



AUDITED CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS  
FOR THE YEAR ENDED  
31 DECEMBER 2025

Contents	Page
Corporate information	2
Results at a glance	3
Board of directors' report	4
Statement of directors' responsibilities	12
Certification of consolidated and separate financial statements	13
Certification of management's assessment on internal control over financial reporting	14
Management's annual assessment of, and report on Julius Berger Nigeria Plc's internal control over financial reporting	16
Report of the statutory audit committee	17
Report of the independent practitioners	18
Independent auditor's report	20
Consolidated and separate statements of profit or loss and other comprehensive income	25
Consolidated and separate statements of financial position	26
Consolidated and separate statements of changes in equity	27
Consolidated and separate statements of cash flows	29
Notes to the consolidated and separate financial statements	30
Consolidated and separate statements of value added	110
Five year financial summary	111
Additional information	113

Directors:	Engr. Goni Musa Sheikh	- Chairman
	Mr. George Marks (German)	- Vice Chairman
	Engr. Jafaru Damulak	
	Dr. Ernest Nnaemeka Azudialu-Obiejesi, OFR	
	Mrs. Belinda Ajoke Disu, CAL	
	Mrs. Gladys Olubusola Talabi	
	Mr. Ernest Chukwudi Ebi, MFR, FCIB, FIOD	- Independent Non-Executive Director
	Mr. Chidi Anya, Esq.	- Independent Non-Executive Director
	Ambassador Adamu Saidu Daura, MFR	- Independent Non-Executive Director
	Dr. Muhammadu Indimi, OFR	- Independent Non-Executive Director
	Engr. Dr. Peer Lubasch (German)	- Managing Director
	Mr. Christian Hausemann (German)	- Executive Director, Finance

Company Secretary: Mrs. Cecilia Ekanem Madueke

RC Number: 6852

Registered Office: 10 Shettima A. Munguno Crescent  
Utako 900 108  
FCT Abuja

Auditors: PricewaterhouseCoopers  
Chartered Accountants  
FF Millenium Towers  
Plot 13/14 Ligali Ayorinde Street  
Victoria Island  
Lagos, Nigeria

Registrars: Greenwich Registrars & Data Solutions Ltd.  
274 Muritala Muhammad Way  
Ebute Metta  
Lagos

Principal Banks: Access Bank Plc  
Commerzbank AG  
Ecobank Nigeria Ltd  
Fidelity Bank Plc  
First Bank of Nigeria Ltd  
Globus Bank Ltd  
Guaranty Trust Bank Ltd  
Polaris Bank Ltd  
Providus Bank Ltd  
Signature Bank Ltd  
Stanbic IBTC Bank Ltd  
Sterling Bank Ltd  
Union Bank of Nigeria Plc  
United Bank for Africa Plc  
Zenith Bank Plc

	Group			Company		
	31.12.2025 N'000	31.12.2024 N'000	% Change	31.12.2025 N'000	31.12.2024 N'000	% Change
Revenue	759,873,096	566,705,461	34.09	687,530,422	493,098,829	39.43
Profit before taxation	40,950,285	29,572,685	38.47	37,081,282	13,819,451	168.33
Profit for the year	30,167,611	15,506,793	94.54	36,916,383	6,054,044	509.78
Other comprehensive (loss)/income	(82,412,216)	228,647,768	(136.04)	(27,149,751)	183,399,400	(114.80)
Total comprehensive (loss)/income	(52,244,605)	244,154,561	(121.40)	9,766,632	189,453,444	(94.84)
Non - controlling interest	259,827	247,066	5.16	-	-	-
(Loss)/profit attributable to equity holders of the parent	(52,504,432)	243,907,495	(121.53)	9,766,632	189,453,444	(94.84)
Shareholders' funds	288,211,111	345,779,716	(16.65)	225,490,916	220,924,286	2.07
<i>Per share data</i>						
Earnings per share:						
Basic	18.69	9.54	95.99	23.07	3.78	509.78
Diluted	18.69	9.54	95.99	23.07	3.78	509.78
Net assets per share:						
Basic	180.13	216.11	(16.65)	140.93	138.08	2.07
Diluted	180.13	216.11	(16.65)	140.93	138.08	2.07
Stock Exchange quotation at 31 December (Naira)	152.90	155.25	(1.51)	152.90	155.25	(1.51)
Number of employees	8,859	9,419	(5.95)	7,860	8,449	(6.97)

The Directors are pleased to present to the members of Julius Berger Nigeria Plc at the 56th Annual General Meeting (AGM), their report on the business of the Group for the year ended December 31, 2025.

1. Legal form

The Company was incorporated in Nigeria under the Companies Act 1968, now the Companies and Allied Matters Act 2020 ("CAMA"), as a private limited liability company on February 18, 1970. The Company subsequently converted to a public limited liability company and its shares became listed on the Nigerian Stock Exchange now the Nigerian Exchange Group ("NGX") on September 20, 1991.

2. Principal activities

The principal activities of the Company are the business of planning and construction of all kinds of civil engineering works. The Company has seven subsidiaries and they are stated below in alphabetical order, together with their principal activities:

S/N	Subsidiary	Principal activities and business	Date of incorporation	Holding
1.	Abumet Nigeria Limited	Manufacturers and dealers in aluminium, steel, iron or other structural products of such nature.	June 15, 1990	90%
2.	Julius Berger Free Zone Enterprise	Planning and construction of all kinds and aspects of civil engineering works and related activities as well as maintenance of buildings and facilities in free trade zones.	March 24, 2015	100%
3.	Julius Berger International GmbH	Engineers, planning, design and development for engineering works and products of all description. Providers of logistical and technical support on an international level.	June 24, 2008	100%
4.	Julius Berger Investments Limited	Investment Company and Managers.	June 1, 2012	100%
5.	Julius Berger Medical Services Limited	Health care providers for the operation of medical service institutions and all form of medical and health care services.	August 22, 2011	100%
6.	Julius Berger Services Nigeria Limited	Providers of port services, stevedores, cargo superintendents, port management, warehousemen, agents and proprietors of warehouses.	August 30, 2006	100%
7.	PrimeTech Design and Engineering Nigeria Limited	Engineers, planning, design, development and maintenance of engineering works and products of all description.	August 22, 2011	100%

The financial results of all the subsidiaries have been consolidated in these consolidated and separate Financial Statements.

3. Results for the year

Comparative highlights of the operational results of the Group for the years ended December 31, 2025 and 2024 are as stated in the table below.

Group	2025	2024
	₦'000	₦'000
Revenue	759,873,096	566,705,461
Profit for the year attributable to Group activities	30,167,611	15,506,793
Retained earnings	83,498,810	58,791,026

4. Review of business development

In the year under review, despite the challenging economic environment, the Group, in the opinion of the Directors, performed satisfactorily and in accordance with planning.

Save as herein disclosed, no other events have occurred since the year ended December 31, 2025, which would affect the Audited Consolidated and Separate Financial Statements.

## 5. Dividends

### 5.1 Dividend

The Directors are pleased to recommend to the members at the 56th Annual General Meeting, a final dividend for the year ended December 31, 2025, in the sum of ₦6.8billion representing ₦4.25 per 50 Kobo share, held in the equity of the Company which dividend shall be subject to withholding tax at the appropriate rate at the time of payment.

### 5.2 Unclaimed dividends

The list of shareholders with unclaimed dividends have been compiled and sent to Shareholders in the register of members as at May 29, 2026. The list can also be accessed from the Investors' Relations page of the Company's website, [www.julius-berger.com](http://www.julius-berger.com). Shareholders are enjoined to carefully peruse this list. Shareholders who find their names on the list and have claimed their dividend(s) since December 31, 2025, should kindly ignore the said list. However, shareholders who are yet to claim their dividend(s) should contact the Company Secretary or the Registrars, Greenwich Registrars & Data Solutions Ltd.

## 6. Directors and Directors' interest and shareholding

### 6.1 Board of Directors in 2025

The Directors who served on the Board of the Company for the year ended December 31, 2025, were as follows:

- 1 Mr. Mutiu Sunmonu, CON
- 2 Engr. Goni Musa Sheikh
- 3 Mr. George Marks (German)
- 4 Engr. Jafaru Damulak
- 5 Dr. Ernest Nnaemeka Azudialu-Obiejesi, OFR
- 6 Mrs. Belinda Ajoke Disu, CAL
- 7 Mrs. Gladys Olubusola Talabi
- 8 Mr. Ernest Chukwudi Ebi, MFR, FCIB, FIOD
- 9 Mr. Chidi Anya Esq.
- 10 Ambassador Adamu Saidu Daura, MFR
- 11 Dr. Muhammadu Indimi, OFR
- 12 Mr. Christian Hausemann (German)
- 13 Engr. Dr. Peer Lubasch (German)

### 6.2 Changes to the Board

During the period under review, the following changes occurred on the Board:

#### 6.2.1 Resignation of Directors

Mr. C. Anya, Esq, Amb. A. S. Daura, MFR and Engr. J Damulak are the Directors retiring by rotation. In accordance with the provisions of S.285 of CAMA and the Articles of Association, Mr. C. Anya, Esq, Amb. A. S. Daura, MFR and Engr. J Damulak, all being eligible, offer themselves for re-election.

## 6. Directors and directors' interests

## 6.3 Director's interest

6.3.1 For the purposes of Ss. 301, 302 and 303 of CAMA and in compliance with the listing requirements of the NGX: Some Directors gave notices of disclosable direct and/or indirect interests in some contracts and assets of the Group, and the Directors' interest in the issued share capital of the Company as recorded in the Register of Members and in the Register of Directors' holdings and contracts as notified by them are as stated in the table below.

The information herein has been adjusted in compliance with the order of Interim Injunction granted in Suit No: FHC/L/CS/612/2026, wherein 120,000,000 units of shares in the equity of Julius Berger Nigeria Plc were placed under restriction with respect to the transfer and voting rights of the said shares.

	Number of Directors' Direct and Indirect Holdings as at		
	March 26, 2026 Number	December 31, 2025 Number	December 31, 2024 Number
Mr. Mutiu Sunmonu, CON	1,212,121	1,212,121	1,212,121
Engr. Goni Musa Sheikh - direct	76,533	76,533	76,533
Engr. Goni Musa Sheikh - Indirect***	319,950,168	319,950,168	319,950,168
Mr. George Marks	-	-	-
Engr. Jafaru Damulak	2,507,028	2,401,028	2,401,028
Dr. Ernest Nnaemeka Azudialu-Obiejesi, OFR – Indirect* 1	206,215,268	206,215,268	206,215,268
Mrs. Belinda Ajoke Disu, CAL – Indirect**	405,893,428	405,893,428	405,893,428
Mrs. Gladys Olubusola Talabi	-	-	-
Mr. Ernest Ebi, MFR, FCIB, FIOD	-	-	-
Mr. Chidi Anya, Esq.	-	-	-
Ambassador Adamu Saidu Daura, MFR	-	-	-
Dr. Muhammadu Indimi, OFR	-	-	-
Engr. Dr. Peer Lubasch	-	-	-
Mr. Christian Hausemann	-	-	-

\* Watertown Energy Ltd., BOJ-ESL NOMINEE (Continental Acquisitions Ltd.), AAD ESL Nominee and Krawcod Properties Limited

\*\* Goldstones Estates Ltd., Bilton Securities Ltd. BATCO Integrated Synergy Concepts Nigeria Ltd.

\*\*\* NeptuneHill Company Limited

1 The information on the shareholding analysis and the register of members has been adjusted in compliance with a court order with respect to 120,000,000 units held by Watertown Energy Limited.

**7. Share capital and shareholding**

The Company did not purchase its own shares during the year.

**7.1 Issued and fully paid share capital**

The issued and paid-up share capital of the Company currently is ₦800 Million made up of 1.6 Billion ordinary shares of 50K each.

As at December 31, 2025, consequent upon the order of Interim Injunction granted in Suit No: FHC/L/CS/612/2026, 120,000,000 units of shares in the equity of Julius Berger Nigeria Plc were placed under restriction with respect to the transfer and voting rights of the said shares.

**7.2 Beneficial ownership:**

The issued and fully paid-up share capital of the Company, as at December 31, 2025, and March 26, 2026, when the Audited Consolidated and Separate Financial Statements were approved, were beneficially held as stated in the table below.

Beneficial ownership	Number of ordinary shares held as at		Number of ordinary shares held as at		
	% holdings as at		% holdings as at 31		
	March 26 2026	at 26 March 2026	December 31 2025	December 2025	December 2024
Goldstone Estates Limited	317,893,428	19.87	317,893,428	19.87	19.87
Neptunehill Company Limited	319,950,168	20.00	319,950,168	20.00	18.22
Watertown Energy Limited <sup>1</sup>	160,000,000	10.00	160,000,000	10.00	10.00
Ibile Holdings Limited	88,000,000	5.50	88,000,000	5.50	5.50
Other Shareholders including Governments	714,156,404	44.63	714,156,404	44.63	46.41
	<u>1,600,000,000</u>	<u>100.00</u>	<u>1,600,000,000</u>	<u>100.00</u>	<u>100.00</u>

<sup>1</sup>The information herein has been adjusted in compliance with the order of Interim Injunction granted in Suit No: FHC/L/CS/612/2026, wherein 120,000,000 units of shares in the equity of Julius Berger Nigeria Plc were placed under restriction with respect to the transfer and voting rights of the said shares.

Apart from the shareholders presented in the table above, no other person(s) holds more than 5% and above of the issued and fully paid-up shares of the Company.

**7.3 Free float**

The free float analysis of the issued and paid-up share capital of the Company, as at December 31, 2025, and March 26, 2026, when the Audited Consolidated and Separate Financial Statements were approved, is as stated below:

	No of Ordinary Shares held as at		No of Ordinary Shares held as at		
	% holdings as at		% holdings as at 31		
	26 March 2026	at 26 March 2026	31 December 2025	December 2025	December 2024
Strategic shareholding	1,227,047,304	76.69	1,227,047,304	76.69	66.02
Directors' direct shareholding	3,795,682	0.24	3,689,682	0.23	0.23
Free float	369,157,014	23.07	369,263,014	23.08	33.75
	<u>1,600,000,000</u>	<u>100.00</u>	<u>1,600,000,000</u>	<u>100.00</u>	<u>100.00</u>

## 7. Share capital and shareholding

## 7.4 Share range analysis as at 31 December 2025

Share Range	No of		%	
	Shareholders	Shareholders	No of units held	Shareholding
1 - 500	10,235	48.08	1,116,728	0.07
501 - 1,000	1,780	8.36	1,326,474	0.08
1,001 - 5,000	4,417	20.75	11,475,254	0.72
5,001 - 10,000	1,810	8.50	12,992,772	0.81
10,001 - 25,000	1,663	7.81	25,582,660	1.60
25,001 - 100,000	1,033	4.85	49,090,804	3.07
100,001 - 500,000	256	1.20	48,545,055	3.03
500,001 - 1,000,000	44	0.21	30,041,143	1.88
1,000,001 and above	48	0.23	1,419,829,110	88.74
	<u>21,286</u>	<u>100.00</u>	<u>1,600,000,000</u>	<u>100.00</u>

## 8. Property, plant and equipment (PPE)

Significant movements in properties, plants and equipment constituting the PPE of the Group during the year are indicated in Note 16 on pages 69 to 70. In the opinion of the Directors, the market value of the properties, plant and equipment is not less than the value shown in the accounts.

## 9. Donations and CSR Initiatives

During the year 2025, the Group undertook Corporate Social Responsibility (CSR) initiatives shown in the table on the next page valued at N838 million (2024: N555 million) including donations amounting to N32 million (2024: N38 million).

## 9. Donations and CSR Initiatives (Continued)

	Amount (N)
Corporate Social Responsibility	295,620,339
Community Development and Inclusivity	462,006,102
Education and Human Capital Development	1,046,063
Emergency Response	79,256,863
Philanthropy and Social Welfare	<u>837,929,367</u>
<b>Total</b>	<b><u>837,929,367</u></b>

	Amount (N)
Donations	4,444,675
Hearts of Gold Children's Hospice & Shining Light Beach School Foundation, Lagos	1,624,250
Gbagada General Hospital, Lagos	8,834,000
Various Orphanages and Charity Homes around Delta and Rivers State	6,797,423
Various Orphanages and Charity Homes around Abuja, FCT	500,000
Unique Choice Care Foundation, Abuja, FCT	500,000
Crown Kids Compassionate, Warri, Delta State	500,000
Destined Children Orphanage, Abuja, FCT	500,000
Solace Orphanage International Centre, Uyo, Akwa Ibom State	500,000
Susan Brown Foundation, Abuja, FCT	500,000
Compassionate Centre for Physically Challenged Children, Port Harcourt, Rivers State	500,000
Rosemary Adaeze Ekeruche Orphanage, Warri, Delta State	500,000
Hearts of Gold Children's Hospice, Lagos	500,000
Shining Light Beach School Foundation, Lagos	500,000
The FCT School for the Deaf, Abuja, FCT	2,000,000
University of Abuja Faculty of Engineering, Abuja, FCT	200,000
Institute of Safety Professionals of Nigeria - Delta State Branch, Warri, Delta State	2,000,000
National Industrial Safety Council of Nigeria - Delta State Chapter, Warri, Delta State	600,000
Nigeria Ports Authority (NPA), Environmental Department, Warri, Delta State	300,000
SOS-Kinderdorf e.V. / SOS Children's Villages, Germany	1,177,510
	<u>32,477,858</u>

In compliance with S.43 (2) of CAMA, no donation was made to any political party, political association or for any political purpose.

## 10. Research and development

Research, development and deployment of leading-edge construction and engineering technologies, design and methodologies are key to Julius Berger Nigeria Plc and its subsidiaries. The Group would continue to invest in research and development to enhance its design, planning, execution, construction and local engineering capabilities to deliver on client requirements innovatively.

## 11. Technical service and know - how agreement

A technical services agreement executed between the Company and Julius Berger International GmbH, is registered with the National Office for Technology Acquisition and Promotion (NOTAP).

## 12. Vendors

The significant vendors to the Company domestically and internationally are:

1. Abumet Nigeria Ltd.
2. African Foundries Ltd.
3. Bartum Energy Limited
4. C. Woermann Nigeria Ltd.
5. Dangote Industries Ltd.
6. Dish-By Ltd.
7. Empire Energy Ltd.
8. Gradient Emulsions and Polymers Ltd.
9. Julius Berger International GmbH
10. Lafarge Africa Plc
11. Lambert Electromec Ltd.
12. Mark-Sino Stone Nigeria Ltd.
13. PrimeTech Design & Engineering Nigeria Ltd.
14. Ringardas Nigeria Ltd.
15. TotalEnergies Marketing Nigeria Plc

## 13. Post year end events

Save as disclosed, there were no significant post year end events that could have had a material effect on the Audited Consolidated and Separate Financial Statements for the year ended December 31, 2025 which have not been adequately provided for.

## 14. Human capital management

Employee relations were stable and cordial in the year under review.

### 14.1 Employment of physically challenged persons

It is the policy of the Group that there should be no unfair discrimination in considering applications for employment including those from physically challenged persons. All employees whether physically challenged or not are given equal opportunities to develop their experience and knowledge and to qualify for promotion in furtherance of their careers. As at December 31, 2025, there were 17 physically challenged persons employed by the Group.

### 14.2 Health, safety at work and welfare of employees

The nature of Group activities demand that a high priority is placed on the health, safety and welfare of employees as well as all visitors in all aspects of Group operations.

To this end, there is a strict observance of health and safety policies, regulations and structures. Further, medical coverage is provided for all staff and their immediate families, comprising a spouse and four children, in accordance with the welfare schedule agreed with the operating domestic workers unions as well as the provisions of the National Health Insurance Authority Act, 2021.

In the Group, there is full compliance with the provisions of the Pension Reform Act of 2014.

### 14.3 Involvement and training

The consultative media for the dissemination of information, and involvement in matters concerning the staff and Group affairs, were functional in the period under review.

Training and education are key to the retention of skills and expertise within the Group. The Group is committed to investments in ensuring the required skills set for its business and operation.

## 15. Statutory Audit Committee

The members of the Statutory Audit Committee, appointed at the 55th AGM held on June 19, 2025, in accordance with S.404 (3) of CAMA 2020, were:

- |   |   |          |
|---|---|----------|
| 1. Chief Timothy Ayobami Adesiyan           | - | Chairman |
| 2. Brig. Gen. Emmanuel Ebije Ikwue, GCON    | - | Member   |
| 3. Mr. Ernest Chukwudi Ebi, MFR, FCIB, FIOD | - | Member   |
| 4. Sir Sunday Nnamdi Nwosu, KSS, JP         | - | Member   |
| 5. Mr. Chidi Anya, Esq.                     | - | Member   |

The committee met in accordance with the provisions of S.404 of CAMA 2020 and will present its report.

**16. Auditors**

The Auditors, PricewaterhouseCoopers have indicated their willingness to continue in office. A resolution will be proposed authorising the Directors to determine their remuneration.

**17. Compliance with regulatory requirements**

The Directors confirm that they have reviewed the structures and activities of the Company in view of the Code of Corporate Governance of the Securities and Exchange Commission ("SEC") and the Nigerian Code of Corporate Governance 2018 ("the Codes") as well as the regulations of the NGX and the SEC ("the Regulators"). The Directors confirm that, to the best of their knowledge and as at the date of this report, the Company has been and is in substantial compliance with the provisions of the Codes and the regulatory requirements of the Regulators.

**By order of the Board,**



**Mrs. Cecilia Ekanem Madueke**  
**Company Secretary**  
**FRC/2017/NBA/00000017540**

**10 Shettima A. Munguno Crescent**  
**Utako 900 108 | FCT Abuja**

**March 26, 2026**

**STATEMENT OF DIRECTORS' RESPONSIBILITIES**

By the provisions of S377 and S378 of CAMA, the Directors are responsible for preparation of the Consolidated and Separate Financial Statements, which give a true and fair view of the state of affairs of the Company and the Group, and of the profit or loss at the end of each financial year. The Directors are required by the provisions of CAMA to issue this statement in connection with the preparation of the Consolidated and Separate Financial Statements for the year ended December 31, 2025.

In compliance with the provisions of CAMA, the Directors must ensure that:

- Proper accounting records are maintained.
- Applicable accounting standards are followed.
- Suitable accounting policies are adopted and consistently applied.
- Judgement and estimates made are reasonable and prudent.
- The going concern basis is used, unless it is inappropriate to presume that the Company and the Group will continue in business.
- Internal control procedures are instituted, which as far as is reasonably possible, are adequate, safeguard the assets and prevent and detect fraud and other irregularities.

The Directors accept responsibility for the preparation of these Consolidated and Separate Financial Statements, which have been prepared in compliance with:

- the provisions of CAMA;
- the provisions of the Financial Reporting Council of Nigeria (FRCN) (Amendment) Act 2023;
- the published accounting and financial reporting guideline issued by the FRCN;
- the regulations of the SEC and
- the regulations and listing requirements of the NGX.

The Directors have made an assessment of the Company and the Group's ability to continue as a going concern based on the supporting assumptions stated in the Consolidated and Separate Financial Statements and have every reason to hold that the Company and the Group will remain a going concern in the financial year ahead.

Signed on behalf of the Board of Directors by,

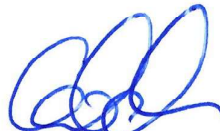


**Engr. Goni Musa Sheikh**

**Chairman**

FRC/2019/003/00000020127

March 26, 2026



**Engr. Dr. Peer Lubasch**

**Managing Director**

FRC/2020/002/00000020708

March 26, 2026



## CERTIFICATION OF CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

Pursuant to Ss 88 to 91 of the Investment and Securities Act, 2025, S7 (2) of the FRCN (Amendment) Act 2023, and S405 of CAMA, we have reviewed the Audited Consolidated and Separate Financial Statements of Julius Berger Nigeria Plc and its subsidiaries ("the Group") for the year ended December 31, 2025.

Based on our knowledge, the Audited Consolidated and Separate Financial Statements do not contain any untrue statement of a material fact or omit to state a material fact necessary that would make the Audited Consolidated and Separate Financial Statements misleading with respect to the period covered by the said Consolidated and Separate Financial Statements.

The Audited Consolidated and Separate Financial Statements, and other financial information included therein, fairly present in all material respects the financial condition, results of operations and cash flows of the Group as of, and for, the period presented in the said Audited Consolidated and Separate Financial Statements.

We are responsible for designing, establishing and maintaining the internal controls and procedures surrounding the financial reporting process and assessing these controls (as required by S7 (2) (f) of the FRCN (Amendment) Act, 2023) and have designed such internal controls and procedures, or caused such controls and procedures to be designed under our supervision, to ensure that material information relating to the Group is made known to us by others within those entities, particularly during the period in which this report is being prepared.

The controls, which are properly designed, were evaluated in the period ninety days before the date of this certification and we have presented or disclosed as the case may be to the Auditors and the audit committees:

- our conclusions about the effectiveness of the internal controls based on our evaluation(s),
- significant or material weakness or deficiencies in design or operations legally required to be made,
- fraud(s) involving Management or employees with significant control.

Based on the foregoing, we, the undersigned, hereby certify that, to the best of our knowledge and belief, the controls have been operating effectively in the period of intended reliance and the information contained in the Audited Consolidated and Separate Financial Statements for the year ended December 31, 2025, appear to be true, correct and up to date.

A blue ink signature of Engr. Dr. Peer Lubasch, written in a cursive style.

**Engr. Dr. Peer Lubasch**  
**Managing Director**  
FRC/2020/002/00000020708

March 26, 2026

A blue ink signature of Mr. Christian Hausemann, written in a cursive style.

**Mr. Christian Hausemann**  
**Executive Director, Finance**  
FRC/2022/PRO/DIR/003/183832

March 26, 2026

**CERTIFICATION OF MANAGEMENT'S ASSESSMENT ON INTERNAL CONTROL OVER FINANCIAL REPORTING**

In compliance with the requirements for the controls over financial reporting aspect of the provisions of section 7 (1 and 2f) of the FRCN (Amendment) Act 2023, and chapter 1.1 of SEC Guidance of the Implementation of Sections 88 to 91 of the Investments and Securities Act of 2025, I, Engr. Dr. Peer Lubasch, certify that:

- a) I have reviewed this management assessment of internal control over financial reporting of Julius Berger Nigeria Plc;
- b) Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
- c) Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the entity as of, and for, the periods presented in this report;
- d) The entity's other certifying officer and I:
  - 1) are responsible for establishing and maintaining internal controls;
  - 2) have designed such internal controls and procedures, or caused such internal controls and procedures to be designed under our supervision, to ensure that material information relating to the entity, and its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - 3) have designed such internal control system, or caused such internal control system to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with International Financial Reporting Standards (IFRS);
  - 4) have evaluated the effectiveness of the entity's internal controls and procedures as of a date within 90 days prior to the report and presented in this report our conclusions about the effectiveness of the internal controls and procedures, as of the end of the period covered by this report based on such evaluation.
- e) The entity's other certifying officer and I have disclosed, based on our most recent evaluation of internal control system, to the entity's auditors and the audit committee of the entity's board of directors (or persons performing the equivalent functions):
  - 1) All significant deficiencies and material weaknesses in the design or operation of the internal control system which are reasonably likely to adversely affect the entity's ability to record, process, summarize and report financial information; and
  - 2) Any fraud, whether or not material, that involves management or other employees who have a significant role in the entity's internal control system.
- f) The entity's other certifying officer and I have identified, in the report whether or not there were significant changes in internal controls or other facts that could significantly affect internal controls subsequent to the date of their evaluation including any corrective actions with regard to significant deficiencies.



Engr. Dr. Peer Lubasch  
Managing Director  
FRC/2020/002/00000020708

March 26, 2026

**CERTIFICATION OF MANAGEMENT'S ASSESSMENT ON INTERNAL CONTROL OVER FINANCIAL REPORTING**

In compliance with the requirements for the controls over financial reporting aspect of the provisions of section 7 (1 and 2f) of the FRCN (Amendment) Act 2023, and chapter 1.1 of SEC Guidance of the Implementation of Sections 88 to 91 of the Investments and Securities Act of 2025, I, Mr. Christian Hausemann, certify that:

- a) I have reviewed this management assessment of internal control over financial reporting of Julius Berger Nigeria Plc;
- b) Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
- c) Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the entity as of, and for, the periods presented in this report;
- d) The entity's other certifying officer and I:
  - 1) are responsible for establishing and maintaining internal controls;
  - 2) have designed such internal controls and procedures, or caused such internal controls and procedures to be designed under our supervision, to ensure that material information relating to the entity, and its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - 3) have designed such internal control system, or caused such internal control system to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with Financial Reporting Standards (IFRS);
  - 4) have evaluated the effectiveness of the entity's internal controls and procedures as of a date within 90 days prior to the report and presented in this report our conclusions about the effectiveness of the internal controls and procedures, as of the end of the period covered by this report based on such evaluation.
- e) The entity's other certifying officer and I have disclosed, based on our most recent evaluation of internal control system, to the entity's auditors and the audit committee of the entity's board of directors (or persons performing the equivalent functions):
  - 1) All significant deficiencies and material weaknesses in the design or operation of the internal control system which are reasonably likely to adversely affect the entity's ability to record, process, summarize and report financial information; and
  - 2) Any fraud, whether or not material, that involves management or other employees who have a significant role in the entity's internal control system.
- f) The entity's other certifying officer and I have identified, in the report whether or not there were significant changes in internal controls or other facts that could significantly affect internal controls subsequent to the date of their evaluation including any corrective actions with regard to significant deficiencies.



**Mr. Christian Hausemann**  
**Executive Director, Finance**  
FRC/2022/PRO/DIR/003/183832

March 26, 2026



**MANAGEMENT'S ANNUAL ASSESSMENT OF, AND  
REPORT ON JULIUS BERGER NIGERIA PLC'S INTERNAL CONTROL OVER FINANCIAL REPORTING**

Pursuant to chapter 1.3 of SEC Guidance of the Implementation of Sections 88 to 91 of the Investments and Securities Act of 2025, we hereby report on the effectiveness of Julius Berger Nigeria Plc's internal control system as follows:

- a) The management of Julius Berger Nigeria Plc is responsible for establishing and maintaining adequate internal control over financial reporting (ICFR) that provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS;
- b) The management of Julius Berger Nigeria Plc used the Committee of Sponsoring Organization of the Treadway Commission (COSO) Internal Control - Integrated Framework to conduct the required evaluation of the effectiveness of the entity's ICFR;
- c) The management of Julius Berger Nigeria Plc has assessed its ICFR as at 31 December 2025 as effective and there are no material weaknesses; and
- d) The external auditors of Julius Berger Nigeria Plc, Messrs PricewaterhouseCoopers, has issued an attestation report on management's assessment of ICFR. The attestation report issued by PricewaterhouseCoopers will be filed as part of Julius Berger Nigeria Plc's annual report.

