BENSO OIL PALM PLANTATION
ADUM BANSO ESTATE

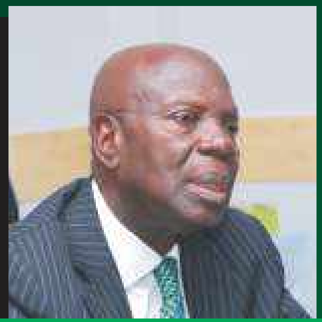
BENSO OIL PALM PLANTATION LIMITED

RSPO CERTIFIED
ROUNDTABLE ON SUSTAINABLE PALM OIL

2016 ANNUAL REPORT & FINANCIAL STATEMENTS

2016 ANNUAL REPORT & FINANCIAL STATEMENTS

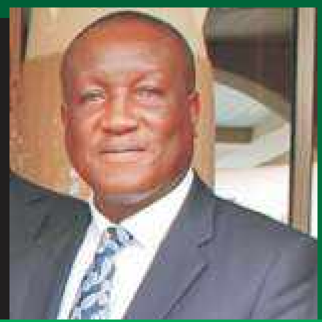
BOARD OF DIRECTORS



Ishmael Yamson
(Chairman, Non-Executive Director)

Santosh Pillai
(Managing Director)

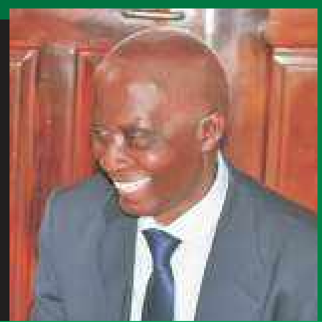
Smauel Avaala Awonnea
(GM - Executive Director)



Nene Ofoe Amegatcher
(Non-Executive Director)

Ramachandra Rao Kodey
(Non-Executive Director)

Pierre Billon
(Non-Executive Director)



Neneyo Mate-Kole
(Non-Executive Director)

Bini Kouaku Kossonu
(Non-Executive Director)

CONTENTS

NOTICE OF ANNUAL GENERAL 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, 12th May, 2017 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 2016 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.
6. To ratify the appointment of Messrs. Samuel Avaala Awonnea and Bini Kouakou Kossonou as directors.

Note

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 12th day of April, 2017.

By Order of the Board

....
Dehands Services Limited
Company Secretary

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 23rd day of June, 2017 to the holders of shares whose names are registered in the Register of members at the close of day on the 12th day of May, 2017.

Board of directors

I.E. Yamson, *Chairman,* Santosh Pillai, *Managing Director,* N. A. Mate-Kole, Ramachandra Rao Kodey, Pierre Billon, Nene Ofoe Amegatcher, Samuel Avaala Awonnea, Bini Kouakou Kossonou.

Company secretary

Dehands Services Limited

Board Audit committee

N. A. Mate-Kole, Bini Kouakou Kossonou 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.

CORPORATE GOVERNANCE

Introduction

Benso Oil Palm Plantation Limited (BOPP), the "Company", recognizes 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 behavior. 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 utilizes current technology and continuously innovates in order to stay ahead of the competition. BOPP promotes and recognizes 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 responsibility of good corporate governance is placed with the Board of directors and the management team. The Board comprises two (2) full time executive and six (6) non-executive directors. To ensure effective control and monitoring of the company's 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 responsibilities 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 three 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 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 organizational 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.

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
For the year ended 31 December 2016

FINANCIAL HIGHLIGHTS

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

	Year ended 31 December		
	2016	2015 Restated	% Change
Revenue	**74,278**	58,077	27.9
Profit before income tax	**10,706**	3,333	221.2
Income tax expense	**(2,616)**	(212)	1,134.0
Profit for the year	**8,090**	3,121	159.2
Proposed dividend	**1,618**	1,631	(0.8)
Income surplus account	**45,717**	39,258	16.5
Capital expenditure	**14,069**	2,715	418.2
Depreciation	**2,323**	1,988	16.9
Total equity	**55,346**	48,887	13.2
Earnings per share (GH¢)	**0.2325**	0.0897	159.2
Total assets per share (GH¢)	**1.9060**	1.5457	23.3
Proposed dividend per share (GH¢)	**0.0465**	0.0469	(0.9)

CHAIRMAN'S REVIEW

Political

Once again Ghana proved, in the last December elections, that it is a strong functioning democracy. It has been more than two decades since the multiparty system was re-established by a new constitution, and during this time there has been a consolidation of democratic principles, the establishment of greater trust in the nation's independent judiciary and the development of a vibrant parliament that has proven itself an effective forum for legislative activity. The peaceful and successful conduct of the 2016 presidential and parliamentary elections puts Ghana in an enviable political pedestal and provides it with a formidable social capital.

Economic environment

Sub-Saharan Africa was faced with economic hurdles in the year 2016 with detailed GDP data showing stagnation in growth during the period. The economy expanded by only 1.1 per cent on an annual basis, marking the slowest pace of expansion in nearly seven years. The region likely recorded the softest expansion in over two decades last year, with slowdowns in key economies such as Nigeria and South Africa accounting for most of the deceleration. Of the three factors that have underpinned the region's solid performance over the last decade, a much improved business and macroeconomic environment, high commodity prices, and highly accommodative global financial conditions, all weakened in 2016. As a result, while activity remains more solid than in many other developing and emerging regions of the world, the strong growth momentum evident in the region in recent years has dissipated.

The trajectory of macro-economic challenge in Ghana's economy continued in 2016, with private sector represented by industrial growth recording low and stagnant performance for the period. Consequently, Ghana experienced a drop in Real GDP to 3.3 per cent in 2016 from 3.9 per cent in 2015, as rising utility tariffs, high interest rates, high inflation, and fiscal consolidation undermined economic activity. Inflation remained high despite the tighter monetary policy stance, closing the year at 15.4 per cent in December 2016 from 17.6 per cent in December 2015.

In 2016, the Ghana cedi remained relatively stable among major currencies recording a cumulative depreciation of 9.6 per cent against the US dollar, compared with 15.7 per cent in prior year - 2015. The Ghana cedi consequently depreciated from GH¢3.8300:$1 in December 2015 to close at GH¢4.2500:$1 in December 2016. Interest rates generally trended downwards on the money market during the year with the Bank of Ghana policy rate reducing slightly from 26 per cent in December 2015 to 25.5 per cent in December 2016. The 91-Day Treasury bill saw a significant drop to close at 17 per cent in December 2016 from 22.39 per cent in December 2015.

Overall business performance

The performance of the business was impacted by the bearish commodity prices on the international market and the aforementioned macro-economic indicators on the domestic front. Your company delivered profit after tax of GH¢8.09 million compared with GH¢8.16 million the

CHAIRMAN'S REVIEW (continued)

Overall business performance (continued)

previous year, achieving approximately 99 per cent of last year's profit. The elimination of the company's tax exempt status and the introduction of 12.5 per cent tax impacted on the business by Ghs2,615,791 representing an average effective tax rate of 24.43 per cent of the profit before tax. The Outside Purchase Fruits (OPF), agricultural inputs and spares, and the general increase in price levels of approximately 15.5 per cent also largely accounts for the level of profitability. The production volumes from all fronts including the Nucleus, smallholder and outgrower fruits were comparatively better than the prior year.

CPO and PKO Price

During the year under review, world market price of crude palm oil (CPO) increased from an average of US$621 in 2015 to US$696 in 2016, representing a 12 per cent rise in dollar terms. The palm kernel oil (PKO) price also rose by 40 per cent from an average of US$902 in 2015 to US$1,260 in 2016.

Production volumes

Total palm fruits processed during the year under review was 105,757 metric tonnes, representing a 9 per cent growth compared to 2015. The rise in the volumes of the nucleus is as a result of good agronomic practices and improved efficiencies coupled with increase in outside purchase fruits largely accounts for the rise in volumes.

Also in 2016, your company purchased 58,241 metric tonnes of fresh fruit bunches at a total cost of GH¢19.41million from smallholders and outgrower farmers in the catchment areas in particular and the Western and Central Regions of Ghana in general.

