

FINANCIAL STATEMENTS 31 DECEMBER 2011

REPORTS AND FINANCIAL STATEMENTS FOR THE YEAR 31 DECEMBER 2011

Contents	Page
Report of the independent auditors	1
Statement of significant accounting policies	2
Balance sheet	4
Profit and loss account	5
Statement of cash flows	6
Notes to the financial statements	7
Statement of value added	14
Financial summary	15
Management Information: Detailed profit and loss account	16



REPORT OF THE INDEPENDENT AUDITORS

TO THE MEMBERS OF CRUSADERSTERLING PENSIONS LIMITED

We have audited the accompanying financial statements of **CrusaderSterling Pensions Limited**, set out on pages 2 to 15 which comprises the balance sheet as at 31 December 2011, the profit and loss account, statement of cash flows, statement of value added for the year then ended and a summary of significant accounting policies, and other explanatory information.

Directors' Responsibility for the Financial Statements

The Directors are responsible for the preparation and fair presentation of these financial statements in accordance with the Companies and Allied Matters Act, CAP C20, LFN 2004, and for such internal control as the Directors determines are necessary to enable the preparation of financial statements that are free from material misstatement whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with Nigerian and International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The procedures selected depend on the auditors' judgement, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and fair presentation of the financial statements 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 entity's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by Directors, as well as evaluating the overall presentation of the financial statements.

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

Opinion

In our opinion, the financial statement present fairly, in all material respects the financial position of **CrusaderSterling Pensions Limited** as at 31 December 2011, and of its financial performance and cash flows for the year then ended. The Company has kept proper books of accounts, which are in agreement with the balance sheet and income statement in the manner required by the Company and Allied Matters Act, CAP C20, LFN 2004 and in accordance with the Statements of Accounting Standards issued by the Financial Reporting Council of Nigeria.

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Chartered Accountants

Lagos, Nigeria

24 April 2012

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STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES FOR THE YEAR ENDED 31 DECEMBER 2011

A summary of the principal accounting policies, all of which have been applied consistently throughout the year is set out below:

1. Basis of preparation

The financial statements are prepared in compliance with Statements of Accounting Standards (SAS). The financial statements are presented in the functional currency, Nigeria Naira rounded to the nearest thousand, and prepared under the historical cost convention.

Turnover

Turnover represents administration and management fees received and receivable on members' contributions and the Net asset value of funds under management respectively.

Fixed assets

Fixed assets are stated at cost less accumulated depreciation.

Depreciation

Depreciation is provided on straight-line basis at annual rates calculated to write off the cost of each asset over its estimated useful life. The applicable rates of depreciation are as follows:

	%
Motor vehicles	25
Furniture and fixtures	20
Office equipment	20
Computer equipment	25
Office partitioning	50

Gains/losses on disposal of fixed assets are included in the profit and loss account.

5. Debtors

Debtors are stated after making provisions for debts doubtful of recovery.

Pension benefits

Retirement benefits to employees are provided under a defined contribution scheme, which is funded by contributions from the Company and employees. Funding under the new scheme is 7½ % and 10% by staff and the Company respectively based on annual basic salary and some allowances.

The Company's liabilities in respect of the scheme are charged against the profit of the year in which they become payable. The scheme is managed by various Pension Fund Administrators (PFAs) chosen by employees.

STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES FOR THE YEAR ENDED 31 DECEMBER 2011

Investments

Investments are stated at cost. Provision is made for any permanent diminution in value.

Foreign currencies

Transactions denominated in foreign currencies are recorded in Naira at the ruling rates of exchange at the date of transaction. Monetary assets and liabilities denominated in foreign currencies are converted at the prevailing exchange rates at the balance sheet date. Any gain or loss arising from a change in exchange rates subsequent to transaction date is included in the profit and loss account.

9. Taxation

(i) Income taxation

Income tax payable is provided on taxable profit at the current statutory rate.

(ii) Deferred taxation

Deferred taxation, which arises from timing differences in the recognition of items of accounting and tax purposes, is calculated using the liability method. Deferred Income tax assets and liabilities are measured at the rates that are expected to apply to the year when the asset is realized or the liability settled, based on tax rates and tax laws that have been enacted at the balance sheet date.