Engr. Goat Musa Sheikh  
Chairman  
FRC/2019/003/00000020127

March 26, 2026

Engr. Dr. Peer Lubasch  
Managing Director  
FRC/2020/002/00000020708

March 26, 2026

**REPORT OF THE STATUTORY AUDIT COMMITTEE**

In compliance with S404 (4) of CAMA, we, the members of the Statutory Audit Committee whose names are stated hereunder, have reviewed and considered the Independent Auditor's Report required to be made in accordance with S404 (1) and (2) of CAMA, the audited Consolidated and Separate Financial Statements of the Group for the year ended December 31, 2025, and the reports thereon, confirm as follows:

1. The accounting and reporting policies of the Group are in accordance with legal requirements and agreed ethical practices.
2. The scope and planning of audit requirement were in our opinion adequate.
3. We have reviewed the findings on Management matters, in conjunction with the External Auditors, and are satisfied with the response of Management thereon.
4. The systems of accounting and internal controls for the Group are adequate.
5. We have made the recommendations required to be made in respect of the External Auditors.

**Members of the Audit Committee**

Chief Timothy Ayobami Adesiyani

Brig. Gen. Emmanuel Ebije Ikwue, GCON

Sir Sunday Nnamdi Nwosu, KSS, JP

Mr. Ernest Chukwudi Ebi, MFR, FCIB, FIOD

Mr. Chidi Anya, ESQ

Signed on behalf of the Committee by,



Chief Timothy Ayobami Adesiyani

Chairman of the Statutory Audit Committee

FRC/2013/PRO/AUDICOM/002/00000003745

March 24, 2026



## Independent practitioner's report

To the Members of Julius Berger Nigeria Plc

### Report on an assurance engagement performed by an independent practitioner to report on management's assessment of controls over financial reporting

---

#### Our opinion

In our opinion, nothing has come to our attention that the internal control procedures over financial reporting put in place by management of Julius Berger Nigeria Plc ("the company") and its subsidiaries (together "the group") are not adequate as at 31 December 2025, based on the SEC Guidance on Implementation of Sections 88 – 91 of The Investments and Securities Act 2025 issued by The Securities and Exchange Commission.

#### What we have performed

We have performed an assurance engagement on Julius Berger Nigeria Plc's internal control over financial reporting as of December 31, 2025, based on FRC Guidance on Assurance Engagement Report on Internal Control Over Financial Reporting ("the Guidance") issued by the Financial Reporting Council of Nigeria. The group's management is responsible for maintaining effective internal control over financial reporting, and for its assessment of the effectiveness of internal control over financial reporting, included in the accompanying Management's annual assessment of, and report on Julius Berger Plc's internal control over financial reporting. Our responsibility is to express an opinion on the group's internal control over financial reporting based on our assurance engagement.

---

#### Basis for opinion

We conducted our assurance engagement in accordance with the Guidance, which requires that we plan and perform the assurance engagement and provide a limited assurance report on the group's internal control over financial reporting based on our assurance engagement. As prescribed in the Guidance, the procedures we performed included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our engagement also included performing such other procedures as we considered necessary in the circumstances. We believe the procedures performed provide a basis for our report on the internal control put in place by management over financial reporting.

---

#### Definition and Limitations of Internal Control over Financial Reporting

A group's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A group's internal control over financial reporting includes those policies and procedures that (i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the group; (ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the group are being made only in accordance with authorizations of management and directors of the group; and (iii) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the group's assets that could have a material effect on the financial statements.

PricewaterhouseCoopers  
Plot 1129 Zakariya Maimalari Street, Central Business District,  
Abuja



Because of its inherent limitations, internal control over financial reporting may not prevent or detect all misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

---

### **Other matter**

We also have audited, in accordance with the International Standards on Auditing, the consolidated and separate financial statements of Julius Berger Nigeria Plc and our report dated 31 March 2026 expressed an unqualified opinion.

---

*Tolu Adeleke*

For: **PricewaterhouseCoopers**  
Chartered Accountants  
Lagos, Nigeria  
FRC/2023/COY/176894



31 March 2026

Engagement Partner: Tolulope Adeleke  
FRC/2014/PRO/ICAN/00000008319



# Independent auditor's report

To the Members of Julius Berger Nigeria Plc

## Report on the audit of the consolidated and separate financial statements

---

### Our opinion

In our opinion, the consolidated and separate financial statements give a true and fair view of the consolidated and separate financial position of Julius Berger Nigeria Plc (“the company”) and its subsidiaries (together “the group”) as at 31 December 2025, and of their consolidated and separate financial performance and their consolidated and separate cash flows for the year then ended in accordance with international financial reporting standards as issued by the International Accounting Standards Board (“IFRS Accounting Standards”) and the requirements of the Companies and Allied Matters Act and the Financial Reporting Council of Nigeria (Amendment) Act, 2023.

### What we have audited

Julius Berger Nigeria Plc Nigeria Plc’s consolidated, and separate financial statements comprise:

- the consolidated and separate statements of profit or loss and other comprehensive income for the year ended 31 December 2025;
- the consolidated and separate statements of financial position as at 31 December 2025;
- the consolidated and separate statements of changes in equity for the year then ended;
- the consolidated and separate statements of cash flows for the year then ended; and
- the notes to the consolidated and separate financial statements, which include a summary of material 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 consolidated and separate 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 group in accordance with the International Code of Ethics for Professional Accountants (including International Independence Standards), i.e. the IESBA Code issued by the International Ethics Standards Board for Accountants. 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 consolidated and separate financial statements of the current period. These matters were addressed in the context of our audit of the consolidated and separate 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
<p><i>Revenue recognition for construction contracts (¥641.65 billion and ¥637.10 billion) (Refer to notes 3.6.3, 3.7, 4.1.2, 8)</i></p> <p>The revenue from construction contracts for the year ended 31 December 2025 amounted to ¥641.65 billion and ¥637.10 billion for group and company respectively. Revenue recognition for construction contracts involves significant judgment and estimation by management, particularly in estimating the total contract costs, and assessing the recoverability of contract assets under IFRS 15.</p> <p>Given the complexity and subjectivity, we identified the revenue recognition for construction contracts as a key audit matter.</p> <p>The key areas of significant judgements include:</p> <ul style="list-style-type: none"> <li>• methods used to measure progress, such as cost-to-cost, customer certifications or approvals of the contract work;</li> <li>• estimation of the completeness and accuracy of the data used in the revenue recognition process, including total contract costs such as materials, labour, and overheads, which requires significant judgment and can impact the profitability of contracts;</li> <li>• determining the loss rate of contract assets;</li> <li>• evaluation of the recoverability of contract assets, including unbilled receivables and contract work in progress.</li> </ul> <p>This is considered a key audit matter in both the consolidated and separate financial statements.</p>	<p>We obtained an understanding of the group’s process for recognising revenue from construction contracts, including the methods used to determine the stage of completion and estimate total contract costs.</p> <p>Specifically, we performed the following procedures:</p> <ul style="list-style-type: none"> <li>• evaluated the design and implementation of relevant controls over the revenue recognition process;</li> <li>• reviewed a sample of significant contracts and identified performance obligations contained therein;</li> <li>• assessed the group's revenue recognition policy and procedures to measure progress for construction contracts;</li> <li>• tested the completeness and accuracy of the data used in the revenue recognition process, including contract terms, costs incurred, total costs and progress measurements;</li> <li>• assessed the managements’ methodology for determining loss rates to evaluate the recoverability of contract assets, unbilled receivables and contract work in progress;</li> <li>• reviewed the adequacy of the disclosures in the consolidated and separate financial statements regarding revenue recognition for construction contracts.</li> </ul>

*Valuation of goodwill  
(₦20.18 billion)*

*(Refer to notes 3.5, 4.2.4, 19.1, 19.1.1 – 19.1.3)*

We focused on this area because of the significant judgement involved in estimating the carrying amount of goodwill at year end (₦20.18 billion).

Management exercised judgement in identifying the Cash Generating Unit (CGU) to which goodwill is allocated, determining the recoverable amount of the CGU and the assumptions applied within the value-in-use calculation. The recoverable amount of the underlying CGU is supported by value-in use calculations which are based on discounted future cash flows.

The impairment assessment prepared by management reflect its best estimate of future cash flows. The assessment involves significant estimates and judgements, including operating earnings before interest and taxes (EBIT), terminal growth rate and weighted average cost of capital applied to the forecasted future cash flows of the CGU. Changes in the key assumptions can result in a significant change in the calculated value-in-use.

This is considered a key audit matter in the consolidated financial statements only.

We obtained an understanding of the group's process for recognising impairment of goodwill.

Specifically, we performed the following procedures:

- evaluated the design and implementation of relevant controls over the impairment assessment of goodwill;
- assessed the reasonableness of the level at which the CGU is determined;
- obtained management's value-in-use goodwill impairment model and agreed the forecast cashflows to board-approved budgets, confirming data accuracy;
- assessed the reasonableness of management's future cash flow forecasts including the EBIT for the CGU;
- assessed the reasonableness of assumptions related to terminal growth rate and the weighted average cost of capital;
- compared management's cash flow forecasts to actual results from prior years' audited financial statements to assess reasonableness of the current year's cash flow forecast;
- engaged our valuations experts to independently assess the appropriateness of the terminal growth rate and weighted average cost of capital;
- challenged management's assumptions used in the forecasts for terminal growth rate and weighted average cost of capital;
- reviewed the adequacy of the disclosures in the financial statements in line with IAS 36.

## Other information

The directors are responsible for the other information. The other information comprises Corporate Information, Results at a Glance, Board of Directors' Report, Statement of Directors' Responsibilities, Certification of Consolidated and Separate Financial Statements, Certification of Management's Assessment on Internal Control over Financial Reporting, Management's Annual Assessment of, and Report on Julius Berger Plc's Internal Control over Financial Reporting, Report of the Statutory Audit Committee, Consolidated and Separate Statements of Value Added, Five year Financial Summary and Additional Information (but does not include the consolidated and separate financial statements and our auditor's report thereon), which we obtained prior to the date of this auditor's report, and the other sections of the Julius Berger Nigeria Plc 2025 Annual Report, which are expected to be made available to us after that date.

Our opinion on the consolidated and separate financial statements does not cover the other information and we do not and will not express an audit opinion or any form of assurance conclusion thereon.

In connection with our audit of the consolidated and separate 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 consolidated and separate 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 that we obtained prior to the date of this auditor's report, 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.

When we read the other sections of the Julius Berger Nigeria Plc 2025 Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

---

## **Responsibilities of the directors and those charged with governance for the consolidated and separate financial statements**

The directors are responsible for the preparation of the consolidated and separate financial statements that give a true and fair view in accordance with IFRS Accounting Standards and the requirements of the Companies and Allied Matters Act, the Financial Reporting Council of Nigeria (Amendment) Act, 2023, and for such internal control as the directors determine is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated and separate financial statements, the directors are responsible for assessing the group'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 group or to cease operations, or have no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the group's financial reporting process.

## **Auditor's responsibilities for the audit of the consolidated and separate financial statements**

Our objectives are to obtain reasonable assurance about whether the consolidated and separate 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 consolidated and separate 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 consolidated and separate 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.
- 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 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 group'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 consolidated and separate 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.



- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the consolidated and separate financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance 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 those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate 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 those charged with governance, we determine those matters that were of most significance in the audit of the consolidated and separate 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 and Allied Matters Act requires that in carrying out our audit we consider and report to you 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) the company has kept proper books of account, so far as appears from our examination of those books and returns adequate for our audit have been received from branches and locations not visited by us;
- iii) the company's statement of financial position and statement of profit or loss and other comprehensive income are in agreement with the books of account and returns.

In accordance with the requirements of the Securities and Exchange Commission, we performed a limited assurance engagement and reported on management's assessment of Julius Berger Nigeria Plc's internal control over financial reporting as of 31 December 2025. The work performed was done in accordance with FRC Guidance on Assurance Engagement Report on Internal Control Over Financial Reporting issued by the Financial Reporting Council of Nigeria, and we have issued an unqualified opinion in our report dated 31 March 2026.

*Tolu Adeleke*

For: **PricewaterhouseCoopers**  
Chartered Accountants  
Lagos, Nigeria



31 March 2026

Engagement Partner: Tolulope Adeleke  
FRC/2014/PRO/ICAN/004/00000008319

	Note	Group		Company	
		31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
Revenue	8	759,873,096	566,705,461	687,530,422	493,098,829
Cost of sales	43	(640,042,653)	(495,240,033)	(592,463,628)	(442,962,366)
Gross profit		119,830,443	71,465,428	95,066,794	50,136,463
Marketing expenses	43	(402,088)	(872,648)	(319,130)	(619,249)
Administrative expenses	43	(98,847,531)	(74,385,337)	(87,607,718)	(61,682,539)
Increase in impairment loss on financial assets	24.7	(36,082,653)	(9,101,171)	(34,498,344)	(5,007,803)
Other net gains	10	45,414,003	25,594,904	53,299,462	19,668,718
Operating profit		29,912,174	12,701,176	25,941,064	2,495,590
Investment income	9	16,389,765	20,254,132	18,341,171	18,719,547
Finance cost	11	(5,351,654)	(3,382,623)	(7,200,953)	(7,395,686)
Profit before tax		40,950,285	29,572,685	37,081,282	13,819,451
Income tax expense	14.1	(10,782,674)	(14,065,892)	(164,899)	(7,765,407)
Profit for the year		30,167,611	15,506,793	36,916,383	6,054,044
Attributable to:					
Owners of the company		29,907,784	15,259,727	36,916,383	6,054,044
Non-controlling interests		259,827	247,066	-	-
Total Profit for the year		30,167,611	15,506,793	36,916,383	6,054,044
Other comprehensive income					
Items that will not be reclassified subsequently to profit or loss:					
Actuarial (losses)/gains on retirement benefits	30.1.3	(568,490)	(921,523)	(825,707)	11,920
Unclaimed dividend (transferred from)/transferred to equity	31.1	(391,267)	101,844	(391,267)	101,844
Revaluation surplus	16	20,738,035	203,888,782	20,738,035	203,650,707
Related tax	14.1	(46,670,812)	(20,365,071)	(46,670,812)	(20,365,071)
		(26,892,534)	182,704,032	(27,149,751)	183,399,400
Items that may be reclassified subsequently to profit or loss:					
Exchange differences on translation of foreign operations		(55,519,682)	45,943,736	-	-
Sum of other comprehensive (loss)/income		(82,412,216)	228,647,768	(27,149,751)	183,399,400
Total comprehensive (loss)/income		(52,244,605)	244,154,561	9,766,632	189,453,444
Attributable to:					
Owners of the company		(52,504,432)	243,907,495	9,766,632	189,453,444
Non-controlling interests	28	259,827	247,066	-	-
Total comprehensive (loss)/income		(52,244,605)	244,154,561	9,766,632	189,453,444
Earnings per share					
Basic earnings per share (N)	15	18.69	9.54	23.07	3.78
Diluted earnings per share (N)	15	18.69	9.54	23.07	3.78

	Note	Group		Company	
		31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
<b>Assets</b>					
<b>Non-current assets</b>					
Property, plant and equipment	16	301,007,781	279,513,280	292,172,307	273,105,899
Right of use assets	18	32,921,649	34,616,882	1,532,175	1,595,460
Goodwill	19.1	20,179,905	36,168,435	-	-
Other intangible assets	19.2	11,451,608	1,319,981	10,320,195	-
Investment properties	20	2,566,466	461,604	3,841,143	2,205,316
Investment in subsidiaries	21.1	-	-	30,414,430	18,916,781
Other financial assets	21.2	-	494,292	-	-
Trade and other receivables	24	50,251,861	84,848,000	50,251,861	84,848,000
Tax receivable	25	13,884,243	16,367,635	13,412,579	15,866,491
Deferred tax assets	14.3	28,702,355	13,379,617	23,631,770	9,132,885
<b>Total non-current assets</b>		<b>460,965,868</b>	<b>467,169,726</b>	<b>425,576,460</b>	<b>405,670,831</b>
<b>Current assets</b>					
Inventories	22	92,251,130	93,591,046	81,645,240	84,409,815
Trade and other receivables	24	207,750,620	180,475,895	215,840,969	191,513,378
Tax receivable	25	37,957,003	24,135,576	36,852,702	22,703,300
Contract assets	26	89,055,416	92,797,040	58,950,151	71,035,950
Other financial assets	21.2	-	1,238,116	-	-
Cash and cash equivalents	34.1	192,147,492	162,381,331	126,302,282	123,063,030
		619,161,661	554,619,004	519,591,344	492,725,473
Non-current assets held for sale	17	536,756	1,246,155	536,472	1,245,008
<b>Total current assets</b>		<b>619,698,417</b>	<b>555,865,159</b>	<b>520,127,816</b>	<b>493,970,481</b>
<b>Total assets</b>		<b>1,080,664,285</b>	<b>1,023,034,885</b>	<b>945,704,276</b>	<b>899,641,312</b>
<b>Equity and liabilities</b>					
<b>Equity</b>					
Share capital	27	800,000	800,000	800,000	800,000
Share premium	27	425,440	425,440	425,440	425,440
Other Reserves		45,400,361	101,879,800	(667,482)	549,492
Revaluation surplus		157,590,934	183,523,711	157,352,858	183,285,636
Retained earnings		83,498,810	58,791,026	67,580,101	35,863,718
Equity attributable to owners of the Company		287,715,545	345,419,977	225,490,917	220,924,286
Non-controlling interests	28	495,566	359,739	-	-
<b>Total equity</b>		<b>288,211,111</b>	<b>345,779,716</b>	<b>225,490,917</b>	<b>220,924,286</b>
<b>Non-current liabilities</b>					
Borrowings	29.2	-	-	-	52,099,002
Deferred tax liabilities	14.3	100,451,360	50,084,189	84,797,343	37,219,408
Contract liabilities	23	495,035,621	456,610,031	495,035,621	456,610,031
Retirement benefit liabilities	30.1	2,210,093	3,329,619	4,602,782	3,197,750
Lease liabilities	32	30,013,033	32,629,078	472,380	552,530
Provisions	33	3,292,870	5,230,037	1,343,122	1,180,000
<b>Total non-current liabilities</b>		<b>631,002,977</b>	<b>547,882,954</b>	<b>586,251,248</b>	<b>550,858,721</b>
<b>Current liabilities</b>					
Contract liabilities	23	34,204,061	27,914,326	-	-
Bank overdrafts	34.1	12,931,445	4,608,876	12,931,402	4,608,876
Retirement benefit liabilities	30.1	231,362	38,172	38,684	24,816
Trade and other payables	31	84,134,402	74,519,945	102,318,858	108,702,323
Lease liabilities	32	5,826,452	4,926,821	394,270	183,946
Current tax payable	14.2	24,122,475	17,364,075	18,278,897	14,338,344
<b>Total current liabilities</b>		<b>161,450,197</b>	<b>129,372,215</b>	<b>133,962,111</b>	<b>127,858,305</b>
<b>Total liabilities</b>		<b>792,453,174</b>	<b>677,255,169</b>	<b>720,213,359</b>	<b>678,717,026</b>
<b>Total equity and liabilities</b>		<b>1,080,664,285</b>	<b>1,023,034,885</b>	<b>945,704,276</b>	<b>899,641,312</b>

These Consolidated and Separate Financial Statements and other national disclosures were approved by the directors on 26 March 2026 and signed on its behalf by:

Engr. Dr. Peer Lubasch

FRC/2020/002/00000020708  
Managing Director

Mr. Christian Hausemann

FRC/2022/PRO/DIR/003/183832  
Executive Director, Finance

The accounting policies on pages 37 to 55 and notes on pages 56 to 108 form part of these consolidated and separate financial statements.

Group	Share capital	Share premium	Revaluation surplus <sup>1</sup>	Other Reserves			Retained earnings	Attributable to owners of the Company	Attributable to non-controlling interest	Total equity
				Foreign currency translation reserve <sup>1</sup>	Actuarial valuation reserve <sup>1</sup>	Unclaimed Dividends				
	N'000	N'000	N'000	N'000	N'000	N'000	N'000	N'000	N'000	N'000
Balance at 1 January 2024	800,000	425,440	-	56,264,984	201,336	289,423	48,331,299	106,312,482	155,673	106,468,155
Profit for the year	-	-	-	-	-	-	15,259,727	15,259,727	247,066	15,506,793
Other comprehensive income - gross	-	-	203,888,782	45,943,736	(921,523)	101,844	-	249,012,839	-	249,012,839
Other comprehensive income - related tax	-	-	(20,365,071)	-	-	-	-	(20,365,071)	-	(20,365,071)
Dividends to shareholders	-	-	-	-	-	-	(4,800,000)	(4,800,000)	(43,000)	(4,843,000)
Balance at 1 January 2025	800,000	425,440	183,523,711	102,208,720	(720,187)	391,267	58,791,026	345,419,977	359,739	345,779,716
Profit for the year	-	-	-	-	-	-	29,907,784	29,907,784	259,827	30,167,611
Other comprehensive income - gross	-	-	20,738,035	(55,519,682)	(568,490)	(391,267)	-	(35,741,404)	-	(35,741,404)
Other comprehensive income - related tax	-	-	(46,670,812)	-	-	-	-	(46,670,812)	-	(46,670,812)
Total comprehensive income for the year	-	-	(25,932,777)	(55,519,682)	(568,490)	(391,267)	29,907,784	(52,504,432)	259,827	(52,244,605)
Dividends to shareholders	-	-	-	-	-	-	(5,200,000)	(5,200,000)	(124,000)	(5,324,000)
Balance at 31 December 2025	800,000	425,440	157,590,934	46,689,038	(1,288,677)	-	83,498,810	287,715,545	495,566	288,211,111

<sup>1</sup> The Revaluation Surplus, Foreign Currency Translation Reserve and Actuarial Valuation Reserve are non-distributable equity components under IFRS, representing unrealized gains or adjustments retained in equity until realization.

Company			Other Reserves			Retained earnings N'000	Attributable to owners of the Company N'000	Total equity N'000
	Share capital N'000	Share premium N'000	Revaluation surplus <sup>1</sup> N'000	Actuarial valuation reserve <sup>1</sup> N'000	Unclaimed Dividends N'000			
Balance at 1 January 2024	800,000	425,440	-	146,305	289,423	34,609,674	36,270,842	36,270,842
Profit for the year	-	-	-	-	-	6,054,044	6,054,044	6,054,044
Other comprehensive income - gross	-	-	203,650,707	11,920	101,844	-	203,764,471	203,764,471
Other comprehensive income - related tax	-	-	(20,365,071)	-	-	-	(20,365,071)	(20,365,071)
Dividends to shareholders	-	-	-	-	-	(4,800,000)	(4,800,000)	(4,800,000)
Balance at 1 January 2025	800,000	425,440	183,285,636	158,225	391,267	35,863,718	220,924,286	220,924,286
Profit for the year	-	-	-	-	-	36,916,383	36,916,383	36,916,383
Other comprehensive income - gross	-	-	20,738,035	(825,707)	(391,267)	-	19,521,061	19,521,061
Other comprehensive income - related tax	-	-	(46,670,813)	-	-	-	(46,670,813)	(46,670,813)
Total comprehensive income for the year	-	-	(25,932,778)	(825,707)	(391,267)	36,916,383	9,766,631	9,766,631
Dividends to shareholders	-	-	-	-	-	(5,200,000)	(5,200,000)	(5,200,000)
Balance at 31 December 2025	800,000	425,440	157,352,858	(667,482)	-	67,580,101	225,490,917	225,490,917

<sup>1</sup> The Revaluation Surplus and Actuarial Valuation Reserve are non-distributable equity components under IFRS, representing unrealized gains or adjustments retained in equity until realization.

CONSOLIDATED AND SEPARATE STATEMENTS OF CASH FLOWS  
FOR THE YEAR ENDED 31 DECEMBER 2025

	Note	Group		Company	
		31.12.2025 N '000	31.12.2024 N '000	31.12.2025 N '000	31.12.2024 N '000
<b>Cashflows from operating activities</b>					
Cash receipts from customers		842,508,965	630,244,396	761,014,222	578,870,512
Cash paid to suppliers and employees		(800,286,934)	(675,478,313)	(747,292,436)	(627,711,834)
<i>Cash provided by operating activities</i>		42,222,031	(45,233,917)	13,721,786	(48,841,322)
Cash paid for taxes		(8,695,499)	(1,356,488)	(6,295,854)	(852,207)
<i>Net cash generated by/(used in) operating activities</i>	34	33,526,532	(46,590,405)	7,425,932	(49,693,529)
<b>Cashflows from investing activities</b>					
Purchase of property, plant and equipment	16	(17,361,004)	(6,987,392)	(13,954,125)	(6,152,032)
Investment in subsidiaries	21.1	-	-	(17,556,753)	-
Addition to other financial assets	21.2	730,840	-	-	-
Addition to intangible assets work in progress		(1,441,137)	-	(1,441,137)	-
Interest received	9	16,389,765	20,254,132	12,858,519	18,232,547
Dividend received	9	-	-	5,482,652	487,000
Proceeds from disposal of property, plant and equipment	10	11,023,336	18,575,780	19,090,866	18,645,132
<i>Net cash generated from investing activities</i>		9,341,800	31,842,520	4,480,022	31,212,647
<b>Cashflows from financing activities</b>					
Term loan	29.1.1	-	(6,397,020)	-	(6,397,020)
Payment of lease liabilities	32	(8,131,020)	(6,640,455)	(1,353,818)	(362,250)
Interest paid	11	(5,351,654)	(3,382,623)	(7,200,953)	(7,395,686)
Dividends paid	31.1	(5,324,000)	(4,843,000)	(5,200,000)	(4,800,000)
<i>Net cash used in financing activities</i>		(18,806,674)	(21,263,098)	(13,754,771)	(18,954,956)
Net increase in cash and cash equivalents		24,061,658	(36,010,982)	(1,848,817)	(37,435,838)
Cash and cash equivalents at 1 January		157,772,455	160,008,804	118,454,154	135,390,677
Effect of foreign exchange rate changes		(2,618,066)	33,774,633	(3,234,457)	20,499,315
Cash and cash equivalents at 31 December	34.1	179,216,047	157,772,455	113,370,880	118,454,154
<b>Cash and cash equivalents consist of:</b>					
Cash and bank balances		192,147,492	162,381,331	126,302,282	123,063,030
Bank overdraft		(12,931,445)	(4,608,876)	(12,931,402)	(4,608,876)
	34.1	179,216,047	157,772,455	113,370,880	118,454,154

## 1. General information

Julius Berger Nigeria Plc was incorporated as a private limited liability Company on 18 February 1970 with incorporation number 6852. The Company subsequently converted to a public limited liability company and its shares became listed on the Nigerian Stock Exchange now the Nigerian Exchange Group (“NGX”) on September 20, 1991. The Company is registered in Nigeria with registration number, RC 6852. The address of its registered office and principal place of business is disclosed in the introduction to the Annual Report & Consolidated and Separate Financial Statements 2025. The principal activities of the Company and its subsidiaries (the Group) are described in the Directors' Report on page 4.

## 2. Application of new and revised International Financial Reporting Standards (IFRS)

## 2.1 Amendments to IFRSs and the new interpretation that are mandatorily effective for the year ended 31 December 2025

The following revisions to accounting standards and pronouncements were issued and effective at the reporting period.

Pronouncement	Nature of change	Required to be implemented for periods beginning on or after
The Effects of Changes in Foreign Exchange Rates – Lack of Exchangeability (Amendments to IAS 21)	<p>The amendments specify how to assess whether a currency is exchangeable, and how to determine the exchange rate when it is not.</p> <p>The amendments state that a currency is exchangeable into another currency when an entity is able to obtain the other currency within a time frame that allows for a normal administrative delay and through a market or exchange mechanism in which an exchange transaction would create enforceable rights and obligations.</p> <p>An entity assesses whether a currency is exchangeable into another currency at a measurement date and for a specified purpose. If an entity is able to obtain no more than an insignificant amount of the other currency at the measurement date for the specified purpose, the currency is not exchangeable into the other currency.</p> <p>The assessment of whether a currency is exchangeable into another currency depends on an entity’s ability to obtain the other currency and not on its intention or decision to do so.</p> <p>When a currency is not exchangeable into another currency at a measurement date, an entity is required to estimate the spot exchange rate at that date. An entity’s objective in estimating the spot exchange rate is to reflect the rate at which an orderly exchange transaction would take place at the measurement date between market participants under prevailing economic conditions.</p> <p>The amendments do not specify how an entity estimates the spot exchange rate to meet that objective. An entity can use an observable exchange rate without adjustment or another estimation technique. Examples of an observable exchange rate include:</p> <ul style="list-style-type: none"> <li>• a spot exchange rate for a purpose other than that for which an entity assesses exchangeability</li> <li>• the first exchange rate at which an entity is able to obtain the other currency for the specified purpose after exchangeability of the currency is restored (first subsequent exchange rate). An entity using another estimation technique may use any observable exchange rate—including rates from exchange transactions in markets or exchange mechanisms that do not create enforceable rights and obligations—and adjust that rate, as necessary, to meet the objective as set out above.</li> </ul>	1 January 2025

## 2. Application of new and revised International Financial Reporting Standards (IFRS) (Continued)

## 2.1 Amendments to IFRSs and the new interpretation that are mandatorily effective for the year ended 31 December 2025

Pronouncement	Nature of change	Required to be implemented for periods beginning on or after
The Effects of Changes in Foreign Exchange Rates – Lack of Exchangeability (Amendments to IAS 21) (Continued)	<p>When an entity estimates a spot exchange rate because a currency is not exchangeable into another currency, the entity is required to disclose information that enables users of its financial statements to understand how the currency not being exchangeable into the other currency affects, or is expected to affect, the entity's financial performance, financial position and cash flows.</p> <p>The amendments also add a new appendix as an integral part of IAS 21. The appendix includes application guidance on the requirements introduced by the amendments. The amendments also add new Illustrative Examples accompanying IAS 21, which illustrate how an entity might apply some of the requirements in hypothetical situations based on the limited facts presented.</p> <p>In addition, the IASB made consequential amendments to IFRS 1 to align with and refer to the revised IAS 21 for assessing exchangeability.</p> <p>The amendments are effective for annual reporting periods beginning on or after 1 January 2025, with earlier application permitted. An entity is not permitted to apply the amendments retrospectively. Instead, an entity is required to apply the specific transition provisions included in the amendments.</p> <p>The Directors of the Company do not anticipate that the application of the amendments in the future will have a material impact on the financial statements of the Company.</p>	1 January 2025

## 2. Application of new and revised International Financial Reporting Standards (IFRS) (Continued)

## 2.2 New and revised IFRSs that are not mandatorily effective (but allow early application) for the year ended 31 December 2025

The following revisions to accounting standards and pronouncements were issued but not effective at the reporting period (Earlier application is permitted in some cases).

