



MERIDIAN MARSHALLS HOLDINGS LIMITED

REPORTS AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST JULY 2021

MERIDIAN MARSHALLS HOLDINGS LIMITED

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MERIDIAN MARSHALLS HOLDINGS LIMITED

GENERAL INFORMATION

Board of Directors:

Prof. Divine E.K. Amenumey - Chairman
Dr Tetteh Nettey
Mrs. Genevive Naa Aku Nettey
Dr Hazel Barrard Amuah
Mr Justice G. Djokoto
Mr Patrick Ebo Kittoe
Mr Daniel Adjei

Secretary:

Mr Adolphus Lokko

Office:

No. 4 Pilot Link
NTHC Estate, East Airport
P. O. Box KB 781
Korle – Bu, Accra

Auditors:

V T Consult
Chartered Accountants
1st Floor JLK Plaza
Agbogba Road, North Legon
P. O. Box OS 153
Osu -Accra

Bankers:

CAL Bank Limited

**REPORT OF THE DIRECTORS
TO THE MEMBERS OF
MERIDIAN MARSHALLS HOLDINGS LIMITED**

The Directors of the Company present their annual report and the audited financial statements for the year ended 31st July 2021.

STATEMENT OF DIRECTORS RESPONSIBILITIES

The Directors are responsible for the preparation and fair presentation of these financial statements in accordance with the International Financial Reporting Standards (IFRS) and the Companies Act, 2019, (Act 992).

In preparing these financial statements, the directors have selected appropriate accounting policies and accounting estimates that are reasonable in the circumstances and then applied them consistently.

The Directors are responsible for ensuring that the Company keeps proper accounting records that disclose with reasonable accuracy the financial position of the Company. The directors are also responsible for safeguarding the assets of the Company and taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors have made an assessment of the Company's ability to continue as a going concern and have no reason to believe the Company will cease operations.

FINANCIAL STATEMENTS AND DIVIDENDS

The results for the year are as set out in the attached Financial Statements.
The Directors consider the state of affairs of the Company to be satisfactory.
The Directors do not recommend the payment of dividend.

NATURE OF BUSINESS

The Company was registered and authorized to undertake the following business:

- a) Education and Research
- b) Import/Export of Educational materials.

There has been no change in the nature of business of the Company.

GOING CONCERN CONSIDERATIONS

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

DIVIDEND

The Directors do not recommend the payment of dividend in the year under review (prior year- Nil).

DIRECTORS REMUNERATION

The remuneration of the directors is disclosed in the accompanying financial statements under Administrative and General Expenses in Note 3.

APPOINTMENT AND REMUNERATION OF AUDITORS

The Board of Director appointed Messrs VT Consult (Chartered Accountants as auditors in accordance with Section 139 (5) of the Companies Act 2019 (Act 992). The Directors of the company have recommended for the re-appointment of Messrs VT Consult Chartered Accountants as Auditors of the company for the ensuing year.

AUDIT FEES


The Audit fee for the year is disclosed in the accompanying financial statements under Administrative and General Expenses in Note 3.

APPROVAL OF FINANCIAL STATEMENTS

The Financial Statements of the company were approved by the Board of Directors on26/11/2021..... and signed on its behalf by:



.....
Dr. Tetteh Nettey
Director



.....
Prof. Divine E.K. Amenumey
Director



INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF MERIDIAN MARSHALLS HOLDINGS LIMITED

Report on the Financial Statements

We have audited the accompanying Financial Statements of Meridian Marshalls Holdings Limited which comprises the Statement of Financial Position of the Company as at 31st July, 2021, the Statement of Profit or Loss and Other Comprehensive Income, the Statement of Changes in Equity, the Statement of Cash Flows for the year then ended and a summary of significant accounting policies and other explanatory notes as set out on pages 8 to 17.

Opinion

In our opinion, these financial statements, give a true and fair view of the financial position of the Meridian Marshalls Holdings Limited as at 31st July, 2021 and its financial performance and its cash flow for the year then ended in accordance with the IFRS and in the manner required by the Companies Act, 2019, (Act 992)

Basis for Opinion

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

We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Financial Statements of the current period. The Company's Accounting system does not always comply with the general accounting principles of double entry and these has resulted in discrepancies of account balances presented in the Financial Statements. However, we obtained reasonable representation from management in situation where the accounting principles of double entry are not fully complied with.