10. Provisions

Provisions are recognised when the company has present obligation whether legal or constructive as a result of a past event for which it is probable that an outflow of resources embodying economic benefits will be required to settle the obligations in accordance with the Statement of Accounting Standard (SAS 23).

11. Cash and cash equivalents

For the purpose of reporting cash flows, cash and cash equivalents consist of cash on hand, balances held with bank and bank overdrafts.

BALANCE SHEET AS AT 31 DECEMBER 2011

	Note	2011 N'000	2010 N'000
Assets	Note	N 000	N 000
Cash and bank balances	2	928,973	305,183
Deposit with custodian	-	42,279	16,936
Other assets	3	120,242	102,875
Fixed assets	4	126,896	75,719
Total assets		1,218,390	500,713
Liabilities			
Creditors and accrued expenses	5	116,778	87,390
Deposit for shares	6	401,870	
Staff pension fund	7	-	2,106
Taxation	9.2	12,050	7,637
Total liabilities		530,698	97,133
CAPITAL AND RESERVES			
Ordinary share capital	10.2.1	725,875	725,875
Preference share capital	10.2.2	225,166	225,166
Share premium	11	4,284	4,284
Statutory contingency reserve	13	79,525	41,196
Revenue reserve	14	(347,158)	(592,941)
Shareholders fund		687,692	403,580
Total liabilities and equities		1,218,390	500,713

Directors

The statement of significant accounting policies on pages 2 and 3 and the accompanying notes on pages 7 to 13 form an integral part of these financial statements.

PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2011

	Note	2011 N'000	2010 N'000
Gross income		856,067	614,084
Fee income Interest income Other income	8	807,118 47,553 1,396	577,419 24,915 11,751
		856,067	614,085
Administrative expenses		(534,550)	(408,549)
Profit on ordinary activities before taxation		321,517	205,536
Information technology development levy	5.2	(3,215)	(2,055)
Taxation	9.1	(11,674)	(7,448)
Profit for the year after taxation		306,629	196,033
Appropriation : Statutory reserve	13	(38,329)	(24,504)
Preference dividend		(22,517)	(22,517)
Retained earning	14	245,783	149,012
Earnings per share (kobo)	18	39.14	23.90

The statement of significant accounting policies on pages 2 and 3 and the accompanying notes on pages 7 to 13 form an integral part of these financial statements.

STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2011

	Notes	2011 N'000	2010 N'000
Cash flows from operating activities Income received Payments to employees and suppliers Income tax paid Value added tax		790,068 (466,073) (7,260) (9,821)	571,061 (399,220) (7,199) 7,601
Net cash provided by operating activities	16	306,914	172,243
Cash flows from investing activities Purchase of fixed assets Proceeds from disposal of assets Cost of investment shares purchase Proceeds from disposal of investments Interest received	4	(85,766) 1,079 - - 47,553	(50,728) 9,959 (36,039) 37,924 24,915
Net cash provided by investing activities		(37,134)	(13,969)
Cash flows from financing activities			
Deposit for shares Preference dividend		401,870 (22,517)	(15,314) (51,503)
Net cash provided by financing activities		379,353	(66,817)
Net increase in cash and cash equivalents		649,133	91,457
Cash and cash equivalents at 1 January		322,119	230,662
Cash and cash equivalents at 31 December	17	971,252	322,119

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

1. The Company

Crusadersterling Pensions Limited was incorporated on 12 October 2004 to carry out the business of pension fund management and administration, following the enactment of the Pensions Reform Act, 2004.

		2011 N'000	2010 N'000
2.	Cash and bank balances		
	Cash at hand	150	130
	Bank balance	54,496	8,854
	Placements with bank	874,327	296,199
	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	928,973	305,183
3.	Other assets		
	Staff loans and advances	234	1,114
	Prepayments	16,078	19,220
	Account receivables	103,930	82,541
		120,242	102,875