Pronouncement	Nature of change	Required to be implemented for periods beginning on or after
IFRS 18 Presentation and Disclosure in Financial Statements	<p>IFRS 18 replaces IAS 1 Presentation of Financial Statements, carrying forward many of the requirements in IAS 1 unchanged and complementing them with new requirements. In addition, some IAS 1 paragraphs have been moved to IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors and IFRS 7 Financial Instruments: Disclosures. Furthermore, the IASB has made minor amendments to IAS 7 Statement of Cash Flows and IAS 33 Earnings Per Share. IFRS 18 introduces new requirements to:</p> <ul style="list-style-type: none"> <li>• present specified categories and defined subtotals in the statement of profit or loss</li> <li>• provide disclosures on management-defined performance measures (MPMs) in the notes to the financial statements</li> <li>• improve aggregation and disaggregation.</li> </ul> <p>The amendments to IAS 7 and IAS 33, as well as the revised IAS 8 and IFRS 7, become effective when an entity applies IFRS 18. IFRS 18 requires retrospective application with specific transition provisions. The directors of the company have assessed the potential impact of IFRS 18 and the related amendments on the Group's consolidated financial statements. While the new standard is expected to change the presentation and disaggregation of income and expenses, including the introduction of new subtotals and enhanced disclosure requirements, no changes to the recognition or measurement of the Group's assets, liabilities, income or expenses are anticipated.</p> <p>Accordingly, the Directors do not expect the application of IFRS 18 and the related amendments to have a material quantitative impact on the Group's consolidated financial statements, although comparative information will be re-presented and additional disclosures will be required upon adoption.</p> <p>The Group has not early adopted IFRS 18 or the related amendments as at 31 December 2025.</p>	1 January 2027

## 2. Application of new and revised International Financial Reporting Standards (IFRS) (Continued)

## 2.2 New and revised IFRSs that are not mandatorily effective (but allow early application) for the year ended 31 December 2025

Pronouncement	Nature of change	Required to be implemented for periods beginning on or after
IFRS 19 Subsidiaries without Public Accountability: Disclosures	<p>IFRS 19 permits an eligible subsidiary to provide reduced disclosures when applying IFRS Accounting Standards in its financial statements. A subsidiary is eligible for the reduced disclosures if it does not have public accountability and its ultimate or any intermediate parent produces consolidated financial statements available for public use that comply with IFRS Accounting Standards.</p> <p>IFRS 19 is optional for subsidiaries that are eligible and sets out the disclosure requirements for subsidiaries that elect to apply it.</p> <ul style="list-style-type: none"> <li>• its debt or equity instruments are traded in a public market or it is in the process of issuing such instruments for trading in a public market (a domestic or foreign stock exchange or an over-the-counter market, including local and regional markets), or</li> <li>• it holds assets in a fiduciary capacity for a broad group of outsiders as one of its primary businesses (for example, banks, credit unions, insurance entities, securities brokers/dealers, mutual funds and investment banks often meet this second criterion).</li> </ul> <p>Eligible entities can apply IFRS 19 in their consolidated, separate or individual financial statements. An eligible intermediate parent that does not apply IFRS 19 in its consolidated financial statement may do so in its separate financial statements (these are presented in addition to consolidated financial statements or in addition to the financial statements of an investor that does not have investments in subsidiaries but has investments in associates or joint ventures in which the investments in associates or joint ventures are required by IAS 28 to be accounted for using the equity method).</p> <p>If an entity elects to apply IFRS 19 for a reporting period earlier than the reporting period in which it first applies IFRS 18, it is required to apply a modified set of disclosure requirements set out in an appendix to IFRS 19. If an entity elects to apply IFRS 19 for an annual reporting period before it applied the amendments to IAS 21, it is not required to apply the disclosure requirements in IFRS 19 with regard to Lack of Exchangeability.</p> <p>The directors of the company do not anticipate that IFRS 19 will be applied for purposes of the consolidated financial statements of the group.</p>	1 January 2027

## 2. Application of new and revised International Financial Reporting Standards (IFRS) (Continued)

## 2.2 New and revised IFRSs that are not mandatorily effective (but allow early application) for the year ended 31 December 2025

Pronouncement	Nature of change	Required to be implemented for periods beginning on or after
Amendments to the Classification and Measurement of Financial Instruments – Amendments to IFRS 9 and IFRS 7	<p>The amendments to IFRS 9 address the following topics:</p> <p><b>Derecognition of a financial liability settled through electronic transfer</b>                      The application guidance in IFRS 9 has been amended to clarify the date of initial recognition or derecognition of financial assets and financial liabilities. The amendments permit an entity to consider a financial liability (or part of it) that will be settled in cash using an electronic payment system as discharged before the settlement date if specified criteria are met.</p> <p><b>Classification of financial assets</b>                      Contractual terms that are consistent with a basic lending arrangement                      The amendments to the application guidance of IFRS 9 provide guidance on how an entity can assess whether contractual cash flows of a financial asset are consistent with a basic lending arrangement.</p> <p><b>Assets with non-recourse features</b>                      The amendments enhance the description of the term ‘non-recourse’. Under the amendments, a financial asset is considered to have non-recourse features if an entity’s ultimate right to receive cash flows is contractually limited to the cash flows generated by specified assets. In other words, the entity is primarily exposed to the specified assets’ performance risk rather than the debtor’s credit risk.</p> <p><b>Contractually linked instruments</b>                      The amendments clarify the characteristics of contractually linked instruments that distinguish them from other transactions. The amendments also note that not all transactions with multiple debt instruments meet the criteria of transactions involving multiple contractually linked instruments and provide an example.</p> <p>The amendments to IFRS 7 address the disclosure of:</p> <ul style="list-style-type: none"> <li>• investments in equity instruments designated at fair value through other comprehensive income (FVTOCI)</li> <li>• contractual terms that could change the timing or amount of contractual cash flows.</li> </ul> <p>The amendments are effective for annual reporting periods beginning on or after 1 January 2026, with early application permitted. The amendments are required to be applied retrospectively.</p> <p>The Directors do not expect the application of these amendments to have a material quantitative impact on the Group’s consolidated financial statements.</p>	1 January 2026

## 2. Application of new and revised International Financial Reporting Standards (IFRS) (Continued)

## 2.2 New and revised IFRSs that are not mandatorily effective (but allow early application) for the year ended 31 December 2025

Pronouncement	Nature of change	Required to be implemented for periods beginning on or after
Contracts Referencing Nature-dependent Electricity – Amendments to IFRS 9 and IFRS 7	<p>The amendments to IFRS 9 and IFRS 7 issued by the IASB in December 2024 address the recognition and disclosure of contracts to buy or sell electricity from renewable sources, such as wind and solar. The amount of electricity generated under these contracts can vary based on uncontrollable factors such as weather conditions. Current accounting requirements may not adequately capture how these contracts affect a company's performance.</p> <p>The amendments to IFRS 9 and IFRS 7 include:</p> <ul style="list-style-type: none"> <li>• clarifying the application of the 'own-use' requirements</li> <li>• permitting hedge accounting if these contracts are used as hedging instruments</li> <li>• adding new disclosure requirements to enable investors to understand the effect of these contracts on a company's financial performance and cash flows.</li> </ul> <p>The amendments are effective for annual reporting periods beginning on or after 1 January 2026, with earlier application permitted. The amendments shall be applied retrospectively.</p> <p>Accordingly, the Directors do not expect the application of these amendments to have any impact on the Group's consolidated financial statements. The Group will continue to monitor developments in its energy sourcing arrangements and reassess the applicability of these amendments should relevant contracts be entered into in the future.</p>	1 January 2026
Sale or contribution of assets between an investor and its associate or joint venture – (Amendments to IFRS 10 and IAS 28)	<p>The amendments to IFRS 10 and IAS 28 deal with situations where there is a sale or contribution of assets between an investor and its associate or joint venture. Specifically, the amendments state that gains or losses resulting from the loss of control of a subsidiary that does not contain a business in a transaction with an associate or a joint venture that is accounted for using the equity method, are recognised in the parent's profit or loss only to the extent of the unrelated investors' interests in that associate or joint venture. Similarly, gains and losses resulting from the remeasurement of investments retained in any former subsidiary (that has become an associate or a joint venture that is accounted for using the equity method) to fair value are recognised in the former parent's profit or loss only to the extent of the unrelated investors' interests in the new associate or joint venture.</p> <p>The effective date of the amendments has yet to be set by the IASB. The Directors of the parent company anticipate that the application of these amendments may not have an impact on the group's consolidated financial statements in future periods should such transactions arise.</p>	N/A

## 2. Application of new and revised International Financial Reporting Standards (IFRS) (Continued)

## 2.2 New and revised IFRSs that are not mandatorily effective (but allow early application) for the year ended 31 December 2025

Pronouncement	Nature of change	Required to be implemented for periods beginning on or after
Annual Improvements to IFRS Accounting Standards - Volume 11	<p>These amendments issued by the IASB in July 2024 include clarifications, simplifications, corrections and changes in the following areas:</p> <ul style="list-style-type: none"> <li>• hedge accounting by a first-time adopter (IFRS 1)</li> <li>• gain or loss on derecognition (IFRS 7)</li> <li>• disclosure of deferred difference between fair value and transaction price (IFRS 7)</li> <li>• introduction and credit risk disclosures (IFRS 7)</li> <li>• lessee derecognition of lease liabilities (IFRS 9)</li> <li>• transaction price (IFRS 9)</li> <li>• determination of a 'de facto agent' (IFRS 10)</li> <li>• cost method (IAS 7).</li> </ul> <p>The directors of the Company anticipate that the application of these amendments will not have an impact on the group's consolidated financial statements in future periods.</p>	1 January 2026
The Effects of Changes in Foreign Exchange Rates - Translation to a Hyperinflationary Presentation Currency – Amendments to IAS 21	<p>The amendments to IAS 21 require an entity with the functional currency of a non-hyperinflationary economy but the presentation currency of a hyperinflationary economy to translate all amounts in its financial statements, including comparatives, at the closing rate at the date of the most recent statement of financial position.</p> <p>When the entity's presentation currency ceases to be the currency of a hyperinflationary economy and its functional currency continues to be the currency of a non-hyperinflationary economy, the entity applies prospectively (without restatement of the comparative amounts) the method currently applicable to such situations under IAS 21.</p> <p>Having considered the expected costs and benefits, the IASB also decided to include an exception to the translation method above for affected entities that apply IAS 29 Financial Reporting in Hyperinflationary Economies and are required to translate the results and financial position of a foreign operation whose functional currency is that of a non-hyperinflationary economy. In these circumstances, the entity is required to restate the comparative amounts of that foreign operation included in the entity's previously issued financial statements by applying the general price index it applies to corresponding figures for the previous reporting period in accordance with IAS 29:34.</p> <p>The amendments are effective for annual reporting periods beginning on or after 1 January 2027. They would have to be applied retrospectively with certain transition provisions.</p> <p>The Directors of the Company anticipate that the application of these amendments will not have an impact on the Group's consolidated financial statements in future periods.</p>	1 January 2027

### 3. Material accounting policy information

#### 3.1 Statement of compliance

The audited consolidated and separate financial statements of the Group have been prepared in accordance with International Financial Reporting Standards.

#### 3.2 Basis of preparation

The audited consolidated and separate financial statements have been prepared on a historical cost basis except where IFRS requires or allows different measurement bases, such as for certain financial instruments measured at fair value, amortised cost, or in accordance with the Expected Credit Loss (ECL) model. Inventories are measured at the lower of cost and net realizable value, employee benefit obligations are determined based on actuarial valuations, and land assets are measured under the revaluation model.

The financial statements are presented in Nigerian Naira (NGN), which is the functional currency of the Group. All financial information presented in Naira have been rounded to the nearest thousand unless otherwise stated. The financial statements have been prepared in compliance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and interpretations issued by the IFRS Interpretations Committee (IFRIC) or its predecessor body, the Standard Interpretations Committee (SIC). These standards are adopted by the Financial Reporting Council of Nigeria (FRCN) and, as applicable, comply with the Companies and Allied Matters Act (CAMA), 2020, and FRCN (Amendment) Act 2023.

The preparation of consolidated and separate financial statements in conformity with IFRS requires management to make certain critical judgments, estimates, and assumptions that affect the reported amounts of assets, liabilities, income, and expenses. Examples of areas requiring significant judgment include the assessment of contract revenue recognition, provisions for project-related expenses, and impairment assessments.

The estimates and underlying assumptions are reviewed regularly, and adjustments to accounting estimates are made in the period they become known and in future periods if they affect both.

The Directors have made an assessment of the Group's ability to continue as a going concern based on the supporting assumptions stated in the Consolidated and separate Financial Statements and have every reason to hold that the Group will remain a going concern in the financial year ahead.

#### 3.3 Basis of consolidation

The consolidated financial statements incorporate the financial statements of the Company and its subsidiaries. Subsidiaries are entities controlled by the Company, where control is achieved if the Company:

- has power over the investee;
- is exposed, or has right, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns

If the Company holds less than a majority of voting rights, it may still exercise control if it has the practical ability to direct relevant activities of the investee based on all relevant facts and circumstances, including:

- the size of the Company's holding of the voting rights relative to the size and dispersion of the holding of other vote holders
- potential voting rights held by the Company, other holders or other parties;
- rights arising from other contractual arrangements; and
- any additional facts and circumstances that indicate that the Company has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meeting.

Consolidation of a subsidiary begins when the Company gains control over it and ceases when control is lost. Income and expenses of subsidiaries acquired or disposed of during the year are recognized in the consolidated statement of profit or loss and other comprehensive income from the date control is obtained until it is relinquished.

Profit or loss and each component of the other comprehensive income is attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interest even if this results in the non-controlling interest having a deficit balance.

When necessary, adjustments or reclassifications are made to the subsidiaries financial statements within the consolidated financial statements to bring their accounting policies in line with the Group's accounting. All intragroup assets and liabilities, equity, income, expenses and cashflows relating to transactions between members of the Group are eliminated in full on consolidation.

### 3. Material accounting policy information (Continued)

#### 3.3 Basis of consolidation (Continued)

The Directors have made an assessment of the Group's ability to continue as a going concern based on the supporting assumptions stated in the Consolidated and separate Financial Statements and have every reason to hold that the Group will remain a going concern in the financial year ahead.

##### 3.3.1 Changes in the Group's ownership interests in existing subsidiaries

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Company.

When the Group loses control of a subsidiary, a gain or loss is recognised in profit or loss and is calculated as the difference between:

- the aggregate of the fair value of the consideration received and the fair value of any retained interest and
- the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests

When assets of the subsidiary are carried at revalued amounts or fair values and the related cumulative gain or loss has been recognised in other comprehensive income and accumulated in equity, the amounts previously recognised in other comprehensive income and accumulated in equity are accounted for as if the Group had directly disposed of the relevant assets (i.e. reclassified to profit or loss or transferred directly to retained earnings as specified by applicable IFRSs). The fair value of any investment retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under IFRS 9.

### 3. Material accounting policy information (Continued)

#### 3.4 Business combination

Acquisitions of businesses are accounted for using the acquisition method. The consideration transferred in a business combination is measured at fair value, which is calculated as the sum of the acquisition-date fair values of the assets transferred by the Group, liabilities incurred by the Group to the former owners of the acquiree and the equity interests issued by the Group in exchange for control of the acquiree. Acquisition-related costs are generally recognised in profit or loss as incurred. At the acquisition date, the identifiable assets acquired and the liabilities assumed are recognised at their fair value, except that:

- deferred tax assets or liabilities, and assets or liabilities related to employee benefit arrangements are recognised and measured in accordance with IAS 12 and IAS 19 respectively;
- liabilities or equity instruments related to share-based payment arrangements of the acquiree or share-based payment arrangements of the Group entered into to replace share-based payment arrangements of the acquiree are measured in accordance with IFRS 2 Share-based Payment at the acquisition date; and
- assets (or disposal groups) that are classified as held for sale in accordance with IFRS 5 Non-current Assets Held for Sale and Discontinued Operations are measured in accordance with that Standard

Where the acquiree has net liabilities and the transferor provides compensation (such as cash or other assets) to offset those negative net assets, this compensation is recognised as consideration received from the seller and reduces the consideration transferred in determining the goodwill or gain on a bargain purchase. In such cases, the economic burden of the negative net assets is borne by the transferor.

Goodwill is measured as the excess of the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree, and the fair value of the acquirer's previously held equity interest in the acquiree (if any) over the net of the acquisition-date amounts of the identifiable assets acquired and the liabilities assumed. If, after reassessment, the net of the acquisition-date amounts of the identifiable assets acquired and liabilities assumed exceeds the sum of the consideration transferred, the amount of any non-controlling interests in the acquiree and the fair value of the acquirer's previously held interest in the acquiree (if any), the excess is recognised immediately in profit or loss as a bargain purchase gain.

Non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the entity's net assets in the event of liquidation may be initially measured either at fair value or at the non-controlling interests' proportionate share of the recognised amounts of the acquiree's identifiable net assets. The choice of measurement basis is made on a transaction-by-transaction basis. Other types of non-controlling interests are measured at fair value or, when applicable, on the basis specified in another IFRS.

When the consideration transferred by the Group in a business combination includes assets or liabilities resulting from a contingent consideration arrangement, the contingent consideration is measured at its acquisition-date fair value and included as part of the consideration transferred in a business combination. Changes in the fair value of the contingent consideration that qualify as measurement period adjustments are adjusted retrospectively, with corresponding adjustments against goodwill. Measurement period adjustments are adjustments that arise from additional information obtained during the 'measurement period' (which cannot exceed one year from the acquisition date) about facts and circumstances that existed at the acquisition date.

The subsequent accounting for changes in the fair value of the contingent consideration that do not qualify as measurement period adjustments depends on how the contingent consideration is classified. Contingent consideration that is classified as equity is not remeasured at subsequent reporting dates and its subsequent settlement is accounted for within equity. Contingent consideration that is classified as an asset or a liability is remeasured at subsequent reporting dates in accordance with IFRS 9, or IAS 37 Provisions, Contingent Liabilities and Contingent Assets, as appropriate, with the corresponding gain or loss being recognised in profit or loss.

When a business combination is achieved in stages, the Group's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date (i.e. the date when the Group obtains control) and the resulting gain or loss, if any, is recognised in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss where such treatment would be appropriate if that interest were disposed of.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (see above), or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date that, if known, would have affected the amounts recognised at that date.

### 3. Material accounting policy information (Continued)

#### 3.4.1 Acquisition of interests from non-controlling shareholders

Acquisitions of non-controlling interests are accounted for as transactions within equity. There is no measurement to fair value of net assets acquired that were previously attributable to non-controlling shareholders.

#### 3.5 Goodwill

Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business less accumulated impairment losses, if any. For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units (or Groups of cash-generating units) that is expected to benefit from the synergies of the combination. A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods. On disposal of the relevant cash-generating unit, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

#### 3.6 Revenue from Contracts with Customers

The Group's revenue arises primarily from civil works, building works, services and diversification activities. A quantitative disaggregation by these categories and by timing of revenue recognition (point-in-time vs. over-time) is provided in Notes 6 and 7.

The transaction price may include fixed and variable consideration (e.g. variation orders, price-adjustment clauses, liquidated damages). Variable consideration is included only to the extent that it is highly probable that a significant revenue reversal will not occur when the uncertainty is resolved. Where contracts include a significant financing component, the transaction price is adjusted for the time value of money. The Group applies the practical expedient not to adjust the transaction price if the period between transfer of goods/services and agreed payment is expected to be one year or less. For projects where progress is recognised over time, the Group measures performance primarily using the cost-to-cost method; in practice, customer certifications / approvals are typically used to evidence the percentage of completion under the contract.

##### 3.6.1 Direct sales of goods

Revenue from the sale of goods is recognised at a point in time when control of the goods transfers to the customer under the contract (typically on delivery to the agreed location, in line with the contractual terms). After transfer of control, the Group has no further material performance obligations.

##### 3.6.2 Services

Revenue from services is generally recognised over time, because the customer simultaneously receives and consumes the benefits as the Group performs. Progress is measured using an input- (e.g. costs incurred, labour hours) or output-based method (e.g. surveys completed), depending on which method best depicts the transfer of control. Where the criteria for recognition over time are not met, revenue is recognised at a point in time when control transfers.

##### 3.6.3 Construction contracts

The Group enters into long-term construction contracts for infrastructure and building projects.

Revenue is recognised over time in accordance with IFRS 15.35(c) because the Group has an enforceable right to payment for performance completed to date if the contract is terminated by the customer. Progress toward satisfaction of performance obligations is measured primarily using the cost-to-cost (input) method, which faithfully depicts the transfer of control. In practice, milestones and customer certifications or approvals are used as the basis for measuring and evidencing progress under the contract.

Accordingly, revenue is generally recognised when work performed has been certified or approved by the customer, as this objectively confirms the extent of performance completed to date. In limited circumstances, an output method is applied where it better reflects performance.

Significant judgements include forecasting total expected project costs (e.g. materials, labour, and overheads), assessing variable consideration (e.g. variation orders, price-adjustment clauses, liquidated damages), certification processes, and the timing of milestone-based consideration.

As long as revenue cannot be recognized, the group recognizes a contract asset (see note 3.7).

## 3. Material accounting policy information (Continued)

## 3.7 Contract Assets

When revenue cannot be recognized because performance obligations have been fulfilled but the criteria for revenue recognition have not yet been satisfied, the Group recognizes a contract asset for the costs incurred in fulfilling the contract. These costs must directly relate to the fulfillment of the contract, enhance or generate resources used to satisfy performance obligations, and be expected to be recoverable from the customer. Any amount previously recognized as a contract asset is reclassified to trade receivables once it qualifies as such under IFRS 15.

## 3.8 Advance payments received

Advance payments received represent amounts collected prior to performance of the related work. On initial recognition, they are assessed to determine if they will likely be repaid in cash or through another financial asset. If repayment is expected in cash or another financial asset, the advance payment is classified as a non-trading financial liability and carried at amortized cost. If repayment is expected in goods or services, the liability is carried at historical cost.

## 3.9 Borrowing costs

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 capitalization.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

## 3.10 Property, plant and equipment

Property, plant and equipment is segregated into following classes:

- Land
- Buildings
- Plant and machinery
- Motor vehicle
- Office Equipment
- IT equipment

3.10.1 Items to capitalize

The capitalization threshold for an item of Property, Plant and Equipment is N10,000,000. Expenditure related to an acquisition or repair is capitalized only if it extends the useful lives or increases the production capacity of the assets. Items capitalized under property, plant and equipment are classified to the appropriate class when completed and ready for intended use. By this time, depreciation commences where applicable.

3.10.2 Measurement at recognition

Items of Property, Plant and Equipment are measured at cost at the time of initial recognition. Cost for capitalization is determined in line with IAS 16.16. An asset is capitalized once it is available for use as intended by management. In periods subsequent to the initial recognition, subsequent measurement of the assets is applied for each asset class as stated in Note 3.10.3.

3.10.3 Measurement after recognition

## 1. Land

In periods subsequent to the initial recognition, Land is accounted for using the revaluation model in line with IAS 16.31. The fair value for those assets will be determined by accredited external valuers on a rolling basis (IAS 16.38), but at least every three years. Any increase in valuation will be recorded in equity under revaluation surplus within the "other comprehensive income", except when it reverses a previous decrease in value recognized in profit or loss. The classification to other comprehensive income or profit or loss shall be determined by the value of the whole group of assets. Reclassification of revaluation reserve to retained earnings will only materialize upon the realization of a gain or loss along with the sale of such asset.

## 3. Material accounting policy information (Continued)

## 3.10 Property, plant and equipment (Continued)

## 2. Buildings

In periods subsequent to the initial recognition, Buildings are accounted for using the cost model, being its historical cost less accumulated depreciation and accumulated impairment losses. Depreciation is charged to profit or loss on a linear basis over its useful life as long as the residual value does not exceed its carrying amount.

Useful life	25	years
Annual Depreciation	4.0	%
Residual values (%) on cost	10.0	%

## 3. Plant and Machinery

In periods subsequent to the initial recognition, Plant and Machinery are accounted for using the cost model, being its historical cost less accumulated depreciation and accumulated impairment losses. Depreciation is charged to profit or loss on a linear basis over its useful life as long as the residual value does not exceed its

Useful life	10	years
Annual Depreciation	10.0	%
Residual values (%) on cost	5.0	%

## 4. Motor Vehicles

In periods subsequent to the initial recognition, Motor vehicles are accounted for using the cost model, being its historical cost less accumulated depreciation and accumulated impairment losses. Depreciation is charged to profit or loss on a linear basis over its useful life as long as the residual value does not exceed its carrying amount.

Useful life	8	years
Annual Depreciation	12.5	%
Residual values (%) on cost	5.0	%

## 5. Office Equipment

In periods subsequent to the initial recognition, Office Equipment is accounted for using the cost model, being its historical cost less accumulated depreciation and accumulated impairment losses. Depreciation is charged to profit or loss on a linear basis over its useful life as long as the residual value does not exceed its carrying amount.

Useful life	8	years
Annual Depreciation	12.5	%
Residual values (%) on cost	5.0	%

## 6. IT Equipment

In periods subsequent to the initial recognition, IT Equipment is accounted for using the cost model, being its historical cost less accumulated depreciation and accumulated impairment losses. Depreciation is charged to profit or loss on a linear basis over its useful life as long as the residual value does not exceed its carrying amount.

Useful life	5	years
Annual Depreciation	20.0	%
Residual values (%) on cost	5.0	%

 3.10.4 Impairment of Property, Plant and Equipment

Impairment losses are recognized when the carrying amount of an asset exceeds its recoverable amount. For Plant and Machinery no impairment issues are expected due to a comprehensive in-house repair process. Unrepairable Plant and Machinery are disposed from the Asset register as disposable asset.

 3.10.5 Disposal of Property, Plant and Equipment

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the disposal or retirement of an item of property, plant and equipment is determined as the difference between the sales proceeds and the carrying amount of the asset and is recognised in profit or loss under "other gains and losses".

### 3. Material accounting policy information (Continued)

#### 3.11 Investment property

All property classified as investment property are measured at cost less accumulated depreciation and impairment losses. Investment property is recognized when it is probable that the company will enjoy the future economic benefits which are attributable to it, and when the cost or fair value can be reliably measured. Costs include directly attributable expenditure such as legal fees and property transfer taxes. Transfers to or from investment property is made only when there is a demonstrated "change in use" as a result of a transfer;

- From investment property to owner-occupied property, when owner-occupation commences;
- From investment property to inventories, on commencement of development with a view to sale;
- From an owner-occupied property to investment property, when owner-occupation ends;
- Of inventories to investment property, when an operating lease to a third party commences; or
- From owner-occupied property to investment property, when lessor-occupation commences;
- Of property in the course of development or construction to investment property, at end of the construction or development.

An investment property is derecognized on disposal or when it is permanently withdrawn from use and no future economic benefits are expected from its disposal. Any gains or losses arising on the disposal or retirement of an investment property is determined as the difference between the net disposal proceeds and the carrying amount of the asset and is recognized in profit or loss for the period.

Depreciation is recognised so as to write-off the cost of investment properties less their residual values over their useful lives, using the straight line method. Where such investment properties are revalued, depreciation is recognized over the useful life of the asset in a pattern which best reflects the consumption pattern over the estimated useful life of such assets.

#### 3.12 Non current assets held for sale

Non-current assets and disposal groups are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the non-current asset (or disposal group) is available for immediate sale in its present condition. Management must be committed to the sale, which should be expected to qualify for recognition as a completed sale within one year from the date of classification.

Non-current assets (and disposal groups) classified as held for sale are measured at the lower of their previous carrying amount and fair value less costs to sell.

If the asset remains unsold for more than one year it will be fully impaired.

#### 3.13 The Group's leasing activities and how these are accounted for

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the group.

Contracts may contain both lease and non-lease components. The group allocates the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices. However, for leases of real estate for which the Group is a lessee, it has elected not to separate lease and non-lease components and instead accounts for these as a single lease component.

Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants other than the security interests in the leased assets that are held by the lessor. Leased assets may not be used as security for borrowing purposes.

##### Initial Measurement

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate, initially measured using the index or rate as at the commencement date
- amounts expected to be payable by the group under residual value guarantees
- the exercise price of a purchase option if the group is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the group exercising that option.

### 3. Material accounting policy information (Continued)

#### 3.13 The Group's leasing activities and how these are accounted for (Continued)

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Group, the lessee's incremental borrowing rate is used, being the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the right-of-use asset in a similar economic environment with similar terms, security and conditions.

##### Subsequent Measurement of Right-of-Use Assets

Right-of-use assets are subsequently measured at cost less accumulated depreciation and any accumulated impairment losses, adjusted for any remeasurement of lease liabilities. Right-of-use assets are depreciated on a straight-line basis over the shorter of the asset's useful life and the lease term.

##### Subsequent Measurement of Lease Liabilities

After the commencement date, lease liabilities are increased to reflect interest on the lease liabilities and reduced by lease payments made. Lease liabilities may also be remeasured to reflect changes in the lease term, lease payments, or assessment of a purchase option.

##### Short-Term and Low-Value Leases

The group has elected not to recognise Right-of-use assets and lease liabilities for short-term leases (lease term of 12 months or less) and leases of low-value assets (less than N20 million per annum). Lease payments associated with these leases are recognised as an expense on a straight-line basis over the lease term.

#### 3.13.1 The Group as lessor

Amounts due from lessees under finance leases are recognised as receivables at the amount of the Group's net investment in the leases. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the Group's net investment outstanding in respect of the leases.

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

#### 3.13.2 The Group as lessee

Assets held under finance leases are initially recognised as assets of the Group at their fair value at the inception of the lease or, if lower, at the present value of the minimum lease payments, except for short-term leases with a lease term of 12 months or less. The corresponding liability to the lessor is included in the consolidated and separate statement of financial position as a finance lease obligation.

Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognised immediately in profit or loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Group's general policy on borrowing costs. Contingent rentals are recognised as expenses in the periods in which they are incurred.

Lease payments are recognised as an expense on a straight-line basis over the lease term, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed. Contingent rentals arising under leases are recognised as an expense in the period in which they are incurred.

In the event that lease incentives are received to enter into leases, such incentives are recognised as a liability. The aggregate benefit of incentives is recognised as a reduction of rental expense on a straight-line basis, except where another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

## 3. Material accounting policy information (Continued)

## 3.14 Intangible assets

An intangible asset is an identifiable, non-monetary asset that has no physical substance. An intangible asset is recognised when it is identifiable; the Group has control over the asset; it is probable that economic benefits will flow to the Group; and the cost of the asset can be measured reliably.

Capitalization is considered for intangible assets of not less than ₦10 million.

3.14.1 Purchased software

Purchased software applications have a finite useful life. They are initially measured at acquisition cost (IAS 38.24), subsequently carried at cost less accumulated amortisation and impairment losses.

Judgment is required in determining the useful life of the purchased software, which is based on the Group's estimates regarding the period over which the intangible asset is expected to generate economic benefits for the Group.

Subsequent measurement is based on cost less accumulated amortization on a straight-line basis.

3.14.2 Subscription-Based Software

Software licences acquired for a contractual term exceeding one year are capitalised at cost and amortised on a straight-line basis over the contractual term of the licence (IAS 38.97). Payments for subscription of twelve months or less are expensed as incurred.

3.14.3 Internally Developed Software (Customised software)

Expenditures on research activities are expensed as incurred (IAS 38.54). Development costs are initially capitalised only if they meet the criteria in IAS 38.57, including the technical feasibility and completeness of the software, the Group's intention and ability to use it, and the ability to reliably measure the attributable costs.

