RC:681998

MUTUAL BENEFITS LIFE ASSURANCE LIMITED FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER, 2010

Babington

Ashaye & Co.

Chartered Accountants
Speedway House
21, Araromi Street, off Moloney Street
Onikan, Lagos
P. O. Box 51689, Falomo - Ikoyl, Lagos
Tel: 01-4717858, 01-7936911
Fax: 2631279
Email: Info@babingtonashaye.com
www.babingtonashaye.com





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Directors and Professional Advisers

Directors:

Chief Chamberlain Oyibo

Mr. Akin Opeodu

Mr. Akin Ogunbiyi

Mr. Godspower Agofure

Mr. Adesoye Olatunji

Mr. Dipo Owolabi

Mr. Gbenga Ogunko /

Mr. David Balogun

Dr. M.O. Ajaja

Mrs. I.Z. Aret-Adams

Chief Ladi Rotimi-Williams (SAN)

Mr. Fisayo Oyedeji

Prof. Pat Utomi

Mr. Michael Govan

Amb. Hans H. Hertell

(American)

(American)

Registered Office

Mutual Benefits Assurance Pic Aret Adams House 233, Ikorodu Road Illupeju Lagos.

Major Bankers

Access Bank Plc First Bank Nigeria Plc Sterling Bank Plc

Company Secretary

Abdulai Taiwo & Co. Goodwill House 278, Ikorodu Road Anthony Lagos.

Auditors

Babington Ashaye & Co. Speedway House 21, Araromi Street Off Moloney Street Onikan Lagos. Chairman

Vice Chairman

Managing

Chief Operating Officer

Execitive

Execitive

Execitive

Execitive

Ashaye & Co.

Chartered Accountants



REPORT OF THE INDEPENDENT AUDITORS TO MEMBERS OF

MUTUAL BENEFITS LIFE ASSURANCE PLC

We have audited the financial statements on pages 6 to 15 which have been prepared on the basis of the accounting policies on pages 4 to 5.

DIRECTORS' RESPONSIBILITY FOR THE FINANCIAL STATEMENTS

The directors are responsible for the preparation and fair presentation of the financial statements in accordance with the Companies and Allied Matters Act CAP C20 LFN 2004 and the Insurance Act CAP 117 LFN 2004. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies and making accounting estimates that are reasonable in the circumstances.

AUDITORS' RESPONSIBILITY

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

BASIS OF OPINION

An audit involves performing procedures to obtain audit evidence about the amount and disclosures in the financial statements. The procedures selected depend on the auditors' judgement including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditors considered internal control relevant to the company's preparation and fair presentation of the financial statements in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the company's internal control. An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by directors, as well as evaluating the overall presentation of the financial statements.

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

OPINION

In our opinion, the company has kept proper accounting records and the financial statements are in agreement with the records in all material respects and give in the prescribed manner, information required by the Companies and Allied Matters Act CAP C20 LFN 2004 and the Insurance Act CAP 117 LFN 2004.

The financial statements give a true and fair view of the financial position of Mutual Benefits Life Assurance Plc as at 31 December 2010, and of its profit and cash flow for the year ended in accordance with the Statements of Accounting Standards issued by the Nigerian Accounting Standards Board.

Baloington Athane & Co CHARTERED ACCOUNTANTS

LAGOS, NIGERIA.

April 28, 2011

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STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES YEAR ENDED 31 DECEMBER,2010

1 Basis of Accounting

The financial statements are prepared on the historical cost convention, and comply with all relevant statements of accounting standards issued by the Nigerian Accounting Standards Board.

2 Premium Income

This represents Insurance premium on both direct and indirect business.

3 Gross Premium

Gross Premium is recognised at the point of attachment of risk to a policy before deducting cost of reinsurance cover. All written premium relating to risk for period not falling within the accounting period is carried forward as unearned premium.

4 Reinsurance Cost

This represents Re-insurance Premium paid after adjusting for increase or decrease in unexpired portion.

5 Investments

Investments are stated at cost. Provision is made where there is a permanent dimunition in value of the investments.

6 Income on Investments

Interest income is accounted for on an accrual basis, while dividend income is accounted for on the basis of the amounts actually received during the year.

7 Fixed Assets

Fixed Assets are stated at cost less accumulated depreciation. Depreciation is provided to write off the cost of fixed assets in equal annual instalments over the estimated useful lives at the following rates:

Freehold Land & Building	2%
Office equipment	20%
Furniture and fixtures	20%
Motor vehicles	25%
Leasehold improvements	20%
Plants and Machinery	20%

8 Debtors

Debtors are stated after making adequate provision for balances doubtful of recovery.