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

4. Fixed assets

		Furniture and	Computer	Office	Motor	0#:	
		fixtures N'000	equipment	partitioning	vehicles	Office equipment	Total
	Cost	N 000	N'000	N'000	N'000	N'000	N'000
	At 1 January	25,130	124,520	16,844	56,353	20,937	243,784
	Additions in the year	3,646	72,994	2,500	1,887	4,739	85,766
	Disposals				(2,620)	(5,649)	(8,269)
	At 31 December	28,776	197,514	19,344	55,620	20,027	321,281
	Depreciation						
	At 1 January	20,011	104,625	16,828	12,415	14,186	168,065
	Charge for the year	2,756	13,600	1,057	13,826	3,350	34,589
	Disposals				(2,620)	(5,649)	(8,269)
		22,767	118,225	17,885	23,621	11,887	194,385
	Net book value						
	At 31 December 2011	6,009	79,289	1,459	31,999	8,140	126,896
	At 31 December 2010	5,119	19,895	16	43,938	6,751	75,719
					2011		2010
	_				N'000		N,000
5.	Creditors and accrued	expenses					
	Sundry creditors Provisions and accruals				28,505 51,994		4,475
	Value added tax (5.1)				7,065		40,033 16,886
	Information technology	levy (5.2)			6,697		3,479
	Preference dividend	, (- : - ,			22,517		22,517
					116,778		87,390
- 4	V-1 - 11 - 11						
5.1	Value added tax At 1 January				40.000		0.004
	VAT input				16,886		9,284
	VAT out put				41,834		29,903
	Remitances				(51,655)		(22,301)
	At 31 December				7,065		16,886
- 0	1-5						
5.2	Information technolog At 1 January	y developme	nt levy		3,479		4.404
	Provisions in the year				3,218		1,424 2,055
	Payment in the year				-		2,000
	At 31 December				6,697		3,479
	Section 12 (2a) of Development Agency (I April 2007 stipulates the profit before tax to the Agency. In line with the levy at the specified rate	NITDA) Act wat, specified considerian Information Act, the Co	hich was signe ompanies conti nation Technol	ed into law on 24 ribute 1% of their ogy Development			
6.	Deposit for Shares At 1 January						45.000
	Additions in the year				401,870		15,314
	Refund in the year				401,070		(15,314)
	At 31 December				401,870		(13,314)
	This represents deposit	for shares by	interested share	eholders.			

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

		2011 N'000	2010 N'000
7.	Staff pension fund	14 000	14 000
	At the beginning of the year	2,106	856
	Provisions in the year	30,223	24,155
	Remittance during the year	(32,329)	(22,905)
	At the end of the year	-	2,106
8.	Fee income		
	Management fees - RSA	606,515	431,881
	Management fees - Retirees	14,996	11,425
	Management fees - Legacy Companies:	621,511	443,306
	Securities and Exchange Commission	10,284	9,147
	First Bank Nigeria Plc	2,272	441
	Crusader Insurance Plc	2,823	2,388
	GT Bank Plc	4,966	3,717
	Nigerian Port Plc	3,005	1,109
	Federal Airport Authority	192	148
	Intercontinental Bank	3,190	-
	Total mangement fees	648,243	460,256
	Administrative fees - RSA	158,205	116,519
	Administrative fees - Retirees	670	644_
	Total fee income	807,118	577,419
	Fee income are approved and reviewed from time to time by the National Pension Commission(PENCOM).		
9.	TAXATION	*	
9.1	Profit and loss account		
	Income tax for the year	4,567	2,935
	Education tax for the year	7,106	4,513
	Deferred tax for the year (9.3)	.,	-
		11,674	7,448
	The charge for income tax in these financial statements is based on the provisions of the Companies Income Tax Act, CAP C21 LFN 2004 as amended. The charge for education tax is based on the provisions of the Education Tax Act, CAP E4 LFN 2004.		
9.2	Balance sheet		
	At 1 January	7,637	7,388
	Income tax for the year	4,567	2,935
	Education tax for the year	7,106	4,513
	Payment during the year	(7,260)	(7,199)
	At 31 December	12,050	7,637

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

FOR	THE TEAR ENDED ST DECEMBER 2011	2011	2010
		N'000	N'000
9.3	Deferred taxation At 1 January Provision during the year At 31 December	<u>.</u>	
	The Company has adopted the Statement of Accounting Standard (SAS 19) on deferred taxation, which is computed using the liability method in compliance with the standard. No deferred tax has been provided because of unabsorbed capital allowance, which gave rise to deferred tax asset of N8,117,631.30 as at 31 December, 2011. However, this deferred tax asset has not been recognized in these financial statements.	 	
10.	Share capital		
10.1	Authorised 1,200,000,000 ordinary shares of N1.00 each	1,200,000	1,200,000
10.2	ssued and fully paid: 725,875,000 ordinary shares of N1 each	725,875	725,875
	225,166,425 preference shares of N1 each	225,166	225,166
11.	Share premium	4,284	4,284
12.	Profit on ordinary activities before taxation This is stated after charging/(crediting):		
	Audit fee	2,400	2,000
	Directors' fees	500	450
	Finance charges	336	627
	Depreciation	34,590	28,268
	(Gain)/loss on foreign exchange Gain on fixed assets disposed	(42) (1,079)	81 (9,866)
	Pension contributions (Company)	17,822	14,290
13.	Statutory reserve fund		
	Balance at 1 January	41,196	16,692
	Additions in the year	38,329	24,504
	Balance at 31 December	79,525	41,196