Subsequent to initial recognition internally developed intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, consistent with the treatment of purchased software.

3.14.4 Intangible assets acquired in a business combination

Subsequent to initial recognition internally developed intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, consistent with the treatment of purchased software.

## 3. Material accounting policy information (Continued)

3.14.5 Intangible assets from service concession arrangement

IFRIC 12, Service Concession Arrangements are arrangements whereby a government or other body (the grantor) grants contracts for the supply of public services, such as roads, energy distribution, prisons or hospitals, to a private sector entity (the operator). These are often referred to as 'public-to-private' arrangements.

Some common features of service concession arrangements are as follows. [IFRIC 12:3]

- The grantor is a public sector entity, including a governmental body, or a private sector entity to which the responsibility for the service has been devolved.
- The operator is responsible for at least some of the management of the infrastructure and related services and does not merely act as an agent on behalf of the grantor.
- The contract sets the initial prices to be levied by the operator and regulates price revisions over the period of the service arrangement.
- The operator is obliged to hand over the infrastructure to the grantor in a specified condition at the end of the period of the arrangement, for little or no incremental consideration irrespective of which party initially financed it.

In accounting for service concession arrangement, IFRIC 12 permits the use of any one of three models which are:

- Financial asset model
- Intangible asset model
- Bifurcated model

**Financial Asset Model:** The financial asset model applies if the operator has a contractual right to receive cash from or at the direction of the grantor and the grantor has little, if any, discretion to avoid payment.

**Intangible Asset Model:** The intangible asset model applies if the operator receives the right (license) to charge users, or the grantor, based on the usage of the public service. There is no unconditional right to receive cash because the amounts are contingent on the extent to which the public uses the service. [IFRIC 12:17]

**Bifurcated Model:** Bifurcated model applies when an operator receives a financial asset and an intangible asset as consideration.

Based on the contract between the Nigerian Ports Authority (NPA) and Julius Berger Services Nigeria Limited, the amount to be received by the Company is dependent on the extent that the public uses the Multi-Purpose Terminal. Specifically, the Company has a right to charge users of the terminal over the 25 years agreement term; to this extent, the arrangement will be recognised as an intangible in the books of the Company.

### 3. Material accounting policy information (Continued)

#### 3.14 Intangible assets (Continued)

##### 3.14.5 Intangible assets from service concession arrangement (Continued)

###### Accounting for contractual payments

Under the intangible asset model, concession payments would be treated in accordance with IAS 38 as part of the consideration for the intangible asset. Concession fees are much more commonly a feature of arrangements which follow the intangible asset model.

Consequently, the operator will recognize revenue for services operations, the intangible asset will be recognized as the present value of periodic payment taking into consideration the effective discount rate on the contract with a corresponding recognition of a financial liability and an unwinding discount on the concession fee. The intangible asset will be amortized in equal annual instalments over the term of the contract.

##### 3.14.6 Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

#### 3.15 Inventories

Inventories are stated at the lower of cost or net realisable value. Net realisable value is the amount that can be realised from the sale of the inventory in the normal course of business after allowing for the costs of realisation.

In addition to the cost of materials and direct labour, an appropriate proportion of production overhead that have been incurred in bringing the inventories to their present location and condition is included in the inventory values. An allowance is recorded for excess inventory and obsolescence is based on the lower of cost or net realisable value.

Cost is determined using standard cost, which approximates actual cost, based on a moving average price method.

#### 3.16 Taxation

Taxation represents the sum of income tax payable and deferred tax.

##### 3.16.1 Current tax and deferred tax for the year

Current and deferred tax are recognised in profit or loss, except when they relate to items that are recognised in other comprehensive income or directly in equity, in which case, the income and deferred tax are also recognised in other comprehensive income or directly in equity respectively. Where income tax or deferred tax arises from the initial accounting for a business combination, the tax effect is included in the accounting for the business combination.

##### 3.16.2 Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in profit or loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the end of the reporting period.

A provision is recognised for those matters for which the tax determination is uncertain but it is considered probable that there will be a future outflow of funds to a tax authority. The provisions are measured at the best estimate of the amount expected to become payable. The assessment is based on the judgement of tax professionals within the Company supported by previous experience in respect of such activities and in certain cases based on specialist independent tax advice.

##### 3.16.3 Deferred tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities in the consolidated and separate financial statements and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised. Such deferred tax assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit.

**3. Material accounting policy information (Continued)****3.16 Taxation (Continued)****3.16.3 Deferred tax (continued)**

Provision for deferred taxation is made by the liability method and calculated at the tax rate that applies during the period of reversal on the differences between the net book value of qualifying property, plant and equipment and their corresponding tax written down values. Also consideration is given for provision for retirement benefit which have not been paid in the year.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised based on the tax rates enacted by the end of the reporting period.

**3.16.4 Pillar Two Income Tax Exposure (OECD BEPS 2.0 Global Minimum Tax):**

The Group acknowledges the OECD/G20 Inclusive Framework on BEPS Pillar Two model rules, which introduce a global minimum tax rate of 15% for multinational enterprises (MNEs) with consolidated revenues of €750 million or more. As of the reporting date, Nigeria has not enacted domestic legislation implementing Pillar Two rules.

Consequently, in accordance with the amendments to IAS 12 (issued May 2023), the Group has applied the temporary exception from accounting for deferred taxes related to Pillar Two top-up tax exposures. This exception is applied consistently across all jurisdictions in which the Group operates.

The Group has assessed its potential exposure to future Pillar Two tax obligations based on current operations, and determined that it is presently not within the scope of the Pillar Two regime.

The Group continues to monitor the global tax reform developments and will evaluate the potential impact on its effective tax rate and compliance obligations once jurisdictional legislation is enacted and effective.

**3.17 Foreign currencies**

All transactions in foreign currencies are recorded in Naira at the rate of exchange ruling at the dates of the transactions. Monetary items are converted to Naira at the rates of exchange ruling at the reporting date. All differences arising there from are taken to the profit or loss.

Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

For the purposes of presenting consolidated and separate financial statements, the assets and liabilities of the Group's foreign operations are translated into Currency Units using exchange rates prevailing at the end of each reporting period. Income and expense items are translated at the average exchange rates for the period. Exchange differences arising, if any, are recognised in other comprehensive income and accumulated in equity (attributed to non-controlling interests as appropriate).

Goodwill and fair value adjustments on identifiable assets and liabilities acquired arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the rate of exchange prevailing at the end of each reporting period. Exchange differences arising are recognised in other comprehensive income and accumulated in equity.

**3.18 Dividends**

Dividends on ordinary shares to shareholders are recognised in equity in the period in which they are paid or, if earlier, approved by the shareholders at the Annual General Meeting.

**3.18.1 Unclaimed dividend**

Segregated accounts are maintained for unclaimed dividend. Unclaimed dividends are recoverable by shareholders within 12 years and actionable only when declared. Dividends unclaimed for over six years are transferred to the Unclaimed Funds Trust Fund (UFTF) in compliance with the Finance Act 2020.

**3.19 Retirement benefits****3.19.1 Defined contribution plan**

Payments to defined contribution retirement benefit plans are recognised as an expense when employees have rendered service entitling them to the contributions.

Retirement benefit plans for members of staff are structured through a defined contributory pension scheme, which is independent of the Group's finances and is managed by Pension Fund Administrators. The scheme, which is funded by contributions from both employees and employer at 8% and 10% respectively, is consistent with the Pension Reform Act 2014.

### 3. Material accounting policy information (Continued)

#### 3.19 Retirement benefits (Continued)

##### 3.19.2 Defined benefit plan

For defined benefit plans, the cost of providing benefits is determined using the Projected Unit Credit Method, with actuarial valuations being carried out periodically so that a provision for the present value of the estimated cost for liabilities due at the reporting date in respect of employees' terminal gratuities based on qualifying years of service and applicable emoluments as per operating collective agreement is being made in the statement of financial position.

##### 3.19.3 Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

##### 3.19.4 Other long-term employee benefits

The Group's net obligation in respect of long-term employee benefits is the amount of future benefit that employees have earned in return for their service in the current and prior periods. That benefit is discounted to determine its present value. Remeasurements are recognised in profit or loss in the period in which they arise.

##### 3.19.5 Termination benefits

Termination benefits are recognised as an expense when the Group is demonstrably committed, without realistic possibility of withdrawal, to a formal detailed plan to either terminate employment before the normal retirement date, or to provide termination benefits as a result of an offer made to encourage voluntary redundancy. Termination benefits for voluntary redundancies are recognised as an expense if the Group has made an offer of voluntary redundancy, it is probable that the offer will be accepted, and the number of acceptances can be estimated reliably. If benefits are payable more than 12 months after the reporting date, then they are discounted to their present value.

#### 3.20 Financial instruments

Financial assets and financial liabilities are recognised when a Group entity becomes a party to the contractual provisions of the instrument. Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit or loss) are added to or deducted from the fair value of the financial assets or financial liabilities, as appropriate, on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities at fair value through profit or loss are recognised immediately in profit or loss.

##### 3.20.1 Financial assets

###### 3.20.1.1 Recognition and Initial Measurement

Financial assets are recognised when the Group becomes a party to the contractual provisions of the instrument. At initial recognition, financial assets are measured at fair value, plus transaction costs that are directly attributable to the acquisition, except for financial assets classified at fair value through profit or loss (FVTPL), for which such costs are expensed in profit or loss.

###### 3.20.1.2 Classification

Under IFRS 9, the Group classifies financial assets into the following categories:

- Financial assets at amortised cost
- Financial assets at fair value through other comprehensive income (FVTOCI)
- Financial assets at fair value through profit or loss (FVTPL)

The classification depends on the business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

Amortised Cost: Financial assets are measured at amortised cost if both of the following conditions are met:

- The asset is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- The contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest (SPPI) on the principal amount outstanding.

### 3. Material accounting policy information (Continued)

#### 3.20 Financial instruments (Continued)

##### 3.20.1 Financial assets (Continued)

##### 3.20.1.2 Classification (Continued)

FVTOCI: Financial assets are measured at FVTOCI if:

- The asset is held within a business model in which assets are managed both to collect contractual cash flows and to sell the asset; and
- The contractual cash flows meet the SPPI test.

FVTPL: All other financial assets are classified at FVTPL, including:

- Assets held for trading
- Assets designated at FVTPL on initial recognition
- Equity instruments not designated at FVTOCI

##### 3.20.1.3 Subsequent Measurement

- Assets at amortised cost: measured at amortised cost using the effective interest method, less any impairment losses.
- Assets at FVTOCI: measured at fair value with changes in fair value recognised in OCI, except for impairment and foreign exchange gains/losses which are recognised in profit or loss.
- Assets at FVTPL: measured at fair value with all changes recognised in profit or loss.

##### 3.20.1.4 Determination of Net Gains/Losses

- Interest income on financial assets at amortised cost and FVTOCI is recognised using the effective interest method.
- Dividends from equity instruments at FVTPL or FVTOCI (if elected) are recognised in profit or loss when the Group's right to receive payment is established.
- Gains or losses on derecognition or changes in fair value are recognised according to the instrument's classification.

##### 3.20.1.5 Trade and other receivables

Trade and other receivables are initially recognised at fair value, and are subsequently classified as financial assets measured at amortised cost using the effective interest rate method. The provision for impairment of trade and other receivables is established when there is an indicator that the Group will not be able to collect all amounts due in accordance with the original terms of the credit given and includes an assessment of recoverability based on historical trend analyses and events that exist at reporting date. The amount of the provision is the difference between the carrying value and the present value of estimated future cash flows.

##### 3.20.1.6 Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, demand deposits and other short term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value. Bank overdrafts are not offset against positive bank balances unless a legally enforceable right of offset exists, and there is an intention to settle the overdraft and realise the net cash simultaneously, or to settle on a net basis. All short term cash investments are invested with major financial institutions in order to manage credit risk.

##### 3.20.1.7 Foreign exchange gains and losses

The fair value of financial assets denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of each reporting period. The foreign exchange component forms part of its fair value gain or loss. Therefore, for financial assets that are classified as at FVTPL, the foreign exchange component is recognised in profit or loss.

For foreign currency denominated debt instruments measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the financial assets and are recognised in the 'other gains and losses' line item in the profit or loss.

## 3. Material accounting policy information (Continued)

3.20.1.8 Impairment of financial assets

Financial assets that are measured at amortised cost are assessed for impairment at the end of each reporting period. Financial assets are considered to be impaired when there is an indicator that, as a result of one or more events that occurred after the initial recognition of the financial assets, the estimated future cash flows of the asset have been affected.

The Group recognises loss allowances for Expected Credit Losses (ECLs) on:

- Financial assets measured at amortised cost;
- Debt investments measured at FVOCI;
- Contract assets;
- Cash and Cash equivalents

The Group measures loss allowances at an amount equal to lifetime ECLs, except for the following, which are measured at 12-month ECLs:

- Debt securities that are determined to have low credit risk at the reporting date; and
- Other debt securities and bank balances for which credit risk (i.e. the risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

Loss allowances for trade receivables and contract assets are always measured at an amount equal to lifetime ECLs

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's historical experience and informed credit assessment and including forward-looking information.

The Group assumes that the credit risk of a financial asset increases with the length of the past-due period. The assumptions are based on historical loss rates.

Measurement of ECLs

ECLs are a probability-weighted estimate of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive).

ECLs are discounted at the effective interest rate of the financial asset.

Expected credit loss is calculated by:

- (1) identifying scenarios in which the trade receivable defaults;
- (2) estimating the cash shortfall that would be incurred under each scenario when a default were to happen;
- (3) multiplying that cash loss by the probability of the default happening; and
- (4) adding together the results of all possible default events.

For certain categories of financial asset, such as trade receivables, assets that are assessed not to be impaired individually are, in addition, assessed for impairment on a collective basis. Indicator of impairment for a portfolio of receivables could include the Group's past experience of collecting payments, an increase in the number of delayed payments in the portfolio past the average credit period of 60 days, as well as observable changes in national or local economic conditions that correlate with default on receivables.

The amount of the impairment loss recognised is the difference between the asset's carrying amount and the present value of estimated future cash flows reflecting the amount of collateral and guarantee, discounted at the financial asset's original effective interest rate.

The carrying amount of the financial asset is reduced by the impairment loss directly for all financial assets with the exception of trade receivables, where the carrying amount is reduced through the use of an allowance account. When a trade receivable is considered uncollectible, it is written-off against the allowance account. Subsequent recoveries of amounts previously written-off are credited against the allowance account. Changes in the carrying amount of the allowance account are recognised in profit or loss.

### 3. Material accounting policy information (Continued)

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 previously recognised impairment loss is reversed through profit or loss to the extent that the carrying amount of the investment at the date the impairment is reversed does not exceed what the amortised cost would have been had the impairment not been recognised.

#### 3.20.1.9 Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds received.

On derecognition of a financial asset measured at amortised cost, the difference between the asset's carrying amount and the sum of the consideration received and receivable is recognised in profit or loss.

In addition, on derecognition of a financial asset that is classified as fair value through other comprehensive income (FVTOCI), the cumulative gain or loss previously accumulated in the investments revaluation reserve is not reclassified to profit or loss, but is reclassified to retained earnings.

#### 3.20.2 Financial liabilities and equity instruments

##### 3.20.2.1 Classification as debt or equity

Debt and equity instruments issued by a Group entity are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangements and the definitions of a financial liability and an equity instrument.

##### 3.20.2.2 Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group are recognised at the proceeds received, net of direct issue costs.

##### 3.20.2.3 Financial liabilities

Financial liabilities are classified as either financial liabilities 'at FVTPL' or 'other financial liabilities'. The Group does not have financial liabilities classified as financial liabilities 'at FVTPL'.

##### Other financial liabilities

Other financial liabilities (including borrowings and trade and other payables) are subsequently measured at amortised cost using the effective interest method.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments (including all fees and points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial liability or (where appropriate) a shorter period, to the net carrying amount on initial recognition.

##### 3.20.2.4 Foreign exchange gains and losses

For financial liabilities that are denominated in a foreign currency and are measured at amortised cost at the end of each reporting period, the foreign exchange gains and losses are determined based on the amortised cost of the instruments and are recognised in the 'other net gains' line item (note 10) in the profit or loss.

The fair value of financial liabilities denominated in a foreign currency is determined in that foreign currency and translated at the spot rate at the end of the reporting period, for financial liabilities that are measured as at FVTPL, the foreign exchange component forms part of the fair value gains or losses and is recognised in profit or loss.

### 3. Material accounting policy information (Continued)

#### 3.20.2.5 De-recognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire. The difference between the carrying amount of the financial liability derecognised and the consideration paid and payable, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

#### 3.20.3 Foreign Currency Translation and Lack of Exchangeability

Foreign currency transactions are translated into the functional currency Nigerian Naira (NGN), using the spot exchange rate prevailing on the transaction date. Monetary assets and liabilities denominated in foreign currencies are retranslated at the exchange rate ruling at the reporting date.

Exchange differences arising from translation or settlement of such transactions are recognised in "Other Gains and Losses" in the consolidated and separate statement of profit or loss, except where they form part of a qualifying cash flow hedge.

In accordance with the IAS 21 amendment on Lack of Exchangeability (effective 1 January 2025), the Group assesses at each reporting date whether the NGN remains exchangeable for foreign currencies through normal market mechanisms. Where the Group determines that exchangeability is lacking in practice, the spot exchange rate is estimated using observable inputs from accessible and orderly market transactions, consistent with IFRS 13 valuation principles.

### 3. Material accounting policy information (Continued)

#### 3.21 Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation. When a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows (where the effect of the time value of money is material). When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

##### 3.21.1 Contingent liabilities

During the evaluation of whether certain liabilities represent contingent liabilities or provisions, management is required to exercise significant judgment. Based on the current status, facts and circumstances, management concluded that disputes with claimants (as disclosed in Note 33.1 and 37.3) should be classified as contingent liabilities with regards to the dispute amounts. On this basis, management assesses the risk amounts as described in Note 33.1.

#### 3.22 Related parties

Parties are considered to be related if one party has the ability to control or jointly control the other party or exercise significant influence over the other party in making financial and operating decisions. Key management personnel are also regarded as related parties. Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly, including all executive and non-executive directors. Related party transactions are those where a transfer of resources or obligations between related parties occur, regardless of whether or not a price is charged.

#### 3.23 Earnings per share

The Group presents basic earnings per share (EPS) for its ordinary shares. Basic earnings per share (EPS) is calculated by dividing the profit or loss attributable to ordinary shareholders of the Group by the weighted average number of ordinary shares in issue during the year. Diluted earnings per share are calculated using fully diluted shares outstanding (i.e. including the impact of stock option grants and convertible bonds).

#### 3.24 Segment reporting

Segment information is presented in respect of the Group's business segments. The Group has four segments, Building, Civil, Services and Diversification.

A segment is a distinguishable component of the Group that is engaged in providing related products or services (business segment) or in providing products or services within a particular economic environment (geographical segment), which is subject to risk and rewards that are different from those of other segments.

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

### 3. Material accounting policy information (Continued)

#### 3.24 Segment reporting (Continued)

Transfer prices between operating segments are set on an arm's length basis. Operating assets and liabilities consist of property, plant, and equipment, goodwill and intangible assets, trade receivables/payables, inventories and other assets and liabilities, such as provisions, which can be reasonably attributed to the reported operating segments. Non-operating assets and liabilities mainly include current and deferred income tax balances, postemployment benefit assets/liabilities and financial assets/liabilities such as cash, marketable securities, investments and debt.

#### 3.25 Impairment

At the end of each reporting period, the Group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. Where a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest Group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or a cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or the cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

#### 3.26 Transfer pricing

Transactions between entities in the Group and Related Parties are carried on in a manner consistent with the arm's length principle using the appropriate transfer pricing method.

#### 3.27 Decommissioning provisions

The provision for decommissioning serves to cover the costs associated with the decommissioning of assets. Decommissioning costs are provided at the present value of expected costs to settle the obligation using estimated cash flows and are recognised as part of the cost of the particular asset. The estimated future costs of decommissioning are reviewed annually and adjusted as appropriate. Changes in the estimated future costs or in the discount rate applied for existing obligations are added to or deducted from the cost of the asset. Estimated future costs for decommissioning obligations arising after the related asset is brought into use are recognised in the Profit or loss.

#### 3.28 Finance Cost and Investment Income

Financial Cost include interest on loans, overdraft and related facilities as well as net fair value gains and losses on financial assets at fair value through profit or loss, net gains on the re-measurement to fair value of any pre-existing available-for-sale interest in an acquiree, and net gains on hedging instruments that are recognized in the profit or loss.

Investment Income comprises of interest income earned on funds invested, interest earned on the provision of funds related to Financing agreements, and dividend income recognized in the Statement of income on the date that the Company's right to receive payment is established, which in the case of quoted securities is normally the ex-dividend date.

#### 4. Critical judgement areas and estimation of key sources of uncertainty

In the application of the Group's accounting policies, which are described in note 3, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period or in the period of the revision and future periods if the revision affects both current and future periods.

##### 4.1 Critical judgments in applying the Group's accounting policies

The following are the critical judgements, apart from those involving estimations (which are dealt with separately below), that the Directors have made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in the consolidated financial statements.

###### 4.1.1 Taxes

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

###### 4.1.2 Judgements in determining the timing of satisfaction of performance obligations

In making their judgement, the directors considered the detailed criteria for the recognition of revenue set out in IFRS 15 and, in particular, whether the Group had transferred control of the goods to the customer or received acknowledgment of the services provided.

###### 4.1.3 Allowance for doubtful debts/receivables

As explained in note 3.20.1.8, Expected Credit Losses (ECL) are measured as an allowance equal to 12-month ECL for stage 1 assets, or lifetime ECL for stage 2 or stage 3 assets. An asset moves to stage 2 when its credit risk has increased significantly since initial recognition. IFRS 9 does not define what constitutes a significant increase in credit risk. In assessing whether the credit risk of an asset has significantly increased the Group takes into account qualitative and quantitative reasonable and supportable historical as well as forward looking information.

###### 4.1.4 Review of the useful lives of tangible assets

The Directors believe that the consumption pattern on items of property, plant and equipment is such that the book value is spread equally over the useful life of the assets. The judgment exercised is based on past experience with similar assets, technological obsolescence and declining residual values.

###### 4.1.5 Write down of inventories to net realisable value

Inventories are measured at the lower of cost and net realizable value. Net realizable value represents the estimated selling price for inventories less estimated costs of completion and costs necessary to make the sale. Management has written down inventories that are obsolete to a nil value after considering the non-movements and non-usability of these inventory items for two (2) years. Write-back of previous allowances on inventory are effected when the items are subsequently put into use.

##### 4.2 Key sources of estimation uncertainty

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

#### 4. Critical judgements areas and estimation of key sources of uncertainty (Continued)

##### 4.2.1 Provision for gratuity

Within the Group, Julius Berger Nigeria Plc (the Company) operates an unfunded defined benefit scheme which entitles staff who put in a minimum qualifying working period of five years to gratuity upon leaving the employment of the Company. IAS 19 requires the application of the Projected Unit Credit Method for actuarial valuations. Actuarial measurements involve the making of several demographic projections regarding mortality, rates of employee turnover etc and financial projections in the area of future salaries and benefit levels, discount rate, inflation etc.

##### 4.2.2 Impairment loss on property, plant and equipment

Management considered various factors in evaluating property, plant, and equipment for impairment, including physical damage from accidents, technological obsolescence, and declines in value. However, no impairment is recognized for damaged equipment that can be restored to operational condition in the Group's workshops if its fair value less costs to sell, after repair, exceeds its book value. Assets that cannot be repaired are scrapped or reclassified as 'held for sale.' In assessing fair value less costs to sell, management relied on recent sales of similar assets to provide the best estimate of the amount that could be obtained from a disposal at arm's length, less disposal costs, as of the reporting date.

##### 4.2.3 Calculation of loss allowance

When measuring the expected credit loss (ECL) the Group uses reasonable and supportable forward looking information, which is based on assumptions for the future movement of different economic drivers and how these drivers will affect each other.

Loss given default is an estimate of the loss arising on default. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, taking into account cash flows from collateral and integral credit enhancements. In the absence of objective evidence to the contrary, net receivables with an expected remaining maturity of more than three years shall be deemed to have defaulted. Additionally, any receivable for which there is objective evidence that the counterparty is unlikely to settle its contractual obligations in full shall also be considered to have defaulted, irrespective of the number of days past due.

##### 4.2.4 Goodwill Valuation

The Group determines the value in use of its investments using the free cash flow model, which is a variant of the income approach. The income approach indicates the value of a business based on the present value of the cash flow that the business is expected to generate in the future. The cash flows are discounted to their present value using a discount rate derived from the Weighted Average Cost of Capital (WACC). The estimates and assumptions used in the WACC includes the risk-free rate (RfR), adjusted equity risk premium (ERP), unlevered beta, tax rate, and terminal growth rate (TGR). The estimates and assumptions applied in the valuation are obtained from reliable sources.

## 5. Changes in accounting policies and estimates

Except for the changes below, the Group has consistently applied the accounting policies to all periods presented in these consolidated financial statements.

### 5.1 Unclaimed Dividends

During the year, the Group changed its accounting policy for unclaimed dividends to reflect the requirements of the Finance Act 2020 and the Securities and Exchange Commission (SEC) directive on unclaimed funds.

Under the revised legislation, dividend amounts outstanding for more than six (6) years are required to be transferred to the Unclaimed Funds Trust Fund (UFTF) managed by the Debt Management Office (DMO). Accordingly, unclaimed dividend liabilities that reach six years are derecognised and the corresponding amount is transferred to the UFTF.

This change has been applied prospectively, consistent with IAS 8.29(b), as the change arises from new statutory requirements. There was no restatement of comparative figures.

### 5.2 Assets Held for Sale (IFRS 5)

The Group has revised its accounting policy for assets classified as held for sale in order to enhance prudence and reflect recoverability conditions in the Nigerian market.

Under the previous policy, such assets were measured at the lower of carrying amount and fair value less costs to sell, in accordance with IFRS 5. Under the new policy, assets classified as held for sale for more than 12 months are fully impaired.

Management conducted an impact assessment to estimate the prior years' impact which was deemed not material.

### 5.3 Credit Risk and Default Definition for Trade Receivables

The Group updated its credit-risk assessment methodology relating to trade receivables.

Under the revised estimate, receivables that remain outstanding for more than three (3) years are considered to be in default, unless objective evidence indicates otherwise.

The change has been applied prospectively, and its effect is included in the impairment charge for the year.

## 6. Revenue

## 6.1 Disaggregated revenue information

Group	Government		Private		Total Reportable Segments	
	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
Primary geographical markets						
Africa	570,416,834	448,451,544	141,049,101	59,629,494	711,465,935	508,081,038
Europe	26,586,482	-	21,820,679	58,624,423	48,407,161	58,624,423
	<b>597,003,316</b>	<b>448,451,544</b>	<b>162,869,780</b>	<b>118,253,917</b>	<b>759,873,096</b>	<b>566,705,461</b>
Major product/services lines						
Civil works	430,708,669	312,502,053	1,066,071	161,766	431,774,740	312,663,820
Building works	104,627,163	101,061,675	87,626,523	29,882,038	192,253,686	130,943,713
Services	44,043,302	33,373,813	73,923,358	86,245,384	117,966,660	119,619,196
Diversification	17,624,182	1,514,003	253,828	1,964,729	17,878,010	3,478,732
	<b>597,003,316</b>	<b>448,451,544</b>	<b>162,869,780</b>	<b>118,253,917</b>	<b>759,873,096</b>	<b>566,705,461</b>
Timing of revenue recognition						
At a point in time	38,587,244	33,373,812	70,270,156	88,210,113	108,857,400	121,583,926
Over time	558,416,072	415,077,732	92,599,624	30,043,804	651,015,696	445,121,535
	<b>597,003,316</b>	<b>448,451,544</b>	<b>162,869,780</b>	<b>118,253,917</b>	<b>759,873,096</b>	<b>566,705,461</b>

Company	Government		Private		Total Reportable Segments	
	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
Primary geographical markets						
Nigeria	570,416,834	448,451,544	117,113,588	44,647,285	687,530,422	493,098,829
Europe	-	-	-	-	-	-
	<b>570,416,834</b>	<b>448,451,544</b>	<b>117,113,588</b>	<b>44,647,285</b>	<b>687,530,422</b>	<b>493,098,829</b>
Major product/services lines						
Civil works	430,708,669	312,502,053	-	161,766	430,708,669	312,663,820
Building works	104,627,163	101,061,675	84,135,583	26,301,514	188,762,746	127,363,189
Services	17,456,820	33,373,813	32,858,252	16,266,670	50,315,072	49,640,483
Diversification	17,624,182	1,514,003	119,753	1,917,335	17,743,935	3,431,338
	<b>570,416,834</b>	<b>448,451,544</b>	<b>117,113,588</b>	<b>44,647,285</b>	<b>687,530,422</b>	<b>493,098,829</b>
Timing of revenue recognition						
At a point in time	17,456,820	33,373,812	32,978,005	18,184,006	50,434,825	51,557,818
Over time	552,960,014	415,077,732	84,135,583	26,463,279	637,095,597	441,541,011
	<b>570,416,834</b>	<b>448,451,544</b>	<b>117,113,588</b>	<b>44,647,285</b>	<b>687,530,422</b>	<b>493,098,829</b>

## 6. Revenue

### 6.2 Contract Balances

#### 6.2.1 Revenue Recognised from Contract Liabilities

The Group recognised revenue of ₦243.1 billion in 2025 (2024: ₦248.1 billion) that was included in the contract liability balance at the beginning of the reporting period. This amount primarily related to advance payments received from customers under long-term construction and service contracts for which the performance obligations were subsequently fulfilled during the period.

#### 6.2.2 Revenue Recognised from Contract Assets

The Group recognised revenue of ₦61.4 billion in 2025 (2024: ₦41.6 billion) that was included in the contract asset balance at the beginning of the reporting period. The amounts related to performance obligations that have been satisfied or partially satisfied in previous periods but did not yet meet the conditions for revenue recognition due to pending clients certifications.

#### 6.2.3 Impact of customer payments on contract assets and contract liabilities

Significant payment terms related to the satisfaction of performance obligations are described in Note 6.3.

Contract Assets are not directly impacted by the timing of the customers payments.

Payments received from clients ahead to the performance fulfilled (typically Advance Payments) are recognized as Contract Liabilities. Subsequent recognition as revenue is tied to the corresponding fulfillment of performance obligations following clients' approval on billed progress.

#### 6.2.4 Changes in the Time Frame for Revenue Recognition

There were no changes in the timing for the recognition of revenues from contract assets or contract liabilities compared to previous periods.

### 6.3 Performance obligations

The Groups Performance obligations include obligations arising from a contract, regardless of whether they have already been recognized as contract liabilities. The amount of performance obligations consist of contract values for which performance obligations are yet to be fulfilled. Where an exact determination of performance obligations is not feasible, the Group considers approximate planning values based on reasonable estimates.

