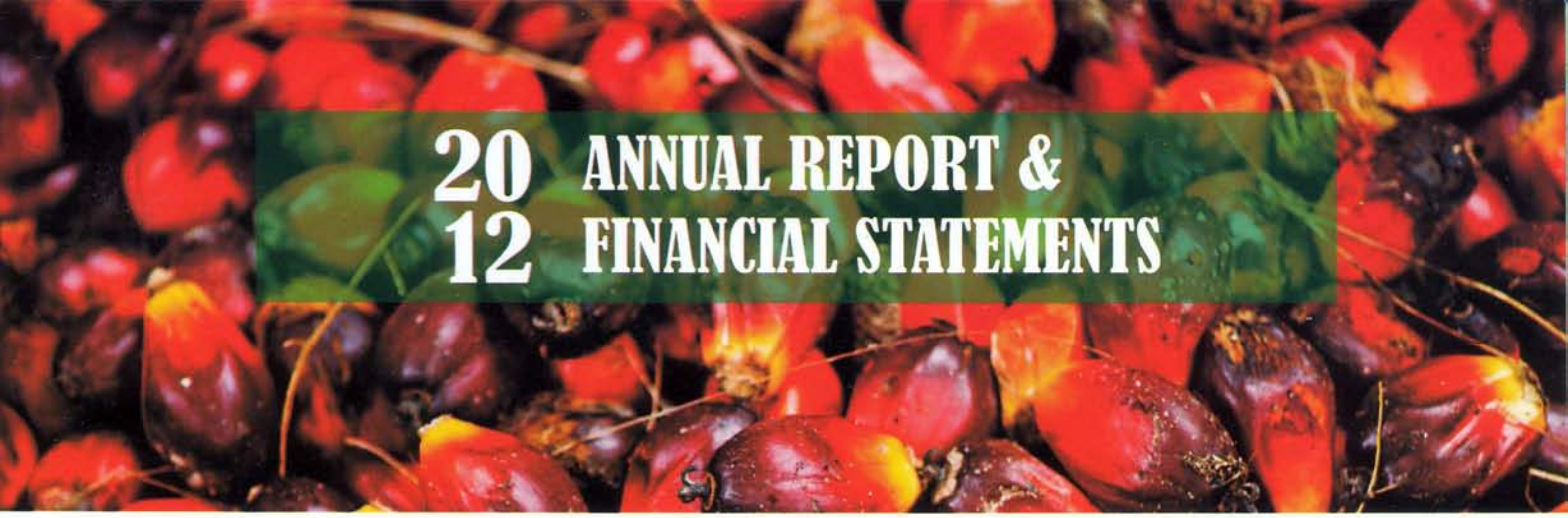

2012 ANNUAL REPORT & FINANCIAL STATEMENTS

BENSO OIL PALM PLANTATION
ADUM BANSO ESTATE

Benso Oil Palm Plantation Limited

Board of Directors

1. Ishmael E. Yamson	Chairman, Non-executive	5. Neneyo Mate-Kole	Non-executive Director
2. Santosh Pillai	Managing Director,	6. Nene Ofoe Amegatcher	Non-executive Director
3. Sun Yi Ling	Non-executive Director	7. Jojo Acquah	Company Secretary
4. Ho Dye Joan	Non-executive Director		

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Year ended 31 December 2012

NOTICE OF MEETING

Notice is hereby given that the Annual General Meeting of the members of Benso Oil Palm Plantation Limited will be held at the Akroma Plaza, Police Reserve near MTTU, Takoradi on Friday, 10th May, 2013 at 11.00 a.m for the following purposes:

Agenda

1. To receive and consider the report of the directors, the audited financial statements for the year ended 31 December 2012 and the report of the auditors thereon.
2. To declare a dividend.
3. To re-elect directors.
4. To fix directors' fees.
5. To authorise the directors to fix the remuneration of the auditor for the ensuing year.

A member of the Company entitled to attend and vote is entitled to appoint a proxy to attend and vote instead of him. A proxy need not be a member. A form of proxy is attached and if it is to be valid for the purpose of the meeting it must be completed and deposited at the registered office of the Registrars of the Company, NTHC Limited, not less than 48 hours before the meeting.

This notice is effective the 11th day of February, 2013.

By Order of the Board

DEHANDS SERVICES LIMITED

Dehands Services Limited
Company Secretary

Annual Report

Year ended 31 December 2012

CORPORATE INFORMATION

Registered office

Adum Banso Estate, P.O. Box 470, Takoradi.

Dividend warrants

If the payment of dividend recommended is approved, the warrants will be posted on the 25th day of June, 2013 to the holders of shares whose names are registered in the Register of members at the close of day on the 26th day of April, 2013.

Board of directors

I.E. Yamson, Chairman, Santosh Pillai, Managing Director, N. A. Mate-Kole, Sun Yi Ling, Ho Dye Joan, Nene Ofoe Amegatcher .

Company secretary

Dehands Services Limited

Board Audit committee

N. A. Mate-Kole and Nene Ofoe Amegatcher.

Auditor

PricewaterhouseCoopers, Chartered Accountants, No 12 Airport City, Una Home 3rd Floor, PMB CT 42, Cantonments, Accra, Ghana.

Registrars office

NTHC Limited, Martco House, D542/4, Okai-Mensah Link, Adabraka P.O. Box KIA 9563, Accra.

Bankers

Agricultural Development Bank Limited, Barclays Bank of Ghana Limited, Ecobank Ghana Limited, Standard Chartered Bank Ghana Limited and Ghana Commercial Bank Limited.

Annual Report
Year ended 31 December 2012
CORPORATE GOVERNANCE

Introduction

Benso Oil Palm Plantation Limited (BOPP), the ''Company'', recognises the importance of good corporate governance as a means of sustaining long term viability of the business and therefore always seeks to align the attainment of the business objectives with good corporate behaviour. In line with this, the Company strives to meet the expectations of the community in which it operates as well as its responsibility to its shareholders and other stakeholders.

In the conduct of its business, BOPP seeks to comply with all statutory requirements, adopt best practices to protect the environment and its employees, invests in the community in which it operates, and enhances shareholders' value through cost effective means of doing business. BOPP adopts medium and long term growth strategies and resource allocations that guarantee the creation of wealth. It utilises current technology and continuously innovates in order to stay ahead of the competition. BOPP promotes and recognises excellence through its employee development programmes.

As indicated in the statement of responsibility of directors and notes to the financial statements, the business adopts standard accounting practices and ensures sound internal controls to facilitate transparency in the disclosure of information and to give assurance to the reliability of the financial statements.

Board of directors

The responsibilty of good corporate governance is placed with the Board of directors and the management team. The Board comprises one (1) full time executive and five (5) non-executive directors. To ensure effective control and monitoring of the Companys' business, the Board has two main committees; the management committee and the audit committee which in turn work through other sub-committees to oversee specific important functions.

Management committee

The Management committee meets monthly to review the performance of the Company and assesses progress against the annual plan. It reviews programmes, strategies, key issues and assigns responsibilties for achievement of goals. The committee has oversight responsibility for world class agronomic practices, financing strategies and human resource development programmes to ensure excellence in performance. The committee also identifies, assesses the risk profile of the Company and assigns responsibilities to various functions to put in measures to mitigate possible adverse impact on the business.

Audit committee

The Audit committee is made up of two non-executive directors, one of whom chairs the committee. The committee meets to review the financial performance of the Company, the adequacy of the plan of the internal audit, current audit reports, the adequacy of systems of internal controls and the degree of compliance to laid down policies, laws, code of ethics and business practices of the Company.