In accordance with part viii section 69 of the Pension Reform Act 2004, the Company transferred 12.5% of its net profit after tax to statutory reserve fund.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

FOF	R THE YEAR ENDED 31 DECEMBER 2011	2011	2010
		N'000	N'000
14.	Revenue reserve	11000	

	Balance at 1 January	(592,941)	(741,953)
	Transfer from profit and loss account	245,783	149,012
	Balance at 31 December	(347,158)	(592,941)
15.	Information regarding Directors and employees		
10.	mornation regarding birectors and employees		
.a)	Directors:		
	Fees	500	450
	Other emoluments - remuneration	28,810	22,775
	Remuneration of the chairman	28,810	22,775
	Remuneration of the highest paid director	20,010	22,110
		Number	Number
.b)	Scale of Directors' remuneration		
,	N N		
	190,000 - 200,000		7
	200,001 and above	1	1
.c)	Average number of persons employed (including Directors)		
	Directorate	2	2
	Information technology	3	3
	Business development	51	45
	Operations	9	12
	Finance	5	5 4
	Investment	4 5	1
	Compliace/customer services Internal control	2	2
	Human resources/admin	7	7
	Benefit	4	
		92	81
.d)	Total employee cost for the above during the year		
	Salaries and wages	266,732	205,457
	Pension cost	17,822	14,315
		284,554	219,772

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

					2011 Number	2010 Number
.e)	Highest pai	d emplo	yees			
	N		N			
	100,001 250,001	-	250,000 500,000		92	9 72
					N'000	N'000
	Net change	s in ope	rating assets		10.7.770.000	
	Increase in o				(17,367)	(6,358)
			rating liabilities			
			n creditors and accru	uals	19,567	(18, 134)
	Staff pension	n fund			(2,106)	1,250
					17,461	(16,884)
16.	Reconciliate by operating		et profit after tax to	net cash provided		
	Profit after to	axation			306,629	196,032
			ile profit after tax to r	net		
			erating activities:			
	Interest rece				(47,553)	(24,914)
	Profit on dis				(1,079)	(9,866)
	Profit on dis		nvestments		24 500	(1,885)
	Depreciation VAT	1			34,590	28,268
	. A. (1975)	increase	in taxes payable		9,821 4,413	7,601 249
	Operating n	rofit hefo	re changes in operati	na		
	assets and I		e changes in operati	119		
	Net changes		ating assets		(17,367)	(6,358)
			ating liabilities		17,461	(16,884)
	Total adjustr		3		286	(23,789)
	Net cash pr	ovided b	y operating activiti	es	306,914	172,243
17.	Cash and c	ash equi	valents			
	Bank and ca	sh balan	ce		928,973	305,183
	Deposit with	custodia	ın		42,279	16,936
					971,252	322,119

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2011

	2011 N'000	2010 N'000
Earnings Per Share		
Earnings per share is calculated by dividing the net profit after tax attributable to ordinary shareholders by number of ordinary shares in issue during the year.		
Profit after tax for the year attributable to ordinary shareholders	306,629	196,032
Preference dividend	(22,517) 284,112	(22,517) 173,516
Number of ordinary shares	725,875	725,875
Earnings per share (kobo)	39.14	23.90

19. Capital commitments

18.

There were no capital commitments at 31 December 2011.

20. Contingent liabilities

There were no contingent liabilities at 31 December 2011.

21. Comparative figures

Certain figures in 2010 financial statements were re-classified to conform with 2011 presentation and enhance comparability.

22. Post balance sheet events

There were no significant post balance sheet events that could have had a material effect on the results to 31 December 2011 or the balance sheet to that date which have not been adequately provided for.