Other Information

The Directors are responsible for other information. The other information comprises the information in the Directors report on page 3-5. In connection with our audit of the Financial Statements, our responsibility is to read the other information and in so doing consider whether the other information is materially inconsistent with the Financial Statements or our information obtained during the audit or otherwise appears to be materially misstated. If based on the work we have performed we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Directors' Responsibilities for the Financial Statements

The Directors are responsible for the preparation and fair presentation of these financial statements in accordance with the International Financial Reporting Standards (IFRS) and the Companies Act, 2019, (Act 992).

This responsibility includes designing, implementing and maintaining internal controls relevant to the preparation of financial statements that are free of material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

The Directors are also responsible for assessing the Company's ability to continue as a going concern and using the going concern basis of accounting unless the Directors either intends to liquidate the Company or to cease operations.

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

Auditors' Responsibility

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 the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we concluded 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 statement, including the disclosures, and whether the financial statements represent the underlying transactions and the event in a manner that achieves fair presentation.

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

Report on Other Legal and Regulatory Requirements

The Companies Act 2019, (Act 992) requires that in carrying out our audit, we consider and report on the following matter. 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) Proper books of account have been kept by the Company so far as appear from our examination of those books;
- (iii) The Statements of Financial Position, Statement of the Profit and Loss and Other Comprehensive Income and statement of Changes in Equity are in agreement with the books of account;

The engagement partner on the audit resulting in this independent auditor's report is Victor Tetteh (ICAG/P/1086)



For and on behalf of:
VT CONSULT: (ICAG/F /2021/131)
Chartered Accountants
1st Floor JLK Plaza
Agbogba Road, North Legon
P. O. Box OS 153
Accra-Ghana

29/11/2021 2021

MERIDIAN MARSHALLS HOLDINGS LIMITED
STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31ST JULY 2021

	Note	2021 GH¢	2020 GH¢
<u>INCOME:</u>			
Tuition Fees and Registration Forms		0	0
Other Fees and Charges		0	0
		--	--
TOTAL OPERATING INCOME		0	0
Less Direct Operating Cost:		0	0
		--	--
Gross Profit		0	0
General & Administrative Expenses	3	(11,385)	(10,891)
		-----	-----
(Loss) before Taxation		(11,385)	(10,891)
Taxation	4	0	0
		-----	-----
(Loss) after Taxation Transferred to Retained Earnings Account		(11,385)	(10,891)
		=====	=====

RETAINED EARNINGS ACCOUNT
FOR THE YEAR ENDED 31ST JULY 2021


	2021 GH¢	2020 GH¢
Balance at 1 st August	(250,158)	(239,267)
(Loss)after Taxation Transferred from Income Statement	(11,385)	(10,891)
	-----	-----
Balance as at 31st July	(261,543)	(250,158)
	=====	=====

MERIDIAN MARSHALLS HOLDINGS LIMITED
STATEMENT OF FINANCIAL POSITION AS AT 31ST JULY 2021

	Note	2021 GH¢	2020 GH¢
LONG –TERM INVEVTMENTS	5	1,000	1,000
CURRENT ASSETS			
Associated Companies	6	1,332,880	1,340,880
Taxation	4	502	502
		<u>1,333,382</u>	<u>1,341,382</u>
TOTAL ASSETS		<u>1,334,382</u>	<u>1,342,382</u>
EQUITY AND LIABILITIES			
EQUITY:			
Stated Capital	7	1,550,500	1,550,500
Retained Earnings		(261,543)	(250,158)
		<u>1,288,957</u>	<u>1,300,342</u>
CURRENT LIABILITIES			
Accruals	8	45,425	42,040
TOTAL EQUITY AND LIABILITIES		<u>1,334,382</u>	<u>1,342,382</u>

The Financial Statements on pages 8 to 17 were approved by the Board of Directors for issue and signed on its behalf by:


Dr. Tetteh Nettey
Director


Prof. Divine E.K. Amenumey
Director

Dated: 26/11/2021

MERIDIAN MARSHALLS HOLDINGS LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31ST JULY 2021

	Stated Capital GH¢	Retained Earnings GH¢	Total GH¢
At 1 st August 2020	1,550,500	(250,158)	1,300,342
(Loss) after tax for the Year	0	(11,385)	(11,385)
At 31 st July 2021	<u>1,550,500</u>	<u>(261,543)</u>	<u>1,288,957</u>

MERIDIAN MARSHALLS HOLDINGS LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31ST JULY 2020