Consequently turnover recorded growth of 28 per cent for the financial year 2016 on account of a rise in crop production volumes, a relatively improved Crude Palm Oil and Crude Palm Kernel Oil prices, and effect of depreciation in the Ghana Cedi against the United States Dollar.

Operating profit

In 2016, your company witnessed a rise in operating profit by 36 per cent as a result of the relative rise in CPO prices and increase in both the volume and cost of Fresh Fruit Bunches (FFB) from third party sources (smallholders and outgrowers). Turnover increased approximately by 28 per cent from GH¢58.08 million in prior period to GH¢74.28million. The combined effect of an increase in the general price level of goods of 15.4 per cent, cumulative Ghana Cedi depreciation of 9.6 per cent and an increase in the prices of outside purchase fruits of 10 per cent had an adverse impact on the cost of sales. In compliance with IFRS, gains arising from changes in the fair value of Biological assets contributed GH¢300,000 to the operating profit delivered this year.

CHAIRMAN'S REVIEW (continued)

Dividend

In 2015 your Company paid a total dividend of GH¢1.63 million (Basic and Diluted EPS GH¢0.2343) out of total profit of GH¢8.16 million (before restatement). The directors of your Company proposed to pay a total dividend of GH¢1.62 million (Basic and Diluted EPS GH¢0.2325) out of a total profit of GH¢8.09 million for the 2016 financial year.

Board changes

Since the last AGM, Mr Suriyapperuma Arachchige Punnyasena Suriyapperuma has resigned from the board on 6th May 2016. Mr Samuel Avaala Awonnea and Mr. Bini Kouaku Kossonu were appointed to the board on 6th May 2016 and 1st September 2016 respectively.

Profile of new directors

"Mr. Samuel Avaala Awonnea is a Ghanaian and was born in 1964. He holds a BSc (Hons) Mechanical Engineering degree from the KNUST (1990), Diploma in Financial Management (ACCA, UK) and an Executive MBA (CEMBA KNUST). He has had a wide-ranging career starting from 1990 as a National Service Person at the Technology Consultancy Centre (TCC) of the KNUST after which he joined BOPP, then a subsidiary of Unilever, as a Management Trainee. Positions he has held in BOPP over the period include: Maintenance Engineer, Divisional Manager (Estate), Factory Manager, Estate Manager, and now the General Manager. Between the year 2000 and 2007 he was on transfer to the Unilever Factory in Tema where he played roles including Foods Manufacturing Manager (refinery, margarines and savoury), Projects engineer for Ghana and Nigeria's margarine manufacturing sites consolidation, and a stint in the supply chain planning . As the team leader, he successfully led the company to achieve RSPO certification, making BOPP the first to achieve this certification in Ghana and the second in Africa.

He is currently the chairman of the Ghana National Interpretation Working Group (GNIWG) Taskforce of the Roundtable on Sustainable Palm Oil (RSPO) and currently, the incumbent president of the Oil Palm Development Association of Ghana (OPDAG) He is a certified Instructor of the Japan Institute of Plant Maintenance (JIPM) for TOTAL PRODUCTIVE MANUFACTURING (TPM) a continuous improvement and waste elimination philosophy in manufacturing industries."

"Mr. Bini Kouaku Kossonu is currently the Chief Finance Officer for Wilmar Africa Limited and Ghana Specialty Fats Industries Limited, which are subsidiary companies of Wilmar International Limited. He has a total working experience of 17 years, which spans across Ghana, the Republic of Cote d'Ivoire (also known as Ivory Coast) and the Netherlands. He has been working with Wilmar International Limited (Wilmar) since 2009 prior to which he was the Financial Controller for GSFIL (a joint venture between Wilmar and Archer Daniels Midland Company [ADM]) up to 2008. Before 2008, he was also the Chief Accountant at ADM for its Cocoa processing operations in the Republic of Cote d'Ivoire. He is currently a doctoral candidate in Business Administration at the University of Liverpool. He obtained his Master of Science in International Management from the University of

CHAIRMAN'S REVIEW (continued)

Profile of new directors (continued)

Liverpool in 2013, and graduated with a degree in Administration and Commerce from Ecole Supérieure des Affaires et de Management (ESAM) in Abidjan in 2006."

Safety, health, environment and quality issues

Safety, health, environment and quality issues continued to engage the serious attention of your Company. In 2016, the Total Recordable Injury Rate (RIR) in respect of industrial accidents was 0.91 against 0.61 in 2015. The company recorded seven (7) lost time accidents (LTA), zero (0) restricted work case (RWC) and six (6) medical treated case (MTC) throughout the year under review.

There was no consumer safety or environmental 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 as at 2016 stands at twenty three (23) in four (4) communities at the Senior High School level and a total of sixty seven (67) beneficiaries since the inception of the scheme in 2007.

During the year under review the company paid out GH¢19.41 million to smallholder and outgrower farmers in the catchment area thus contributing to the socio-economic enhancement of these farmers. More than GH¢200,700 was spent on corporate social responsibility projects within the catchment areas.

Awards

The Company went through the Post-Certification Audit of the Round-table for Sustainable Palm Oil (RSPO) in August 2016 without any major issues and thus retained the certification. Without doubt BOPP has become the model of Best Management Practice (BMP) in the oil palm plantation industry in Africa.

Global and Future Outlook - 2017

Volume performance for 2017 is expected to be better than 2016. This is due to Best Management Practices and good nutritional programme which will impact positively on the yield in 2017. In spite of the projected volatilities in the international commodities market, CPO prices are expected to be better than 2016. Consequently, these factors must sets an encouraging context for 2017 especially as managers of the economy forecast a pickup in real output. With the government of Ghana's plan to reduce taxes and tariffs, coupled with improved outlook in inflation, and strategies by management to improve the cost curve, we believe topline in 2017 could improve setting the stage for a more robust growth in profitability.

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 2016.

Parent company

The Company is a subsidiary of Wilmar Africa Limited, a company incorporated in Ghana. The ultimate controlling party 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.

Board Changes

The directors wish to inform members of the following changes in the board. Mr. Suriyapperuma Arachhige Punnyasena Suriyapperuma resigned on the 6th May 2016 while Mr. Samuel Awonnea Avaala and Mr. Bini Kouaku Kossonou appointed as board members with effect from 6th May 2016 and 1st September 2016 respectively.

In accordance with regulations of the company and the stock exchange listing regulations, Mr. Samuel Awonnea Avaala and Mr. Bini Konaku Kossonou will retire at the forthcoming annual general meeting and be eligible to offer themselves for re-election.

Financial results

The Company's profit for the year is GH¢8.09 million.

Dividend

The directors recommend the payment of dividend per share of GH¢0.0465 for the year ended 31 December 2016 amounting to GH¢1.618,134 million.

REPORT OF THE DIRECTORS (continued)

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
Samuel Avaala Awonnea	Executive director (Group Manager)
Ramachandra Rao Kodey	Non-executive director
Pierre Billon	Non-executive director
Nene Ofoe Amegatcher	Non-executive director
Neneyo Mate-Kole	Non-executive director
Bini Kouaku Kossonu	Non-executive director

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

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

....
Nene Ofoe Amegatcher
Director

Date: 14 February 2017

....
Santosh Pillai
Managing Director

Date: 14 February 2017

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.

....	....
Nene Ofoe Amegatcher	**Santosh Pillai**
Director	**Managing Director**
Date: 14 February 2017	Date: 14 February 2017

REPORT OF THE AUDIT COMMITTEE

Membership of the audit committee of the Board

The Benso Oil Palm Plantation audit committee comprises of three non-executive directors. The committee is chaired by Nene Ofoe Amegatcher, a non-executive director. The Finance Manager sits in attendance at meetings of the committee and periodically, the internal and external auditors 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 2016

In 2016, Benso Oil Palm Plantation Limited audit committee met four (4) times on 18 January, 07 April, 15 July and 24 October 2016.

Review of the financial performance of the Company

At the 18 January 2016 meeting, the committee reviewed the financial performance of the Company for the financial year ended 31 December 2015. On 24th October 2016, the committee also reviewed the final internal audit report submitted by Wilmar International (Africa Audit Team) which disclosed no major issues. The committee was updated on the Company's 2016 performance during its quarterly meetings held during the year, and reviewed the target implementation dates from the internal audit.