Internal controls

The Company has a well-established internal control and risk management system, which is well documented and regularly reviewed. This incorporates internal control procedures, which are designed to provide reasonable assurance that the assets are safeguarded and that the risks facing the business are being controlled. The Company's Board of Directors have also established a clear organisational structure, including delegation of appropriate authorities. The internal audit function of the parent company,Wilmar International, plays a key role in providing an objective view and continuing assessment of the effectiveness of the internal control systems in the business.

Annual Report

Year ended 31 December 2012

CORPORATE GOVERNANCE (continued)

Code of business principles

The Company has a documented code of business principles to guide all employees in the discharge of their duties.This code sets the professionalism and integrity required for business operations which among other things cover the following areas: compliance with the law, conflicts of interest, public activities, product assurance, environmental issues, reliability of financial reporting, bribery and strict adherence to the principles.

Annual Report
Year ended 31 December 2012
FINANCIAL HIGHLIGHTS

(All amounts are expressed in thousands of Ghana cedis unless otherwise stated)

	Year ended 31 December		% Change
	2012	2011	
Revenue	**40,839**	34,797	17.4
Profit before income tax	**13,714**	9,771	40.4
Income tax expense	**(308)**	(186)	65.6
Profit for the year	**13,406**	9,585	39.9
Proposed dividend	**2,681**	2,401	11.7
Income surplus account	**30,906**	19,901	55.3
Capital expenditure	**3,641**	2,066	76.2
Depreciation	**466**	557	(16.3)
Total equity	**40,535**	29,530	37.3
Earnings per share (GH¢)	**0.3852**	0.2754	39.9
Total assets per share (GH¢)	**1.2431**	0.9055	37.3
Dividend per share (GH¢)	**0.0770**	0.0690	11.6

Annual Report
Year ended 31 December 2012
CHAIRMAN'S REVIEW

Political

The country remained stable after the parliamentary and presidential elections. Ghana has clearly demonstrated that its democracy has matured and can serve as a model for African politics. This achievement should enhance Ghana's competitiveness as an investment destination in a world beset with many economic uncertainties.

Economic environment

The world economy suffered major setbacks in the year 2012. Most developed economies suffered from predicaments lingering from the global financial crisis. Banks and households in the process of a de-leveraging held back credit supplies. Budget deficits widened and public debt mounted, foremost because of the deep downturn and, to a much lesser extent, because of the fiscal stimulus.

Ghana's economy has been strengthened by a quarter century of relatively sound management, a competitive business environment, and sustained reductions in poverty levels. However, in the first half of the year 2012, the Ghana Cedi took a nose dive but by the end of quarter four the Cedi had stabilised against the major trading currencies.

The Ghana Cedi moved from GH¢1.6452:$1 in December 2011 to GH¢1.8914:$1 in December 2012 representing a depreciation of 14.96% and interest rates continued to increase with the Bank of Ghana policy rate being increased from 12.5% in 2011 to 15% in November 2012. The 91-Day Treasury bill rate increased from 10.66% in December 2011 to 23.12% in December 2012.

Overall business performance

In 2012, your Company delivered profit after tax of GH¢ 13.41 million compared with GH¢ 9.59 million the previous year, representing approximately an increase of 40%. The improved performance was largely driven by increase in volumes and the positive impact of cost savings initiatives and best management practices embarked upon by the business.

CPO Price

During the year under review, world market price of crude palm oil decreased from an average of US$ 1,129 in 2011 to US$ 1,012 in 2012, representing 10.4% drop.

Volumes

Total Fresh Fruit Bunches (FFB) processed during the year under review was 92,068 metric tonnes, representing a 12% increase compared with 2011. Good rainfall patterns over the past couple of years and good agronomical practices were the main factors that helped the higher volume delivery. During the year under review, your Company also purchased 41,721 metric tonnes of FFB representing 45.3% of the total production at a total cost of GH¢ 7.7 million from smallholders and out grower farmers in the Western and Central Regions of Ghana, thus creating considerable wealth in the catchment rural economies.

Operating profit

Operating profit grew strongly by 35% from GH¢ 9.26 million in 2011 to GH¢ 12.48 million in 2012. The Company continued with its cost savings and efficiency measures in addition to the increase volumes to improve performance. Gains of GH¢ 869,000 arising from changes in the fair value of Biological assets also contributed to the operating profit delivered this year.

Annual Report

Year ended 31 December 2012

CHAIRMAN'S REVIEW (continued)

Dividend

In 2011 your Company paid a total dividend of GH¢2.4 million (Basic and Diluted EPS GH¢ 0.2754) out of total profit of GH¢9.59 million. The directors of your Company propose to pay a total dividend of GH¢ 2.68 million (Basic and Diluted EPS GH¢ 0.3852) out of a total profit of GH¢ 13.41 million for the 2012 financial year.

Board changes

Since the last AGM, there has not been any change to the Board.

Safety, health, environment and quality issues

Safety, health, environment and quality issues continued to engage the serious attention of your Company and our TRFR performance improved. In 2012, the Total Recordable Frequency Rate (TRFR) in respect of industrial accidents was 2.40 against 12.66 in 2011. This means that the Company recorded three (3) lost time accidents (LTA), zero (0) restricted work case (RWC) and zero (0) medical treated case (MTC) throughout the year under review.

There was no consumer safety incident involving our products that were supplied to any of our customers in the year under review.

Social responsibility

Your Company's support for the brilliant but needy students within the community through educational scholarships has now reached 26 scholarships in four (4) communities at the Senior High School level. The process to nominate recipients for 2012/2013 academic year has started.

Outlook for 2013

Fresh Fruit Bunch production in 2013 is expected to be good and if the world market of CPO show a favourable trend, the year 2013 performance would be good. The competition on the purchased fruit front will be fierce as a new mill is expected to be commissioned along the Apowa-Mphor road. Your Company is poised to fight this competition with superior customer engagement and resources.

Annual Report
Year ended 31 December 2012
REPORT OF THE DIRECTORS

In accordance with section 132 of the Companies Act, 1963 (Act 179), the directors have the pleasure in submitting to the members of the Company their report together with the audited financial statements for the year ended 31 December 2012.

Parent company

The Company is a subsidiary of Wilmar Africa Limited, a company incorporated in Ghana. The ultimate holding company is Wilmar International, a company incorporated in Singapore.

Principal activities

The Company is engaged in the business of growing oil palm and the processing of palm fruits to produce palm oil and palm kernel. There was no change in the nature of the Company's business during the year under review.

Financial results

The Company's profit for the year is GH¢13.41 million.

Dividend

The directors recommend the payment of dividend per share of GH¢ 0.0770 for the year ended 31 December 2012 amounting to GH¢2.68 million. At the Annual General Meeting on 3 May 2012, the shareholders approved dividend per share of GH¢ 0.0690 amounting to GH¢ 2.4 million for the year ended 31 December 2011.

Directors

The directors who held office during the year and to the date of this report were:

Ishmael Yamson	Chairman, non-executive
Santosh Pillai	Managing Director
Sun Yi Ling	Non-executive director
Ho Dye Joan	Non-executive director
Nene Ofoe Amegatcher	Non-executive director
Neneyo Mate-Kole	Non-executive director

The directors to retire by rotation in accordance with the regulations of the Company are Mr. Nene Ofoe Amegatcher and Mr. Neneyo Mate-Kole, who being eligible, offer themselves for re-election.

Directors and their interests

The directors named below held the following number of shares in the Company as at 31 December 2012:

	No of shares
Ishmael Yamson	49,837
Nenenyo Mate-Kole	508

Annual Report
Year ended 31 December 2012

REPORT OF THE DIRECTORS (continued)

Directors' interests in contracts

The directors have no interest in contracts entered into by the Company.