The nature of the Group's performance obligations and the method of fulfillment and significant payment terms are summarised below:

#### Civil and building works

Performance obligations for civil and building works are satisfied over time along with the progress of construction works performed. Customer payments are typically structured as advance payments, milestone or progress billings tied to certification of works performed.

#### Services

Performance obligations for services are satisfied either over time or upon the completion of the services. Payments are typically due upon the customer's approval of invoiced progress or upon completion of the contractual services.

#### Diversification

For construction activities in new regional markets, performance obligations are satisfied over time along with the progress of construction works performed. Customer payments are typically structured as advance payments, milestone or progress billings tied to certification of works performed.

#### 6.4 Transaction price allocated to the remaining performance obligations

The following table includes revenue expected to be recognised in the future related to performance obligations that are unsatisfied (or partially unsatisfied) at the reporting date.

	Group			Company		
	2026 N'000	2027 onwards N'000	Total N'000	2026 N'000	2027 onwards N'000	Total N'000
Civil Works	288,000,000	309,000,000	597,000,000	280,000,000	296,000,000	576,000,000
Building Works	384,000,000	77,000,000	461,000,000	367,500,000	70,000,000	437,500,000
Services	141,000,000	167,000,000	308,000,000	52,500,000	48,000,000	100,500,000
Diversification	30,000,000	48,000,000	78,000,000	-	-	-
<b>Total</b>	<b>843,000,000</b>	<b>601,000,000</b>	<b>1,444,000,000</b>	<b>700,000,000</b>	<b>414,000,000</b>	<b>1,114,000,000</b>

All contracts with customers have been considered in the amounts presented above.

The revenue related to unsatisfied or partially satisfied performance obligations as at 31 December 2025 is expected to be recognised mainly over the next two financial years and also beyond. Management periodically reassesses the expected timing of revenue recognition based on project progress and prevailing site or market conditions.

## 7. Segmental analysis

The Company has determined its business segments based on the information reviewed for the purpose of efficiently allocating resources for the execution of its operations. The Company assesses the performance of business segments based on a measure of adjusted Earning Before Interest and Tax (EBIT). This measurement basis excludes investment income, finance costs and taxes. These income and expenditures are not allocated to segments, as this type of activity is driven by the central treasury function, which manages the cash position of the Group.

Julius Berger Nigeria Plc has three core business segments which offer civil works, building works and services to third parties across Nigeria and abroad. The fourth business segment reported as diversification comprises opportunities developed by the Company that are operationally new and contribute to the Group's results. Principal activities in the latter are described in Note 7.1. Julius Berger Nigeria Plc is organised by operational regions, which manage and report progress for all business segments within their respective region. The Company has an institutionalised framework (under the leadership of the Managing Director) which regularly reviews the performance of the operational regions.

### 7.1 Principal segment activities

#### Civil works

This segment provides professional services in the areas of engineering, construction and maintenance for a wide range of infrastructure works. This include:

- Essential traffic networks in, around and between the major cities of the country.
- Turnkey harbours, wharfs, jetties, loading installations and warehouses.
- Refurbishment and construction of airports in conformity with global aviation regulations.
- Design and construction of auxiliary buildings for factories, oil and gas installations and power plants for the oil, gas and energy sector.

The civil works of the subsidiary, Julius Berger Free Zone Enterprise are captured here as well.

#### Building works

This segment provides professional services in a wide range of building areas. They include:

- Design and construction of buildings that meet the Leadership in Energy and Environmental Design (LEED) standards for certification.
- Design and construction of administration, commercial and industrial buildings, hotels, hospitals, sports facilities and residential districts.

Building works executed by the Subsidiaries Julius Berger Free Zone Enterprise as well as Abumet Nigeria Limited are captured here.

## 7. Segmental analysis (Continued)

## 7.1 Principal segment activities (Continued)

Services

This segment includes all other services of the Company which are indirectly linked to the core business:

Facility management solutions, which ensure that the useful life of a building is extended and repair or renovation costs are significantly reduced.

This segment also comprises additional service-related income streams including rental income, diesel and bitumen sales, equipment services, and other ancillary activities that support project execution and enhance the Group's operational capacities.

Services by Subsidiaries and Business Units which are offered to Company and external clients:

- Stevedoring and port operation services of Julius Berger Services Nigeria Limited, Warri.
- Design and engineering services of Primetech Design and Engineering Nigeria Limited.
- Medical services of Julius Berger Medical Services Limited.
- Design, Engineering and Procurement Services by Julius Berger International GmbH.
- Activities of Julius Berger Investment Limited to ensure further diversification of the Group.
- The business unit Abuja Furniture Production which supplies high quality furniture and interior fittings.

Diversification

The segment comprises of the business unit Cashew Processing in Epe, Lagos. This includes the purchase, processing of raw cashew nuts and sale of cashew kernels and other cashew products. Diversification further comprises the Groups expanded Construction Business into new regional Markets. In the Financial Year 2024, the Group commenced operational Business in Benin Republic which is reported within this segment.

	Group		Company	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
7.2 Segment revenue				
Class of business:	N'000	N'000	N'000	N'000
Civil works	431,774,740	312,663,820	430,708,669	312,663,820
Building works	192,253,686	130,943,713	188,762,746	127,363,188
Services	117,966,660	119,666,590	50,315,072	49,640,483
Diversification	17,878,010	3,431,338	17,743,935	3,431,338
Total revenue	<u>759,873,096</u>	<u>566,705,461</u>	<u>687,530,422</u>	<u>493,098,829</u>
7.3 Segment profit and results				
Class of business:				
Civil works	19,006,419	1,897,481	19,006,419	1,897,481
Building works	11,272,822	4,307,893	8,329,769	772,936
Services	9,475,654	7,058,211	2,220,318	387,582
Diversification	(9,842,721)	(562,409)	(9,842,720)	(562,409)
Unallocated intercompany profit	-	-	6,227,278	-
Operating profit of segments	<u>29,912,174</u>	<u>12,701,176</u>	<u>25,941,064</u>	<u>2,495,590</u>
Investment Income	16,389,765	20,254,132	18,341,171	18,719,547
Net financing (cost)/income	(5,351,654)	(3,382,623)	(7,200,953)	(7,395,686)
Profit before income tax	<u>40,950,285</u>	<u>29,572,685</u>	<u>37,081,282</u>	<u>13,819,451</u>

7.3.1 The accounting policies of the reportable segments are the same as the Group's accounting policies described in note 3. Segment profit/(loss) represents the operating profit/(loss) earned by each segment including the cost allocation of central administrative functions and directors' salaries, excluding investment income and finance costs.

## 7.4 Information about major customers

Included in the revenue reported by the Group there are three clients whose individual balances of N117.2 billion, N111.2 billion and N87.0bn represent more than 10% of the total revenue reported by the Group (2024: one client with a balance of N157.5 billion). No other single client contributed 10% or more to the Group's revenue for 2025.

## 7.5 Segment assets and liabilities

Class of business:	Group					
	31 December 2025			31 December 2024		
	Segment assets	Segment liabilities	Segment net assets/liabilities	Segment assets	Segment liabilities	Segment net assets/liabilities
	N'000	N'000	N'000	N'000	N'000	N'000
Civil works	271,417,305	(320,561,163)	(49,143,858)	286,462,192	(293,036,045)	(6,573,853)
Building works	121,664,253	(142,730,080)	(21,065,827)	121,180,917	(122,723,595)	(1,542,677)
Services	115,881,504	(135,637,992)	(19,756,488)	133,719,512	(147,999,414)	(14,279,903)
Diversification	32,583,735	(16,080,274)	16,503,461	4,440,662	-	4,440,662
	<u>541,546,797</u>	<u>(615,009,509)</u>	<u>(73,462,712)</u>	<u>545,803,283</u>	<u>(563,759,054)</u>	<u>(17,955,771)</u>
Net cash	192,147,492	(12,931,445)	179,216,047	162,381,331	(4,608,876)	157,772,455
Unallocated assets/(liabilities)	346,969,996	(164,512,221)	182,457,775	314,850,271	(108,887,239)	205,963,032
	<u>1,080,664,285</u>	<u>(792,453,175)</u>	<u>288,211,110</u>	<u>1,023,034,885</u>	<u>(677,255,169)</u>	<u>345,779,716</u>

Class of business:	Company					
	31 December 2025			31 December 2024		
	Segment assets	Segment liabilities	Segment net assets/liabilities	Segment assets	Segment liabilities	Segment net assets/liabilities
	N'000	N'000	N'000	N'000	N'000	N'000
Civil works	272,190,008	(364,746,219)	(92,556,211)	311,610,938	(358,452,930)	(46,841,992)
Building works	120,096,734	(159,853,987)	(39,757,253)	128,111,653	(146,015,321)	(17,903,668)
Services	37,214,973	(57,540,647)	(20,325,674)	46,308,182	(61,580,579)	(15,272,397)
Diversification	32,583,736	(16,080,274)	16,503,462	4,440,662	-	4,440,662
	<u>462,085,451</u>	<u>(598,221,127)</u>	<u>(136,135,676)</u>	<u>490,471,435</u>	<u>(566,048,830)</u>	<u>(75,577,395)</u>
Net cash	126,302,282	(12,931,402)	113,370,880	123,063,030	(4,608,875)	118,454,155
Unallocated assets/(liabilities)	357,316,541	(109,060,827)	248,255,714	286,106,847	(108,059,321)	178,047,526
	<u>945,704,274</u>	<u>(720,213,356)</u>	<u>225,490,918</u>	<u>899,641,312</u>	<u>(678,717,026)</u>	<u>220,924,286</u>

The amounts provided to the management with respect to total assets are measured in a manner consistent with that of the financial statements. These assets are allocated based on the operations of the segment and the physical location of the assets.

Unallocated net assets/(liabilities) principally comprise assets/(liabilities) which are not categorised as part of those of the segments in the group. These are not directly attributable to the activities of the individual segments.

For the purposes of monitoring segment performance and allocating resources between segments the management monitors the tangible and financial assets & liabilities attributable to each segment. All assets and liabilities are allocated to reportable segments with the exception of cash and cash equivalents, investments in subsidiaries, borrowings, tax assets and liabilities, deferred tax assets and liabilities and retirement benefits. Assets used jointly by reportable segments are allocated on a rational basis after considering the revenues earned by individual reportable segments.

	Group		Company	
	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
8. Revenue				
Construction contracts	641,652,607	445,121,536	637,095,596	441,541,011
Rendering of services	113,126,479	116,035,438	45,474,891	46,056,725
Sale of cashew products	146,834	1,964,729	12,759	1,917,335
Rental income	4,947,176	3,583,758	4,947,176	3,583,758
	<u>759,873,096</u>	<u>566,705,461</u>	<u>687,530,422</u>	<u>493,098,829</u>
9. Investment income				
Interest income	16,389,765	20,254,132	12,858,519	18,232,547
Dividend received	-	-	5,482,652	487,000
	<u>16,389,765</u>	<u>20,254,132</u>	<u>18,341,171</u>	<u>18,719,547</u>

Interest income is generated from interest gains on fixed deposit.

10. Other net gains				
Gain from sale of property, plant and equipment	8,060,336	15,368,206	16,130,705	15,300,964
Net foreign exchange gains (Note 10.1)	36,708,237	11,109,952	36,428,192	5,132,398
Other miscellaneous income	3,126,139	23,868,843	22,088,143	23,831,506
Other miscellaneous expenses	(113,564)	(23,831,506)	(21,226,940)	(23,831,506)
Impairment of Goodwill	(2,168,028)	-	-	-
Provision for Withholding Tax	(199,117)	(920,591)	(120,638)	(764,644)
	<u>45,414,003</u>	<u>25,594,904</u>	<u>53,299,462</u>	<u>19,668,718</u>
10.1 Net foreign exchange gains				
Realised net foreign exchange gains/(losses)	34,280,620	(6,772,863)	32,280,141	(5,813,302)
Unrealised net foreign exchange gains	2,427,617	17,882,815	4,148,051	10,945,700
	<u>36,708,237</u>	<u>11,109,952</u>	<u>36,428,192</u>	<u>5,132,398</u>
11. Finance costs				
Interest on overdraft	735,410	197,484	735,410	197,484
Interest on intragroup loan	-	-	1,556,833	3,494,482
Guarantee cost	138,547	92,678	138,490	68,737
Bank commission	733,477	469,470	681,150	336,596
Interest on Lease Liabilities	2,631,862	2,502,914	308,236	86,325
Intercompany interest charges	-	-	3,485,850	2,792,381
Other finance charges	1,112,358	120,077	294,984	419,681
	<u>5,351,654</u>	<u>3,382,623</u>	<u>7,200,953</u>	<u>7,395,686</u>

12. Professional Fees

The total remuneration for the auditors and tax consultants of the group and its subsidiaries, related to the annual audit and the annual tax computation provided to the group, is analyzed below:

	Group		Company	
	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
Audit fees	434,405	357,381	183,000	150,000
Other fees:				
Audit support services	55,000	-	55,000	-
Tax compliance services	41,361	39,922	6,380	6,000
Tax advisory services	6,140	4,000	4,620	4,000
Total fees	<u>536,906</u>	<u>401,303</u>	<u>249,000</u>	<u>160,000</u>

## 12. Professional Fees (Continued)

## 12.1 Non-Audit Services

Other services than the above rendered by the Group Auditors:

	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
Non-audit related fees	-	23,603	-	23,603
Audit technical support and reviews	55,000	-	55,000	-
<b>Total Fees for other services</b>	<b>55,000</b>	<b>23,603</b>	<b>55,000</b>	<b>23,603</b>

Highlighted below are details of other professionals who rendered non - audit services.

Name of signer	FRC Number	Name of firm	FRC number	Services rendered
Miller Kingsley	FRC/2023/COY/209403	Ernst & Young	FRC/2012/NAS/0000002392	Actuarial valuation services
Oseji Hyacinth Ike	FRC/2012/00000000552	Osas & Oseji Estate Surveyor	FRC/2020/PRO/NIESV/002/00000020162	Asset valuation services
Olumide Esan	FRC/2022/COY/091021	Deloitte	FRC/2023/PRO/ICAN/004/179114	Tax compliance services

## 13. Staff costs and employee numbers excluding key management personnel

	Group		Company	
	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
Wages and salaries including social security cost	156,810,244	154,082,925	106,820,652	107,152,496
Defined benefit plans (Note 30.1.3.)	2,071,699	883,187	1,668,235	750,792
Defined contribution (30.1.1.)	6,425,852	4,224,761	6,137,373	3,998,099
	<b>165,307,795</b>	<b>159,190,873</b>	<b>114,626,260</b>	<b>111,901,387</b>

The average number of employees are:

	Number	Number	Number	Number
Senior management	65	67	34	36
Senior staff	1,061	1,005	616	593
Junior staff	7,733	8,347	7,210	7,820
	<b>8,859</b>	<b>9,419</b>	<b>7,860</b>	<b>8,449</b>

Analysed as follows:

	Number	Number	Number	Number
Senior management	15,780,478	18,117,436	11,345,332	10,297,228
Senior staff	114,234,146	103,193,696	66,758,586	66,575,112
Junior staff	35,293,171	37,879,741	36,522,342	35,029,047
	<b>165,307,795</b>	<b>159,190,873</b>	<b>114,626,260</b>	<b>111,901,387</b>

The average number of people employed are as follows:

	Number	Number	Number	Number
Civil works	4,313	4,681	4,313	4,682
Building works	2,701	2,237	2,413	1,961
Services	1,816	2,484	1,105	1,791
Diversification	29	17	29	15
	<b>8,859</b>	<b>9,419</b>	<b>7,860</b>	<b>8,449</b>

Number of employees in receipt of emoluments within the bands listed below are:

	Number	Number	Number	Number
Up to - N500,000.00	212	907	204	875
N500,001.00 - N1,000,000.00	209	1,043	201	1,022
N1,000,001.00 - N2,000,000.00	2,346	3,055	2,311	2,886
N2,000,001.00 - N3,000,000.00	2,075	1,413	1,847	1,271
Above N3,000,000.00	4,017	3,001	3,297	2,395
	<b>8,859</b>	<b>9,419</b>	<b>7,860</b>	<b>8,449</b>

## 14. Taxation

## 14.1 Income tax recognised in profit or loss or other comprehensive Income

	Group		Company	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
	N'000	N'000	N'000	N'000
Current tax				
Current tax expense in respect of the current year	11,282,741	6,967,430	5,885,810	4,397,831
Tertiary education tax calculated at 3.0% of assessable profit (2024: 3.0%)	782,071	279,066	598,600	51,407
Capital Gain Tax	767,780	639,564	767,457	636,857
Police trust fund levy in the current year	2,126	975	1,854	692
Adjustments in relation to the current tax of prior years	9,574,335	1,833,153	6,502,940	1,746,233
Deferred tax				
Deferred tax charged in the current year	35,044,433	24,710,774	33,079,050	21,297,458
Total income tax expense recognised in the current year	<u>57,453,486</u>	<u>34,430,962</u>	<u>46,835,711</u>	<u>28,130,478</u>
The income tax expense for the year can be reconciled to the accounting profit as follows:				
Profit before tax from operations	40,950,285	29,572,685	37,081,282	13,819,451
Expected income tax expense calculated at 30% (2024: 30%)	12,285,086	9,017,905	11,124,384	4,145,835
Tertiary education tax expense calculated at 3.0% (2024: 3.0%)	1,228,509	887,181	1,112,438	1,197,425
Police trust fund levy in the current year	1,880	725	692	692
Effect of expenses that are not deductible in determining taxable profit	6,374,986	(185,622)	1,519,147	1,489,068
Consolidation Adjustment	2,518,592	-	-	-
Deferred tax expense recognised in the current year	35,044,433	24,710,774	33,079,050	21,297,458
Income tax expense recognised in the year	<u>57,453,486</u>	<u>34,430,963</u>	<u>46,835,711</u>	<u>28,130,478</u>
Relating to profit or loss	10,782,674	14,065,892	164,899	7,765,407
Relating to other comprehensive income	46,670,812	20,365,071	46,670,812	20,365,071
Income tax expense recognised in the year	<u>57,453,486</u>	<u>34,430,963</u>	<u>46,835,711</u>	<u>28,130,478</u>

The tax rate used for the reconciliations above is the corporate tax rate of 30% payable by corporate entities in Nigeria on taxable profits under the Companies Income Tax Act.

As of 31 December 2025, the Group is not subject to any enacted Pillar Two income tax regime. No Pillar Two top-up tax has been recognised or disclosed as a liability, in accordance with the transitional relief provided under the amendments to IAS 12.

	Group		Company	
	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
<b>14.2 Current tax liabilities</b>				
Income Tax (Note 14.2.1)	13,097,285	8,112,518	7,253,721	5,086,787
P.A.Y.E.	1,193,371	1,388,644	1,193,371	1,388,644
Withholding Tax	1,836,244	2,772,454	1,836,244	2,772,454
VAT	6,980,337	4,111,927	6,980,337	4,111,927
Stamp Duty	838,772	838,141	838,772	838,141
Other current tax liabilities	176,466	140,391	176,452	140,391
	<u>24,122,475</u>	<u>17,364,075</u>	<u>18,278,897</u>	<u>14,338,344</u>
<b>14.2.1. Income tax payable:</b>				
Company Income tax	11,545,308	7,192,913	5,885,810	4,397,831
Tertiary education tax payable	782,071	279,066	598,600	51,407
Police trust fund levy in the current year	2,126	975	1,854	692
Capital gains tax payable	767,780	639,564	767,457	636,857
	<u>13,097,285</u>	<u>8,112,518</u>	<u>7,253,721</u>	<u>5,086,787</u>
<b>14.3 Deferred tax assets and liabilities</b>				
	31/12/2025 N'000	31/12/2024 N'000	31/12/2025 N'000	31/12/2024 N'000
Deferred tax assets	28,702,355	13,379,617	23,631,770	9,132,885
Deferred tax liabilities	(100,451,360)	(50,084,189)	(84,797,343)	(37,219,408)
Deferred tax liabilities (net)	<u>(71,749,005)</u>	<u>(36,704,572)</u>	<u>(61,165,573)</u>	<u>(28,086,523)</u>
<b>Movements during the year</b>				
Balance at beginning of year	(36,704,572)	(11,993,797)	(28,086,523)	(6,789,066)
Credited/(Charged) to profit or loss	11,626,379	(4,345,703)	13,591,762	(932,386)
Charged to other comprehensive income	(46,670,812)	(20,365,071)	(46,670,812)	(20,365,071)
Balance at 31 December	<u>(71,749,005)</u>	<u>(36,704,571)</u>	<u>(61,165,573)</u>	<u>(28,086,523)</u>
<b>Deferred tax assets</b>				
Investment Property	1,032,096	115,856	1,032,096	115,856
Provisions	27,326,637	12,716,340	22,887,780	9,017,029
Unrealised foreign exchange	197,164	19,865	-	-
Tax losses	434,565	527,556	-	-
Assets held for Sale	(288,107)	-	(288,106)	-
	<u>28,702,355</u>	<u>13,379,617</u>	<u>23,631,770</u>	<u>9,132,885</u>
<b>Deferred tax liabilities</b>				
Property, plant and equipment	(16,666,749)	(14,228,851)	(15,893,583)	(13,242,256)
Right of use Assets	(226,280)	-	(226,280)	-
Unrealised foreign exchange	(4,154,874)	(5,703,028)	(1,360,857)	(3,612,081)
Goodwill	(12,086,834)	(9,787,239)	-	-
Land Asset Revaluation	(67,316,623)	(20,365,071)	(67,316,623)	(20,365,071)
	<u>(100,451,360)</u>	<u>(50,084,189)</u>	<u>(84,797,343)</u>	<u>(37,219,408)</u>

15. Earnings per share

Basic and diluted earnings per share are shown on the face of the statement of profit or loss and other comprehensive income.

The earnings and weighted average number of ordinary shares used in the calculation of basic and diluted earnings per share are as follows:

	Group		Company	
	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
Earnings				
Earnings for the purpose of basic earnings and diluted earnings per share being net profit attributable to equity holders of the Company	29,907,784	15,259,727	36,916,383	6,054,044
Number of shares				
Weighted average number of ordinary shares for the purpose of basic and diluted earnings per share	1,600,000	1,600,000	1,600,000	1,600,000
Effect of dilutive potential ordinary shares:				
Bonus share	-	-	-	-
Weighted average number of ordinary shares for the purpose of diluted earnings per share.	1,600,000	1,600,000	1,600,000	1,600,000
Earnings per 50k share (Naira) - Basic	18.69	9.54	23.07	3.78
Earnings per 50k share (Naira) - Diluted	18.69	9.54	23.07	3.78

## 16. Property, plant and equipment

Group	Land	Buildings	Plant & Machinery	Office Equipment	IT Equipment	Work in Progress	Total
Cost:	N '000	N '000	N '000	N '000	N '000	N '000	N '000
As at 1 January 2024	7,708,112	16,654,941	165,401,419	3,314,143	99,091	-	193,177,706
Additions	298,166	342,492	5,878,556	133,862	334,316	-	6,987,392
Disposal	(901,781)	(9,108)	(1,816,617)	(10,401)	-	-	(2,737,907)
Revaluation of Landed Properties	203,888,782	-	-	-	-	-	203,888,782
Reclassification	-	-	-	(268,536)	268,536	-	-
Exchange Differences	-	-	-	738,680	360,355	-	1,099,035
Reclassification to held for sale	-	-	(9,312,925)	-	-	-	(9,312,925)
As at 1 January 2025	210,993,279	16,988,323	160,150,433	3,907,748	1,062,298	-	393,102,083
Additions	2,729,765	2,989,907	10,941,642	24,795	108,885	566,010	17,361,004
Disposal	(2,651,000)	(240,987)	(1,172,686)	(14,971)	-	-	(4,079,644)
Revaluation of Landed Properties	20,738,035	-	-	-	-	-	20,738,035
Reclassification	-	(2,526,304)	-	-	-	-	(2,526,304)
Exchange Differences	-	-	7,906	153,304	19,783	-	180,993
Reclassifications from held for sale	-	-	6,795	-	-	-	6,795
Reclassification to held for sale	-	-	(12,961,563)	-	-	-	(12,961,563)
At 31 December 2025	231,810,079	17,210,941	156,972,527	4,070,876	1,190,966	566,010	411,821,399
Accumulated depreciation:							
As at 1 January 2024	-	7,288,935	100,890,926	1,812,256	5,930	-	109,998,047
Charge for the year	-	539,136	8,540,144	163,062	66,845	-	9,309,187
Reclass. from held for sale	-	-	3,774	-	-	-	3,774
Disposal	-	(8,748)	(1,444,898)	(9,910)	-	-	(1,463,556)
Reclassification	-	-	-	(157,461)	157,461	-	-
Exchange Differences	-	-	-	784,282	1,825	-	786,107
Reclassification to held for sale	-	-	(5,993,952)	-	-	-	(5,993,952)
As at 1 January 2025	-	7,819,323	101,995,994	2,592,229	232,061	-	112,639,607
Charge for the year	-	493,974	8,341,855	162,266	128,607	-	9,126,702
Reclass. from held for sale	-	-	-	-	-	-	-
Disposal	-	(183,143)	(921,475)	(12,026)	-	-	(1,116,644)
Reclassification	-	(297,716)	-	-	-	-	(297,716)
Exchange Differences	-	-	6,419	106,382	9,800	-	122,601
Reclassification to held for sale	-	-	(10,314,782)	-	-	-	(10,314,782)
At 31 December 2025	-	7,832,438	99,108,011	2,848,851	370,468	-	110,159,768
Impairment:							
Balance at 1 January 2024	-	949,196	-	-	-	-	949,196
Charges for the year	-	-	-	-	-	-	-
Balance at 1 January 2025	-	949,196	-	-	-	-	949,196
Charges for the year	-	367,740	-	-	-	-	367,740
Reversal in the year	-	(663,056)	-	-	-	-	(663,056)
Balance at 31 December 2025	-	653,880	-	-	-	-	653,880
Carrying amount							
At 31 December 2025	231,810,079	8,724,623	57,864,517	1,222,057	820,498	566,010	301,007,781
At 31 December 2024	210,993,279	8,219,806	58,154,439	1,315,519	830,237	-	279,513,281

## 16. Property, plant and equipment (Continued)

Company	Land	Buildings	Plant & Machinery	Office Equipment	IT Equipment	Work in Progress	Total
Cost:	N '000	N '000	N '000	N '000	N '000	N '000	N '000
As at 1 January 2024	7,416,188	11,784,213	163,567,705	93,147	99,091	-	182,960,344
Additions	298,165	342,492	5,286,980	-	224,395	-	6,152,032
Disposal	(901,781)	(5,992)	(1,730,520)	-	-	-	(2,638,293)
Revaluation of Landed Properties	203,650,707	-	-	-	-	-	203,650,707
Reclassifications to held for sale	-	-	(9,278,991)	-	-	-	(9,278,991)
As at 1 January 2025	210,463,279	12,120,713	157,845,174	93,147	323,486	-	380,845,799
Additions	2,729,765	2,788,232	7,786,071	-	84,047	566,010	13,954,125
Disposal	(2,651,000)	(240,987)	(1,168,400)	(6,672)	-	-	(4,067,059)
Revaluation of Landed Properties	20,738,035	-	-	-	-	-	20,738,035
Reclass. to Investment Property	-	(2,526,304)	-	-	-	-	(2,526,304)
Reclass. from held for sale	-	-	6,698	-	-	-	6,698
Reclass. to held for sale	-	-	(12,961,563)	-	-	-	(12,961,563)
As at 31 December 2025	231,280,079	12,141,654	151,507,980	86,475	407,533	566,010	395,989,731
Accumulated depreciation and impairment loss:							
As at 1 January 2024	-	5,912,220	99,740,161	29,272	5,930	-	105,687,583
Charge for the year	-	326,908	8,358,428	7,220	24,896	-	8,717,452
Reclassifications from held for sale	-	-	3,773	-	-	-	3,773
Disposal	-	(5,944)	(1,364,305)	-	-	-	(1,370,249)
Reclassification to held for sale	-	-	(5,961,715)	-	-	-	(5,961,715)
As at 1 January 2025	-	6,233,184	100,776,342	36,492	30,826	-	107,076,844
Charge for the year	-	277,512	8,098,767	7,220	76,477	-	8,459,976
Reclass. to Investment Property	-	(297,716)	-	-	-	-	(297,716)
Disposal	-	(183,143)	(917,401)	(6,354)	-	-	(1,106,898)
Reclassification to held for sale	-	-	(10,314,782)	-	-	-	(10,314,782)
At 31 December 2025	-	6,029,837	97,642,926	37,358	107,303	-	103,817,424
Impairment:							
As at 1 January 2024	-	663,056	-	-	-	-	663,056
Charges for the year	-	-	-	-	-	-	-
Reversal in the year	-	-	-	-	-	-	-
Reclass. from Investment Property	-	-	-	-	-	-	-
As at 1 January 2025	-	663,056	-	-	-	-	663,056
Charges for the year	-	-	-	-	-	-	-
Reversal in the year	-	(663,056)	-	-	-	-	(663,056)
As at 31 December 2025	-	-	-	-	-	-	-
At 31 December 2025	231,280,079	6,111,817	53,865,054	49,116	300,230	566,010	292,172,307
At 31 December 2024	210,463,280	5,224,473	57,068,832	56,655	292,659	-	273,105,899

**16. Property, plant and equipment (Continued)****16.1 Initial and subsequent measurement**

In accordance with the IAS 16 and detailed in Note 3.10.2, Property, Plant, and Equipment is initially recognized at cost. Subsequently, land is measured using the revaluation model, while other components of Property, Plant, and Equipment are carried at cost less depreciation and are subject to annual impairment testing.

**16.2 Fair value assessment**

In line with the accounting policy disclosed in Note 3.10.3, the fair value of land is determined by an accredited external valuer. These formal revaluations are conducted every 3 years to ensure the carrying amounts do not materially differ from their fair value. The fair value assessment on land was carried out by Osas & Oseji with Registration number FRC/2012/00000000552, an independent estate surveyor & valuer and certified by the firm's partner, Hyacinth Oseji, FRC/2020/PRO/NIESV/002/00000020162

**16.3 Capital commitments and pledged assets**

As of 31.12.2025, the Group has contractually binding commitments amounting to N27.3 billion for the purchase of vehicles and construction equipment required for the Group's operations. Delivery is expected to be completed in the Financial Year 2026.

No assets of the Group or the Company were pledged as security or collateral against any borrowings or obligations during the year (2024: Nil).