	Stated Capital GH¢	Retained Earnings GH¢	Total GH¢
At 1 st August 2019	1,550,500	(239,267)	1,311,233
(Loss)after tax for the Year	0	(10,891)	(10,891)
At 31 st July 2020	<u>1,550,500</u>	<u>(250,158)</u>	<u>1,300,342</u>

MERIDIAN MARSHALLS HOLDINGS LIMITED
CASH FLOW STATEMENT
FOR THE YEAR ENDED 31ST JULY 2021

	2021 GH¢	2020 GH¢
OPERATING ACTIVITIES		
Operating (Loss) (before Interest and Tax)	(11,385)	(10,891)
Add/(Less):		
Associated Companies	8,000	4,000
Accruals	3,385	6,891
	<u>11,385</u>	<u>10,891</u>
Net Cash Inflow/(Outflow) from Operating Activities	<u>0</u>	<u>0</u>
TAXATION		
Tax paid	0	0
	<u>0</u>	<u>0</u>
Increase/(Decrease) in Cash and Cash Equivalents	<u>0</u>	<u>0</u>
Opening Cash and Bank Balance	<u>0</u>	<u>0</u>
Closing Cash & Bank Balance	<u>0</u>	<u>0</u>

MERIDIAN MARSHALLS HOLDINGS LIMITED
NOTES FORMING PART OF THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31ST JULY 2021

1. CORPORATE INFORMATION

1.1 Nature of Company

Meridian Marshalls Holdings Limited is a publicly owned limited liability company incorporated in Ghana under the Companies Act, 2019 (Act 992). Its registered office is at House No. A4 Pilot Link, NTHC Estate, East Airport. Its main operations are carried out at its main campus located at Odorkor, on the Kasoa Mallam Highway opposite the Gloryland Hotel.

2. BASIS OF ACCOUNTING

These Financial Statements have been prepared under the historical cost basis, except for financial assets and liabilities held at fair values that have been measured at fair value initially and/or subsequently.

3. ACCOUNTING POLICIES

The following Accounting Policies adopted have been consistently applied in dealing with items, which are considered material in relation to the Company's Financial Statements.

A. Depreciation

Depreciation is provided for on a straight-line basis at rates calculated to write off the cost of each Fixed Asset over its estimated useful economic life. The carrying amounts of the Fixed Assets are assessed whether they are recoverable in the form of future economic benefits. If the recoverable amount of any asset has declined below its carrying amount, an impairment loss is recognised to reduce the value of the asset to its recoverable amount.

The annual rates generally in use are as follows:

Motor Vehicles	-	20%
Furniture and Fittings	-	20%
Library Books	-	33.33%
Office Equipment	-	20%
Computers and Printers	-	33.33%
Building	-	2%
Prefabricated Buildings/Container	-	10%

Gains and losses on disposal of Fixed Assets are determined by comparing proceeds from disposal with the carrying amount of Fixed Assets and are recognised in the Income Statement as other come.

B. Intangible Assets Software

Computer Software acquired by the Company is stated at cost less accumulated amortisation and impairment losses.

Subsequent expenditure on software is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates.

Amortisation is recognised in the Income Statement on a straight-line basis over the estimated useful life of the software from the date that it was put into use.

C. Stocks

Stocks are measured at the lower of cost and net realisable value. The cost of closing stock is based on the first-in-first-out principle and comprises of all other costs incurred in bringing the inventories to their present location and condition. Net realisable value is the estimated selling price in the ordinary course of doing business less estimated selling expenses.

D. Students Account Receivables:

Students Receivables are stated after providing for impairment losses. Specific allowances are made for receivables considered to be doubtful, general allowances for doubtful debts are recorded for the remaining receivables taking into account past experiences.

E. Foreign Currencies:

Transactions denominated in foreign currencies are translated into Ghana Cedis and recorded at the rate of exchange ruling at the date of the transactions. Balances denominated in foreign currencies are translated into Ghana Cedis and recorded at the rate of exchange ruling at year end. All differences arising on translation are dealt with in the Income Statement.

F. Cash and Cash Equivalent:

Cash and Cash Equivalents comprise cash on hand and bank balances and highly liquid short-term investments that are easily convertible to known amounts of cash and are subject to insignificant risks of changes in value.

G. Employee Benefits

(i) Defined Contribution Plan

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contribution to a separate entity and will have no legal or contractual obligation to pay future amounts. Obligations for contributions to defined contribution schemes are recognised as an expense in the income statement when they are due.