External audit

At the 24 October 2016 meeting, the committee considered a presentation by the external auditor, Messrs PricewaterhouseCoopers Chartered Accountants on the audit plan for the Company for the 2016 financial year ending 31 December 2016.

INDEPENDENT AUDITOR'S REPORT
TO THE MEMBERS OF BENSO OIL PALM PLANTATION LIMITED

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Our opinion

In our opinion, the financial statements of Benso Oil Palm Planation Limited (the "Company") give a true and fair view of the financial position of Benso Oil Palm Planation Limited as at 31 December 2016, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards and in the manner required by the Companies Act, 1963 (Act 179).

What we have audited

We have audited the financial statements of Benso Oil Palm Planation Limited (the "Company") for the year ended 31 December 2016.

The financial statements on pages 19 to 50 comprise:

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

Basis for opinion

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

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

Independence

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

Key audit matters

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

Key audit matter	How our audit addressed the key audit matter
Biological asset valuation The company uses a fair value model to determine the valuation of biological assets. The valuation of the biological asset involves complex and subjective judgements about the palm oil yield, long term crude palm oil price and discount. This requires management estimates and assumptions as explained in note 25 to the financial statements.	Our work to address the valuation of the biological asset is to satisfy ourselves as to the reasonableness of the assumptions and estimates used. We tested the reasonableness of palm yields forecast by comparing the palm oil yield used in the prior year valuation to the actual yields in the current year. We tested the underlying data applied in determining the discount rate and long term crude palm oil price used in the cash flow model taking into consideration available data from independent sources. We tested the mathematical accuracy of the model and inspected the data inputs into the model. These inputs agreed to the supporting documentation on plantation size, number of trees and actual yield.

Other information

The directors are responsible for the other information. The other information comprises Corporate Governance report, Financial highlights, Chairman's review, Report of the directors, Statement of directors' responsibilities and Report of the Audit Committee but does not include the financial statements and our auditor's report thereon.

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

If, based on the work we have performed on the other information, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors 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 and in the manner required by the Companies Act, 1963 (Act 179), and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's responsibilities for the audit of the financial statements

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

As part of an audit in accordance with ISAs, we exercise professional judgement 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 conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern; and

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

We communicate 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.

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

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

REPORT ON OTHER LEGAL AND REGULATORY 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 purposes 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

iii) the Company's balance sheet (Company's statement of financial position) and Company's profit and loss account (part of the Company's statement of comprehensive income) are in agreement with the books of account.

The engagement partner on the audit resulting in this independent auditor's report is Oseini Amui (ICAG/P/1139).

PricewaterhouseCoopers

PricewaterhouseCoopers (ICAG/F/2017/028)
Chartered Accountants
Accra, Ghana
16 March 2017

pwc

Financial statements
For the year ended 31 December 2016

STATEMENT COMPREHENSIVE INCOME

(All amounts are in thousands of Ghana cedis)

	Note	Year ended 31 December 2016	2015 Restated
Revenue	4	**74,278**	58,077
Cost of sales	5	**(57,733)**	(47,371)
Net gains/(loss) from changes in fair value of biological assets	25	**300**	(2,255)
		----------	----------
Gross profit		**16,845**	8,451
Administrative expenses	6	**(7,051)**	(6,759)
Other income	8	**383**	793
		----------	----------
Operating profit		**10,177**	2,485
Finance income	9	**529**	848
		----------	----------
Profit before income tax		**10,706**	3,333
Income tax expense	10	**(2,616)**	(212)
		----------	----------
Profit for the year		**8,090**	3,121
		----------	----------
Other comprehensive income		-	-
		----------	----------
Total comprehensive income for the year		**8,090**	3,121
		======	======
Basic and diluted earnings per share (GH¢)	27	**0.2325**	0.0897

The notes on pages 19 to 50 are an integral part of these financial statements.

Financial statements
For the year ended 31 December 2016

STATEMENT OF FINANCIAL POSITION

(All amounts are in thousands of Ghana cedis)

	Note	At 31 December 2016	At 31 December 2015 Restated	At 1 January 2015 Restated
Assets				
Non-current assets		**46,619**	**34,575**	32,391
Intangible assets	16	**41**	**236**	454
Property, plant and equipment	15	**43,701**	**31,762**	30,818
Biological assets	25	**2,877**	**2,577**	1,119
Current assets		**19,708**	**19,215**	18,707
Inventories	17	**4,984**	**4,644**	4,886
Trade and other receivables	18	**5,957**	**4,334**	2,970
Amounts due from related companies	22	**5,110**	**4,999**	3,458
Cash and cash equivalents	21	**3,657**	**5,238**	7,393
Total assets		**66,327**	**53,790**	51,098
Liabilities				
Current liabilities		**10,981**	**4,903**	2,874
Trade and other payables	19	**5,133**	**3,625**	2,137
Amounts due to related companies	22	**3,778**	**533**	124
Current income tax	11	**29**	**212**	130
Deferred income tax liability	12	**1,366**	**-**	-
Dividend payable	13	**675**	**533**	483
Equity		**55,346**	**48,887**	48,224
Stated capital	14	**2,000**	**2,000**	2,000
Capital surplus account	15	**7,629**	**7,629**	7,629
Income surplus account	23	**45,717**	**39,258**	38,595
Total liabilities and equity		**66,327**	**53,790**	51,098

The notes on pages 23 to 50 are an integral part of these financial statements.

The financial statements on pages 19 to 50 were approved by the Board of directors on 14 February 2017 and were signed on its behalf by:

....
Nene Ofoe Amegatcher
Director

....
Santosh Pillai
Managing Director

STATEMENT OF CHANGES IN EQUITY

(All amounts are in thousands of Ghana cedis)

Year ended 31 December 2016	Note	Stated capital	Capital surplus account	Income surplus account	Total
At 1 January 2016 - as previously reported		2,000	7,629	50,857	**60,486**
Impact of change in accounting policy	32	-	-	(11,599)	**(11,599)**
As restated		2,000	7,629	39,258	**48,887**
Profit for the year		-	-	8,090	**8,090**
Total comprehensive income		2,000	7,629	47,348	**56,977**
Transactions with owners					
Dividend declared for 2015		-	-	(1,631)	**(1,631)**
At 31 December 2016		2,000	7,629	45,717	**55,346**
Year ended 31 December 2015					
At 1 January 2015 - as previously reported		2,000	7,629	45,160	**54,789**
Impact of change in accounting policy	32	-	-	(6,565)	**(6,565)**
As restated		2,000	7,629	38,595	48,224
Profit for the year		-	-	3,121	3,121
Total comprehensive income		2,000	7,629	41,716	51,345
Transactions with owners					
Dividend declared for 2014		-	-	(2,458)	(2,458)
At 31 December 2015 as restated		2,000	7,629	39,258	48,887

The notes on pages 23 to 50 are an integral part of these financial statements.

STATEMENT OF CASH FLOWS

(All amounts are in thousands of Ghana cedis)

		Year ended 31 December	
Cash flows from operating activities	*Notes*	**2016**	2015 Restated
Cash generated from operations	20	**14,832**	7,217
Interest received	9	**529**	848
Tax paid	10	**(1,433)**	(130)
Net cash generated from operating activities		**13,928**	7,935
Cash flows from investing activities			
Purchase of property, plant and equipment	15	**(13,461)**	(6,243)
Interest paid	15	**(585)**	-
Purchase of intangible assets	16	**(23)**	**-**
Purchase of biological assets		-	(1,458)
Proceeds from sale of property, plant and equipment	15	49	19
Net cash used in investing activities		**(14,020)**	(7,682)
Cash flows from financing activities			
Dividend paid to the shareholders	12	**(1,489)**	(2,408)
Net cash used in financing activities		**(1,489)**	(2,408)
(Decrease) in cash and cash equivalents		**(1,581)**	(2,155)
Cash and cash equivalents at 1 January	21	**5,238**	7,393
Cash and cash equivalents at 31 December	21	**3,657**	5,238

The notes on pages 23 to 50 are an integral part of these financial statements.