9 Technical Reserves

General Reserve Fund

For life business, general reserve is calculated and credited with an amount equal to the net liabilities on policies in force at the actuarial and an additional 25% of the net premium for the year between valuation date.

STATEMENT OF SIGNIFICANT ACCOUNTING POLICIES- CONT'D YEAR ENDED 31 DECEMBER,2010

10 Deposit Administration

Inflow to Deposit Administration and similar saving businesses are recognised as liabilities. Interest accruing to depositors from investment of the savings is recognised in the deposit administration revenue account in the year it is earned while interest paid and due to depositors is recognised as an expense.

11 Claims Expenses

All claims paid and incurred are charged against revenue as expense when incurred. Reinsurance recoveries are recognised when the the re-insurer accepts liability for the claims.

12 Underwriting Expenses

Underwriting expenses for insurance contracts are recognised as expense when incuurred, with the exception of acquisition costs, which are recognised on a time apportionment basis in respect of risks.

13 Management Expenses

Management expenses are expenses other than claims, investment and underwriting expenses. They include salaries and wages, depreciation expenses and other non-operating expenses. They are accounted for on an accrual basis.

14 Foreign Currencies

Transactions arising in foreign currencies are converted into naira at appropiate rate of exchange ruling at the time they arise. Assets and liabilities in foreign currencies are translated into naira at the exchange rates ruling at the balance sheet date. Gain and losses arising on translation are included in the profit and loss account.

15 Pension Scheme

The company maintains a pension scheme for its employees in line with the Pension Reform Act.2004. Contribution to the scheme is by the company and the employees. The contribution by the employees and the company is 7.5% each of the employees' total emoluments.

BALANCE SHEET AS AT 31 DECEMBER,2010

AS AT 31 DECEMBER,2010			
	Note	2010	2009
		N'000	N'000
ASSETS			
Cash and short term funds	2	472,023	179,017
Due on insurance accounts	3	322,282	367,544
Prepayments and other debit balances	4	605,466	173,245
Advances under Finance lease	5	1,597,654	645,060
Long-term Investments	6	563,308	1,092,474
Lease to Subsidiary	6a	1,351,408	
Investment in Subsidiaries - non Insurance	6b	20,000	20,000
Investment in Real Estate	6c	2,131,609	2,376,553
Investment in Projects	6d		200,000
Deposit with Central Bank of Nigeria		200,000	200,000
Fixed assets	7	119,068	100,308
Total Assets		7,382,819	5,354,202
LIABILITIES			
Creditors and accruals	8	3,402	222,765
Taxation	9	386	381
Deferred taxation	9	15,285	15,285
Deposit administration	10	4,480,755	2,482,183
Insurance funds	11	643,802	439,573
TOTAL LIABILITIES		5,143,630	3,160,186
CAPITAL AND RESERVES			
Called up share capital	12	150,000	150,000
Share premium		1,850,000	1,850,000
General reserve	13	155,352	130,602
Contingency reserve	14	83,837	63,414
Shareholders' funds		2,239,189	2,194,016
		7,382,819	5,354,202

The financial statements were approved by the Board of Directors on April 21, 2011 and signed on its behalf by :

Director }

The accounting policies on pages 4 & 5 and the notes on pages 11 to 15 form part of these financial statements.

REVENUE ACCOUNT YEAR ENDED 31 DECEMBER,2010

	2010 N'000	2009 N'000
Direct premium	689,704	654,584
Investment Income	35,165	29,664
Total Income	724,869	684,248
Net Claim Incurred	150,929	218,352
Acquistion Cost	63,923	-
Maintenance Expenses	9,214	79,072
Management expense	296,574	212,610
Total Expenses	520,640	510,034
Increase in Life fund	204,229	174,214

PROFIT AND LOSS ACCOUNT YEAR ENDED 31 DECEMBER,2010

	2010 N'000	2009 N'000
Investment Income	30,945	59,327
Profit from deposit administration	32,065	47,406
Net Operating Income	63,010	106,733
Management expense	(16,476)	(26,576)
Profit before taxation	46,534	80,157
Taxation	(5)	(15,666)
Profit after taxation	46,529	64,491
Transferred to Contingency reserve	20,423	17,421
Profit transferred to general reserve	26,106	47,070
	46,529	64,491