Auditor

In accordance with Section 134(5) of the Companies Act, 1963 (Act 179), the auditor, Messrs PricewaterhouseCoopers, has expressed willingness to continue in office as auditor of the Company.

BY ORDER OF THE BOARD

....	....
Ishmael Yamson	Santosh Pillai
Chairman	Managing Director
Date: 11 February 2013	**Date: 11 February 2013**

Annual Report

Year ended 31 December 2012

STATEMENT OF DIRECTORS' RESPONSIBILITIES

The directors are responsible for preparing financial statements for each financial year which give a true and fair view of the state of affairs of the Company at the end of the financial year and of the profit or loss and cash flows for that period. In preparing these financial statements, the directors have selected suitable accounting policies and applied them consistently, made judgements and estimates that are reasonable and prudent and followed International Financial Reporting Standards and complied with the requirements of the Companies Act, 1963 (Act 179).

The directors are responsible for ensuring that the Company keeps proper accounting records that disclose with reasonable accuracy at any time 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.

....	....
Ishmael Yamson	Santosh Pillai
Chairman	Managing Director
Date: 11 February 2013	**Date: 11 February 2013**

Annual Report
Year ended 31 December 2012
REPORT OF THE AUDIT COMMITTEE

Membership of the audit committee of the Board

The Benso Oil Palm Plantation audit committee comprises of two non-executive directors. The committee is chaired by Nene OfoeAmegatcher, a non-executive director. The Estate Accountant sits in attendance at meetings of the committee and periodically, the external auditor may be invited to make presentation to the committee.

Role of the audit committee

The audit committee meets to review:

* The financial performance of the Company;
* The adequacy of the plan of internal audit;
* Current statutory and internal audit reports;
* The adequacy of internal controls; and
* The degree of compliance to laid down policies, laws, code of ethics and business practices of the Company.

Summary of the audit committee's activities in 2012

In 2012, Benso Oil Palm Plantation Limited audit committee met four (4) times on 24 January, 30 April, 24 July and 11 October 2012.

Review of the financial performance of the Company

At the 24 January 2012 meeting, the committee reviewed the financial performance of the Company for the financial year ended 31 December 2011 and considered the final internal audit report submitted by Wilmar International, which disclosed no major issues. The committee was updated on the Company's 2012 performance during its quarterly meetings held during the year, and reviewed the target implementation dates from the internal audit.

External audit

At the 11 October 2012 meeting, the committee considered a presentation by the external auditor, Messrs PricewaterhouseCoopers Chartered Accountants on the audit plan for the Company for the 2012 financial year ending 31 December 2012.

REPORT OF THE INDEPENDENT AUDITOR TO THE SHAREHOLDERS OF BENSO OIL PALM PLANTATION LIMITED

REPORT ON THE FINANCIAL STATEMENTS

We have audited the accompanying financial statements of Benso Oil Palm Plantation Limited set out on pages 15 to 37. These financial statements comprise the statement of financial position as at 31 December 2012 and the statement of comprehensive income, statement of changes in equity and statement of cash flows 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 of financial statements that give a true and fair view in accordance with International Financial Reporting Standards (IFRS) and with the requirements of the Companies Act,1963(Act 179) and for such internal control, as the directors determine necessary to enable the preparation of the financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. We conducted our audit in accordance with 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 of 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 auditor's 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 auditor considers internal control relevant to the entity's preparation of financial statements that give a true and fair view 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 controls. 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 opinion.

Opinion

In our opinion, the accompanying financial statements give a true and fair view of the financial position of Benso Oil Palm Plantation Limited as at 31 December 2012, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards and in a manner required by the Companies Act, 1963 (Act 179).

REPORT ON OTHER LEGAL REQUIREMENTS

The Companies Act, 1963 (Act 179) requires that in carrying out our audit we consider and report on the following matters. We confirm that:

i) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit;

ii) in our opinion proper books of account have been kept by the Company, so far as appears from our examination of those books; and

REPORT OF THE INDEPENDENT AUDITOR TO THE SHAREHOLDERS OF BENSO OIL PALM PLANTATION LIMITED (continued)

iii) the balance sheet (statement of financial position) and profit and loss, as included in the statement of comprehensive income of the Company, are in agreement with the books of account.

PricewaterhouseCoopers

Chartered Accountants
28 February 2013
Accra, Ghana

Oseini Amui (ICAG/P/1139)

pwc

Financial statements
Year ended 31 December 2012

STATEMENT OF COMPREHENSIVE INCOME

(All amounts are expressed in thousands of Ghana cedis)

	Notes	Year ended 31 December 2012	2011
Revenue	4	**40,839**	34,797
Cost of sales	5	**(27,070)**	(23,741)
Net gains from changes in fair value of biological assets	23	**869**	446
		----------	----------
Gross profit		**14,638**	11,502
Administrative expenses	6	**(2,741)**	(2,339)
Other income	8	**583**	104
		----------	----------
Operating profit		**12,480**	9,267
Finance income	9	**1,234**	504
		----------	----------
Profit before income tax		**13,714**	9,771
Income tax expense	10	**(308)**	(186)
		----------	----------
Profit for the year		**13,406**	9,585
		----------	----------
Other comprehensive income		-	-
		----------	----------
Total comprehensive income for the year		**13,406**	9,585
		======	======
Basic and diluted earnings per share (GH¢)	25	**0.3852**	0.2754

The notes on pages 19 to 37 are an integral part of these financial statements.

Financial statements
Year ended 31 December 2012

STATEMENT OF FINANCIAL POSITION

(All amounts are expressed in thousands of Ghana cedis)

		At 31 December	
	Notes	2012	2011
Assets			
Non-current assets		**22,312**	18,302
Property, plant and equipment	14	**7,119**	5,395
Biological assets	23	**15,193**	12,907
Current assets		**20,949**	13,211
Inventories	15	**4,272**	2,964
Trade and other receivables	16	**1,473**	1,156
Amounts due from related companies	20	**2,196**	1,620
Cash and cash equivalents	19	**13,008**	7,471
Total assets		**43,261**	31,513
Liabilities			
Current liabilities		**2,726**	1,983
Trade and other payables	17	**1,449**	1,317
Amounts due to related companies	20	**560**	132
Current income tax	10	**301**	179
Dividend payable	11	**416**	355
Equity		**40,535**	29,530
Stated capital	12	**2,000**	2,000
Capital surplus account	13	**7,629**	7,629
Income surplus account	21	**30,906**	19,901
Total liabilities and equity		**43,261**	31,513

The notes on pages 19 to 37 are an integral part of thsee financial statements.

The financial statements on pages 15 to 37 were approved by the Board of directors on 11 February 2013 and were signed on its behalf by:

Ishmael Yamson
Chairman

Santosh Pillai
Managing Director

Financial statements
Year ended 31 December 2012

STATEMENT OF CHANGES IN EQUITY

(All amounts are expressed in thousands of Ghana cedis)

	Stated capital	Capital surplus account	Income surplus account	Total
Year ended 31 December 2012				
At 1 January 2012	2,000	7,629	19,901	29,530
Profit for the year	-	-	13,406	13,406
Total comprehensive income	**2,000**	**7,629**	**33,307**	**42,936**
Transactions with owners				
Dividend declared for 2011	-	-	(2,401)	(2,401)
At 31 December 2012	2,000	7,629	30,906	40,535
Year ended 31 December 2011				
At 1 January 2011	2,000	7,629	12,184	21,813
Profit for the year	-	-	9,585	9,585
Total comprehensive income	2,000	7,629	21,769	31,398
Transactions with owners				
Dividend declared for 2010	-	-	(1,868)	(1,868)
At 31 December 2011	2,000	7,629	19,901	29,530

The notes on pages 19 to 37 are an integral part of thsee financial statements.