NOTES

1 General information

Benso Oil Palm Plantation Limited is incorporated and domiciled in Ghana under the Companies Act, 1963 (Act 179) as a public limited liability company, and listed on the Ghana Stock Exchange. 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.

For Companies Act reporting purposes the balance sheet is represented by the statement of financial position and the profit and loss account by the statement of comprehensive income.

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) and interpretations issued by the IFRS Interpretations Committee (IFRS IC) applicable to companies reporting under IFRS. The financial statements comply with IFRS as issued by the International Accounting Standards Board (IASB). 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.

2.1.1 Changes in accounting policies and disclosures

The Company has adopted the amendments made to IAS 16 and IAS 41 in relation to bearer plants this year. These amendments have resulted in changes in accounting policies and adjustments to the amounts recognised in the financial statements as shown in Note 32.

2 Summary of significant accounting policies (continued)

(a) Bearer Plants

In June 2014, the IASB made amendments to IAS 16 Property, Plant and Equipment and IAS 41 Agriculture which distinguish bearer plants from other biological assets. Bearer plants are solely used to grow the produce over their productive lives and are seen to be similar to an item of machinery. They will therefore now be accounted for under IAS 16. However, agricultural produce growing on bearer plants will remain within the scope of IAS 41 and continue to be measured at fair value less cost to sell.

The company's oil palm trees qualify as bearer plants under the new definition in IAS41. IAS 8, the change in accounting policy has been applied retrospectively. As a consequence, the trees were reclassified to property, plant and equipment effective 1 January 2015 and comparative figures have been restated accordingly.

The trees are now measured at amortised cost and depreciated over their useful life which is estimated to be 22 years. As a result of the changes in the entity's accounting policies, prior year financial statements has been restated as shown in Note 32.

New standards and interpretations not yet adopted

Certain new accounting standards and interpretations have been published that are not mandatory for 31 December 2016 reporting periods and have not been early adopted by the Company. The Company's assessment of the impact of these new standards and interpretations is set out below.

(i) IFRS 9 Financial Instruments

IFRS 9 addresses the classification, measurement and derecognition of financial assets and financial liabilities, introduces new rules for hedge accounting and a new impairment model for financial assets. While the Company has yet to undertake a detailed assessment of the classification and measurement of financial assets, there are no debt instruments currently classified as available for sale (AfS) and hence there will be no impact on the financial statements.

There are also no equity instruments or debt instruments held by the company as financial assets.

Accordingly, the Company does not expect the new guidance to have a significant impact on the classification and measurement of its financial assets. There will be no impact on the Company's accounting for financial liabilities, as the new requirements only affect the accounting for financial liabilities that are designated at fair value through profit or loss and the Company does not have any such liabilities.

NOTES (continued)

2 Summary of significant accounting policies (continued)

The derecognition rules have been transferred from IAS 39 Financial Instruments: Recognition and Measurement and have not been changed. The new standard also introduces expanded disclosure requirements and changes in presentation.

The standard must be applied for financial years commencing on or after 1 January 2018.

Based on the transitional provisions in the completed IFRS 9, early adoption in phases was only permitted for annual reporting periods beginning before 1 February 2015. After that date, the new rules must be adopted in their entirety. The Company does not intend to adopt IFRS 9 before its mandatory date.

(ii) IFRS 15 Revenue from Contracts with Customers

The IASB has issued a new standard for the recognition of revenue. This will replace IAS 18 which covers contracts for goods and services and IAS 11 which covers construction contracts. The new standard is based on the principle that revenue is recognised when control of a good or service transfers to a customer.

The standard permits either a full retrospective or a modified retrospective approach for the adoption. At this stage, the Company is not able to estimate the impact of the new rules on the Company's financial statements. The standard is mandatory for financial years commencing on or after 1 January 2018. Expected date of adoption by the Company: 1 January 2018.

(iii) IFRS 16 Leases

IFRS 16 was issued in January 2016. It will result in almost all leases being recognised on the statement of financial position, as the distinction between operating and finance leases is removed. Under the new standard, an asset (the right to use the leased item) and a financial liability to pay rentals are recognised. The only exceptions are short-term and low-value leases. The accounting for lessors will not significantly change. The standard will affect primarily the accounting for the Company's operating leases. As at the reporting date, the Company has noncancellable operating lease commitments of GH¢1,107,000, see note 29. However, the Company has not yet determined to what extent these commitments will result in the recognition of an asset and a liability for future payments and how this will affect the Company's profit and classification of cash Flows.

Some of the commitments may be covered by the exception for short-term and low-value leases and some commitments may relate to arrangements that will not qualify as leases under IFRS 16. The standard is mandatory for financial years commencing on or after 1 January 2019. At this stage, the Company does not intend to adopt the standard before its effective date.

2. Summary of significant accounting policies (continued)

There are no other standards that are not yet effective and that would be expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

New and amended standards adopted by the Company

The Company has applied the following standards and amendments for the first time for their annual reporting period commencing 1 January 2016:

- Clarification of acceptable methods of depreciation and amortisation Amendments to IAS 16 and IAS 38,
- Annual improvements to IFRSs 2012 2014 cycle,
- Disclosure initiative amendments to IAS 1, and
- Amendments to IAS 16, 'Property, plant and equipment', and IAS 41,'Agriculture'.

Except for the amendments to IAS 16, 'Property, plant and equipment', and IAS 41, 'Agriculture', the adoption of these amendments did not have any impact on the current period or any prior period and is not likely to affect future periods. The impact of adopting the changes to IAS 16, 'Property, plant and equipment', and IAS 41,'Agriculture' has been presented in Note 32.

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. All other repairs and maintenance are charged to the profit or loss 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. Depreciation commences when assets are available for use. 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%
Oil Palm Trees	4.5%
Computers	20.0%
Software	33.3%
Furniture, fittings and office equipment	25.0%

NOTES (continued)

2. Summary of significant accounting policies (continued)

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.

Oil palm trees are classified as immature until the produce can be commercially harvested. At that point they are reclassified and depreciation commences. Immature palm oil trees are measured at accumulated cost.

2.3 Intangible assets

Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the company are recognised as intangible assets if; there is the technical feasibility to complete the software product for use; there is an ability to use the product; the software product will generate probable future economic benefits; and the expenditure attributable to the software development costs can be measured reliably.

Costs associated with maintaining computer software programmes are recognised as an expense as incurred. Computer software development costs recognised as intangible assets are amortised over their estimated useful life not exceeding three years.

2.4 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. It excludes borrowing cost.

2. Summary of significant accounting policies (continued)

Net realisable value is the estimate of the selling price in the ordinary course of business, less 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.

2.5 Trade receivables

Trade receivables are amounts due from customers for merchandise sold or services performed in the ordinary course of business. Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method less provision for impairment.

2.6 Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

2.7 Borrowings

Borrowings are recognised initially at fair value, net of transaction costs incurred. Borrowings are subsequently carried at amortised cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognised in profit or loss over the period of the borrowings using the effective interest method.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

Borrowings are classified as current liabilities unless the Company has an unconditional right to defer settlement of the liability for at least 12 months after the end of the reporting period.

NOTES (continued)

2. Summary of significant accounting policies (continued)

2.8 Borrowings costs

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

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

2.9 Financial instruments

Financial assets and liabilities are recognised when the company becomes a party to the contractual provisions of the instrument. Financial assets are derecognised when the rights to receive cash flows from the assets have expired or have been transferred and the company has transferred substantially all risks and rewards of ownership.

Financial liabilities are derecognised when the obligation specified in the contract is discharged, cancelled or expired. At initial recognition, the company classifies its financial instruments in the following categories:

Loans and receivables:

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. The company's loans and receivables comprise trade receivables and cash and cash equivalents, and are included in current assets due to their short term nature.

Loans and receivables are initially recognised at the amount expected to be received, less, when material, a discount to reduce the loans and receivables to fair value. Subsequently, loans and receivables are measured at amortised cost using the effective interest method less a provision for impairment.