STATEMENT OF VALUE ADDED FOR THE YEAR ENDED 31 DECEMBER 2011

	2011 N'000	%	2010 N'000	%
Turnover	807,118		577,419	
Other income	47,553		24,914	
	854,671		602,333	
Bought-in-service - Local - Foreign	(273,375)		(177,137)	
Value added	581,296	100	425,196	100
APPLIED AS FOLLOWS:				
To pay employees				
- Salaries and wages	266,732	46	217,952	51
To pay government				
- Taxation	11,674	2	7,448	2
To preference shareholders				
- Preference dividend	22,517	4	22,517	5
Retained for future replacement of assets and expansion of business:				
- Depreciation	34,590	6	28,267	7
Profit for the year	245,783	42	149,012	35
	581,296	100	425,196	100

Value added represents the additional wealth the Company has been able to create by its own and its employees' efforts. This statement shows the allocation of the wealth between employees, government, shareholders and that retained for the future creation of more wealth.

CRUSADERSTERLING PENSIONS LIMITED FINANCIAL SUMMARY 31 DECEMBER

	2011 N'000	2010 N'000	2009 N'000	2008 N'000	2007 N'000
Gross income	856,067	614,084	463,299	345,808	100,158
Fee income Interest income Other income Administrative expenses Profit on ordinary activities before taxation	807,118 47,553 1,396 (534,550) 321,517	577,419 24,914 11,751 (408,549) 205,536	432,666 30,633 - (355,919) 107,381	337,099 8,709 - (326,626) (19,181)	99,257 901 - (370,561) (270,403)
Earnings/(loss) per share	39.14	23.90	6.78	3.05	(0.54)
Balance Sheet Assets					
Cash and bank balances	928,973	305,183	226,519	91,888	90,580
Deposit with custodian Other assets Fixed Assets	42,279 120,242 126,896	16,936 102,875 75,719	4,143 96,517 53,351	101,461 75,008	17,495 101,218
Total Assets	1,218,390	500,713	380,530	268,357	209,293
Liabilities Creditors and accrued expenses Deposit for shares Staff pension fund Taxation Total liabilities	116,778 401,870 - 12,050 530,698	87,390 - 2,106 7,637 97,133	126,908 15,314 856 7,388 150,466	72,639 25,314 3,382 1,437 102,772	83,032 414,893 6,160 - 504,085
CAPITAL AND RESERVES Ordinary share capital Preference share capital Share premium Statutory contingency reserve Revenue reserve Shareholders fund	725,875 225,166 4,284 79,525 (347,158) 687,692	725,875 225,166 4,284 41,196 (592,941) 403,580	725,875 225,166 4,284 16,692 (741,953) 230,064	725,875 225,166 4,284 2,194 (791,934) 165,585	500,000 - 12,500 - (807,292) (294,792)
Total liabilities and equities	1,218,390	500,713	380,530	268,357	209,293

CRUSADERSTERLING PENSIONS LIMITED FOR THE YEAR ENDED 31 DECEMBER 2011

For Management Use Only

DETAILED PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 DECEMBER 2011

	MANAGEMENT 2011 N'000	INFORMATION 2010 N'000
Fee income	807,118	577,419
Interest income	47,553	24,914
Profit on disposal of assets	1,079	9,866
Profit on disposal of investments	-	1,885
Other Income	317	
	856,067	614,084
Staff cost	266,732	217,952
Audit fees	2,400	2,000
Directors' fees	500	450
Directors' sitting allowance	2,328	1,650
Entertainment	4,099	2,592
Telephone and postages	14,605	11,417
Repairs and maintenance	8,248	6,929
Insurance	8,124	7,140
Office expenses	5,522	5,063
Depreciation	34,590	28,268
Travelling and transport	13,881	9.820
Stationery and printing	12,359	7,305
Legal and professional fee	3,857	2,767
Pension contribution	17,822	14,315
Advert and publicity	24,007	5,430
Donations and subscription	15,074	10,484
Bank charges	336	627
Rent and rates	12,028	12,102
Sales and marketing	20,740	19,091
Electricity	2,258	1,273
Fuel	13,653	11,102
Staff welfare and training	10,177	5,183
Medical expenses	7,111	4,953
Exchange loss	.,	81
Productivity bonus	32,157	20,554
LASPEC Admin Fees	1,941	
	534,550	408,548
Profit before tax	321,517	205,536