Financial statements
Year ended 31 December 2012

STATEMENT OF CASH FLOWS

(All amounts are expressed in thousands of Ghana cedis)

		Year ended 31 December	
Cash flows from operating activities	**Notes**	**2012**	**2011**
Cash generated from operations	18	**10,043**	8,229
Interest received	9	**1,234**	504
Tax paid	10	**(186)**	-
Net cash generated from operating activities		**11,091**	8,733
Cash flows from investing activities			
Purchase of property,plant and equipment	14	**(2,205)**	(1,302)
Purchase of biological assets	23	**(1,436)**	(764)
Proceeds from sale of property, plant and equipment	14	**30**	2
Proceeds from sale of biological assets	23	**397**	40
Net cash used in investing activities		**(3,214)**	(2,024)
Cash flows from financing activities			
Dividend paid to the shareholders	11	**(2,340)**	(1,769)
Net cash used in financing activities		**(2,340)**	(1,769)
Increase in cash and cash equivalents		**5,537**	4,940
Cash and cash equivalents at 1 January		**7,471**	2,531
Cash and cash equivalents at 31 December	19	**13,008**	7,471

The notes on pages 19 to 37 are an integral part of thsee financial statements.

Financial statements

Year ended 31 December 2012

NOTES

1. General information

Benso Oil Palm Plantation Limited is incorporated in Ghana under the Companies Act, 1963 (Act 179) as a public limited liability company, and is domiciled in Ghana. The address of its registered office is Adum Banso Estate, P. O. Box 470, Takoradi. The principal activities of the Company is to grow oil palm and produce palm oil and palm kernel oil.

2. Summary of significant accounting policies

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

2.1 Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS). The measurement basis applied is the historical cost convention except as disclosed in the accounting policy below. The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires the directors to exercise their judgement in the process of applying the Company's accounting policies.

The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the Company's financial statements are disclosed in Note 3.

2.1.1Changes in accounting policy and disclosures

(a) New and amended standards adopted by the Company

There are no IFRSs or IFRIC interpretations that are effective for the first time for the financial year beginning on 1 January 2012 that would be expected to have a material impact on the Company.

(b) New standards and interpretations that are not yet effective and have not been early adopted

A number of new standards and amendments to standards and interpretations are effective for annual periods beginning after 1 January 2012, 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:

Amendment to IAS 1, 'Presentation of Financial Statements' regarding other comprehensive income

The main change resulting from these amendments is a requirement for entities to group items presented in 'other comprehensive income' (OCI) on the basis of whether they are potentially reclassifiable to profit or loss subsequently (reclassification adjustments). The amendments do not address which items are presented in OCI. The application of this amendment will mainly impact the presentation of the primary statements.

IFRS 13, 'Fair value measurement'

This aims to improve consistency and reduce complexity by providing a precise definition of fair value and a single source of fair value measurement and disclosure requirements for use across IFRSs. The requirements, which are largely aligned between IFRSs and US GAAP, do not extend the use of fair value accounting but provide guidance on how it should be applied where its use is already required or permitted by other standards within IFRSs or US GAAP. The application of IFRS 13 may enhance fair value disclosures in certain circumstances.

Financial statements
Year ended 31 December 2012
NOTES (continued)

2. **Summary of significant accounting policies (continued)**

IFRS 9, 'Financial instruments'

This addresses the classification, measurement and recognition of financial assets and financial liabilities. Issued in November 2009 and October 2011, it replaces the parts of IAS 39 that relate to the classification and measurement of financial instruments. IFRS 9 requires financial assets to be classified into two measurement categories: those measured as at fair value and those measured at amortised cost. The determination is made at initial recognition. The classification depends on the entity's business model for managing its financial instruments and the contractual cash flow characteristics of the instrument. For financial liabilities, the standard retains most of the IAS 39 requirements. The main change is that, in cases where the fair value option is taken for financial liabilities, the part of a fair value change due to an entity's own credit risk is recorded in other comprehensive income rather than the income statement, unless this creates an accounting mismatch. The directors are yet to assess IFRS 9's full impact and intends to adopt IFRS 9 no later than the accounting period beginning on or after 1 January 2015. The directors will also consider the impact of the remaining phases of IFRS 9 when completed by the IASB.

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.

2.2 Property, plant and equipment

Property, plant and equipment are stated at cost less depreciation. 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 of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the income statement during the financial period in which they are incurred.

Land is not depreciated. Depreciation on property, plant and equipment is calculated to write off the value of assets on a straight line basis over the expected useful lives of the assets concerned. The principal annual rates used are:

Roads, bridges, buildings and houses	2.5%
Vehicles – light passenger and lorries	25.0%
Vehicles – heavy roadmaking equipment, tractors and trailers	16.7%
Plant and machinery	7.0%
Computers	20.0%
Furniture,fittings and office equipment	25.0%

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

Property, plant and equipment 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.

Gains and losses on disposal of property,plant and equipment are determined by reference to their carrying amounts and are taken into account in determining operating profit.

Financial statements
Year ended 31 December 2012
NOTES (continued)

2. Summary of significant accounting policies (continued)

2.3 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined by the weighted average method.

The cost of finished goods and work in progress comprises the fair value less estimated point-of-sale costs of agricultural produce at the point of harvest,the cost of raw materials and direct labour, and other direct costs and related production overheads, but excludes borrowing cost.

Net realisable value is the estimate of the selling price in the ordinary course of business, less the costs of completion and applicable variable selling expenses.

The fair value less estimated point-of-sale costs of harvested fresh palm fruits is determined based on the market prices of the final product, taking into account conversion costs.

2.4 Trade receivables

Trade receivables are amounts due from customers for merchandise sold or services performed in the ordinary course of business. If collection is expected in one year or less (or in the normal operating cycle of the business if longer), they are a classified as current assets. If not, they are presented as non-current assets.

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method less provision for impairment.

2.5 Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest rate.

2.6 Income tax

Tax expense for the period comprises current and deferred income 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 also recognised in other comprehensive income or directly in equity, respectively.

Current income tax is the amount of tax payable on taxable profit for the year in accordance with the Income Tax Act, 2000 (Act 592) as amended.

Deferred income tax is recognised, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred income tax liabilities are not recognised if they arise from the initial recognition of goodwill; deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss.

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted by the reporting date and are expected to apply when the related deferred income tax asset is realised or the deferred income tax liability is settled.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Financial statements
Year ended 31 December 2012
NOTES (continued)

2. Summary of significant accounting policies (continued)

2.7 Cash and cash equivalents

Cash and cash equivalents includes cash in hand, deposits held at call with banks, other short term highly liquid investments with original maturities of three or less months.

2.8 Revenue recognition

Revenue is recognised upon delivery of products and customer acceptance and also upon customer request to store the products. Turnover is shown at net of value added taxes and discounts. The Company recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the Company and when specific criteria have been met for each of the Company's activities as described below. The amount of revenue is not considered to be reliably measurable until all contigencies relating to the sale have been resolved. The Company bases its estimates on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement. Interest income is recognised on a time proportion basis that takes into account the effective yield on the asset.

2.9 Biological assets

Biological assets are measured at fair values less estimated cost to point of sale. Any gains or losses arising on subsequent changes in fair values less estimated point of sales cost are recognised in profit or loss in the year in which they arise.