REVENUE FOR DEPOSIT ADMINISTRATION YEAR ENDED 31 DECEMBER,2010

LIFE	2010 N'000	2009 N'000
INCOME		
Interest Income	39,507	26,744
Investment income	597,687 637,194	<u>477,538</u> <u>504,282</u>
EXPENSES		
Commission	544,316	407,226
Guarantee Interest	41,721	23,074
Maintenance Cost	2,616	-
Management expenses	16,476	26,576
Total Expenses	605,129	456,876
Profit from Deposit Administration	32,065	47,406

STATEMENT OF CASH FLOW YEAR ENDED 31 DECEMBER,2010

	2010 N'000	2009 N'000
Cash flow from operating activities		
Premium received from policy holders Cash paid to and on behalf of employees Other Operating Cash Payments Claims and commission paid Other income	3,772,925 (105,322) (3,649,911) (882,611) 637,194	2,810,179 (88,745) (724,105) (727,724) 593,273
Cash generated from operations	(227,726)	1,862,879
Net cash provided by operating activities(Note 16)	(227,726)	1,862,878
Cash flow from investing activities		
Purchase of fixed assets Purchase of Investments	(56,568) 577,298	(105,491) (1,857,878)
Net cash used by investing activities	520,732	(1,963,368)
Net (Decrease)/increase in cash and cash equivalents	293,006	(100,490)
Cash and cash equivalents as at 1 January, 2010	179,017	279,507
Cash and cash equivalent as at 31 December, 2010(Note 17)	472,022	179,017

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER,2010

1. Legal form

Mutual Benefits Life Assurance Limited was incorporated as a limited liability company under the Companies and Allied Matters Act CAP C20 LFN 2004 on February 2007 and was granted license as a life insurer with effect from 1 March, 2007. A wholly owned subsidiary of Mutual Benefits Assurance Ptc. It has its Head Office in Lagos and Branch Offices at Abuja, Ikeja, Apapa, Akure, Ikoyi, Ado Ekiti, Oshogbo, Warri, Calabar, Abeokuta, Kano, Ibadan, Port Harcourt and Yenagoa. The company is principally involved in the provision of Life Insurance businesses.

Yenagoa. The company is principally involved in the	provide the second	
	2010	2009
	N'000	N.000
2. Cash and short-term funds		
Cash and bank balances	374,788	131,291
Short-term deposits	97,235	47,726
	472,023	179,017
3. Due on Insurance		
		207.544
Due on Insurance	322,282	367,544
Less: Provision for doubtful debts	322,282	367,544
	OLL, EOS	
4. Prepayments and other debit balances		
December 1	20,094	37,581
Prepayments Rent receivable	20,004	27,240
Staff loans and advances	23,043	13,962
Policy Loan	27,945	24,052
Other debtors	534,384	70,411
	605,466	173,245
5 Advances under finance lease		
Balance at 1 January,	645,060	131,800
Additions in the year	256,848	527,200
Payments	(33,580)	(13,940)
Transfer	729,326	
Balance as at 31 December	1,597,654	645,060
6. Long -term investments:		
4.11		
1. Unquoted	463,308	992,474
Ordinary shares 21% Redemable preference shares (2005/2008)	100,000	100,000
21% National Profession States (2000/2000)	563,308	1,092,474
Co. Leans to Cubridians		
6a. Lease to Subsidiary Mutual Benefits Properties Ltd	1,351,408	
Mutual Bellelits Properties Ltd	111111111111111111111111111111111111111	
	1,351,408	-
6b. Investment in Subsidiaries - non Insurance		
Mutual Benefits Homes & Properties Ltd	20,000	20,000
	20,000	20,000
6c Investment in Real Estate		
Short Term		F249-VFE641250-VF
Investment in Landed properties (held for develo	opments) 2,131,609	1,654,274
Long Term	2,131,609	722,279 2,376,553
6d Investment in Projects	200.000	200.000
Balance at 1 January,	200,000	200,000
Additions - Investment Valuation	/200.0001	-
Transfer	(200,000)	200,000
Balance as at 31 December		200,000
balance as at 31 December		

The directors are of the opinion that the market value of unquoted investments at 31 December, 2010 were below the cost and adequate provision has been made for dimunition in value

MUTUAL BENEFITS LIFE ASSURANCE LIMITED NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER,2010

Fixed assets 7.