## 17. Non-currents assets held for sale

	Group			Company		
	Plant & machinery N'000	Other PPE items N'000	Total N'000	Plant & machinery N'000	Other PPE items N'000	Total N'000
Balance at 1 January 2024	1,207,881	-	1,207,881	1,206,322	-	1,206,322
Additions	3,318,973	-	3,318,973	3,317,275	-	3,317,275
Reclassification to PPE	(3,773)	-	(3,773)	(3,773)	-	(3,773)
Disposal	(3,276,926)	-	(3,276,926)	(3,274,816)	-	(3,274,816)
Balance at 1 January 2025	1,246,155	-	1,246,155	1,245,008	-	1,245,008
Additions	2,646,781	-	2,646,781	2,646,781	-	2,646,781
Reclassification to PPE	(6,795)	-	(6,795)	(6,696)	-	(6,696)
Disposal	(2,396,063)	-	(2,396,063)	(2,395,299)	-	(2,395,299)
Balance at 31 December 2025	1,490,078	-	1,490,078	1,489,794	-	1,489,794
Impairment:						
Balance at 1 January 2025	-	-	-	-	-	-
Charge for the year	953,322	-	953,322	953,322	-	953,322
Balance at 31 December 2025	953,322	-	953,322	953,322	-	953,322
Carrying amount						
At 31 December 2025	536,756	-	536,756	536,472	-	536,472
At 31 December 2024	1,246,155	-	1,246,155	1,245,008	-	1,245,008

At the reporting date, property, plant and equipment (PPE) at a net book value of N2.6 billion (2024: N3.3 billion) were reclassified as non-current assets held for sale. Assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. If the asset remains unsold for more than one year it will be fully impaired.

Reclassifications to PPE consist of equipment brought back to operational use.

The gains or losses arising from the derecognition of non-current assets held for sale during the year have been recognised in the consolidated and separate statement of comprehensive income under the caption "Other net gains" (Note 10). These gains or losses represent the difference between the proceeds received and the carrying amount of the assets at the date of disposal.

In accordance with IFRS 8 Operating Segments, the non-current assets held for sale are not attributable to a specific operating segment but are presented under "Unallocated Assets" in the Group's segment information (Note 7.5). This classification reflects the centralized nature of asset disposal and asset management decisions at the Group level.

18. Right-of-use assets	Group		Company	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
Cost	N'000	N'000	N'000	N'000
Balance at 1 January	45,320,456	32,538,736	3,419,088	5,750,521
Additions	2,267,878	3,167,246	1,500,812	841,458
Terminations	(1,216,805)	(3,172,892)	(769,685)	(3,172,892)
Exchange differences	1,800,485	12,787,366	-	-
Balance at 31 December	48,172,014	45,320,456	4,150,215	3,419,087
Accumulated depreciation:				
Balance at 1 January	10,703,574	9,321,270	1,823,627	4,262,716
Terminations	(1,216,805)	(3,186,100)	(769,685)	(3,090,200)
Charge for the year	5,763,596	4,568,404	1,564,098	651,111
Balance at 31 December	15,250,365	10,703,574	2,618,040	1,823,627
Carrying amount at 31 December	32,921,649	34,616,882	1,532,175	1,595,460

The Group leases buildings and site yards for operational purposes. Information about leases, that do not meet the definition of investment property for which the Group is a lessee, is presented above.

The useful lives and lease terms of right-of-use assets are determined by individual lease contracts and correspond to the contractual lease periods. Depreciation charges for the reporting period are recognized on a straight-line basis over the lease terms and considered in the statement of profit or loss.

19. Intangible assets	Group		Company	
	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
19.1 Goodwill				
Cost	4,606,412	4,606,412	-	-
Impairment	(2,168,028)	-	-	-
Exchange difference	17,741,521	31,562,023	-	-
At 31 December	<u>20,179,905</u>	<u>36,168,435</u>	<u>-</u>	<u>-</u>

As at 31 December 2025, goodwill of EUR 11.98 million (N20.2 billion equivalent) is allocated to a single cash-generating unit (CGU): Julius Berger International GmbH (JBI).

The CGU represents the Group's international engineering, project management and procurement services business and is monitored as a distinct operational unit. There is no unallocated goodwill as at the reporting date.

Goodwill is tested annually for impairment in accordance with IAS 36 or more frequently if indicators of impairment exist.

#### 19.1.1 Basis of recoverable amount

The recoverable amount of the CGU has been determined using a Value in Use (ViU) model based on discounted cash flow projections.

The impairment test was prepared in accordance with IAS 36 using:

- Nominal post-tax discount rate (WACC)
- Nominal cash flow projections
- Terminal value based on a terminal growth rate

No fair value less costs of disposal approach was used. Management has also determined the equivalent pre-tax discount rate implied by the model for IAS 36 disclosure purposes.

#### Recoverable Amount vs Carrying Amount

S/N	Assumption	EUR '000	NGN '000
1	Value in Use (ViU)	31,040	52,284,437
2	Carrying amount of CGU	41,692	70,226,893
3	Impairment	(10,652)	(17,942,456)

The recoverable amount is lower than the carrying amount; consequently an impairment loss of EUR 10.7 million (N17.9 billion equivalent), was recognized in 2025.

#### 19.1.2 Valuation methodology and key inputs underlying the value-in-use determination

The following key assumptions were applied:

S/N	Assumption	2025 Test	Basis / Source
1	Forecast period	5 years	Approved Board 5y business plans (2026-2030)
2	Terminal growth rate	2.60%	Blended real GDP growth rates of Germany (42%), Nigeria (51%), Saudi Arabia (4%), Egypt (1%) and Ukraine (2%) weighted by forecast revenue; sourced from IMF
3	Post-tax WACC (real)	15.61%	Cost of equity was derived by adding the weighted risk free rate plus unlevered beta multiplied by the weighted equity risk premium. Given that JBI had no financial liabilities as at the valuation date, therefore cost of equity is equal to the WACC.
4	Tax rate	31.24%	Blended corporate tax rate weighted by revenue forecast; sourced from Damodaran
5	Beta	1.1	Unlevered beta for engineering/construction industry, sourced from Damodaran
6	Risk-free rate	5.79%	Blended 10-year government bonds yields weighted by revenue forecast for Germany, Nigeria, Saudi Arabia, Egypt and Ukraine
7	Adjusted equity risk premium	8.95%	Blended ERP weighted by revenue forecast; sourced from Damodaran (5 January 2026)

The discount rate was derived using a CAPM-based WACC approach: Equity ratio; 100%, Debt ratio; 0%, Cost of equity; 15.61%, After-tax cost of debt; 0% given that JBI has no debt or no interest bearing liabilities, cost of equity is equal to WACC.

## 19. Intangible assets (Continued)

## 19.1.3 Sensitivity analysis

Management performed sensitivity analysis on the discount rate, which is the key assumption to which the VIU is most sensitive

Scenario	WACC %	VIU EUR '000	Impairment EUR '000
Base case	15.61%	31,040	(10,652)
+1% WACC	16.61%	28,770	(12,922)
-1% WACC	14.61%	33,692	(8,000)

The impairment test indicates that the CGU's carrying amount exceeds its recoverable amount.

19.2 Other intangible assets	Group		Company	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
Cost:	N'000	N'000	N'000	N'000
As at 1 January	2,451,389	2,451,389	-	-
Additions during the year	10,429,091	-	10,429,091	-
At 31 December	12,880,480	2,451,389	10,429,091	-
Accumulated amortisation:				
As at 1 January	1,131,408	942,840	-	-
Charge for the year	297,464	188,568	108,896	-
At 31 December	1,428,872	1,131,408	108,896	-
Carrying amount at 31 December	11,451,608	1,319,981	10,320,195	-
Concession (Note 19.2.1)	1,131,413	1,319,981	-	-
Software (Note 19.2.2)	6,424,862	-	6,424,862	-
Software under Development (Note 19.2.3)	3,895,333	-	3,895,333	-

## 19.2.1 Concessions

The Group operates a service concession arrangement through its subsidiary, Julius Berger Services Nigeria Limited for the Multi-Purpose Terminal C (Canal Berth) at Warri Old Port under an agreement with the Nigerian Ports Authority (NPA). The arrangement falls within the scope of IFRIC 12 and is disclosed in accordance with SIC-29.

Under the terms of the arrangement, Julius Berger Services Nigeria Limited has the right to operate and maintain the terminal in exchange for periodic concession fees payable to the NPA over a contractual term ending in 2031. Control of the underlying infrastructure remains with the NPA throughout the concession period. The Group is responsible for day-to-day terminal operations and maintenance and is required to maintain the terminal to specified performance standards. Any significant upgrades or major maintenance required under the agreement are borne by the Group. The Group is entitled to earn revenue from operating the terminal during the concession term. Payments to the NPA represent concession fees under the agreement and have been discounted to present value where applicable. The concession expires in 2031 and contains no automatic renewal right. There is no guarantee of extension beyond the contractual term, nor any transfer of ownership of the infrastructure to the Group at the end of the arrangement.

Concession	31.12.2025	31.12.2024	31.12.2025	31.12.2024
Cost:	N'000	N'000	N'000	N'000
As at 1 January	2,451,389	2,451,389	-	-
Additions during the year	-	-	-	-
At 31 December	2,451,389	2,451,389	-	-
Accumulated amortisation:				
As at 1 January	1,131,408	942,840	-	-
Charge for the year	188,568	188,568	-	-
At 31 December	1,319,976	1,131,408	-	-
Carrying amount at 31 December	1,131,413	1,319,981	-	-

## 19. Intangible assets (Continued)

## 19.2 Other intangible assets (Continued)

## 19.2.2 Software

The Group's software assets comprise capitalised costs related to enterprise and project-management IT systems supporting operational, financial and administrative processes across the Group. These assets are amortised on a straight-line basis over their estimated useful lives. At each reporting date, the Group assesses whether there is any indication of impairment in accordance with IAS 36; where indicators exist, the recoverable amount is estimated and impairment losses are recognised in profit or loss.

As at 31 December 2025, the carrying amount of the Group's capitalised software assets amounted to ₦6.4 billion (2024: Nil).

Software	31.12.2025	31.12.2024	31.12.2025	31.12.2024
Cost:	N'000	N'000	N'000	N'000
As at 1 January	-	-	-	-
Additions during the year	6,533,758	-	6,533,758	-
At 31 December	6,533,758	-	6,533,758	-
Accumulated amortisation:				
As at 1 January	-	-	-	-
Charge for the year	108,896	-	108,896	-
At 31 December	108,896	-	108,896	-
Carrying amount at 31 December	6,424,862	-	6,424,862	-

## 19.2.3 Software under development

Software under development represents accrued expenditure on software projects that were not yet available for use as at 31 December 2025 and consequently not yet capitalized. Accordingly, these assets are carried at cost and are not amortised. Upon completion, the related costs will be transferred to software under "intangible assets" and amortised over their estimated useful lives.

Software under development	31.12.2025	31.12.2024	31.12.2025	31.12.2024
Cost:	N'000	N'000	N'000	N'000
As at 1 January	-	-	-	-
Additions during the year	3,895,333	-	3,895,333	-
At 31 December	3,895,333	-	3,895,333	-
Accumulated amortisation:				
As at 1 January	-	-	-	-
Charge for the year	-	-	-	-
At 31 December	-	-	-	-
Carrying amount at 31 December	3,895,333	-	3,895,333	-

20. Investment properties	Group		Company	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
Cost:	N'000	N'000	N'000	N'000
As at 1 January	812,683	812,683	3,626,443	3,626,443
Additions during the year	-	-	-	-
Reclassification from Property, Plant and Equipment	2,526,304	-	2,526,304	-
At 31 December	<u>3,338,987</u>	<u>812,683</u>	<u>6,152,747</u>	<u>3,626,443</u>
Accumulated depreciation:				
As at 1 January	351,079	321,822	1,134,987	1,004,435
Charge for the year	297,716	29,257	225,021	130,552
Reclassification from Property, Plant and Equipment	123,726	-	297,716	-
At 31 December	<u>772,521</u>	<u>351,079</u>	<u>1,657,724</u>	<u>1,134,987</u>
Accumulated Impairment				
As at 1 January	-	-	286,140	286,140
Charge for the year	-	-	367,740	-
At 31 December	<u>-</u>	<u>-</u>	<u>653,880</u>	<u>286,140</u>
Carrying amount at 31 December	<u>2,566,466</u>	<u>461,604</u>	<u>3,841,143</u>	<u>2,205,316</u>

The investment properties comprises of commercial properties that are leased to related and third parties.

On the Group level, Property leased out to related parties have been reclassified to property Plant and Equipment in accordance to the requirements of IAS 40 in the Consolidated Financial Statements.

Investment property is carried at cost and depreciated using the straight line method. The estimated useful life of the investment property is 25 years.

In estimating the fair value of the properties, the highest and best use of the properties is their current use. The discounted cash flow technique is used to estimate the income to be generated by the properties in consecutive years of the projection in line with the requirement of IFRS 13.

The fair value of the Group's investment property was tested as per 12th September, 2025 by an valuation carried out by Osas & Oseji with Registration number FRC/2012/00000000552, an independent estate surveyor & valuer and certified by the firm's partner, Hyacinth Oseji, FRC/2020/PRO/NIESV/002/00000020162 at that date to be N4.36 billion.

Rental income from operating leases of investment properties is recognized on a straight-line basis over the lease term and presented within 'Revenues' due to its operating nature.

As per 31st December, 2025, the Group had no contractual obligations to purchase, construct or develop investment properties, or to carry out repairs and maintenance (prior year: none).

	Group		Company	
	31/12/2025	31/12/2024	31/12/2025	31/12/2024
	N'000	N'000	N'000	N'000
21. Investments				
21.1 Investments in subsidiaries				
As at 1 January	-	-	18,916,781	18,916,771
Additions during the year	-	-	17,556,753	10
Capital reduction	-	-	(6,059,104)	-
At 31 December	-	-	<u>30,414,430</u>	<u>18,916,781</u>

Additions during the year reflect equity contribution to Julius Berger Investments Limited. The position Return of equity reflects the reduction of capital reserves of Julius Berger International GmbH.

Changes in the equity contribution did not result in any changes to the ownership interests in the subsidiaries. Consequently, there was no impact on the equity attributable to the owners of the parent.

Investments undertakings are recorded at cost which is the fair value of the consideration paid.

Details of the parent's subsidiaries at the end of the reporting period are as follows:

Name of subsidiaries	Principal activity	Place of incorporation and operation	Proportion of ownership interest and voting power held by the parent group	
			2025	2024
Abumet Nigeria Limited	Manufacturers and dealers in aluminium, steel, iron or other structural products of such nature.	Abuja, Nigeria	90%	90%
Julius Berger Services Nigeria Limited	Providers of ports services, stevedores, cargo superintendents, port management, warehousemen, agents and proprietors of warehouses.	Abuja, Nigeria	100%	100%
Julius Berger Medical Services Limited	Health care providers for the operation of medical service institutions and all form of medical and health care	Abuja, Nigeria	100%	100%
PrimeTech Design and Engineering Nigeria Limited	Engineers, planning, design, development construction and maintenance of engineering works and products of all description.	Abuja, Nigeria	100%	100%
Julius Berger Investments Limited	Investment company and managers.	Abuja, Nigeria	100%	100%
Julius Berger International GmbH	Providers of logistical and technical support on an international level.	Wiesbaden, Germany	100%	100%
Julius Berger Free Zone Enterprise	Planning and construction of all kinds and aspects of civil engineering works and related activities as well as maintenance of buildings and facilities in Free Trade Zones.	Abuja, Nigeria	100%	100%

21.2 Other financial assets	Group		Company	
	31/12/2025 N'000	31/12/2024 N'000	31/12/2025 N'000	31/12/2024 N'000
Other financial assets at amortized cost				
Balance as at 1 January	1,732,408	3,015,899	-	-
Additions	730,840	245,060	-	-
Repayment	-	-	-	-
Exchange difference	(390,954)	2,356,708	-	-
Impairment during the year	(2,072,294)	(3,885,259)	-	-
Balance as at 31 December	-	1,732,408	-	-
Analysed as follows				
Current portion	-	1,238,116	-	-
Non-current portion	-	494,292	-	-
	-	1,732,408	-	-

Other financial assets pertains to the Group's receivables from debt instruments, which are neither designated for trading nor constitute contingent considerations arising from business combinations. Previously the amount was categorized as an equity instrument and initially measured at cost less impairment, but converted into a debt instrument in Financial Year 2021 and consequently reclassified to loans and receivables and assessed for impairment. The loan is denominated in a foreign currency and is translated using the prevailing exchange rate at the end of each reporting period. Specifically, the exchange differences arising on translation are recognised in profit or loss in the 'other net gains' line item (Note 10).

As at 31 December 2025, the balance was assessed in line with IFRS 9 and considered as credit-impaired. Identified impairment indicators led management to conclude that the debtor is unlikely to meet its obligations in accordance with the contractual terms. Accordingly, a loss allowance equal to the outstanding balance was recognised, resulting in a nil net carrying value as at 31 December 2025.

Management will continue to monitor developments and reassess recoverability in subsequent reporting periods.

22. Inventories	Group		Company	
	31/12/2025 N'000	31/12/2024 N'000	31/12/2025 N'000	31/12/2024 N'000
Construction materials	26,491,825	32,878,429	19,193,706	26,553,775
Consumables	16,845,725	16,637,787	16,755,636	15,697,904
Spares	30,823,149	24,753,012	30,760,295	24,584,370
Raw cashew nuts	-	2,630	-	2,630
Others including Goods in Transit	19,756,863	21,103,603	16,386,908	19,107,121
	93,917,562	95,375,461	83,096,545	85,945,799
Allowances (note 22.1)	(1,666,432)	(1,784,415)	(1,451,305)	(1,535,984)
	92,251,130	93,591,046	81,645,240	84,409,815
22.1 Inventory is stated net of allowances for obsolescence, an analysis of which is as follows:				
Balance at beginning of year	1,784,415	1,271,887	1,535,984	985,600
Amount (written back)/charged to profit or loss	(117,983)	512,528	(84,679)	550,384
Balance at end of year	1,666,432	1,784,415	1,451,305	1,535,984

The accounting policy and assessment criteria for obsolete inventory allowances are described in Note 4.1.5.

22.2 The cost of inventories recognised as an expense during the year in respect of operations was N269.9 billion (2024: N243.9 billion).

22.3 Inventories have not been pledged as security for liabilities.

**23. Contract liabilities**

	Group		Company	
	31/12/2025 N'000	31/12/2024 N'000	31/12/2025 N'000	31/12/2024 N'000
Due to customers under construction contracts	529,239,682	484,524,357	495,035,621	456,610,031
Analysed as follows:				
Current portion	34,204,061	27,914,326	-	-
Non-current portion	495,035,621	456,610,031	495,035,621	456,610,031
	<u>529,239,682</u>	<u>484,524,357</u>	<u>495,035,621</u>	<u>456,610,031</u>

**24. Trade and other receivables**

	Group		Company	
	31/12/2025 N'000	31/12/2024 N'000	31/12/2025 N'000	31/12/2024 N'000
Trade receivables				
Contract and retention receivables (note 24.6)	235,260,437	208,316,180	220,475,636	197,254,047
Less: Allowance for expected credit losses (note 24.3)	(48,830,875)	(18,158,212)	(48,080,438)	(16,919,790)
	<u>186,429,562</u>	<u>190,157,968</u>	<u>172,395,198</u>	<u>180,334,257</u>
Other receivables				
Vendor advances	58,229,564	54,576,595	55,220,874	54,039,572
Amount owed by related entities	-	-	17,597,047	5,760,454
Amount owed by staff debtors	220,005	180,010	209,853	173,591
Prepaid expenses	11,798,303	19,604,827	11,702,322	19,466,986
Receivables from Intragroup Financing balances	-	-	8,967,536	16,586,518
Other Receivables	1,325,047	804,495	-	-
	<u>258,002,481</u>	<u>265,323,895</u>	<u>266,092,830</u>	<u>276,361,378</u>
Analysed as follows				
Current portion	207,750,620	180,475,895	215,840,969	191,513,378
Non-current portion	50,251,861	84,848,000	50,251,861	84,848,000
	<u>258,002,481</u>	<u>265,323,895</u>	<u>266,092,830</u>	<u>276,361,378</u>

Trade and other receivables are measured at amortized cost. The Group has recognised an allowance for expected credit losses (see note 24.3) against all trade receivables because management's continuous efforts to recover these debts is gradually becoming uncertain. Allowances for expected credit losses are recognised against trade receivables based on management's assessment of the historical loss rates and assessment of individual balances.

	31/12/2025 N'000	31/12/2024 N'000	31/12/2025 N'000	31/12/2024 N'000
<b>24.1 Age of Trade and other receivables exclusive of impairments</b>				
up to 1 year	214,498,780	181,802,023	221,838,692	191,601,085
above 1 year	92,334,576	101,680,084	92,334,576	101,680,084
	<u>306,833,356</u>	<u>283,482,107</u>	<u>314,173,268</u>	<u>293,281,169</u>
<b>24.2 Age of Trade and other receivables which are impaired</b>				
up to 1 year	6,748,160	1,326,128	5,997,723	87,706
above 1 year	42,082,715	16,832,084	42,082,715	16,832,084
	<u>48,830,875</u>	<u>18,158,212</u>	<u>48,080,438</u>	<u>16,919,790</u>
<b>24.3 Allowances for credit losses</b>				
Balance at 1 January	18,158,212	13,018,308	16,919,790	11,987,996
Impairment charge for the year	30,672,663	5,139,904	31,160,648	4,931,794
Balance at 31 December	<u>48,830,875</u>	<u>18,158,212</u>	<u>48,080,438</u>	<u>16,919,790</u>
<b>24.4 Trade receivables written off during the period</b>				
	<u>103,356</u>	<u>116,650</u>	<u>55,690</u>	<u>83,876</u>

24. Trade and other receivables (Continued)

24.5 Information about concentration risk

Trade receivable exposures are typically with the federal and state governments which are the major customers of the group and credit risks are greatly minimised through forward funding where achievable.

	Group		Company	
	31/12/2025 N'000	31/12/2024 N'000	31/12/2025 N'000	31/12/2024 N'000
24.6 Contract and retention receivables				
Balance at 1 January	208,316,180	167,140,112	197,254,047	160,166,887
Movements in the year	26,944,257	41,176,068	23,221,589	37,087,160
Balance at 31 December	<u>235,260,437</u>	<u>208,316,180</u>	<u>220,475,636</u>	<u>197,254,047</u>
24.7 Impairment of financial assets recognized during the year				
Recognized on trade receivables	30,672,663	5,139,903	31,160,648	4,931,794
Recognized on other financial assets	2,072,294	3,885,259	-	-
Recognized on contract assets	3,337,696	76,009	3,337,696	76,009
	<u>36,082,653</u>	<u>9,101,171</u>	<u>34,498,344</u>	<u>5,007,803</u>

	Group		Company	
	31/12/2025 N'000	31/12/2024 N'000	31/12/2025 N'000	31/12/2024 N'000
25. Withholding and value added tax receivables				
Balance at 1 January	51,277,712	98,024,469	48,958,952	96,915,418
Movements in the year	40,009,319	31,480,176	39,267,336	29,888,128
Utilised as tax offset	(27,427,910)	(78,094,410)	(26,406,953)	(77,712,073)
Write-off	(1,044,255)	(132,521)	(1,044,255)	(132,521)
Balance at 31 December	<u>62,814,866</u>	<u>51,277,714</u>	<u>60,775,080</u>	<u>48,958,952</u>
Allowances	<u>(10,973,620)</u>	<u>(10,774,503)</u>	<u>(10,509,799)</u>	<u>(10,389,161)</u>
Balance at 31 December net of allowances	<u>51,841,246</u>	<u>40,503,211</u>	<u>50,265,281</u>	<u>38,569,791</u>
Made up as follows:				
Current portion	37,957,003	24,135,576	36,852,702	22,703,300
Non-current portion	13,884,243	16,367,635	13,412,579	15,866,491
	<u>51,841,246</u>	<u>40,503,211</u>	<u>50,265,281</u>	<u>38,569,791</u>

Tax receivables include credit notes deducted at source and remitted to Nigerian Revenue Service (NRS).

	Group		Company	
	31/12/2025 N'000	31/12/2024 N'000	31/12/2025 N'000	31/12/2024 N'000
26. Contract assets				
Balance at 1 January	92,797,040	50,961,590	71,035,950	41,365,474
Additions / (Reductions)	(403,928)	41,911,459	(8,748,103)	29,746,485
Impairment for the year	(3,337,696)	(76,009)	(3,337,696)	(76,009)
Balance at 31 December	<u>89,055,416</u>	<u>92,797,040</u>	<u>58,950,151</u>	<u>71,035,950</u>

As long as revenue cannot be recognized appropriately, the group recognizes an asset from the cost incurred in fulfilling a contract with a customer, once these costs directly relate to the fulfilment of the contract, enhance or generate resources that will be used to satisfy the performance obligation and are expected to be recovered by the customer. Contract assets are subject to impairment requirements of IFRS 9 and IFRS 15.107. Any amount previously recognised as a contract asset is reclassified to trade receivables once it is qualified as such in line with IFRS 15.

	Group		Company	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
	N'000	N'000	N'000	N'000
27. Issued capital and dividend				
Issued and Paid-up Share Capital (Note 27.1)	800,000	800,000	800,000	800,000
Share Premium	425,440	425,440	425,440	425,440
	<u>1,225,440</u>	<u>1,225,440</u>	<u>1,225,440</u>	<u>1,225,440</u>

#### 27.1 Issued and Paid-up Share Capital

The issued and fully paid-up share capital of the Company is N800 million (2024: N800 million). This is made up of 1.6 billion (2024: 1.6 billion) ordinary shares of 50 kobo each. All the ordinary shares rank pari passu in all respects. Consequent upon the order of Interim Injunction granted in Suit No: FHC/L/CS/612/2026, 120,000,000 units of shares in the equity of Julius Berger Nigeria Plc, as at December 31, 2025, are under restriction with respect to the transfer or voting rights of the said shares.

#### 27.2 Dividend

The Directors are proposing a final dividend in respect of the financial year ended 31 December 2025 of N4.25 (2024: N3.25) per ordinary share of 50 kobo each, which will absorb an estimated sum of N6.8 billion (2024: N5.2 billion). Subject to approval, it will be paid on 19 June 2026 to shareholders on the register of members as at close of business on 29 May 2026 (qualification date). The dividend has not been provided for and withholding tax will be deducted at the appropriate rate when payment is made.

#### 27.2.1 Unclaimed Dividend

Unclaimed dividend is the difference of dividend declared by the Company and payments made to shareholders. The amount is payable on demand to shareholders. The funds are held partially by the registrar and the Company in a separate bank account. Dividends unclaimed for a period of six years or more from the date of declaration were transferred to the Unclaimed Funds Trust Fund (UFTF) in compliance with Section 60(3) of the Finance Act 2020.

Unclaimed Dividend as at 31/12/2025	Year	Registrar N'000	Company N'000
Dividend No. 42	2020	19,033	90,399
Dividend No. 43	2021	4,754	22,487
Dividend No. 44	2022	28,404	143,086
Dividend No. 45	2023	22,857	101,978
Dividend No. 46	2024	26,713	119,648
Dividend No. 47	2025	898,100	-
		<u>999,861</u>	<u>477,598</u>

	Group		Company	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
	N'000	N'000	N'000	N'000
28. Non-controlling interest				
Balance at 1 January	359,738	155,673	-	-
Share of profit for the year	259,827	247,066	-	-
Dividend paid to non-controlling interest	(124,000)	(43,000)	-	-
Balance at 31 December	<u>495,565</u>	<u>359,739</u>	<u>-</u>	<u>-</u>

	Group		Company	
	2025 N'000	2024 N'000	2025 N'000	2024 N'000
29. Borrowings				
Term loan (Note 29.1)	-	-	-	-
Intra-group loan (Note 29.2)	-	-	-	52,099,002
	-	-	-	52,099,002

29.1 This relates to the drawdown of a loan of €25,000,000 obtained from Zenith Bank Plc in 2019 to finance the purchase and importation of various construction equipment. The loan has a tenor of 5 years and repayable in ten (10) equal and consecutive semi-annual installment commencing six (6) months from the date of initial drawdown at an interest of 6.2%. As at 2024, the obligation has been fully settled.

	Group		Company	
	2025 N'000	2024 N'000	2025 N'000	2024 N'000
29.1.1 Term loan movement schedule				
Balance at 1 January	-	3,511,486	-	3,511,486
Exchange difference	-	2,885,534	-	2,885,534
Repayment in the year	-	(6,397,020)	-	(6,397,020)
Balance at 31 December	-	-	-	-
Analysed as follows				
Current portion	-	-	-	-
Non-current portion	-	-	-	-

29.2 Intra-group loan is a €30,000,000 unsecured facility from Julius Berger International (GmbH) to finance the working capital needs in addition to other operational needs of Julius Berger Nigeria Plc. The loan has a tenor of 8 years with a moratorium period of 24 month on the principal amount. The interest amount during the moratorium period is accrued for and repayable with the principal amount in six (6) equal and consecutive annual installments commencing thirty six (36) months from the agreement date at an interest of 3-month EURIBOR + 3% per annum. The intra-group loan was fully repaid during the 2025 financial year through an early settlement in accordance with the agreed terms. As at 31 December 2025, the obligation has been fully settled.

	Group		Company	
	2025 N'000	2024 N'000	2025 N'000	2024 N'000
29.2.1 Intra-group loan schedule				
Balance at 1 January	-	-	52,099,002	31,104,680
Additions in the year	-	-	-	-
Exchange difference	-	-	6,854,678	17,871,938
Repayment in the year	-	-	(60,510,513)	-
Accrued Interest in the year	-	-	1,556,833	3,122,384
Balance at 31 December	-	-	-	52,099,002
Analysed as follows				
Current portion	-	-	-	-
Non-current portion	-	-	-	52,099,002

The directors consider that the carrying amount of trade payables approximates to their fair value.

## 30. Retirement benefit liabilities

## 30.1 Defined benefit obligation

The Defined Benefit Obligations of the Group and the Company consist of Pension Funds in accordance with statutory requirements, as well as voluntary Company managed plans. Details are disclosed in the subsequent notes.

	Group		Company	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
	N'000	N'000	N'000	N'000
Defined contribution plan (Note 30.1.1)	38,140	38,172	38,684	24,816
Leaving Benefit Service Scheme (Note 30.1.3)	2,403,315	3,329,619	4,602,782	3,197,750
Balance at 31 December	2,441,455	3,367,791	4,641,466	3,222,566
Current portion	231,362	38,172	38,684	24,816
Non-current portion	2,210,093	3,329,619	4,602,782	3,197,750
Balance at 31 December	2,441,455	3,367,791	4,641,466	3,222,566

## 30.1.1 Defined contribution plan

Retirement benefits for members of staff are structured through a defined contributory pension scheme, which is independent of the Group's finances and is managed by private pension fund administrators. The scheme, which is funded by contributions from employees at 8% and employer at 10% of relevant emoluments, is consistent with the Pension Reform Act 2014.

Staff pensions	Group		Company	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
Group	N'000	N'000	N'000	N'000
Balance at 1 January	38,172	47,317	24,816	31,889
Contribution during the year recog. in profit or loss	6,425,852	4,224,761	6,137,373	3,998,099
Remittance to pension fund administrators	(6,425,884)	(4,233,906)	(6,123,505)	(4,005,172)
Balance at 31 December	38,140	38,172	38,684	24,816
Current portion	38,140	38,172	38,684	24,816
Non-current portion	-	-	-	-
Balance at 31 December	38,140	38,172	38,684	24,816

## 30. Retirement benefit liabilities (continued)

## 30.1.2 Defined benefit plan – Leaving Service Benefit Scheme

## Nature of the Plan

The Company and its Nigerian subsidiaries operate an unfunded, non-contributory defined benefit Plan (Leaving Service Benefit Plan) which provides Exit Bonus and Ex-Gratia payments to eligible employees upon cessation of employment in accordance with the 2012 staff union agreement.