2.10 Stated capital

Ordinary shares are classified as equity. All shares were issued at no par value.

2.11 Foreign currency translation

(a) Functional and presentation currency

Transactions 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 financial statements are presented in Ghana cedis, which is the Company's functional currency.

(b) Transactions and balances

Foreign currency transactions are translated into the Ghana cedis using the exchange rates prevailing at the dates of the transactions or valuation where items are remeasured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

2.12 Employment benefits

(a) Post employee benefits

The Company contributes on behalf of its employees to the Social Security and National Insurance Trust (SSNIT) fund. This is a defined contribution plan. The Company has no legal or constructive obligation 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.

Payments to the defined contribution scheme are charged as an expense as they fall due.

(b) Bonus

The Company recognises a liability and an expense for bonuses taking into consideration the profit attributable to the Company's shareholders. The Company recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

Financial statements
Year ended 31 December 2012
NOTES (continued)

2. Summary of significant accounting policies (continued)

2.13 Leases

Leases in which a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of incentives received from the lessor) are charged to profit or loss on a straight-line basis over the period of the lease.

2.14 Provisions

Provisions are recognised when the Company has a present legal or constructive obligation as a result of past events; it is probable that an outflow of economic resources will be required to settle the obligation; and the amount has been reliably estimated. Provisions are not recognised for future operating profits.

Provisions are measured at the present value of the expenditures expected to be required to settle the obligation. An increase in provision is recognised in profit or loss.

2.15 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided by the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the management committee members that makes strategic decisions.

3.0 Significant accounting judgemet and estimates

The preparation of the Company's financial statements requires directors to make judgements, estimates and assumptions that affect the reported amounts of expenses, assets and liabilities, and the disclosure of contingent liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future.

Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are disclosed below.

(i) Depreciation of plant and equipment

The cost of plant and equipment is depreciated on a straight line basis over their estimated useful lives. Management estimates the useful lives of these plant and equipment to be within 4 to 25 years. These are common life expectancies applied in the industry. Changes in the expected level of the usage and technological developments could impact the economic useful lives and the residual values of these assets, therefore, future depreciation charges could be revised.

(ii) Biological assets

The Company's biological assets are stated at fair value less point-of-sale costs. Changes in the conditions of the biological assets could impact the fair value of the assets. Assumptions impacting biological assets are given in more detail in Note 23.

(iii) Income taxes

Significant judgement is required in determining the provision for income taxes. There are many transactions and calculations for which the ultimate tax determination is uncertain during the course of business. The Company recognises liabilities for anticipated tax audit issues based on estimates of whether additional taxes will be due. Where the final outcome of these matters are different from the amounts that were initially recorded, such differences will impact the income tax and deferred income tax provisions in the period in which such determination is made.

Financial statements
Year ended 31 December 2012
NOTES (continued)

(All amounts in the notes are shown in thousands of Ghana cedis unless otherwise stated)

4. Revenue

Sales are recognised upon delivery of products and customer acceptance. Sales are shown at net of value added taxes and discounts.

	2012	2011
By type:		
Sale of crude palm oil	**34,474**	27,303
Sale of palm kernel oil	**6,338**	7,494
Sale of palm nuts	**27**	-
	----------	----------
	40,839	34,797
	======	======
By customer:		
Third parties	**90**	10,957
Related parties (Note 16)	**40,749**	23,840
	----------	----------
	40,839	34,797
	======	======

5. Cost of sales

Cost of sales include:

Material costs	**13,547**	13,024
Fertilizer	**2,778**	2,419
Depreciation	**417**	527
Staff costs (Note 7)	**3,847**	2,615
Spares inventory consumed	**5,352**	4,036
	======	=====

6. Administrative expenses

Administrative expenses include:

Registrar and related expenses	**95**	159
Depreciation	**49**	30
Staff costs (Note 7)	**994**	804
Listing fees	**13**	13
Directors remuneration	**67**	147
Auditors' remuneration	**53**	40
Service fees	**811**	638
Land rent	**48**	35
Bank charges	**56**	8
	======	=====

Financial statements
Year ended 31 December 2012
NOTES (continued)

(All amounts in the notes are shown in thousands of Ghana cedis unless otherwise stated)

	2012	2011
7. Staff costs		
Salaries, wages, bonuses and other allowances	**4,369**	3,037
Provident fund	**145**	130
Social security cost	**327**	252
	----------	---------
	4,841	3,419
	=====	=====

Staff costs are charged to cost of sales and administrative expenses as shown below:

Cost of sales	**3,847**	2,615
Administrative expenses	**994**	804
	----------	---------
	4,841	3,419
	=====	=====

The average number of persons employed by the Company during the year was 520 (2011:384).

8. Other income

Profit on disposal of property, plant and equipment	**15**	1
Profit on disposal of biological assets	**378**	37
Sundry income	**106**	60
Exchange gains	**84**	6
	-------	------
	583	104
	====	====

9. Finance income

Interest income on fixed deposits	984	477
Interest income on inter company receivables	250	27
	-------	------
	1,234	504
	====	====

10. Income tax

	Balance at 1/1/12	Charge for the year	Payments during the year	Balance at 31/12/12
Current income tax				
	179	308	(186)	301
	-------	-----	-------	-----
	179	308	(186)	301
	====	===	====	===

The current income tax charge is in respect of the returns from the investment in fixed deposits. No provision has been made in the financial statements for deferred and current income tax because profit from the Company's agro processing activities are taxed at zero percent, being an agro processing business operating outside a regional capital.

Financial statements
Year ended 31 December 2012
NOTES (continued)

(All amounts in the notes are shown in thousands of Ghana cedis unless otherwise stated)

11. Dividend payable

	2012	2011
At 1 January	355	256
Dividend declared for 2010	-	1,868
Dividend declared for 2011	2,401	-
Payment during the year	(2,340)	(1,769)
At 31 December	416	355

Payment of dividend is subject to the deduction of withholding taxes at the rate of 8%. At the next Annual General Meeting, the directors will propose a dividend for the year ended 31 December 2012 of **GH¢ 0.0770** per share (2011: 0.0690) amounting to GH¢ 2,681,218 (2011: GH¢2,401,000)

12. Stated capital

	2012 No.of shares of no par value	2012 Proceeds	2011 No.of shares of no par value	2011 Proceeds
Authorised shares	50,000,000		50,000,000	
For cash consideration	322,000	3	322,000	3
Transfer from income surplus account in accordance with Section 66 (1c) and 74(1) of the Companies Act, 1963 (Act 179) by special resolution	34,478,000	1,997	34,478,000	1,997
Issued shares	34,800,000	2,000	34,800,000	2,000

There is no unpaid liability on any shares and there are no calls or instalments unpaid. There are no treasury shares.

13. Capital surplus account

	2012	2011
At 1 January and 31 December	7,629	7,629

The capital surplus arose as a result of the revaluation of certain assets including land, buildings and plant and machinery by Architectural and Engineering Services Limited (AESL). In accordance with the requirements of the Companies Act, 1963 (Act 179), the capital surplus is a non-distributive reserve.

The revaluation amount of the said property,plant and equipment items were used as deemed cost in the first year of the adoption of International Financial Reporting Standards (IFRS).