Financial liabilities at amortised cost:

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

2. Summary of significant accounting policies (continued)

Impairment of financial assets:

The criteria used to determine if objective evidence of an impairment loss exists include:
– significant financial difficulty of the debtor;
– delinquencies in payments; and
– it becomes probable that the debtor will enter bankruptcy or other financial reorganisation.

If such evidence exists, the company recognises an impairment loss, as follows:

Financial assets carried at amortised cost: The loss is the difference between the amortised cost of the loan or receivable and the present value of the estimated future cash flows, discounted using the instrument's original effective interest rate. The carrying amount of the asset is reduced by this amount either directly or indirectly through the use of an allowance account and the amount of the loss is recognised in profit or loss. If, in a subsequent period, the amount of the impairment loss decreases and the decrease can be related objectively to an event occurring after the impairment was recognised, the reversal of the previously recognised impairment loss is recognised in profit or loss.

2.10 Income tax

The income tax expense for the year is the tax payable on the current period's taxable income based on the applicable income tax rate adjusted by changes in deferred tax assets and liabilities attributable to temporary differences.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the reporting date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

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.

2. Summary of significant accounting policies (continued)

Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively 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.

2.11 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 months or less.

2.12 Revenue recognition

Revenue is recognised upon delivery of products and customer acceptance and also upon customer request to store the products invoiced. 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 contingencies 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.

2.13 Biological assets

Biological assets are measured at fair values less estimated costs to sell. Palm oil trees are bearer plants and are therefore presented and accounted for as property plant and equipment. However, the fresh fruit bunches (FFB) growing on the trees is accounted for as biological assets until the point of harvest. Harvested FFB are transferred to inventory at fair value less costs to sell when harvested. Any gains or losses arising on subsequent changes in fair values less estimated cost to sell are recognised in profit or loss in the year in which they arise.

All costs of upkeep and maintenance of biological assets are recognised in profit or loss under cost of production in the period in which they are incurred.

2.14 Stated capital

Ordinary shares are classified as "stated capital" in equity. All shares were issued at no par value.

NOTES (continued)

2. Summary of significant accounting policies (continued)

2.15 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 presentation 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.

2.16 Employment benefits

(a) Post employee benefits

The Company contributes on behalf of its employees to defined contribution pension schemes. 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 there is sufficient historical experience to determine this obligations.

2.17 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.

NOTES (continued)

2. Summary of significant accounting policies (continued)

2.18 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 using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation.

The increase in the provision due to passage of time is recognised as interest expense.

2.19 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 Critical accounting estimates and judgements

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.

Critical accounting estimates, assumptions and judgements

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 disclosed below.

NOTES (continued)

3. Critical accounting estimates, assumptions and judgements (continued)

(i) Accounting and measuring of biological assets

The fair value of growing oil palm fresh fruit bunches (FFB) is determined using a discounted cash flow model based on the expected palm oil yield, the market price for crude palm oil and palm kernel oil. The selling price of the oil can only be estimated and the actual yield will not be known until it is completely processed and sold. Estimates and judgements in determining the fair value of the FFB growing on palm trees include the volume and stages of maturity of FFB at balance date, palm oil yield, the long term crude palm oil price, palm kernel oil price and the discount rates after allowing for harvesting costs, contributory asset changes for the land and palm trees owned by the entity and other costs yet to be incurred in getting the fruit bunches to maturity. Assumptions impacting biological assets are given in more detail in Note 25.

NOTES (continued)

(All amounts in the notes are 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.

	2016	2015
By type:		
Sale of crude palm oil	**57,563**	47,421
Sale of palm kernel oil	**16,715**	10,656
	----------	----------
	74,278	58,077
	======	======
By customer:		
Third parties	**103**	118
Related parties (Note 22)	**74,175**	57,959
	----------	----------
	74,278	58,077
	======	======

5. Cost of sales

Cost of sales include:

Material costs	**19,409**	26,478
Fertilizer	**5,167**	4,700
Depreciation	**1,851**	1,032
Staff costs (Note 7)	**10,075**	8,027
Harvesting costs	**4,733**	3,788
Power & energy	**1,052**	939
Spares and inventory consumed	**3,569**	3,087
	======	======

6. Administrative expenses

Administrative expenses include:

Registrar and related expenses	**124**	76
Depreciation & amortization	**472**	486
Staff costs (Note 7)	**2,931**	2,548
Listing fees	**20**	16
Directors remuneration	**306**	224
Auditors' remuneration	**115**	121
Service fees	**314**	765
Insurance	**144**	133
Land rent	**61**	61
Bank charges	**81**	53
	======	======

NOTES (continued)

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

7. Staff costs

	2016	2015
Salaries, wages, bonuses and other allowances	**11,550**	9,372
Contribution to pension schemes	**1,456**	1,203
	13,006	10,575

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

	2016	2015
Cost of sales	**10,075**	8,027
Administrative expenses	**2,931**	2,548
	13,006	10,575

The average number of persons employed by the Company during the year was 564 (2015: 569).

8. Other income

	2016	2015
Profit on disposal of property, plant and equipment	**47**	19
Sundry income	**336**	774
	383	793

9. Finance income

	2016	2015
Interest income on fixed deposits	**481**	503
Interest income on intercompany receivables	**48**	345
	529	848

During the year, the company capitalised borrowing costs amounting GH¢582 (2015:nil) on qualifying assets.

NOTES (continued)

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

10. Income tax

	2016	2015
Current income tax	**1,250**	212
Deferred income tax charge	**1,366**	-
Income tax expense	**2,616**	212

11a. Current income tax expense

	As start of year	Charge for the year	Payments	At end of year
Year ended 31 December 2016				
2016	212	1,250	(1,433)	29
	212	**1,250**	**(1,433)**	**29**

The tax on the company's profit income tax differs from the theoretical amount that would arise using the statutory income tax rate as follows:

	2016	2015
Profit before income tax	**10,706**	3,333
Tax calculated at the statutory income tax of 12.5% (2015:0%)	**1,338**	-
Tax effects of:		
Adjustment in respect of prior years	**1,182**	-
Interest income subject to final tax	**66**	212
Expenses not deductible for tax purposes	**30**	-
Income tax expense	**2,616**	212

The current income tax charge is in respect of provision for the year's corporate tax and returns from monies held in fixed deposits. The Company is involved in agro processing activities and taxed at 12.5%, being an agro processing business operating outside a regional capital.

11b. Deferred income tax

Deferred income tax is calculated using the enacted income tax rate of 12.5% (2015:0%). The movement on the deferred income tax account is as follows:

	2016	2015
At the beginning of year	-	-
Charge/credit to profit or loss	**1,366**	-
	1,366	-

Deferred income tax assets and liabilities and deferred income tax charge in the income statement, are attributable to the following items:

NOTES (continued)

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

	Balance at start of year	Charge to profit or loss	Balance at end of year
Deferred income tax liabilities			
Accelerated capital allowance	-	1,243	1,243
Other timing differences	-	123	123
	-	**1,366**	**1,366**

12. Dividend payable

	2016	2015 Restated
At 1 January	**533**	483
Dividend declared for 2014	-	2,458
Dividend declared for 2015	1,631	-
Payment during the year	**(1,489)**	(2,408)
At 31 December	**675**	533

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 2016 of GH¢ 0.0465 per share (2015: GH¢0.0469) amounting to GH¢1,618,134 (2015: GH¢1,631,172)

13. Stated capital

	No. Of ordinary shares of no par value	**Proceeds**
Authorised shares	**50,000,000**	
For cash consideration	**322,000**	**3**
Transfer from income surplus account in accordance with Section 65 (1c) and 74(1) of the Companies Act, 1963 (Act 179) by special resolution	**34,478,000**	**1,997**
Issued ordinary shares at 1 January 2015, 31 December 2015 and 31 December 2016.	**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. There was no movement in stated capital during the year.

14. Capital surplus account

	2016	2015
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 in 2003 by Architectural and Engineering Services Limited (AESL). In accordance with the requirements of the Companies Act, 1963 (Act 179, the capital surplus is not distributable.

