / Company's Name | First Name | Other Names

Address:

City | State | Country

Previous Address (If any)

CHN (If any)

Mobile Telephone 1 | Mobile Telephone 2

Email Address

Signature(s)

Company Seal (If applicable)

Joint/Company's Signatures

TICK	NAME OF COMPANY	SHAREHOLDER'S ACCOUNT NO.
	ACORN PET. PLC	
	AFRIK PHAR MACEUTICALS PLC	
	AG HOMES SAVINGS & LOANS	
	AG LEVENTIS	
	ARBICO PLC	
	ASHAKACEM PLC	
	BANKERS WAREHOUSE	
	BETA GLASS	
	CAPITAL HOTEL PLC	
	ELLAH LAKES	
	EVANS MED PLC	
	FCMB BOND	
	FCMB GROUP PLC	
	FIDSON BOND	
	G. CAPPA PLC	
	GUINEA PLC	
	IMB ENERGY MASTER FUND	
	JOS INT. BREWERIES PLC	
	KOGI SAVINGS & LOAN LTD	
	LAFARGE AFRICA PLC	
	LAFARGE BOND	
	LAW UNION & ROCK PLC	
	LEGACY FUND	
	LIVESTOCK FEEDS PLC	
	MORISON PLC	
	MRS OIL PLC	
	NAHCO BOND	
	NAHCO PLC	
	NEWPAK PLC	
	N.G.C PLC	
	NGC STERILE	
	NPF MICROFINANCE BANK	
	NULEC INDUSTRIES PLC	
	OKOMU OIL PALM PLC	
	PREMIER PAINT PLC	
	REAN PLC	
	SKYE BANK PLC	
	TOTAL NIG. PLC	
	TRANEX PLC	
	WOMEN INVESTMENT FUND	