Financial statements
Year ended 31 December 2012
NOTES (continued)

(All amounts in the notes are shown in thousands of Ghana cedis unless otherwise stated)

14. Property, plant and equipment

Year ended 31 December 2012	Land, Roads and Bridges	Buildings and Housing	Motor Vehicles, Plant and Machinery	Computers,Furniture and Fittings and Equipment	Total
Cost					
At 1 January 2012	1,614	2,987	8,318	437	**13,356**
Additions	2	48	1,970	185	**2,205**
Disposals	-	-	(199)	(3)	**(202)**
At 31 December 2012	**1,616**	**3,035**	**10,089**	**619**	**15,359**
Accumulated depreciation					
At 1 January 2012	336	1,544	5,763	318	**7,961**
Charge for the year	40	74	303	49	**466**
Disposals	-	-	(184)	(3)	**(187)**
At 31 December 2012	376	1,618	5,882	364	**8,240**
Net book value					
At 31 December 2012	**1,240**	**1,417**	**4,207**	**255**	**7,119**
Year ended 31 December 2011					
Cost					
At 1 January 2011	1,614	2,978	7,089	377	12,058
Additions	-	9	1,229	64	1,302
Disposals	-	-	-	(4)	(4)
At 31 December 2011	1,614	2,987	8,318	437	13,356
Accumulated depreciation					
At 1 January 2011	296	1,470	5,350	291	7,407
Charge for the year	40	74	413	30	557
Disposals	-	-	-	(3)	(3)
At 31 December 2011	336	1,544	5,763	318	7,961
Net book value					
At 31 December 2011	1,278	1,443	2,555	119	5,395

Financial statements
Year ended 31 December 2012
NOTES (continued)

(All amounts in the notes are shown in thousands of Ghana cedis unless otherwise stated)

14. Property, plant and equipment (continued)

At 31 December 2012, there were no restrictions on any title, and property, plant and equipment pledged as security for liability. There was no expenditure recognised in the carrying amount of any property, plant and equipment in the course of its construction. Capital commitment for the year was GH¢ nil (2011: GH¢640,000.) There was no compensation from any third party for any property, plant and equipment that was imapired, lost or given up that is included in the profit or loss.

Profit on disposal of plant and equipment

	2012	2011
Gross book value	**202**	4
Accumulated depreciation	**(187)**	(3)
	-------	-------
Net book value	**15**	1
Sales proceeds	**(30)**	(2)
	------	-------
Profit on disposal of plant and equipment	**(15)**	(1)
	===	====

15. Inventories

Palm oil	**68**	48
Palm kernel	**292**	163
Palm kernel oil	**61**	82
Non-trade stock	**3,851**	2,671
	---------	--------
	4,272	2,964
	=====	=====

The inventory recognised as expense in cost of sales during the year amounted to GH¢5,352,000 (2011:GH¢ 4,036,000). Inventories written down and recognised as expense during the year was GH¢59,000 (2011:GH¢141,200). No reversal of any written down inventory was made in the year.

There were no inventories pledged as security for liabilities as at 31 December 2012 (2011 : Nil).

16.Trade and other receivables

Trade receivables	1	4
Amount due from officers	47	34
VAT receivables	82	79
Amounts due from smallholder farmers	590	767
Other receivables	753	272
	1,473	1,156
	=====	====

Financial statements
Year ended 31 December 2012
NOTES (continued)

(All amounts in the notes are shown in thousands of Ghana cedis unless otherwise stated)

Trade receivables are non-interest bearing and the average days outstanding is 13 days (2011:12 days). They are recognised at their original invoice amounts which represent their fair values on initial recognition.

The maximum amount due from officers during the year did not exceed GH¢52,000 (2011:GH¢ 45,000).

At 31 December 2012, trade and other receivables of GH¢29,000 (2011:GH¢28,000) were past due but not impaired. These relate to individual customers for whom there is no recent history of default. The ageing analysis of these receivables are as follows:

	2012	2011
1 to 3 months	29	28
	=====	====

17. Trade and other payables

Trade payables	21	133
Amount due to directors and officers	9	2
VAT payable	240	212
Sundry payables and accrued liabilities	1,179	970
	--------	--------
	1,449	1,317
	====	====

Trade payables are non-interest bearing and are normally settled within 20 days (2011:20 days). All trade payables and other payables are due within one year.

18. Cash generated from operations
Reconciliation of profit before income tax to cash generated from operations:

Profit before income tax	**13,714**	9,771
Adjustments for:		
Depreciation (Note 14)	**466**	557
Changes in fair value of biological asset (Note 23)	**(869)**	(446)
Profit on disposal of property, plant and equipment (Note14)	**(15)**	(1)
Profit on disposal of biological assets (Note 23)	**(378)**	(37)
Increase in inventories	**(1,308)**	(1,263)
Increase in trade and other receivables	**(317)**	(81)
(Increase)/decrease in amounts due from related companies	**(576)**	599
Increase in trade and other payables	**132**	218
Increase/(decrease) in amount due to related companies	**428**	(584)
Interest received	**(1,234)**	(504)
	---------	-------
Cash generated from operations	**10,043**	8,229
	=====	====

Financial statements
Year ended 31 December 2012

NOTES (continued)

(All amounts in the notes are shown in thousands of Ghana cedis unless otherwise stated)

19. Cash and cash equivalents

For the purpose of the statement of cash flows, the cash and cash equivalents comprise the following:

	2012	2011
Cash and bank balances	13,008	7,471
	=====	====

20. Related party transactions

Wilmar Africa Limited, incorporated in Ghana owns 76.63% of the Company's shares. The ultimate parent company is Wilmar International, incorporated in Singapore. There are other companies that are related to the Company through common shareholding or directorship.

Approximately 99.8% of the Company's sales are made to Wilmar Africa Limited. There is a cash pooling agreement between the Companyand Wilmar Africa Limited where sales made to Wilmar are paid within thirty days,after which interest is accrued.
The following transactions were carried out with related parties:

Service fee	2012	2011
Service fee paid to Wilmar Africa Limited during the year	811	448
	===	===
Sale of goods:		
Wilmar Africa Limited	40,749	23,840
	=====	=====
Purchase of goods & services:		
Wilmar Africa Limited	22	15
	===	===
Oustanding balances arising from sale/purchase of goods/services:		
Amounts due from related parties:		
Wilmar Africa Limited Unilever Ghana Limited	2,196	1,620
	=====	====
Amounts due to related parties:		
Wilmar Africa Limited	135	120
Wilmar PGEO Edible Oil SDN BHD	163	12
PT Tania Selatan	262	-
	-------	-------
	560	132
	====	====

Financial statements
Year ended 31 December 2012
NOTES (continued)

(All amounts in the notes are shown in thousands of Ghana cedis unless otherwise stated)

20. Related party transactions (continued)
Key management personal compensation

	2012	2011
Short term employee benefits	67	147
	====	====
Of which:		
Excecutive directors	40	124
Non -executive directors	27	23
	-------	-------
	67	147
	====	====

21. Income surplus account

At 1 January	19,901	12,184
Profit for the year	13,406	9,585
Dividend approved for 2010	-	(1,868)
Dividend approved for 2011	(2,401)	-
	-----------	---------
At 31 December	30,906	19,901
	======	=====

22. Commitment and contingent liabilities
There were no contingent liabilities as at the balance sheet date (2011: nil).

23. Biological assets

At 1 January	12,907	11,700
Additions	1,436	764
Disposals	(19)	(3)
Fair value adjustments	869	446
	---------	---------
At 31 December	15,193	12,907
	=====	=====

(a) Analysis of oil palm production

During the financial year, the Company harvested 50,347 tonnes (2011: 43,253 tonnes) of fresh fruit bunches (FFB), which had a fair value less estimated point-of-sale costs of GH¢ 8,333,000 (2011:GH¢6,488,000).
The fair value of FFB was determined with reference to their market prices during the year.