	Leasehold Land & building	Motor Vehicles	Furniture, Fittings & Equipment	Plant and Machinery	Total
Cont		N'000	N'000	N'000	N'000
Cost:					
At 1 January , 2010	62,207	14,906	55,199	2,468	72,574
Additions	4,065	26,250	24,398	1,856	56,568
At 31 December, 2010	66,272	41,156	79,597	4,323	129,141
Depreciation:					
At 1 January , 2010	11,240	5,179	17,455	599	23,232
Charge for the year	18,421	5,110	13,784	494	37,808
At 31 December, 2010	29,661	10,289	31,238	1,092	61,040
Net book value:					
At 31 December, 2010	36,612	30,867	48,358	3,231	119,068
At 31 December, 2009	50,967	9,728	37,744	1,869	100,308

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER,2010

		2010 N'000	2009 N'000
8.	Creditors and accruals		
	Accruals Other payables	1,500 1,902 3,402	222,765 222,765
9.	Taxation		
	i Per profit and loss account		
	Charge for the year Income tax Education tax	5	381
	Deferred taxation	5	15,285 15,666
	ii Per balance sheet	ÿ.	
	At 1 January Charge for the year Payment in the year	381 5 	381
	At 31 December	386	381
	iii Deferred taxation		
	At 1 January Charge for the year	15,285	15,285
	At 31 December	15,285	15,285
10.	Deposit administration		
	At 1 January Additions in the year Withdrawals	2,482,183 3,037,960 (1,039,388)	1,263,092 1,974,151 (755,060)
	At 31 December	4,480,755	2,482,183
11.	Insurance funds		
	Life and pension		
	At 1 January Transfer from revenue account	439,573 204,229	265,359 174,214
		643,802	439,573
12.	Share capital		
	Authorised:	2010 N'000	2009 N'000
	300,000,000 ordinary shares of 50k each	150,000	150,000
	Called-up and fully paid: At 1 January	N'000 150,000	N'000 150,000
	At 31 December	300,000	300,000

NOTES TO THE FINANCIAL STATEMENTS YEAR ENDED 31 DECEMBER,2010

13.	General reserve	2010 N'000	2009 N'000	
	At 1 January Transfer from Profit and Loss Account Prior year adjustment	130,602 26,106 (1,356) 155,352	83,919 47,070 (387) 130,602	
14.	Contingency reserve	At 01-Jan 2010 N'000	Transfer from revenue N'000	At 31-Dec 2010 N'000
	Life	63,414	20,423	83,837
15.	Premium	2010 N'000	2009 N'000	
	Life Premium	3,727,664	2,628,736	
16.	Reconciliation of operating profit to the cas			
	Depreciation Increase in creditors Increase in debtors	2010 N'000 7,786 2,104,860 (1,339,553)	2009 N'000 26,451 1,726,308 110,119	
		773,093	1,862,878	
17.	Cash & Cash equivalents as at end of the ye	ear		
	Cash and Bank Balances Short-term Deposits	374,788 97,235 472,023	131,291 47,726 179,017	

VALUE ADDED STATEMENT YEAR ENDED 31 DECEMBER,2010

	2010 N'000	%	2009 N'000	%
Net Premium income	6,765,624		2,628,735	
Investment and other income	637,194		504,282	
Claims and commissions	7,402,818 (955,748)		3,133,017 (727,724)	
Other expenses and services	(6,067,914)		(2,035,727)	
VALUE ADDED	379,156	100	369,567	100
APPLIED AS FOLLOWS:				
Employees				
Salaries and wages	105,322	28	88,745	24
Government Taxation	5	0.00	381	0
Retained in business:				
- Depreciation, for maintenance of asset	7,786	2	26,451	7
- Deferred taxation	15,285	4	15,285	4
- Contingency reserve	20,423	5	17,421	5
- Insurance Funds	26,106	7	47,070	13
- For future growth	204,229	54_	174,214	47_
	379,156	100	369,567	100_

The value added represents the wealth created through the use of the company's assets by the employees of the company

MANAGEMENT EXPENSES

	2010 N'000	2009 N'000
Directors' emoluments Staff salaries Training & Development Advertising and public relations Vehicles running expenses Audit fees Bank charges Depreciation Donations and subscriptions Legal & Professional fees Electricity, Rent and rates Entertainment Transport and travelling	2,150 129,319 6,736 12,805 3,391 1,500 7,786 36,588 641 13,131 27,713 8,978 8,080	2,178 88,745 22,814 1,470 1,500 17,367 26,451 796 23,445 19,904 3,553 11,992
Newspapers and periodicals Printing and stationery Postages & courier services Repairs and maintenance Telecommunications Toiletries & Provision Computer Resources Insurance Levy Insurance Pension funds	142 11,078 1,074 16,796 6,808 1,904 5,821 21,041 3,459 2,586	194 14,355 2,207 8,907 4,301 2,654 3,274 5,431 1,908 2,320
	329,527	265,763