For the Company and its Nigerian subsidiaries, the plan is financed on a pay-as-you-go basis and is not subject to the Pension Reform Act 2014. Accordingly, no segregated plan assets are held and no funding requirements exist.

The defined benefit obligation (“DBO”) is determined annually using the Projected Unit Credit Method in accordance with IAS 19. The valuation as at 31 December 2025 was performed by an independent qualified actuary (Ernst & Young FRC/2023/COY/209403) and certified by the firm's actuary, Miller Kingsley (FSA, FNAS), FRC/2013/NAS/00000002392.

JB International GmbH operates a funded, contributory defined benefit plan. The DBO is determined using the Projected Unit Credit Method; the discount rate is based on the yield of high-quality corporate bonds. Existing plan assets are measured at fair value and offset against the DBO, with any asset ceiling considered. Any reimbursement rights are recognized at fair value.

## 30.1.3 Amounts Recognised in the Statement of Financial Position

	31.12.2025	31.12.2024	31.12.2025	31.12.2024
	N'000	N'000	N'000	N'000
Present value of defined benefit obligation	2,403,315	3,329,619	4,602,782	3,197,750
Net liability from defined benefit obligation	2,403,315	3,329,619	4,602,782	3,197,750
Movements in the present value of the defined benefit obligation in the current year were as follows:				
Balance at 1 January	3,329,619	3,810,899	3,197,750	3,080,973
Current service cost	868,140	365,368	207,459	195,541
Plan amendment	598,208	517,819	598,208	517,819
Interest on defined benefit obligation	(1,769,718)	1,516,519		
Curtailment (Gains)/Losses	36,861	37,432	36,861	37,432
Actuarial (gain)/losses due to change in assumption	922,020	(153,651)	922,022	(153,651)
Actuarial (gain)/losses due to experience adjustment	(353,532)	1,075,174	(96,315)	141,731
Payments in the year	(1,228,283)	(3,839,941)	(263,203)	(622,095)
Balance at 31 December	2,403,315	3,329,619	4,602,782	3,197,750
Current portion	193,222	-	-	-
Non-current portion	2,210,093	3,329,619	4,602,782	3,197,750
Balance at 31 December	2,403,315	3,329,619	4,602,782	3,197,750
The total amount is recognised in the year analysed as follows:				
Recognized in profit or loss	1,503,209	(38,336)	842,528	762,712
Recognized in other comprehensive income	568,490	921,523	825,707	(11,920)
Total amount recognized in the Income Statement	2,071,699	883,187	1,668,235	750,792

The expense is included within employee benefits expense in the consolidated statement of profit or loss.

Remeasurements are recognised immediately in other comprehensive income and are not subsequently reclassified to profit or loss.

30. Retirement benefit liabilities (continued)

30.1.4 Key actuarial assumptions

The principal assumptions used for the purposes of the actuarial valuations for the Company were as follows:

	Valuation at	
	31.12.2025	31.12.2024
	%	%
Discount rate(s) in %	18.0	20.0
Expected rate(s) of salary increase in %	18.5	16.5
Average rate(s) of inflation in %	18.0	16.0
Mortality table	A67/70 Ultimate Tables	A67/70 Ultimate Tables

The discount rate is determined using the redemption yield of the closest Nigerian Government bond in terms of duration and quality. Additional assumptions are incorporated to reflect the actual weighted average liability duration.

Other assumptions:

- The scheme computation is based on the agreement with the staff unions;
- The basis of computation is in line with the exit bonus and ex-gratia payments; and
- The weighted average duration of the defined benefit obligation at 31 December 2025 is 11.38 years.

30.1.5 Sensitivity analysis on the defined benefit obligation

The following table illustrates the sensitivity of the defined benefit obligation to changes in key actuarial assumptions as at 31 December 2025. All other assumptions were held constant:

	Group		Company	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
	N'000	N'000	N'000	N'000
Base	2,403,315	3,329,619	4,602,782	3,197,750
Discount rate +1%	3,598,700	2,281,866	4,354,163	3,037,329
Discount rate -1%	5,763,523	4,259,135	4,881,061	3,376,673
Salary increase +1%	4,894,550	3,392,984	4,894,550	3,392,984
Salary increase -1%	4,338,067	3,020,554	4,338,067	3,020,554
Mortality Experience - Improved by 1 Year	4,814,271	3,405,800	4,604,412	3,195,941
Mortality Experience - Worsen by 1 Year	4,393,350	2,992,097	4,600,982	3,199,729

Methodology & Limitations: The sensitivity analysis is based on a change in one assumption while keeping all other assumptions constant. It may not represent actual future changes in the obligation, as assumptions may be

30. Retirement benefit liabilities (continued)

30.1.6 Maturity Profile of the Defined Benefit Obligation

The expected undiscounted benefit payments are as follows:

Year	Group		Company	
	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
2026	2,720,871	2,771,751	362,538	413,418
2027	2,414,075	2,293,553	441,151	320,629
2028	2,053,744	1,889,565	564,513	400,334
2029	2,529,130	2,363,945	650,618	485,433
2030	5,150,566	4,799,145	923,540	572,119
2031 – 2035	16,215,474	14,814,885	5,977,764	4,577,175

The profile reflects the long-term nature of the obligation and the ageing workforce demographic.

30.1.7 Risks Associated with the Defined Benefit Plan

The defined benefit plan exposes the Group to a number of risks, which include:

- Interest rate risk: A decrease in bond yields will increase the present value of the defined benefit obligation;
- Salary risk: Higher-than-expected salary increases will increase the defined benefit obligation;
- Inflation risk: As benefits are based on salary progression, an increase in inflation will lead to higher liabilities;
- Longevity risk: Employees may live longer than expected, leading to higher benefit payouts;
- Withdrawal risk: Lower attrition rates increase accumulated benefits.

30.2 Termination benefits

Termination benefits are recognised in accordance with IAS 19 when the Group is demonstrably committed to a termination plan or voluntary redundancy programme. While individual employee terminations occurred in 2025 in the ordinary course of business, no formal redundancy or workforce reduction programme was in place or approved as at the reporting date and no separately material termination benefit obligation has been recognised; any related payments are included within employee benefits expense and/or the defined benefit disclosures in Note 30.1, as applicable.

31. Trade and other payables

	Group		Company	
	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
Trade payables	54,907,892	52,218,924	43,180,031	42,457,440
Amount owed to related entities (Note 36.2)	-	-	41,871,017	41,494,471
Other taxation and social security costs	4,894,419	4,394,038	4,894,419	4,394,038
Accruals and deferred income	12,960,253	12,428,372	3,042,923	3,348,603
Dividend payable (Note 31.1)	477,598	876,496	477,598	876,496
Other payables	10,894,240	4,602,115	8,852,870	16,131,275
<b>Trade and other payables</b>	<b>84,134,402</b>	<b>74,519,945</b>	<b>102,318,858</b>	<b>108,702,323</b>
Analysed as follows:				
Current portion	84,134,402	74,519,945	102,318,858	108,702,323
Non-current portion	-	-	-	-
	<b>84,134,402</b>	<b>74,519,945</b>	<b>102,318,858</b>	<b>108,702,323</b>

The directors consider that the carrying amount of trade payables approximates to their fair value.

31.1 Dividend Payable

	Group		Company	
	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
As at 1 January	876,496	943,655	876,496	943,655
Dividend declared	5,324,000	4,843,000	5,200,000	4,800,000
Dividend refunded	59,650	34,685	59,650	34,685
	<b>6,260,146</b>	<b>5,821,340</b>	<b>6,136,146</b>	<b>5,778,340</b>
Payments	(5,324,000)	(4,843,000)	(5,200,000)	(4,800,000)
Transferred from/ (transferred to) equity	304,414	(101,844)	304,414	(101,844)
Transferred to UFTF*	(762,962)		(762,962)	
<b>As at 31 December</b>	<b>477,598</b>	<b>876,496</b>	<b>477,598</b>	<b>876,496</b>

\* This amount represents unclaimed dividends transferred to the Unclaimed Funds Trust Fund (UFTF) in line with Section 60 of the Finance Act 2020 and the SEC directive dated 23 June 2025 on the treatment of unclaimed dividends.

32. Lease liabilities	Group		Company	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
<i>Maturity analysis - contractual undiscounted cash flows:</i>	N'000	N'000	N'000	N'000
Less than one year	7,401,685	5,708,319	495,376	271,125
One to five years	37,894,924	29,117,079	628,783	720,000
More than five Years	6,695,850	14,798,770	-	-
Total undiscounted lease liabilities at 31 December	51,992,459	49,624,168	1,124,159	991,125
<i>Lease Liabilities</i>				
Balance at 1 January	37,555,899	25,953,628	736,476	750,652
Addition during the year	1,942,820	2,683,436	1,175,756	261,749
Interest on leases	2,631,862	2,502,915	308,236	86,325
Payments during the year	(8,131,020)	(6,640,455)	(1,353,818)	(362,250)
Additions due to Exchange Differences	1,839,924	13,056,375	-	-
Balance at 31 December	35,839,485	37,555,899	866,650	736,476
<i>Analysed as follows:</i>				
Current portion	5,826,452	4,926,821	394,270	183,946
Non-current portion	30,013,033	32,629,078	472,380	552,530
	35,839,485	37,555,899	866,650	736,476
<i>Amounts recognised in profit or loss:</i>				
Interest on lease liabilities	2,631,862	2,502,915	308,236	232,062
Depreciation of right-of-use assets	5,763,596	4,568,404	1,564,098	651,111
<i>Amounts recognised in the statement of cash flows:</i>				
Total cash outflow for leases:	8,131,020	6,640,455	1,353,818	362,250

Lease liabilities reflect the present value of future lease payments. The difference between the nominal contractual payments (undiscounted lease liabilities) and their present value (discounted lease liabilities) represents the financing component, which is recognized as interest expense in profit or loss over the applicable term using the effective interest method.

33. Provisions	Group		Company	
	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
Balance at 1 January	5,230,038	4,007,324	1,180,000	1,290,000
Change in the year	(1,937,168)	1,222,713	163,122	(110,000)
Balance at 31 December	3,292,870	5,230,037	1,343,122	1,180,000
Analysed as follows:				
Current portion	-	-	-	-
Non-current portion	3,292,870	5,230,037	1,343,122	1,180,000
	3,292,870	5,230,037	1,343,122	1,180,000

### 33.1 Movements in provisions

Movements in each class of provision during the financial year are set out below:

Group	Legal claims	Other Provisions	Total
	N'000	N'000	N'000
At 1 January 2024	1,000,000	3,007,324	4,007,324
Additional provisions recognised	-	475,166	475,166
Amounts used during the year	-	(758,703)	(758,703)
Unused amounts reversed	-	(110,000)	(110,000)
FX Evaluation effect	-	1,616,251	1,616,251
Carrying amount at 1 January 2025	1,000,000	4,230,038	5,230,038
Additional provisions recognised	-	1,176,515	1,176,515
Amounts used during the year	-	(2,806,265)	(2,806,265)
Unused amounts reversed	(20,500)	(519,257)	(539,757)
FX Evaluation effect	-	232,339	232,339
Carrying amount at 31 December 2025	979,500	2,313,370	3,292,870

Company	Legal claims	Other Provisions	Total
	N'000	N'000	N'000
At 1 January 2024	1,000,000	290,000	1,290,000
Additional provisions recognised	-	-	-
Amounts used during the year	-	-	-
Unused amounts reversed	-	(110,000)	(110,000)
Carrying amount at 1 January 2025	1,000,000	180,000	1,180,000
Additional provisions recognised	-	254,932	254,932
Amounts used during the year	-	(71,310)	(71,310)
Unused amounts reversed	(20,500)	-	(20,500)
Carrying amount at 31 December 2025	979,500	363,622	1,343,122

### 33. Provisions

#### 33.2 Information about individual provisions and significant estimates

As at 31 December 2025, there are a number of legal suits outstanding against the group. Based on the current status of ongoing court cases, facts and circumstances, management assesses the amounts at risk by their probability of occurrence and backed up with both internal and external evaluations. As a result, management recognizes a provision in line with the requirements of IAS 37. Further Provisions are recognised within Julius Berger International GmbH majorly for long term personnel-related obligations and operational risk.

#### 33.3 Expected timing of outflows and uncertainties

The provisions recorded as at 31 December 2025 are expected to result in cash outflows over the coming years. The exact timing depends on the resolution of legal and contractual matters, as well as the settlement dates of personnel-related obligations, and is therefore subject to inherent uncertainty.

#### 33.4 Estimation uncertainty and key assumptions

The measurement of provisions involves judgement in assessing the probability, timing and amount of future cash outflows. Key assumptions include expectations regarding the outcome of legal and contractual matters, as well as developments in personnel-related obligations. These estimates are reviewed regularly and adjusted when new information becomes available or circumstances change.

## 34. Reconciliation of profit to net cash provided by operating activities

	Group		Company	
	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
Profit for the year	30,167,611	15,506,793	36,916,383	6,054,044
Adjustments for:				
Investment income	(16,389,765)	(20,254,132)	(18,341,171)	(18,719,547)
Finance costs	5,351,654	3,296,298	7,200,953	7,309,361
Depreciation of property, plant and equipment	9,533,314	9,430,470	8,793,893	8,848,004
Impairment (gain)/loss on property, plant and equipment	295,316	-	295,316	-
Gain on disposal of property, plant and equipment	(8,060,336)	(15,368,206)	(16,130,705)	(15,300,964)
Interest on lease liabilities	2,631,862	2,502,915	308,236	86,325
Amotization of right-of-use/intangible assets	5,763,596	4,756,972	1,564,098	651,111
Impairment of goodwill	2,168,028	-	-	-
Exchange difference and other (gains)/losses	(83,870,743)	13,707,668	(38,962,293)	(8,003,370)
Increase/(decrease) in provisions	(1,937,168)	1,222,713	163,122	(110,000)
Operating cash flows before movements in working capital	(54,346,631)	14,801,491	(18,192,168)	(19,185,036)
Decrease/(increase) in inventories	1,339,916	(22,560,705)	2,764,575	(16,886,135)
Decrease/(increase) in contract assets	3,741,624	(41,799,020)	12,085,799	(29,670,476)
Decrease/(increase) in trade and other receivables	7,321,414	(85,622,175)	10,268,548	(99,748,002)
(Increase)/decrease in tax receivable	(11,338,035)	47,667,348	(11,695,490)	48,721,111
(Decrease)/increase in retirement benefit liabilities	(926,336)	(490,426)	1,418,900	109,705
Increase/(decrease) in trade and other payables	9,614,457	(1,068,371)	(6,383,465)	14,360,452
Increase/(decrease) in long term borrowing	-	(3,511,486)	(52,099,002)	17,871,938
Increase in contract liabilities	44,715,325	58,275,976	38,425,590	34,163,998
Cash generated from/(used in) operations	121,734	(34,307,368)	(23,406,713)	(50,262,445)
Movement in taxation	33,107,334	(12,283,037)	30,723,749	568,916
Cash generated from/(used in) operating activities	33,229,068	(46,590,405)	7,317,036	(49,693,529)

## 34. Reconciliation of profit to net cash provided by operating activities

## 34.1 Analysis of cash, cash equivalents and net cash

Group	Balance at 1-Jan-2025 N'000	Cash flow N'000	Exchange and non-cash movements N'000	Balance at 31-Dec-2025 N'000
Bank Balances	162,281,200	32,441,906	(2,618,066)	192,105,040
Cash on hand	100,130	(57,678)	-	42,452
Bank overdraft	(4,608,876)	(8,322,569)	-	(12,931,445)
<b>Total</b>	<b>157,772,454</b>	<b>24,061,659</b>	<b>(2,618,066)</b>	<b>179,216,047</b>

Group	Balance at 1-Jan-2024 N'000	Cash flow N'000	Exchange and non-cash movements N'000	Balance at 31-Dec-2024 N'000
Bank Balances	160,929,506	(32,422,939)	33,774,633	162,281,200
Cash on hand	40,596	59,534	-	100,130
Bank overdraft	(961,298)	(3,647,577)	-	(4,608,875)
<b>Total</b>	<b>160,008,804</b>	<b>(36,010,982)</b>	<b>33,774,633</b>	<b>157,772,455</b>

Company	Balance at 1-Jan-2025 N'000	Cash flow N'000	Exchange and non-cash movements N'000	Balance at 31-Dec-2025 N'000
Bank Balances	122,977,828	6,527,756	(3,234,457)	126,271,127
Cash on hand	85,202	(54,047)	-	31,155
Bank overdraft	(4,608,876)	(8,322,526)	-	(12,931,402)
<b>Total</b>	<b>118,454,154</b>	<b>(1,848,817)</b>	<b>(3,234,457)</b>	<b>113,370,880</b>

Company	Balance at 1-Jan-2024 N'000	Cash flow N'000	Exchange and non-cash movements N'000	Balance at 31-Dec-2024 N'000
Bank Balances	136,320,933	(33,842,420)	20,499,315	122,977,828
Cash on hand	31,042	54,160	-	85,202
Bank overdraft	(961,298)	(3,647,577)	-	(4,608,876)
<b>Total</b>	<b>135,390,677</b>	<b>(37,435,838)</b>	<b>20,499,315</b>	<b>118,454,154</b>

35. Financial instruments

35.1 Capital risk management

The Group manages its capital to ensure that entities in the Group will be able to continue as a going concern while maximising the return to stakeholders through the optimisation of its debt and equity positions. The Group's overall strategy is to thrive on quality in offering integrated construction solutions and services while maintaining its core competence and efficient working capital management with low cost of funds.

The capital structure of the Group and Company consists of net debt (which includes the borrowings offset by cash and cash equivalents) and equity attributable to equity holders of the parent, comprising issued capital, reserves and retained earnings as disclosed in the relevant notes in the consolidated financial statements.

The Group is not subject to any externally imposed capital requirements.

The management of the Group reviews the capital structure on a frequent basis to ensure that gearing is within acceptable limit.

The gearing ratio at the year end is as follows:

	Group		Company	
	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
Bank overdraft	(12,931,445)	(4,608,876)	(12,931,402)	(4,608,876)
Borrowings	-	-	-	(52,099,002)
Cash and bank balance	192,147,492	162,381,331	126,302,282	123,063,030
Net debt (i)	<u>179,216,047</u>	<u>157,772,455</u>	<u>113,370,880</u>	<u>66,355,152</u>
Equity (ii)	288,211,110	345,779,715	225,490,918	220,924,287
Net debt to equity ratio	<u>0.62</u>	<u>0.46</u>	<u>0.50</u>	<u>0.30</u>

- i. Debt is defined as current and non-current term borrowings as described in note 29.
- ii. Equity includes all capital and reserves of the Group that are managed as capital.

35.2 Categories of financial instruments

	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
Financial assets at amortized cost				
Trade receivables	186,429,562	190,157,968	172,395,198	180,334,257
Other financial assets	-	1,732,408	-	-
Cash and bank balances	192,147,492	162,381,331	126,302,282	123,063,030
Total reportable financial assets	<u>378,577,054</u>	<u>354,271,707</u>	<u>298,697,480</u>	<u>303,397,287</u>
Financial liabilities at amortized cost				
Borrowings and bank overdraft	12,931,445	4,608,876	12,931,402	56,707,878
Trade and other payables	84,134,402	74,519,945	102,318,858	108,702,323
Lease liabilities	35,839,486	37,555,899	866,647	736,477
Total reportable financial liabilities	<u>132,905,333</u>	<u>116,684,720</u>	<u>116,116,907</u>	<u>166,146,678</u>

## 35. Financial instruments (continued)

## 35.3 Risk management

The Group has an integrated risk management system that identifies and measures the impact of the risks it faces. Furthermore, it establishes a framework to evaluate and counteract such risks through various control and monitoring mechanisms. Such risks include market risk (foreign currency risk and interest rate risk), credit risk and liquidity risk.

## 35.3.1 Market risk management

Julius Berger Nigeria Plc's market risk management methodology is built on proactive monitoring of macro-economic trends and disciplined portfolio oversight. Portfolio exposures to market conditions are monitored with particular attention to interest rate movements and other economic factors that may influence asset values.

## 35.3.1.1 Interest rate risk management

The Group is exposed to interest rate risk because it borrows funds at fixed interest rates for both bank overdrafts and long-term loans. Since the bank overdraft is repayable on demand, the carrying amount reflects the fair value as at the reporting date.

The amounts of the Group's exposures to interest rates on financial assets and financial liabilities are detailed in the liquidity risk management section, note 35.3.4.1.

## 35.3.2 Foreign currency risk management

The Group engages in foreign currency transactions, which exposes it to exchange rate fluctuations. To mitigate foreign exchange (FX) risks, the Group employs various measures aimed at balancing FX-denominated expenses and revenues hedging the risk. In particular, the Group endeavours to structure contracts in foreign currencies wherever feasible. It also incorporates mitigation mechanisms such as FX and fluctuation clauses in contractual agreements to manage exposure to exchange rate volatility.

The Group conducts business in a range of currencies, including Euro, US Dollar and West African Franc (CFA) but publishes its consolidated and separate accounts in Naira exposing the company to foreign exchange risks, which affects transaction costs and translation results.

	Group		Company	
	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
Monetary assets/liabilities denominated in Euro				
Cash and cash equivalents	43,301,881	38,200,902	1,721,378	2,030,856
Trade and other receivables	23,722,476	47,424,327	14,169,008	45,151,902
Trade and other payables, Contract Liabilities	(38,781,885)	(43,502,068)	(25,259,499)	(89,595,162)
	<u>28,242,472</u>	<u>42,123,161</u>	<u>(9,369,113)</u>	<u>(42,412,404)</u>
Monetary assets/liabilities denominated in Dollar				
Cash and cash equivalents	36,803,775	53,561,098	35,286,676	52,025,659
Trade and other receivables	4,576,592	10,973,162	7,523,911	9,979,249
Trade and other payables, Contract Liabilities	(30,324,216)	(22,497,006)	(33,171,059)	(34,381,022)
	<u>11,056,151</u>	<u>42,037,254</u>	<u>9,639,528</u>	<u>27,623,886</u>
Monetary assets/liabilities denominated in CFA				
Cash and cash equivalents	9,118,498	(4,208,119)	(11,303,929)	(4,208,119)
Trade and other receivables	26,934,513	8,212,533	26,934,513	8,212,533
Trade and other payables, Contract Liabilities	(18,236,719)	(16,556,454)	(18,236,719)	(16,556,454)
	<u>17,816,292</u>	<u>(12,552,040)</u>	<u>(2,606,135)</u>	<u>(12,552,040)</u>

35. Financial instruments (continued)

35.3.2 Foreign currency risk management (continued)

The exchange rates of foreign currencies relevant for the Groups business fluctuated by +5.40% (EUR); -6.81% (US Dollar) and +6.31% (CFA Franc) during the reporting period (2024: +59.43% EUR; +69.58% US Dollar; +61.58% CFA Franc). The translation of outstanding monetary items denominated in foreign currency were adjusted by the above mentioned rates to account for the change in foreign currency rates.

	Group		Company	
	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
Naira depreciates by 5.40% (2024: 59.43%) against Euro	1,447,540	15,702,571	(480,205)	(15,810,394)
Naira appreciates by 6.81% (2024: 69.58% depreciated) against US Dollar	(807,491)	17,247,777	(704,028)	11,334,009
Naira depreciates by 6.31% (2024: 61.58%) against CFA Franc	1,062,117	(4,783,646)	(155,365)	(4,783,646)
Profit/(Loss) impact on monetary items described in Note 35.3.2	<u>1,702,166</u>	<u>28,166,702</u>	<u>(1,339,598)</u>	<u>(9,260,031)</u>

Foreign exchange rate risk sensitivity to foreign exchange movements in the above example has been calculated on a symmetric basis. The symmetric basis assumes that an increase or decrease in foreign exchange movement would result in the same amount.

35.3.3 Credit risk management

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its core activities (primarily trade receivables), and from its financing activities; including but not limited to deposits with financial institutions, contingent liabilities and loans.

35.3.3.1 Impairment of financial assets

The Group applies the Expected Credit Loss (ECL) model in accordance with IFRS 9 to the following categories of financial assets measured at amortised cost:

- Trade receivables arising from the sales of goods and the provision of engineering and construction contract services
- Contract assets relating to construction contracts,
- Debt instruments carried at amortised cost,
- Cash and cash equivalents,

For trade receivables and contract assets, the Group applies the simplified approach, recognising lifetime expected credit losses at all times.

Cash and cash equivalents are also subject to the impairment requirements of IFRS 9; however, due to the credit quality of the Group's banking counterparties, the expected credit losses assessed were immaterial.

## 35. Financial instruments (continued)

## 35.3.3.2 Trade receivables and contract assets

The group applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets.

To measure the expected credit losses, trade receivables and contract assets have been grouped based on shared credit risk characteristics and the days past due. The contract assets relate to uncertified work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The group has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

The expected default rates are based on the payment profiles of sales over the 36 months up to 31 December 2025 (or 1 January 2026, respectively) and the corresponding historical default rates experienced within this period. Historical default rates are adjusted for current and forward-looking information on macroeconomic factors that affect customers' ability to settle their receivables. The Group has identified real GDP growth and inflation as the most relevant macroeconomic drivers for its customer base and therefore adjusts historical loss rates based on expected movements in these indicators, using publicly available forecast data.

On that basis, the loss allowance as at 31 December 2025 and 31 December 2024 was determined as follows for both trade receivables and contract assets:

	< 1 year N'000	> 1 year N'000	Total N'000
Group			
Gross carrying amount – trade receivables	123,468,180	84,848,000	208,316,180
Gross carrying amount – contract assets	93,504,140	-	93,504,140
Expected loss rate	0.94%	19.84%	6.25%
Total Loss allowance	2,033,228	16,832,084	18,865,312
<b>Net trade receivables and contract assets as per 31 December 2024</b>	<b>214,939,092</b>	<b>68,015,916</b>	<b>282,955,008</b>
Gross carrying amount – trade receivables	142,925,861	92,334,576	235,260,437
Gross carrying amount – contract assets	93,100,213	-	93,100,213
Expected loss rate	4.29%	45.58%	15.92%
Total Loss allowance	10,792,957	42,082,715	52,875,672
<b>Net trade receivables and contract assets as per 31 December 2025</b>	<b>225,233,117</b>	<b>50,251,861</b>	<b>275,484,978</b>
Company			
Gross carrying amount – trade receivables	112,406,047	84,848,000	197,254,047
Gross carrying amount – contract assets	71,111,959	-	71,111,959
Expected loss rate	0.09%	19.84%	6.33%
Total Loss allowance	163,715	16,832,084	16,995,799
<b>Net trade receivables and contract assets as per 31 December 2024</b>	<b>183,354,291</b>	<b>68,015,916</b>	<b>251,370,207</b>
Gross carrying amount – trade receivables	128,141,060	92,334,576	220,475,636
Gross carrying amount – contract assets	62,363,857	-	62,363,857
Expected loss rate	4.90%	45.58%	18.18%
Total Loss allowance	9,411,429	42,082,715	51,494,144
<b>Net trade receivables and contract assets as per 31 December 2025</b>	<b>181,093,488</b>	<b>50,251,861</b>	<b>231,345,349</b>

## 35. Financial instruments (continued)

## 35.3.3.2 Trade receivables and contract assets (continued)

The loss allowances for trade receivables and contract assets as at 31 December reconcile to the opening loss allowances as follows:

Group	Contract Assets		Trade receivables		Total	
	2025 N'000	2024 N'000	2025 N'000	2024 N'000	2025 N'000	2024 N'000
Opening loss allowance at 1 January	707,101	631,092	18,158,211	13,018,308	18,865,312	13,649,400
Increase in loss allowance recognised in profit or loss during the year	3,337,696	76,009	30,776,019	5,256,553	34,113,715	5,332,562
Receivables written off during the year as uncollectible	-	-	(103,356)	(116,650)	(103,356)	(116,650)
Unused amount reversed	-	-	-	-	-	-
Closing loss allowance at 31 December	4,044,797	707,101	48,830,874	18,158,211	52,875,671	18,865,312

Company	Contract Assets		Trade receivables		Total	
	2025 N'000	2024 N'000	2025 N'000	2024 N'000	2025 N'000	2024 N'000
Opening loss allowance at 1 January	76,009	-	16,919,790	11,987,996	16,995,799	11,987,996
Increase in loss allowance recognised in profit or loss during the year	3,337,696	76,009	31,216,338	5,015,670	34,554,034	5,091,679
Receivables written off during the year as uncollectible	-	-	(55,690)	(83,876)	(55,690)	(83,876)
Unused amount reversed	-	-	-	-	-	-
Closing loss allowance at 31 December	3,413,705	76,009	48,080,438	16,919,790	51,494,143	16,995,799

Trade receivables and contract assets are written off where there is no reasonable expectation of recovery. An indicator that there is no reasonable expectation of recovery is when the debtor becomes bankrupt or otherwise incapacitated to fulfil contractual payment obligations.

Impairment losses on trade receivables and contract assets are presented as net impairment losses within operating profit. Subsequent recoveries of amounts previously written off are credited against the same line item.

## 35. Financial instruments (continued)

## 35.3.3.3 Credit quality of cash and balances with banks

As of the reporting date, the company's cash and cash equivalents are held with various financial institutions across multiple jurisdictions. The table below summarizes the balances and credit ratings of these counterparties, highlighting concentrations of credit risk:

S/N	Credit Rating	Group		Company	
		2025 N'000	2024 N'000	2025 N'000	2024 N'000
1	AAA	200,304	3,162,648	200,304	3,161,195
2	AA+	4,329,650	-	2,436,893	-
3	AA	8,343,275	-	6,885,868	-
4	AA-	228,112	-	190,562	-
5	A+	41,097,601	965,862	29,873	919,880
6	A	4,386,401	39,121,341	3,649,489	2,081,097
7	BBB+	37,359,799	70,177,410	37,359,799	70,177,410
8	BBB	25,747,908	10,741	25,747,908	10,741
9	BBB-	3,619,857	28,531,898	3,618,315	28,281,715
10	B+	27,496,390	-	7,073,921	-
11	B	530,032	-	418,805	-
12	B-	37,589,506	18,131,512	37,589,506	16,201,922
13	Not Rated (NR)	2,462,123	2,279,919	2,344,505	2,229,070
		<b>193,390,958</b>	<b>162,381,331</b>	<b>127,545,748</b>	<b>123,063,030</b>

## 35.3.3.4 Collateral held as security and other credit enhancements

Except in the form of advances, the Group does not hold any other collateral or other credit enhancements to cover its credit risks associated with its financial assets.

## 35. Financial instruments (continued)

## 35.3.4 Liquidity risk management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Group's funding and liquidity. The Group manages liquidity risk by maintaining adequate reserves, credit facilities, continuously monitoring forecast and actual cash flows, and matching the maturity profiles of financial assets and liabilities.