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

14a. Property, plant and equipment
Year ended 31 December 2016

Cost	Mature Oil Palm Trees	Immature Oil Palm Tres	Capital work-in-progress	Land, Roads and Bridges	Buildings and Housing	Motor Vehicles Plant and Machinery	Computers, Furniture and Fittings and Equipment	Total
At 1 January 2016 - as previously stated	-	-	-	1,616	4,637	15,619	937	22,809
Impact of change in accounting policy	10,346	11,639	3,345	(6)	(2,339)	(1,001)	-	21,984
As restated	10,346	11,639	3,345	1,610	2,298	14,618	937	44,793
Additions	-	4,161	9,480	-	-	331	74	14,046
Disposals	-	-	-	-	-	(32)	(6)	(38)
Transfers	4,316	(4,316)	(2,507)	6	1,660	841	-	-
At 31 December 2016	**14,662**	**11,484**	**10,318**	**1,616**	**3,958**	**15,758**	**1,005**	**58,801**
Accumulated depreciation								
At 1 January 2016 - as previously stated	-	-	-	417	1,802	8,399	669	11,287
Impact of change in accounting policy	1,744	-	-	-	-	-	-	1,744
As restated	1,744	-	-	417	1,802	8,399	669	13,031
Charge for the year	666	-	-	1	113	1,217	108	2,105
Disposals	-	-	-	-	-	(34)	(2)	(36)
At 31 December 2016	**2,410**	**-**	**-**	**418**	**1,915**	**9,582**	**775**	**15,100**
Net book value At 31 December 2016	**12,252**	**11,484**	**10,318**	**1,198**	**2,043**	**6,176**	**230**	**43,701**

Year ended 31 December 2015

Cost	Mature Oil Palm Trees	Immature Oil Palm Tres	Capital work-in-progress	Land, Roads and Bridges	Buildings and Housing	Motor Vehicles Plant and Machinery	Computers, Furniture and Fittings and Equipment	Total
As previously stated	-	-	-	1,616	3,431	15,104	876	21,027
Impact of change in accounting policy	5,360	15,712	2,132	(6)	(1,133)	(994)	-	21,071
As restated	5,360	15,712	2,132	1,610	2,298	14,110	876	42,098
Additions	-	913	1,213	-	-	528	61	2,715
Disposal	-	-	-	-	-	(20)	-	(20)
Transfers	4,986	(4,986)	-	-	-	-	-	-
At 31 December 2015	10,346	11,639	3,345	1,610	2,298	14,618	937	44,793
Accumulated depreciation								
Accumulated depreciation At 1 January 2015 as previously stated				416	1,747	7,298	546	10,007
Impact of change in accounting policy	1,274	-	-	-	-	-	-	1,274
As restated	1,274	-	-	416	1,747	7,298	546	11,281
Charge for the year	470	-	-	1	55	1,121	123	1,770
Disposals	-	-	-	-	-	(20)	-	(20)
At 31 December 2015	1,744	-	-	417	1,802	8,399	669	13,031
Net book value At 31 December 2015 as previously stated	-	-	3,345	1,199	496	6,214	268	11,522
At 31 December 2015 as restated	8,602	11,639	3,345	1,193	496	6,214	268	31,762

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

15. Property, plant and equipment continued

There are no restrictions on any title, and property, plant and equipment pledged as security for liability.
The company capitalised borrowing costs amounting GH¢ 585,000 (2015:nil) on qualifying assets during the year.

	2016	2015
Gross book value	38	20
Accumulated depreciation	(36)	(20)
Net book amount	2	-
Sales proceeds	49	19
Profit on disposal of plant and equipment	47	19

16. Intangible assets

Year ended 31 December

Computer Software

	2016	2015
Cost		
At 1 January	654	654
Additions	23	-
At 31 December	677	654
Amortisation		
At 1 January	418	200
Charge for the year	218	218
At 31 December	636	418
Net book amount At 31 December	41	236

Amortisation of computer software cost is included in general and administrative expenses

17. Inventories

	2016	2015
Palm oil	19	181
Palm kernel	17	95
Palm kernel oil	20	18
Non-trade stock	4,928	4,350
	4,984	4,644

The inventory recognised as expense in cost of sales during the year amounted to GH¢3,569,000 (2015:GH¢ 3,087,000).
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 2016 (2015 : Nil).

NOTES (continued)

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

18. Trade and other receivables

	2016	2015
Trade receivables	-	-
Amount due from officers	258	123
VAT receivables	259	90
Amount due from smallholder farmers	3,664	2,748
Amount due from other staff	73	88
Other receivables	1,703	1,285
	5,957	4,334

The maximum amount due from officers during the year did not exceed GH¢258,000 (2015:GH¢ 123,000).

19. Trade and other payables

	2016	2015
Trade payables	23	14
Amount due to directors and officers	-	-
VAT payable	727	735
Sundry payables and accrued liabilities	4,383	2,876
	5,133	3,625

Trade payables are non-interest bearing.

20. Cash generated from operations

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

	2016	2015
Profit before income tax	10,706	3,333
Adjustments for:		
Depreciation (Note 15)	2,323	2,232
Changes in fair value of biological asset (Note 25)	(300)	3,285
Profit on disposal of property, plant and equipment (Note (15)	(47)	(19)
(Increase) / Decrease in inventories	(340)	242
Increase in trade and other receivables	(1,623)	(1,364)
Increase in amount due from related companies	(111)	(1,541)
Increase in trade and other payables	1,508	1,488
Decrease in amount due to related companies	3,245	409
Interest received	(529)	(848)
Cash generated from operations	14,832	7,217

21. Cash and cash equivalents

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

	2016	2015
Cash in hand	7	8
Cash at bank	3,650	5,230
	3,657	5,238

NOTES (continued)

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

22. Related party transactions

Wilmar Africa Limited, incorporated in Ghana owns 76.63% of the Company's issued ordinary shares. The ultimate parent company is Wilmar International, incorporated in Singapore. There are other companies that are related to the Company through common control. There is a cash pooling agreement between the Company and Wilmar Africa Limited where sales made to Wilmar are paid within thirty days, after which interest is accrued. Sales to Wilmar during the year was based on world market prices. All other transactions were made on normal commercial terms and conditions.

The following transactions were carried out with related parties:

Service fee	**2016**	2015
Service fee paid to Wilmar International during the year	**454**	765
Sale of goods		
Wilmar Africa Limited	**74,175**	57,959
Interest income		
Wilmar Africa Limited	**48**	345
Purchase of goods and services:		
Wilmar Africa Limited	**158**	68

Outstanding balances arising from sale/purchase of goods/services:

Amounts due from related parties:	**2016**	2015
Wilmar Africa Limited	**4,824**	4,983
Wilmar Business Global Services	-	4
Biase Plantation Ltd	-	6
Eyop Plantation Ltd	-	6
Minsec	**280**	-
SIFCA MOPP	**6**	-
	------	--------
	5,110	4,999
	=====	====

Outstanding balances and amounts due to related parties:

Loan from Wilmar Africa Limited:		
Beginning of the year	**-**	-
Loans received	**5,151**	-
Loans payments made	**(1,580)**	-
Interest charged	**585**	-
Interest paid	**(585)**	-
	------	--------
End of year	**3,571**	-
	=====	====

NOTES (continued)

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

The unsecured borrowing attracts interest at 28% per annum and repayable by July 2017.

22. Related party transactions (continued)

Amounts due to related parties:	**2016**	2015
Wilmar Africa Limited	**158**	41
Wilmar PGEO Edible Oil SDN BHD	**49**	67
Wilmar International Limited	-	425
	------	-----
	207	533
	====	===
Key management personnel compensation		
Short term employee benefits	**306**	224
	====	====
Of which:		
Executive directors	**247**	172
Non -executive directors	**59**	52
	-------	-------
	306	224
	====	====

Short term employee benefits include pension contribution for executive directors amounting to GHC39,000 (2015: nil)

23. Income surplus account

At 1 January	**39,258**	38,595
Profit for the year	**8,090**	3,121
Dividend approved for 2014	-	(2,458)
Dividend approved for 2015	**(1,631)**	-
	-----------	---------
At 31 December	**45,717**	39,258
	======	=====

24. Commitment and contingent liabilities

There were no contingent liabilities as at the statement of financial position date (2015: nil).