(ii) Short-term Benefits

Short-term employee benefits are amounts payable to employees that fall due within twelve months after the end of the period in which the employee rendered the related service.

The said benefits are recognised as an expense in the period when the economic benefit is given as an employment cost. Unpaid short-term benefits at the year end are recognised as an accrued expense and any short-term benefits paid in advance are recognised as prepayments.

The company's contribution of 13% to the Social Security Fund is also charged to the income statement.

H. Revenue

(i) Tuition and Admission Fees, Other Academic Fees and Charges

Tuition and Admission Fees, Other Academic Fees and Charges are measured at the fair value of the consideration received or receivable, net of returns, bursaries and scholarships. Revenue is recognised when significant risks and rewards of ownership have been transferred to the buyer and recovery of the consideration is probable.

(ii) Miscellaneous Income

These are revenue from the sale of text and exercise books, school uniforms etc. Revenue is recognised in the Income Statement when the said items are sold to Student.

I Finance Income and Costs

Finance income comprises interest received on bank balances, funds invested, and interest charged to customers on overdue receivables and discounted cheques. Interest income is recognised using the effective interest method in the income statement.

Finance costs comprise interest expense on borrowings and interests charged by the bank. Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in the income statement using the effective interest method.

J. Income Tax

Income tax comprises of only current income tax which is expected to be tax payable on taxable income for the year using the current tax rates applicable and any adjustment to tax payable in respect of previous years.

(b) Inventories

Inventories are valued at the lower of cost and net realizable value. Cost in general includes all other costs incurred in bringing the inventories to their present location.

3.	GENERAL & ADMINISTRATIVE EXPENSES	11,385	10,891
		<u>=====</u>	<u>=====</u>

General & Administrative Expenses Includes:

Directors Remuneration	3,000	3,000
Audit Fees (VAT Inclusive)	2,385	1,891
	<u>=====</u>	<u>=====</u>

4. TAXATION

	Balance at 1/08/ 2020 GH¢	Payments GH¢	Charge to P/L A/c GH¢	Balance at 31/07/2021 GH¢
Corporate Tax				
Up To 2019	(502)	0	0	(502)
2020	0	0	0	0
2021	0	0	0	0
	<u>-----</u>	<u>---</u>	<u>---</u>	<u>-----</u>
	(502)	0	0	(502)
	<u>=====</u>	<u>==</u>	<u>=====</u>	<u>=====</u>

All tax liabilities are subject to the agreement of the GRA (Domestic Tax Division).

	2021 GH¢	2020 GH¢
5. LONG -TERM INVESTMENTS		
Meridian Pre-University	500	500
Marshalls College	500	500
	<u>-----</u>	<u>-----</u>
	1,000	1,000
	<u>=====</u>	<u>=====</u>

6. ASSOCIATED COMPANIES	2021 GH¢	2020 GH¢
Meridian Pre-University	792,892	792,892
Marshalls College	539,988	547,988
	<u>1,332,880</u>	<u>1,340,880</u>

6a. RELATED PARTIES

The above -named Companies are all subsidiaries of Meridian Marshalls Holdings Limited and 100% owned by Meridian Marshalls Holdings Limited. Transactions are carried out on an arm's length basis.

7. STATED CAPITAL	No. of Shares		Proceeds	
	2021 '000	2020 '000	2021 GH¢	2020 GH¢
Authorised Shares	<u>500,000</u>	<u>500,000</u>		
Issued Shares	<u>96,084</u>	<u>96,084</u>	<u>1,550,500</u>	<u>1,550,500</u>

There are no shares in treasury and no call or instalment unpaid on any shares.

8. ACCRUALS

Audit Fees	14,973	12,588
Other Fees	8,000	17,452
Directors Remuneration	22,452	12,000
	<u>45,425</u>	<u>42,040</u>

9. CONTINGENT LIABILITIES

There were no contingent liabilities at the balance sheet date and at 31st July 2020.

10. CAPITAL COMMITMENTS

There were no commitments for capital expenditure not provided for in the financial statements at the balance sheet date and at 31st July 2020.

Schedule I**MERIDIAN MARSHALLS HOLDINGS LIMITED****ADMINISTRATIVE AND GENERAL EXPENSES**

	2021 GH¢	2020 GH¢
Directors' Emolument	3,000	3,000
Audit Fees (VAT Inclusive)	2,385	1,891
Annual Listing Fees	6,000	6,000
	-----	-----
	11,385	10,891
	=====	=====