The maturity profile of the recognised financial liabilities is as follows:

	Group		Total N'000
	up to 1 year N'000	above 1 year N'000	
Financial liabilities as at December 31, 2025			
Bank overdraft	12,931,445	-	12,931,445
Borrowings	-	-	-
Trade and other payables	84,134,402	-	84,134,402
Lease liabilities	5,826,452	30,013,034	35,839,486
Financial liabilities as at December 31, 2025	<u>102,892,299</u>	<u>30,013,034</u>	<u>132,905,333</u>
Financial liabilities as at December 31, 2024			
Bank overdraft	4,608,876	-	4,608,876
Borrowings	-	-	-
Trade and other payables	74,519,945	-	74,519,945
Lease liabilities	4,926,821	32,629,078	37,555,899
Financial liabilities as at December 31, 2024	<u>84,055,642</u>	<u>32,629,078</u>	<u>116,684,720</u>

	Company		Total N'000
	up to 1 year N'000	above 1 year N'000	
Financial liabilities as at December 31, 2025			
Bank overdraft	12,931,402	-	12,931,402
Borrowings	-	-	-
Trade and other payables	102,318,858	-	102,318,858
Lease liabilities	394,270	472,377	866,647
Financial liabilities as at December 31, 2025	<u>115,644,530</u>	<u>472,377</u>	<u>116,116,907</u>
Financial liabilities as at December 31, 2024			
Bank overdraft	4,608,876	-	4,608,876
Borrowings	52,099,002	-	52,099,002
Trade and other payables	108,702,323	-	108,702,323
Lease liabilities	183,946	552,530	736,476
Financial liabilities as at December 31, 2024	<u>165,594,147</u>	<u>552,530</u>	<u>166,146,677</u>

## 35.3.4.1. Sensitivity analysis on Interest Fluctuation

Financial liabilities which are exposed to changes in interest rates and the sensitivity analysis impact on changes

	Group			
	Balance 31.12.2025 N'000	Interest 31.12.2025 N'000	Impact on interest rate change by -1% N'000	+1% N'000
Bank overdraft	12,931,445	735,410	606,096	864,725
Borrowings	-	-	-	-
Total	<u>12,931,445</u>	<u>735,410</u>	<u>606,096</u>	<u>864,725</u>

	Company			
	Balance 31.12.2025 N'000	Interest 31.12.2025 N'000	Impact on interest rate change by -1% N'000	+1% N'000
Bank overdraft	12,931,402	735,410	606,096	864,724
Borrowings	-	-	-	-
Total	<u>12,931,402</u>	<u>735,410</u>	<u>606,096</u>	<u>864,724</u>

35. Financial instruments (continued)

35.3.5 Fair value of financial instruments

Trade and other receivables/payables, cash and cash equivalents and short term investments are valued at their amortised cost, which are deemed to reflect their fair value.

35.3.6 Measurement of Fair Values of Financial Instruments

Certain accounting policies and disclosures require the measurement of fair values for financial and non-financial assets and liabilities. When measuring fair value, the Company uses observable market data as far as possible. Fair values are categorized into a three-level hierarchy based on inputs used:

Level 1 – quoted prices in active markets for identical assets or liabilities

Level 2 – observable inputs other than Level 1 prices

Level 3 – unobservable inputs

If inputs span multiple hierarchy levels, the entire fair value measurement is classified based on the lowest-level significant input. Transfers between levels are recognized at the end of the reporting period when the change occurs.

Recurring fair value measurements of Financial Instruments at 31 December 2025

Group	Level 1 (N'000)	Level 2 (N'000)	Level 3 (N'000)	TOTAL (N'000)
<b>Financial assets:</b>				
Trade and other receivables	-	-	258,002,481	258,002,481
Contract assets	-	-	89,055,416	89,055,416
Other financial assets	-	-	-	-
Cash and bank balances	192,147,492	-	-	192,147,492
<b>Total financial assets</b>	<b>192,147,492</b>	<b>-</b>	<b>347,057,897</b>	<b>539,205,389</b>
<b>Financial liabilities:</b>				
Bank overdraft	12,931,445	-	-	12,931,445
Borrowings	-	-	-	-
Trade and other payables	-	-	84,134,402	84,134,402
Lease liabilities	-	35,839,486	-	35,839,486
<b>Total financial liabilities</b>	<b>12,931,445</b>	<b>35,839,486</b>	<b>84,134,402</b>	<b>132,905,333</b>

Company	Level 1 (N'000)	Level 2 (N'000)	Level 3 (N'000)	TOTAL (N'000)
<b>Financial assets:</b>				
Trade and other receivables	-	-	266,092,830	266,092,830
Contract assets	-	-	58,950,151	58,950,151
Other financial assets	-	-	-	-
Cash and bank balances	126,302,282	-	-	126,302,282
<b>Total financial assets</b>	<b>126,302,282</b>	<b>-</b>	<b>325,042,981</b>	<b>451,345,263</b>
<b>Financial liabilities:</b>				
Bank overdraft	12,931,402	-	-	12,931,402
Borrowings	-	-	-	-
Trade and other payables	-	-	102,318,858	102,318,858
Lease liabilities	-	866,647	-	866,647
<b>Total financial liabilities</b>	<b>12,931,402</b>	<b>866,647</b>	<b>102,318,858</b>	<b>116,116,907</b>

## 35. Financial instruments (continued)

## 35.3.6 Measurement of Fair Values of Financial Instruments (continued)

Recurring fair value measurements of Financial Instruments at 31 December 2024

Group	Level 1 (N'000)	Level 2 (N'000)	Level 3 (N'000)	TOTAL (N'000)
<b>Financial assets:</b>				
Trade and other receivables	-	-	265,323,895	265,323,895
Contract assets	-	-	92,797,040	92,797,040
Other financial assets	-	1,732,408	-	1,732,408
Cash and bank balances	162,381,331	-	-	162,381,331
<b>Total financial assets</b>	<b>162,381,331</b>	<b>1,732,408</b>	<b>358,120,935</b>	<b>522,234,674</b>
<b>Financial liabilities:</b>				
Bank overdraft	4,608,876	-	-	4,608,876
Trade and other payables	-	-	74,519,945	74,519,945
Lease liabilities	-	37,555,899	-	37,555,899
<b>Total financial liabilities</b>	<b>4,608,876</b>	<b>37,555,899</b>	<b>74,519,945</b>	<b>116,684,720</b>

Company	Level 1 (N'000)	Level 2 (N'000)	Level 3 (N'000)	TOTAL (N'000)
<b>Financial assets:</b>				
Trade and other receivables	-	-	276,361,378	276,361,378
Contract assets	-	-	71,035,950	71,035,950
Other financial assets	-	-	-	-
Cash and bank balances	123,063,030	-	-	123,063,030
<b>Total financial assets</b>	<b>123,063,030</b>	<b>-</b>	<b>347,397,328</b>	<b>470,460,358</b>
<b>Financial liabilities:</b>				
Bank overdraft	4,608,876	-	-	4,608,876
Borrowings	-	-	52,099,002	52,099,002
Trade and other payables	-	-	108,702,323	108,702,323
Lease liabilities	-	736,476	-	736,476
<b>Total financial liabilities</b>	<b>4,608,876</b>	<b>736,476</b>	<b>160,801,325</b>	<b>166,146,677</b>

## 36. Related party information

## 36.1 Identity of related entities

Abumet Nigeria Limited	Subsidiary
Julius Berger Services Nigeria Limited	Subsidiary
PrimeTech Design and Engineering Limited	Subsidiary
Julius Berger Medical Services Limited	Subsidiary
Julius Berger International GmbH	Subsidiary
Julius Berger Investments Limited	Subsidiary
Julius Berger Free Zone Enterprise	Subsidiary
Key management personnel (Note 36.3)	

The principal activities and ownership information of the Subsidiaries are described in note 21.1. "Investments in Subsidiaries".

All transactions between the Company and its related parties, including subsidiaries and entities affiliated with key management personnel, were conducted on terms equivalent to those that prevail in arm's length transactions. This assertion is consistent with IAS 24.23.

Intra-group balances are generally unsecured, and repayable on demand unless otherwise stated.

## 36. Related party information

## 36.2 Transactions and balances with related parties

	SALE		PURCHASE	
	of goods and services		of goods and services	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
	N'000	N'000	N'000	N'000
Subsidiaries:				
Abumet Nigeria Limited	12,745,994	10,395,115	19,867,905	12,232,066
Julius Berger Services Nigeria Limited	2,710,940	3,721,430	2,651,741	1,786,975
PrimeTech Design and Engineering Limited	2,750,486	5,582,190	6,809,052	1,886,061
Julius Berger Medical Services Limited	1,605,721	3,010,204	3,740,869	1,190,170
Julius Berger International GmbH	1,486,690	94,951,051	97,456,606	676,967
Julius Berger Investment Limited	185,924	465,904	688,843	89,420
Julius Berger Free Zone Enterprise	915,631	207,084	169,329	313,474
Key management personnel	276,429	62,467	-	-
Entities affiliated to key management personnel	3,091,658	1,945,145	11,854,614	12,644,084
	<u>25,769,473</u>	<u>120,340,590</u>	<u>143,238,959</u>	<u>30,819,217</u>

	RECEIVABLES		PAYABLES	
	Trade and other receivables		Trade and other payables	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
	N'000	N'000	N'000	N'000
Subsidiaries:				
Abumet Nigeria Limited	9,220,873	14,825,153	4,827,547	9,588,202
Julius Berger Services Nigeria Limited	2,802,511	3,132,741	1,251,656	1,105,473
PrimeTech Design and Engineering Limited	605,770	1,419,432	1,548,219	1,270,253
Julius Berger Medical Services Limited	362,625	649,415	1,332,500	1,043,805
Julius Berger International GmbH	563,985	1,819,026	25,335,951	88,743,119
Julius Berger Investment Limited	11,901,106	237,474	1,538,655	3,726,486
Julius Berger Free Zone Enterprise	1,107,713	263,776	6,036,490	1,520,724
Key management personnel	16,299	44,884	-	-
Entities affiliated to key management personnel	6,366,956	5,745,354	635,944	3,159,978
	<u>32,947,838</u>	<u>28,137,255</u>	<u>42,506,961</u>	<u>110,158,040</u>

The receivables from subsidiaries above mainly relate to intercompany trading and services rendered for which settlement is expected in the normal operating cycle. Management assessed the related party receivables for impairment in line with IFRS 9. None of the receivables from subsidiaries are credit-impaired as the assessed expected credit loss was deemed immaterial.

The payables to subsidiaries and affiliated entities largely represent trade and operating liabilities relating to procurement, design services, and sub-contracted operations.

There are no material outstanding guarantees, commitments, or contingent liabilities in respect of related party transactions as of the reporting date. All obligations are recognized in the ordinary course of business.

Dividends received by the Company from its subsidiaries were as follows:

	Dividends received from Subsidiaries	
	31.12.2025	31.12.2024
	N'000	N'000
JBN's Dividends received from Subsidiaries (gross)		
Abumet Nigeria Limited	1,116,000	387,000
Julius Berger Medical Services Limited	100,000	100,000
Julius Berger International GmbH	3,741,652	-
Julius Berger Free Zone Enterprise	325,000	-
Julius Berger Investment Limited	200,000	-
	<u>5,482,652</u>	<u>487,000</u>

## 36. Related party information (Continued)

36.3	Key management personnel	
	Mr. Mutiu Sunmonu, CON	- Non-Executive Director (Chairman until March 31, 2025)
	Engr. Goni Musa Sheikh	- Non-Executive Director (Chairman wef from April 1, 2025)
	Mr. George Marks (German)	- Non-Executive Director (Vice Chairman)
	Dr. Ernest Nnaemeka Azudialu-Obiejesi, OFR	- Non-Executive Director
	Engr. Jafaru Damulak	- Non-Executive Director
	Mrs. Belinda Ajoke Disu, CAL	- Non-Executive Director
	Mrs. Gladys Olubusola Talabi	- Non-Executive Director
	Dr. Mohammadu Indimi, OFR	- Non-Executive Director
	Mr. Chidi Anya, Esq.	- Independent Non-Executive Director
	Amb. Adamu Saidu Daura, MFR	- Independent Non-Executive Director
	Mr. Ernest Chukwudi Ebi, MFR, FCIB, FIOD	- Independent Non-Executive Director
	Engr. Dr. Peer Lubasch (German)	- Managing Director
	Mr. Christian Hausemann (German)	- Executive Director, Finance

36.3.1 Remuneration of key management personnel	Group		Company	
	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
Short term benefits	3,308,101	2,991,586	3,005,438	2,799,390
Long term benefits	-	-	-	-
Post-employment benefits	-	-	-	-
Termination benefits	-	1,079,312	-	1,079,312
	<b>3,308,101</b>	<b>4,070,898</b>	<b>3,005,438</b>	<b>3,878,702</b>

## 36.4 Details of loans from/to key management personnel

There were no loans from/to key management personnel during the reporting period.

## 36.5 Identify the ultimate controlling party of Julius Berger Nigeria Plc

The Company confirms that no single entity or individual has been identified as the ultimate controlling party of Julius Berger Nigeria Plc during the reporting period. In the financial year ended December 31, 2025, and from the Register of members as at December 31, 2025 and March 26, 2026, when the Audited Consolidated and Separate Financial Statements 2025 were approved, no individual or company owned 75% or more of the voting power or issued share capital, as the case may be, of Julius Berger Nigeria Plc.

## 36.6 Other information on key management personnel

	Group		Company	
	31.12.2025 N'000	31.12.2024 N'000	31.12.2025 N'000	31.12.2024 N'000
Emoluments:				
Chairman	130,870	54,524	99,730	45,723
Other directors	3,177,231	4,016,374	2,905,708	3,832,979
	<b>3,308,101</b>	<b>4,070,898</b>	<b>3,005,438</b>	<b>3,878,702</b>
Fees	367,077	218,808	191,439	113,808
Other emoluments	2,941,024	3,852,090	2,813,999	3,764,894
	<b>3,308,101</b>	<b>4,070,898</b>	<b>3,005,438</b>	<b>3,878,702</b>
Highest paid director	1,301,211	1,144,570	1,301,211	1,144,570

The number of directors excluding the chairman whose emoluments fell within the following ranges were:

N	N				
1,000,001	- 3,000,000	-	-	-	-
3,000,001 and above		14	15	11	12
Number of directors who had no emoluments		5	4	-	-

No Director's emoluments other than stated were waived during the year and no payments were made to any Directors, past or present in respect of pension and compensation for loss of office.

**37. Guarantees and other financial commitments****37.1 Guarantee, pledge of financial commitments**

The Company did not guarantee, pledge or make any financial commitment on behalf of any of its subsidiaries or third parties.

**37.2 Uncertain tax position – Application of the Nigeria Tax Act 2025 to the 2025 basis period**

The Nigeria Tax Act 2025 (“NTA 2025”) became effective on 1 January 2026. As part of the transition to the new tax regime, guidance has been communicated by the Nigeria Revenue Service (“NRS”) regarding the application of the Act to tax returns filed from 1 January 2026. This has introduced interpretational considerations in respect of the interaction between the effective date of the legislation, basis period rules under Nigerian tax laws, and the timing of tax filings.

In accordance with IFRIC 23 – Uncertainty over Income Tax Treatments, management assessed whether it is probable that the tax authority will accept the Company’s tax treatment. In forming this judgement, management considered, among others:

- the effective date provisions of the NTA 2025 and general principles that tax laws apply prospectively unless otherwise explicitly stated;
- relevant judicial and interpretative guidance supporting certainty and clarity in the application of tax legislation;
- the nature of administrative guidance issued by the tax authority in the context of the underlying statutory provisions;
- the potential for further clarification through administrative guidance or judicial interpretation;
- alignment with broader tax policy objectives, including predictability and consistency; and
- the range of possible outcomes and the measurement requirements under IFRIC 23.

Based on this assessment, management concluded that it is probable that the Company’s position (being the application of pre-NTA 2025 tax rules to the 2025 basis period) will be accepted. Accordingly, the Company’s current tax balances have been measured on this basis, and no provision for uncertain tax positions has been recognised.

- Company income tax: increase/(decrease) of ₦1,091,465,339.5
- Development levy: increase/(decrease) of ₦ 979,534,165
- Deferred tax assets/liabilities: increase/(reduction) of ₦98,752,623

The overall effect would be an increase/(reduction) in profit and net assets of ₦ 2,169,752,128.

Management will continue to monitor developments and reassess this position as further guidance or clarification becomes available.

**37.3 Contingent liabilities**

During the reporting period, there were a number of legal suits outstanding against the group, some of which are at supreme court level (SC300/2013, DOLAPO OGUNDEHIN; CA/L/CV/718/2008, TOPIA OROALE; CA/A/646/2016 LAKELEISURE WORLD AND RESORT LTD V JBN & 3 Others; CA/L/673M/2012 PORTS & MARINE SERVICES LTD V JBN & 3 Others). The group, in consultation with its legal advisers, considers it probable that the judgments will be in its favour and has therefore not recognised a provision for the full amount in dispute. However, these cases were considered in the evaluation for the provision amount for court cases, see Note 33.1.

**37.4 Financial commitments**

The Directors are of the opinion that all known liabilities and commitments have been taken into account in the preparation of these consolidated financial statements.

**38. Events after the reporting period**

After the reporting period, there were no significant events that would have had a material impact on the Group’s situation as of December 31, 2025, and on the profit for the fiscal year ending on that date, and which were not appropriately taken into account or disclosed in the consolidated financial statements.

**39. Comparative figures**

Certain prior year balances have been reclassified to conform with current year’s presentation for a more meaningful comparison.

**40. Approval of audited consolidated and separate financial statements**

The audited consolidated and separate financial statements were approved by the Board of Directors and authorised for issue on 26 March 2026.

#### 41. Corporate Diversification

At the meeting held on September 22, 2020, the Board of Directors approved the first diversification opportunity for the Company, namely a business case for the processing of Raw Cashew Nuts in Nigeria, and the pioneer cashew processing plant was commissioned in Epe, Lagos State on September 10, 2022.

In December 2022, the Board approved a new strategic plan to broaden the Company's reach and grow its construction business in different geographic areas, regionally and globally. The first phase will focus on seeking opportunities in West African nations, such as Benin Republic while considering other markets that would align with this business strategy. Expanding regionally would strengthen future growth and long-term sustainability.

Following the commencement of operational activities and the award of the first construction contract to the registered branch office, Julius Berger Branch Office, a wholly owned subsidiary of Julius Berger Investment Limited, Julius Berger Benin SARLu, was established in Cotonou, Benin Republic in May 2025. All future construction projects in Benin Republic will be undertaken by this newly formed subsidiary.

With focus on delivery on its strategic intent to derive value from opportunities in the Construction sector and any other sector it ventures into, the Board of Julius Berger at its meeting of September 24, 2025, took the decision to lease its cashew processing facilities to a lessee whose core business would ensure the continued relevance of Julius Berger in agro-processing.

#### 42. Securities Trading Policy

In compliance with Rule 17.15, Disclosure of Dealings in Issuers' Shares, Rulebook of The Exchange 2015 (Issuers' Rule), Julius Berger Nigeria Plc maintains a Security Trading Policy (Policy) which guides Directors, Audit Committee members, employees and all individuals categorized as insiders in relation to their dealings in the Company's securities. The Policy undergoes periodic review by the Board and is updated accordingly. The Company has made specific inquiries of all its Directors and other insiders, and is not aware of any infringement of the Policy during the period.

43. Detailed Statement of Profit or Loss	Group		Company	
	31/12/2025 N'000	31/12/2024 N'000	31/12/2025 N'000	31/12/2024 N'000
Revenue	759,873,096	566,705,461	687,530,422	493,098,829
Cost of sales				
Wages, salaries and allowances	118,143,034	117,241,211	70,593,800	75,849,556
Materials & consumables	179,569,825	152,707,902	170,618,727	147,465,294
Sub-contractors	171,845,452	54,014,223	180,379,024	53,715,155
Petroleum products	53,614,491	57,473,196	52,085,467	55,680,023
Transportation of materials	30,214,319	37,609,462	28,464,801	36,516,231
Spares and repairs	45,905,352	37,097,358	44,475,935	35,221,890
Depreciation	9,126,702	5,221,702	8,459,976	4,639,236
Project planning, design and engineering expenses	31,623,478	33,874,981	37,385,898	33,874,981
	640,042,653	495,240,033	592,463,628	442,962,366
Gross profit	119,830,443	71,465,428	95,066,794	50,136,463
Marketing expenses				
Advertisement & publications	402,088	872,648	319,130	619,249
	402,088	872,648	319,130	619,249
Administrative expenses				
Salaries and allowances	50,472,862	44,240,129	47,037,898	38,270,547
Rents	3,097,733	2,394,664	729,520	718,361
Insurance expenses	13,084,061	5,165,426	12,335,926	4,607,837
Travelling expenses	5,687,370	3,764,439	5,076,346	3,431,228
Entertainment expenses	479,442	282,773	460,481	275,296
Motor vehicle expenses	475,506	206,911	426,430	175,089
Medical expenses	5,025,317	2,520,395	4,805,139	2,548,616
Audit fees	434,405	357,381	213,500	175,000
Depreciation of right of use assets	5,763,596	4,568,404	1,564,098	651,111
Stationery and general office expenses	7,383,405	5,358,353	8,598,593	5,697,693
Information technology expenses	371,067	418,307	330,588	386,909
Bank charges	860,365	462,864	765,890	351,583
Legal and other professional fees	5,712,402	4,645,291	5,263,309	4,393,268
	98,847,531	74,385,337	87,607,718	61,682,539
Impairment of financial assets	36,082,653	9,101,171	34,498,344	5,007,803
Other net gains	(45,414,003)	(25,594,904)	(53,299,462)	(19,668,718)
Operating profit	29,912,174	12,701,176	25,941,064	2,495,590

OTHER  
NATIONAL  
DISCLOSURES

Statement of Value Added

	Group				Company			
	2025 N'000	%	2024 N'000	%	2025 N'000	%	2024 N'000	%
Revenue	759,873,096		566,705,461		687,530,422		493,098,829	
Bought in materials and services:								
Foreign	(72,684,640)		(94,951,052)		(97,456,606)		(94,951,051)	
Local	(415,817,340)		(267,276,115)		(372,330,090)		(253,271,459)	
Value added	<u>271,371,116</u>	100%	<u>204,478,294</u>	100%	<u>217,743,726</u>	100%	<u>144,876,319</u>	100%
Applied as follows:								
<i>To pay employees' salaries, wages, and social benefits:</i>								
Staff costs	168,615,896	62%	161,481,340	79%	117,631,698	54%	114,120,103	79%
<i>To pay providers of capital:</i>								
Finance costs	5,351,654	2%	3,382,623	2%	7,200,953	3%	7,395,686	5%
Dividends	5,324,000	2%	4,843,000	2%	5,200,000	2%	4,800,000	3%
<i>To pay government:</i>								
Taxation	22,409,053	8%	9,720,188	5%	13,756,661	6%	6,833,020	5%
<i>To provide for maintenance and development</i>								
Depreciation	9,782,468	4%	5,096,803	2%	9,158,983	4%	4,639,236	3%
Deferred tax	35,044,433	13%	4,345,703	2%	33,079,050	15%	932,387	1%
Retained earnings	24,707,785	9%	15,361,570	8%	31,716,381	15%	6,155,887	4%
Non-controlling interest	135,827	0%	247,066	0%	-	0%	-	0%
Value added	<u>271,371,116</u>	100%	<u>204,478,294</u>	100%	<u>217,743,726</u>	100%	<u>144,876,319</u>	100%

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

## Balance sheet

	2025	2024	2023	2022	2021
	N'000	N'000	N'000	N'000	N'000
<b>Assets</b>					
Property, plant and equipment	301,007,781	279,513,280	82,230,462	85,636,901	74,229,845
Right of use assets	32,921,649	34,616,882	23,217,466	12,937,278	13,430,113
Goodwill	20,179,905	36,168,435	22,685,654	11,140,440	11,150,502
Other intangible assets	11,451,608	1,319,981	1,508,549	1,697,117	1,885,685
Investment property	2,566,466	461,604	490,861	520,118	549,375
Trade receivables	50,251,861	84,848,000	79,522,609	83,377,446	60,031,624
Tax receivables	13,884,243	16,367,635	69,240,264	33,570,445	29,835,898
Deferred tax assets	28,702,355	13,379,617	11,434,607	8,319,640	6,730,603
Other financial assets	-	494,292	1,667,933	1,485,863	2,392,880
Net current assets	458,248,220	426,492,944	290,313,386	183,624,621	176,299,847
	919,214,088	893,662,670	582,311,791	422,309,869	376,536,372
<b>Non-current liabilities</b>					
Borrowings	-	-	-	(1,101,132)	(3,279,636)
Retirement benefits liabilities	(2,210,093)	(3,329,619)	(3,810,899)	(4,687,084)	(3,757,987)
Deferred tax liabilities	(100,451,360)	(50,084,189)	(23,428,404)	(15,429,246)	(12,060,675)
Contract liabilities	(495,035,621)	(456,610,031)	(422,446,032)	(327,816,245)	(289,640,487)
Lease liabilities	(30,013,034)	(32,629,078)	(22,150,976)	(12,970,416)	(13,456,816)
Provisions	(3,292,870)	(5,230,037)	(4,007,324)	(3,244,019)	(1,227,997)
Net assets	288,211,110	345,779,716	106,468,156	57,061,727	53,112,774
<b>Capital and reserves</b>					
Share capital	800,000	800,000	800,000	800,000	800,000
Share premium	425,440	425,440	425,440	425,440	425,440
Foreign currency translation reserve	45,400,361	101,879,800	56,755,744	15,901,977	15,943,640
Revaluation surplus / (deficit)	157,590,935	183,523,711	-	-	-
Retained earnings	83,498,809	58,791,026	48,331,299	39,887,260	35,937,856
Attributable to equity holders of the parent	287,715,545	345,419,977	106,312,483	57,014,677	53,106,936
Non-controlling interest	495,565	359,739	155,673	47,050	5,839
	288,211,110	345,779,716	106,468,156	57,061,727	53,112,774
<b>Revenue and profit</b>					
Revenue	759,873,096	566,705,461	443,439,239	440,981,644	338,806,798
Profit before taxation	40,950,285	29,572,685	22,059,957	15,537,232	14,176,018
Profit after taxation	30,167,611	15,506,793	12,552,665	7,914,031	8,344,310
Profit after taxation attributable to the equity holders of the parent company	29,907,784	15,147,054	12,444,042	7,872,820	8,397,666
Dividend	-	5,200,000	4,800,000	4,000,000	4,000,000
<b>Earnings per ordinary share (Naira):</b>					
- Actual	18.69	9.54	7.78	4.92	5.30
- Diluted/Adjusted	18.69	9.54	7.78	4.92	5.25
<b>Net asset per share (Naira):</b>					
- Actual	180.13	216.11	66.54	35.66	33.53
- Diluted/Adjusted	180.13	216.11	66.54	35.66	33.20
<b>Dividend per share (Naira):</b>					
- Actual	-	3.25	3.00	2.50	2.53
- Diluted/Adjusted	-	3.25	3.00	2.50	2.50
- Dividend cover (times)	-	2.98	2.62	1.98	2.09

Earnings, dividend and net asset per share are based on profit after tax attributable to equity holders of the parent and the number of issued and fully paid ordinary shares at the end of each financial year.

## Balance sheet

	2025	2024	2023	2022	2021
	N'000	N'000	N'000	N'000	N'000
<b>Assets</b>					
Property, plant and equipment	292,172,305	273,105,899	76,609,705	81,422,961	69,734,897
Right of use assets	1,532,175	1,595,460	1,487,805	2,129,076	2,305,788
Other intangible assets	10,320,195	-	-	-	-
Investment property	3,841,143	2,205,316	2,335,868	1,620,118	2,006,525
Investment in subsidiaries	30,414,430	18,916,781	18,916,771	16,916,771	16,916,771
Trade receivables	50,251,861	84,848,000	79,513,011	83,377,446	60,031,624
Tax receivables	13,412,579	15,866,491	68,777,435	41,787,247	29,120,528
Deferred tax assets	23,631,770	9,132,885	8,899,987	6,772,761	5,213,061
Net current Assets	386,165,705	366,112,176	252,963,994	145,610,566	150,959,041
	811,742,163	771,783,007	509,504,576	379,636,946	336,288,235
<b>Non-current liabilities</b>					
Borrowings	-	(52,099,002)	(30,070,699)	(1,101,132)	(3,279,636)
Retirement benefits liabilities	(4,602,782)	(3,197,750)	(3,080,973)	(3,367,894)	(2,863,996)
Deferred tax liabilities	(84,797,343)	(37,219,408)	(15,689,053)	(12,397,367)	(9,412,896)
Contract liabilities	(495,035,621)	(456,610,031)	(422,446,033)	(327,816,245)	(289,640,487)
Lease liabilities	(472,377)	(552,530)	(656,976)	(839,641)	(878,382)
Provisions	(1,343,122)	(1,180,000)	(1,290,000)	(1,970,245)	(300,000)
Net assets	225,490,918	220,924,286	36,270,842	32,144,422	29,912,838
<b>Capital and reserves</b>					
Share capital	800,000	800,000	800,000	800,000	800,000
Share premium	425,440	425,440	425,440	425,440	425,440
Other Reserves	(667,482)	549,492	435,728	-	-
Revaluation surplus / (deficit)	157,352,858	183,285,636	-	-	-
Retained earnings	67,580,102	35,863,718	34,609,674	30,918,982	28,687,398
Attributable to equity holders of the parent	225,490,918	220,924,286	36,270,842	32,144,422	29,912,838
Non - controlling interest	-	-	-	-	-
	225,490,918	220,924,286	36,270,842	32,144,422	29,912,838
<b>Revenue and profit</b>					
Revenue	687,530,422	493,098,829	421,407,176	425,761,125	317,210,503
Profit before taxation	37,081,282	13,819,451	13,423,518	12,258,152	10,794,746
Profit after taxation	36,916,383	6,054,044	7,690,689	6,347,834	7,283,767
Profit after taxation attributable to the equity holders of the parent company	36,916,383	6,054,044	7,690,689	6,347,834	7,283,767
Dividend	-	5,200,000	4,800,000	4,000,000	4,000,000
<b>Earnings per ordinary share (Naira):</b>					
- Actual	23.07	3.78	4.81	3.97	4.60
- Diluted/Adjusted	23.07	3.78	4.81	3.97	4.55
<b>Net asset per share (Naira):</b>					
- Actual	140.93	138.08	22.67	20.09	18.88
- Diluted/Adjusted	140.93	138.08	22.67	20.09	18.70
<b>Dividend per share (Naira):</b>					
- Actual	-	3.25	3.00	2.50	2.53
- Diluted/Adjusted	-	3.25	3.00	2.50	2.50
- Dividend cover (times)	-	1.16	1.60	1.59	1.82

Earnings, dividend and net asset per share are based on profit after tax attributable to equity holders of the parent and the number of issued and fully paid ordinary shares at the end of each financial year.

REVENUE AND PROFIT