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

25. Biological assets

a) Fair value hierarchy

This note explains the judgments and estimates made in determining the fair values of the biological assets that are recognised and measured at fair value in the financial statements. To provide an indication about the reliability of the inputs used in determining fair value, the company has classified its non-financial and assets and liabilities into the three levels prescribed under the accounting standards. An explanation of each level is provided below.

	2016	2015
At 1 January - as previously reported	**34,416**	27,482
Impact of change in accounting policy (Note 2.1.1)	**(31,839)**	(26,363)
As restated	**2,577**	1,119
Change in fair value due to biological transformation	**207**	1,760
Changes in fair value due to price changes	**93**	(62)
Fair value adjustments	-	(240)
At 31 December	**2,877**	2,577

The following table presents the Company's biological assets that are measured at fair value at 31 December 2016.

	Level 1	Level 2	Level 3	Total
Oil Palm FFB on trees				
At 31 December 2016	-	-	**2,877**	**2,877**
At 31 December 2015	-	-	2,577	2,577

The Company's biological assets are measured at fair value and are all classified under level 3 of the fair value hierarchy (valuation not based on observable market data). There are no items in level 1 (valuation based on quoted prices) or level 2 (valuation based on observable market data) and there were no transfers between levels.

(b) Analysis of oil palm production

The Company harvested 47,516 metric tonnes (2015: 42,262 metric tonnes) of fresh fruit bunches (FFB) and sold 21,238 metric tonnes of palm oil (2015 - 20,000 metric tonnes) during the year.

(c) Valuation of inputs and relationships to fair value

The fair value of biological assets has been determined based on valuations by the directors using discounted cash flows of the underlying biological assets.

The fair value of the biological assets at year end was GH¢2,877,000 (2015: GH¢2,577,000).

The following table summaries the quantitative information about the key unobservable inputs used in the fair value measurements of the palm fruit bunches on the trees:

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

Unobservable Inputs	Range of inputs (Probability - Weighted average)		Relationship of unobservable inputs to fair value
	2016	2015	
Palm Oil Fruit Yield - Tonnes per hectare	Range -8.5-12.2 The average yield per hectaire used for the valuation was 10.22 tonnes per hectare	Range - 8.5-12.2 The average yield per hectare used for the valuation was 10.22 tonnes per hectare	The higher the palm oil yield, the higher the fair value
Fresh fruit bunches (FFB) Price	Range - GH¢354 - GH¢376 The average price of FFB used for the valuation was GH¢ 458 per tonne	Range - GH¢325 - GH¢425 The average price of FFB used for the valuation wasGH¢ 375) per tonne	The higher the market price, the higher the fair value
Discount Rate	Range - 24% - 35% The discount rate used for the valuation was 29.47%	Range - 31% - 38% The discount rate used for the valuation was 33.91%	The higher the discount rate, the lower the fair value

The main level 3 inputs used by the company are derived and evaluated as follows:

* Palm plantation covers a total of 4,738 hectares with an average of 135 palm trees per hectare.
* Palm oil yield is determined based on the age of the plantation, historical yields, climate-induced variations such as severe weather events, plant losses and new areas coming into production.
* Crude palm oil prices and palm kernel oil prices are quoted prices from the world market.
* Discount rates are determined using a capital asset pricing model to calculate a pre-tax rate that reflects current market assessments of the time value of money and the risk specific to the asset.

(d) Financial risk management strategies for biological assets:

The company is exposed to risks arising from environmental and climatic changes, commodity prices and financing risks. The company has in place relevant agricultural practises to mitigate against diseases. The company has environmental policies and procedures in place to comply with environmental and other laws.

The company is exposed to risks arising from fluctuations in the price. The company has contracts in place for supply of palm oil to its main customer. The company actively manages the working capital requirements to meet the cash flow requirements.

26. 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 unpredictability 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.

NOTES (continued)

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

26. Financial instruments and treasury risk management (continued)

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 is not exposed to foreign exchange risk as there are no material transactions denominated in foreign currency.

As at 31 December 2016, if the Cedi had weakened/strengthened by 10% against the US dollar and all other variables held constant. The recalculated post tax profit for the year will have been GH¢ 13,700 (2015:GH¢ 12,200) lower/higher as a result of foreign exchange gains/losses on translation of US dollar-denominated cash and cash equivalents.

(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

The company's main interest rate risk arises from borrowings with variable rates, which expose the company to cash flow interest rate risk. The company's policy is to maintain borrowings at a fixed interest rate. During the 2016 the company's borrowings, denominated in cedis, were at fixed rates and carried at amortised cost (2015: Nil).

Credit risk

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

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

	2016	2015
Trade and other receivables (excluding prepayments)	**5,469**	4,334
Amount due from related companies	**5,110**	4,999
Cash and cash equivalents (excluding cash in hand)	**3,650**	5,230
	14,229	14,563

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. Receivables which are past due are less than 3 months old.

NOTES (continued)

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

26. Financial instruments and treasury risk management (continued)

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

	2016	2015
Neither past due nor impaired	**5,211**	3,918
Past due but not impaired	**258**	123
Carrying amount	**5,469**	4,041

None of the related party balances are past due. There were no new related party balances and no defaults in amounts due from related parties.

Fair values of financial assets and financial liabilities

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

	Fair value 2016	Fair Value 2015
Financial assets	**5,469**	4,041
Trade and other receivables	**5,110**	4,999
Amount due from related companies	**3,650**	5,230
Cash and cash equivalents	**14,229**	14,270
Financial liabilities		
Trade and other payables	**3,343**	2,428
Amount due to related companies	**3,778**	533
	7,121	2,961

Liquidity risk

The Company manages liquidity 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 based on the remaining period at the reporting date to the contractual maturity. The amounts disclosed in the table below are the contractual undiscounted cash flows, all amounts will be settled by the end of the year.

NOTES (continued)

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

26. Financial instruments and treasury risk management (continued)

	2016	2015
Trade and other payables	3,343	2,428
Amount due to related companies	4,013	533
	------------	------------
	7,356	2,961
	=====	=====

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. 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. Consistent with others in the industry, the company monitors capital on the basis of the gearing ratio. This ratio is calculated as the net debt divided by the total capital. Net debt is calculated as total borrowings less cash and cash equivalents. Total capital is calculated as "equity" as shown in the statement of financial position plus net debt.

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

	2016	2015
Total borrowings	(3,571)	-
Cash and cash equivalents (Note 21)	3,657	5,238
	---------	---------
Net Debt	86	5,238
	======	======
Total equity	55,346	48,887
	---------	---------
Net Debt	55,346	48,887
	======	======
Gearing ratio	0%	0%

27. 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.

	2016	2015
Profit for the year attributable to ordinary equity holders (GH¢'000)	8,090	8,155
Weighted average number of ordinary shares ('000)	34,800	34,800
	---------	---------
	0.2325	0.2343
	======	======
Basic earnings per share (Ghana pesewas)		

NOTES (continued)

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

27. Basic and diluted earnings per share (continued)

There were no potentially dilutive shares outstanding at 31 December 2016 or 2015. Diluted earnings per share are therefore the same as basic earnings per share.

28. Segmental reporting

The directors consider that there is only one business segment and that all its trading is conducted in Ghana. The main product of the Company is crude palm oil. The company sold 99.86% of its goods to Wilmar Africa Limited, the parent company.

29. Leases

The Company leases land under non-cancellable operating lease agreement. At the reporting date the Company had land with the total future minimum payments as follows:

	2016	2015
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	**867**	907
	======	======

The land lease rental is for a period of fifty years. There are no restrictions imposed by the lease arrangements on dividend or additional debt.

30. Events after the reporting date

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

31. Provisions

As at 31st December 2016 and 2015, there was a pending legal suit for which no provision has been made, as legal advice indicates that it is not probable that a significant liability will arise.