Financial statements
Year ended 31 December 2012

NOTES (continued)

(All amounts in the notes are shown in thousands of Ghana cedis unless otherwise stated)

23. Biological assets (continued)

(b) Analysis of biological assets

At the reporting date, the total planted area of mature and immature plantations were as follows:

	2012	2011
Planted area:		
Mature	**11,496**	11,028
Immature	**3,697**	1,879
	---------	---------
	15,193	12,907
	=====	=====
Planted area (Hectares):		
Mature	**3,288**	3,785
Immature	**1,390**	893
	---------	---------
	4,678	4,678
	=====	=====

(c)None of the biological assets have been used as collateral for bank facilities (2011: None).

(d) No commitments have been made for the development or acquisition of biological assets.

(e) The fair value of biological assets has been determined using discounted cash flows of the underlying biological assets.

(f) Profit on disposal of biological assets

Gross book value	**19**	3
Accumulated depreciation	**-**	-
	--------	---------
Net book value	**19**	3
Proceeds	**(397)**	(40)
	----------	---------
Profit on disposal	**(378)**	(37)
	=====	=====

Financial statements
Year ended 31 December 2012

NOTES (continued)

(All amounts in the notes are shown in thousands of Ghana cedis unless otherwise stated)

Financial statements

NOTES (CONTINUED)

(All amounts in the notes are shown in thousands of Ghana cedis unless otherwise stated)

23. Biological assets (continued)

Palm trees are carried at fair value less estimated point-of-sale costs. The fair value of the palm trees were determined based on the net present values of expected cash flows from those assets, discounted at a market-determined pre-tax rate.

The following assumptions were made in determining the fair values of the palm trees:

* Average yielding life of Palm tree is 22 years.
* Climatic conditions will remain same and no anticipation of any disease attacking the trees.
* FFB selling price of GH¢ 203.24 per metric tone. The FFB price is highly dependant on CPO and PKO world market price.
* A discount rate of 27.21% was used.
* Inflation rate of 10% was used.
* Palm plantation covers a total of 4,678 hectares with an average of 135 palm trees per hectare.

Fair value disclosure

The fair value of biological assets have been determined based on valuation by the directors using discounted cashflows of the underlying biological assets. The expected cash flows from the whole life cycle of the oil palm plantation are determined using market price and the estimated yield of FFB net of maintenence and harvesting costs and any costs required to bring the oil palm trees to maturity.The estimated yield of oil palm plantation is dependent on the age,of the oil palm trees, the location of the plantation, soil type and infrastruture. The market price of the FFB is largely dependent on the prevailing market prices of crude palm oil and palm kernel. Point of sale costs include all costs that would be necessary to sell the assets.

24. Financial instruments and treasury risk management

Financial risk management

The Company's activities expose it to financial risks, including credit risk and the effects of changes in debt and equity market prices, foreign currency exchange rates and interest rates. The Company's overall risk management programme focuses on the unpredictabilty of financial markets and seeks to minimise potential adverse effects on its financial performance. The board provides written principles for overall risk management, as well as written policies covering specific areas such as foreign exchange risk, interest rates risk, credit risk.

Market risk

Foreign exchange risk may arise from future commercial transactions, recognised assets and liabilities. All sales are denominated in the Company's functional currency.

(i) Foreign exchange risk

The Company has used sensitivity analysis technique to measure the estimated impact on the profit and loss account from an instantaneous 10% strenghening or weakening of the Ghana cedi against major trading currencies.

Financial statements
Year ended 31 December 2012
NOTES (continued)

(All amounts in the notes are shown in thousands of Ghana cedis unless otherwise stated)

24. Financial instruments and treasury risk management (continued)

The fair value of cash and cash equivalents is affected by movement in exchange rates. A hypothetical 10% weakening of the Ghana cedi will result in an increase of GH¢ 7,000 in profit after tax (2011:increase of GH¢ 29,400 in profit after tax).

(ii) Price risk

The Company is not exposed to equity securities price risk because it has no investments in equity securities . The Company is not exposed to commodity price risk. This is because the Company does not have commodity purchase contracts that meet the definition of a financial instrument under IAS 39.

(iii) Interest rate risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to interest rate risk arises primarily from fixed deposits with financial instituitions.

At the reporting date, if the interest rates earned on fixed deposits had been 5% (2011: 5%) lower with all other variables held constant, the Company's interest earned will be lower by approximately GH¢ 360,000 (2011: GH¢ 25,000). The Company's fixed deposits are short-term and hence a minimum interest rate exposure risk.

Credit risk

The Company has policies in place to ensure that sales are made to customers with an appropriate credit history. The Company also has policies that limit the amount of credit exposure to any financial institution. Credit risk arises from cash at bank and short term deposit with banks, as well as trade and other receivables.

The Company's maximum exposure to credit by class of financial assets is shown below:

	2012	2011
Trade and other receivables(excluding prepayments)	**1,049**	1,048
Amount due from related companies	**2,196**	1,620
Cash and cash equivalents (excluding cash in hand)	**12,999**	7,468
	----------	----------
	16,244	10,136
	======	======

There is no off balance sheet credit risk exposure. The Company sells most of its products to Wilmar Africa Limited which owns 76.63% of its shares. No collateral is held for any of the above assets. None of the above assets are impaired.

Financial statements
Year ended 31 December 2012

NOTES (continued)

(All amounts in the notes are shown in thousands of Ghana cedis unless otherwise stated)

24. Financial instruments and treasury risk management (continued)

Impairment analysis of trade and other receivable balances is shown below:

	2012	2011
Neither past due nor impaired	**1,020**	1,020
Past due but not impaired	**29**	28
	---------	---------
Carrying amount	**1,049**	1,048
	======	=====

Fair values of financial assets and financial liabilities

The following table summarises the fair values and carrying amounts of the various financial assets and financial liabilities. The carrying amounts of the following financial assets and liabilities are a reasonable approximation of their fair value, because of their short term nature.

	Fair value 2012	Carrying amount 2012	Fair Value 2011	Carrying amount 2011
Financial assets				
Trade and other receivables	**1,473**	**1,473**	1,156	1,156
Amounts due from related companies	**2,196**	**2,196**	1,620	1,620
Cash and cash equivalents	**13,008**	**13,008**	7,471	7,471
	---------	---------	---------	---------
	16,677	**16,677**	10,247	10,247
Financial liabilities	======	======	======	======
Trade and other payables	**1,449**	**1,449**	1,317	1,317
Amounts due to related companies	**560**	**560**	132	132
	---------	---------	---------	---------
	2,009	**2,009**	1,449	1,449
	======	======	======	======

Liquidity risk

The Company manages liquidty risk by maintaining adequate cash reserves and calling on short term borrowing and funding from related parties .Prudent liquidity risk management includes maintaining sufficient cash balances, and the availability of funding from an adequate amount of committed credit facilities. Management monitors rolling forecasts of the Company's liquidity reserve on the basis of expected cash flow.

The table below analyses the Company's financial liabilities that will be settled on a net basis into relevant maturity groupings based on the remaining period at the reporting date to the contractual maturity date. The amounts disclosed in the table below are the contractual undiscounted cash flows.

	2012	2011
At 31 December		
Trade and other payables	**1,449**	1,317
Amount due to related companies	**560**	132
	--------	---------
	2,009	1,449
	======	======

Financial statements
Year ended 31 December 2012
NOTES (continued)

(All amounts in the notes are shown in thousands of Ghana cedis unless otherwise stated)

24. Financial instruments and treasury risk management (continued)

Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for shareholders and to maintain an optimal capital structure to reduce cost of capital. The Company monitors capital on the basis of nil net debt. In the year 2012, total borrowing was nil. In order to maintain or adjust the capital structure, the Company may limit the amount of dividend paid to shareholders, issue new shares, or sell assets to reduce debt. Total capital is calculated as "equity" as shown in statement of financial position plus net debt.