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

32. Bearer plants restatement

As a result of the changes in the entity's accounting policies, prior year financial statement had to be restated. The following table show the adjustment recognised for individual line item impacted. Line items that were not affected by the change have not been included. As permitted under the transitional rules, the impact on the current period is not disclosed.

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

		Prior year restatement		
	Note	2015 (Previously stated) GH¢'000	Adjustment GH¢'000	2015 Restated GH¢'000
Change in fair value of biological assets	i	1,035	(3,290)	(2,255)
Depreciation	ii	-	(1,744)	-
		--------------	-----------	--------------
			(5,034)	
			======	

Notes

(i) The adjustment represents the effect of the reversal of previously recognised gains from the fair valuation of biological assets which included palm trees and fresh fruit bunches under the previous standard.

(ii) The adjustment represents the depreciation charge in respect of bearer plants which are now classified at cost.

STATEMENT OF FINANCIAL POSITION (Extract)

		Prior Year's restatement					
	Note	31 December 2015 (Previously stated) GH¢'000	Increase/ (decrease) GH¢'000	31 December 2015 (Restated) GH¢'000	1 January 2015 (Previously stated) GH¢'000	Increase/ (decrease) GH¢'000	1 January 2015 (Restated) GH¢'000
Biological assets	iii	34,416	(31,839)	2,577	27,482	(22,596)	1,119
Property, plant and equipment - at cost		-	21,984	-	-	21,071	-
Property, plant and equipment - depreciation	i	-	(1,744)	-	-	(1,274)	-
			-----------			-----------	
Property, plant and equipment - net book amount	i	-	20,240	-	-	19,797	-
		======	======	======	======	======	======

Notes

(iii) Under the previous standard, mature palm trees were carrued at fair value as a biological assets. Upon adoption of the Amendments to IAS 16 Property, plant and equipment and IAS 41 Agriculture, bearer plants are now separately recognised at cost in accordance with IAS 16 Property, plant and equipment. The adjustment represents the derecognition of the fair value of bearer plants which was previously included in biological assets.

(iv) The adjustment represents the cost, depreciation and net book amount of bearer plants in accordance with IAS 16 Property, plant and equipment.

SHAREHOLDERS' INFORMATION

Shareholding distribution as at 31 December 2016

Holding	No. of shareholders	Holders %	No. of shares	% of Holding
1 - 1,000	8,182	94.09	2,211,996	6.36
1,001- 5,000	409	4.70	752,449	2.16
5,001- 10,000	46	0.53	317,428	0.91
Over 10,000	59	0.68	31,518,127	90.57
	8,696	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 2016:

	Number of shares	% Holding
Mr. Neneyo Asare Mate-Kole	810	4.31
Mr. Ishmael Yamson	18,000	95.69
Total	18,810	100.00

Mr Ishmael Yamson owns the shares jointly with others.

20 Largest shareholders at 31 December 2016

	Shareholders	Number of shares	% Holding
1	WILMAR AFRICA LIMITED	26,665,507	76.63
2	SOCIAL SECURITY AND NATIONAL INSURANCE TRUST,	1,500,000	4.31
3	SCGN/'EPACK INVESTMENT FUND LIMITED TRANSACTION	676,000	1.94
4	ADUM BANSO COMMUNITY ENDOWMENT FUND	419,746	1.21
5	SCGN / ENTERPRISE LIFE ASS. CO. POLICY HOLDERS	200,500	0.58
6	SCGN/GHANA MEDICAL ASS. PENSION FUND	191,400	0.55
7	NTHC LTD ITF- GOVERNMENT OF GHANA	149,254	0.43
8	OTENG-GYASI, ANTHONY	139,120	0.40
9	SCGN/DATABANK BALANCED FUND LIMITED	123,400	0.35
10	HFCN/ EDC GHANA BALANCED FUND LIMITED	111,600	0.32
11	MIHL/GOLD FUND UNIT TRUST	102,853	0.30
12	GLICO GENERAL INSURANCE CO. LTD	101,400	0.29
13	STATE INSURANCE COMPANY PROVIDENT FUND ACCOUNT	86,096	0.25
14	METLIFE CLASSIC A/C, STD NOMS TVL PTY/METLIFE GOLD PLAN FUND MICAC	77,700	0.22
15	NTHC TRADING ACCOUNT,	77,000	0.22
16	STAR ASSURANCE COMPANY	70,180	0.20
17	ZHAO, HAIJUN	65,900	0.19
18	STD NOMS/ENTERPRISE TIER 3 PROVIDENT FUND 2	51,200	0.15
19	ANIM-ADDO, KOJO	46,500	0.13
20	STD NOMS TVL PTY/DATA BANK ARK FUND	36,127	0.10
		30,891,483	**88.77**
	Others	**3,908,517**	11.23
		34,800,000	**100**

FIVE YEARS FINANCIAL SUMMARY

(All amounts are in thousands of Ghana cedis)

	2016	2015	2014	2013	2012
Results					
Revenue	**74,278**	58,077	52,164	35,438	40,839
Profit before income tax	**10,706**	3,333	11,170	6,130	13,714
Income tax expense	**(2,616)**	(212)	(130)	(324)	(308)
Retained profit	**8,090**	3,121	11,040	5,806	13,406
Financial position					
Intangible Assets	**41**	236	454	-	-
Property, plant and equipment	**43,701**	31,762	30,818	10,751	7,119
Biological assets	**2,877**	2,577	1,119	19,756	15,193
Cash and cash equivalents	**3,657**	5,238	7,393	7,391	13,008
Other current assets	**16,051**	13,977	11,314	8,026	7,941
Total assets	**66,327**	53,790	51,098	45,924	43,261
Total liabilities	**10,981**	4,903	2,874	2,264	2,726
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	**45,717**	39,258	38,595	34,031	30,906
Total equity and liabilities	**66,327**	53,790	51,098	45,924	43,261

PROXY FORM

ANNUAL GENERAL MEETING TO BE HELD at 11.00 a.m. on Friday, 12th May, 2017 at Akroma Plaza, Police Reserve near MTTU, Takoradi

I/We...
(Insert full name)
To fix the Remuneration of Auditors

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 12th May 2017 and at any and every adjournment thereof.

Serial No.

For Company's Use	*No. of Shares*	
RESOLUTION	**FOR**	**AGAINST**
To declare a Dividend		
To re-elect Ishmael Yamson		
To re-elect Neneyo Mate-Kole		
To approve Directors' fees		
To fix the Remuneration of Auditors		
To ratify the appointment of Samuel Awonnea Avaala		
To ratify the appointment of Bini Kouakou Kossonou		

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 abstain from voting at his discretion.

Dated this .... day of May, 2017

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 13th April, 2016.

Second fold here

please fix
stamp

Fourth fold here

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

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First fold here

BOPP AT 40 CELEBRATION PROGRAMME

ACTIVITY	DAY/DATE/TIME	VENUE	REMARKS
Annual General Meeting (AGM)	Friday, 12TH May, 10h00	Akromah Plaza, Takoradi	
SYMPOSIUM: Theme: "BOPP - THE HOME OF BEST MANAGEMENT PRACTICE, A MODEL FOR NATIONAL AGRICULTURAL REVOLUTION" PRESENTATIONS ON THE THEME PANEL DISCUSSION, QUESTIONS & ANSWERS	Friday, 12TH May, 15 h00 Friday, 12TH May, 17 h00	Akromah Plaza, Takoradi	Speakers include Mr. Ishmael Yamson, Ministers for Food & Agriculture, Minister for Trade & Industry, Solidarity messages from Norpalm Ghana Ltd, Twifo Oil Palm Plantation, GOPDC, and Smallholders' Association, Oil Palm Development Association of Ghana (OPDAG), GAWU, and AFD
√ GAMES: GOLF TOURNERMENT & OTHER COMPETITIVE EVENTS √ TOUR OF THE PLANTATION	Saturday, 13TH May, 10h00	BOPP GOLF CLUB/ESTATE	Participating are GGA………Wilmar Africa Ltd, NGL, TOPP
THANKSGIVING SERVICE (NON-DENOMINATIONAL)	SUNDAY, 14 TH May, 10h00	BOPP ESTATE	

NOTE