The Company's cash and cash equivalents exceed its borrowings:

	2012	2011
Cash and cash equivalents (Note 19)	**13,008**	7,471
	======	======
Total equity	**40,535**	29,530
	======	======

25.Basic and diluted earnings per share

Basic earnings per share are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the year.

	2012	2011
Profit for the year attributable to ordinary equity holders (GH¢'000)	**13,406**	9,585
Weighted average number of ordinary shares ('000)	**34,800**	34,800
	---------	---------
Basic earnings per share (Ghana pesewas)	**0.3852**	0.2754
	======	======

There were no potentially dilutive shares outstanding at 31 December 2012 or 2011. Diluted earnings per share are therefore the same as basic earnings per share.

26.Segmental reporting

There is only one business segment and only one geographical segment. Segmental reporting is therefore not adopted in presenting the financial statements. The main product of the Company is crude palm oil (processing of fresh fruits bunches) and this forms the basis of the financial statements. The major customer of the Company is Wilmar Africa Limited, a parent company.

Financial statements
Year ended 31 December 2012
NOTES (continued)

(All amounts in the notes are shown in thousands of Ghana cedis unless otherwise stated)

27.Leases At

the reporting date the Company had a leasehold land with the total future mininum payments are as follows:

	2012	2011
Lease rental expensed for the year	**40**	40
Not later than one year	**40**	40
Later than one year and not later than five years	**160**	160
Later than five years	**1,027**	1,067
	======	======

The lease payment for the land spans a period of fifty years. There are no restrictions imposed by the lease arrangements on dividend and additional debt.

28. Events after the reporting date

No events have occurred after the reporting date that requires adjustments or disclosures to the financial statements.

SHAREHOLDERS' INFORMATION

Shareholding distribution as at 31 December 2012.

Holding	No. of shareholders	Holders %	No. of shares	% of Holding
1 - 1,000	8,687	93.93	2,309,827	6.64
1,001- 5,000	443	4.79	850,200	2.44
5,001- 10,000	57	0.62	420,875	1.21
Over 10,000	61	0.66	31,219,098	89.71
	----------	----------	----------	----------
	9,248	100.00	34,800,000	100.00
	======	======	========	======

Directors' shareholding

The directors named below held the following number of shares in the Company as at 31 December 2012:

	Shares
Mr. Neneyo Asare Mate-Kole	508
Mr. Ishmael Yamson	49,837

Mr Ishmael Yamson owns the shares jointly with others.

20 Largest shareholders at 31 December 2012

	Shareholders	Numberof shares	%Holding
1	Wilmar Africa Limited	26,665,507	76.63
2	SSNIT	1,300,000	3.74
3	Adum Banso Community Endowment Fund	419,746	1.21
4	Mega African Capital Limited	377,470	1.08
5	SSNIT SOS Fund	200,000	0.57
6	EDC Stockbrokers Limited	183,049	0.53
7	SIC-FSL/SIC Staff Provident Fund	181,445	0.52
8	NTHC Limited itf. Gov. of Ghana	149,254	0.43
9	Zigma Investment Club	105,800	0.30
10	Glico General Insurance Co. Ltd	101,400	0.29
11	HFC Unit Trust	99,673	0.29
12	NTHC Trading Account	80,000	0.23
13	EDC Ghana Balanced Fund	75,500	0.22
14	Asante Oti-Mensah Martin & Margaret	75,000	0.22
15	Star Asurance Company	70,180	0.20
16	Zhao Haijun	65,900	0.19
17	Gold Fund Unit Trust Scheme	56,647	0.16
18	SCBN/MEGA Africa Capital	51,200	0.15
19	Damsel/Yamson Ishmael & Lucy,Yamson Lucy	49,837	0.14
20	Anim-Addo Kojo	46,500	0.13
		--------------	----------
		30,354,108	87.22
	Others	4,445,892	12.78
		--------------	----------
		34,800,000	**100.00**
		========	======

FIVE YEARS FINANCIAL SUMMARY

(All amounts are expressed in thousands of Ghana cedis)

	2012	2011	2010	2009	2008
Results					
Revenue	**40,839**	34,797	19,366	15,603	20,589
	=====	=====	=====	=====	=====
Profit before income tax	**13,714**	9,771	2,668	1,593	4,993
Income tax expense	**(308)**	(186)	-	59	(59)
	--------	--------	--------	--------	--------
Retained profit	**13,406**	9,585	2,668	1,652	4,934
	=====	=====	=====	=====	=====
Financial position					
Property, plant and equipment	**7,119**	5,395	4,651	4,944	5,036
Biological assets	**15,193**	12,907	11,700	10,751	9,489
Cash and cash equivalents	**13,008**	7,471	2,531	1,298	2,109
Other current assets	**7,941**	5,740	5,002	5,167	5,264
	--------	--------	--------	--------	--------
Total assets	**43,261**	31,513	23,884	22,160	21,898
	=====	=====	=====	=====	=====
Total liabilities	**2,726**	1,983	2,071	1,860	1,914
Stated capital	**2,000**	2,000	2,000	2,000	2,000
Capital surplus account	**7,629**	7,629	7,629	7,629	7,629
Income surplus account	**30,906**	19,901	12,184	10,671	10,355
	--------	--------	--------	--------	--------
Total equity and liabilities	**43,261**	**31,513**	**23,884**	**22,160**	**21,898**
	=====	=====	=====	=====	=====

Serial No.

PROXY FORM

ANNUAL GENERAL MEETING TO BE HELD at 11.00 a.m. on Friday, 10th May, 2013 at Akroma Plaza, Police Reserve near MTTU, Takoradi

For Company's Use	No. of Shares	
RESOLUTION	**FOR**	**AGAINST**
To declare a Dividend		
To re-elect Mr. Nene Ofoe Amegatcher as a Director		
To re-elect Mr. Neneyo Mate-Kole as a Director		
To approve Directors' fees		
To fix the Remuneration of Auditors		
Please indicate with "X" in the appropriate square how you wish your votes to be cast on the resolution referred to above. Unless otherwise instructed the proxy will vote or abtstain from voting at his discretion.		

I/We...
(Insert full name)

of..
(Insert full address)

being a member(s) of Benso Oil Palm Plantation, hereby appoint

....
(Insert full name)
or failing him the Chairman of the Meeting as my/our proxy to vote for me/us and on my/ our behalf as the Annual General Meeting of that Company to be held on Friday 10th May 2013 and at any and every adjourment thereof.

Dated this .... day of May, 2013 Shareholder's signature:...(Before posting the above form, please tear off this part and retain it)

THIS PROXY FORM SHOULD NOT BE COMPLETED AND SENT TO THE REGISTRARS IF THE MEMBER WILL BE ATTENDING THE MEETING

NOTES

(1) In the case of joint holders, each should sign.

(2) If executed by a Corporation, the Proxy Form should bear its Common Seal or be signed on its behalf by a Director.

(3) Please sign the above Proxy Form and post it so as to reach the address shown over leaf not later than 11.00.a.m on 5th April, 2013.

Second fold here

please fix
stamp

Fourth fold here

Third fold here

The Registrar
NTHC Limited
Martco House, D542/4,
Okai-Mensah Link
P. O. Box KIA 9563
Adabraka, Accra,

First fold here

NOTES

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