



TANZANIA INVESTMENT CENTRE
Application form for Expansion of Certificate of Incentives

COMPANY DETAILS

Company Name	AGRIBASE BIOSCIENCE INTERNATIONAL (T) LTD	Incorporation Number	138737195
Email	agribaselimited2024@gmail.com	Incorporation Date	1/31/2019 12:00:00 AM
Region	Arusha	Post Address	79958
District	Arusha	Telephone	0657446188
Physical Address		Mobile	0767755976

PROJECT DETAILS

Project Name	CONSTRUCTION OF WAREHOUSE, CROP PROTECTION AND NUTRITION PROJECT.	Sector	Agriculture
Activity	Agriculture	Sub Sector	Agro Processing
Region	Arusha	Application Date	
District	Arusha	Project Code	TIC2025-11211112
Ward	Mateves	Type of Ownership	Foreign
P.O.BOX	79958	Production Capacity	580kilograms/year

SURVEYED ADDRESS

Plot Number	53
Block Number	A
House Number	53

UNSURVEYED ADDRESS

Area	
Land Mark Type	Near By
Description	

CONTACT DETAILS

Contact Person	Consolata Malkia Gaudiosus Ruta	Email	malkiaruta70@gmail.com
Contact Mobile	0788836466	Title	HR Manager

LOCAL EMPLOYMENT

Men Local	20
Women Local	21

FOREIGN EMPLOYMENT

Men Foreign	1
Women Foreign	1
TotalJob	43

LOCAL FINANCING (IN \$)

Local Equity	
Local Loan	
TotalLocal	

FOREIGN FINANCING (IN \$)

Foreign Equity	281,900
Foreign Loan	
TotalForeign	281,900
Total Investment	533,491

CERTIFICATE TO BE EXPANDED

Certificate Number	20218504	Issue Date	08-16-2021
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APPLICANT DETAILS

Applicant Name	JosephMuli	Mobile Number	0767755976
Email	agribaselimited2024@gmail.com	Title	Director
Signature		Date	Wednesday, November 12, 2025



CUSTOMER ACCOUNT STATEMENT

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Name: **AGRIBASE BIOSCIENCE INTERNATIONAL LTD** Branch: 406 - Clock Tower
 Customer No: 074083262 Account Number: 40610176621
 Account Description: AGRIBASE BIOSCIENCE INTERNATIONAL LTD
 Account Class: NMB BUSINESS ACCOUNTS
 Address: **BOX KISONGO MATEVES ARUSHA TANZANIA** Account Open Date: 08/04/2023
 Old Account Number: 40610176621
 Account Currency: TZS
 From Date: 15/07/2025
 To Date: 15/10/2025



Book Date	Value Date	Trn Br Name	Narration	Kref	Cheq No	Debit	Credit	Balance
15/07/2025			OPENING BALANCE			0	0	9,212,579.56
			371 Outgoing Funds Transfer - Sender's Ref: NKQR5HTRL ANIPHARM AGENCY to AGRIBASE BIOSCIENCE INTERNATIONAL L => Remittance Info: Product purchase			0	431,000	8,781,579.56
15/07/2025	15/07/2025	Clock Tower	111 Funds Transfer - 16:07 16:09 45 FUND TRANSFER NMBMobileProd Gasto ngaya From SIMON KILONZO N/UKI => AGRIBASE BIOSCIENCE INTERNATIONAL LTD	GWX101615208 902		0	482,000	10,125,579.56
			371 Outgoing Funds Transfer - Sender's Ref: PXWMP7Q7SM AGRIBASE BIOSCIENCE INTERNATIONAL L to DANIEL JULIUS SUMAYE => Remittance Info: Clearing Builders Jazz			1,852,000	0	8,263,579.56
17/07/2025	17/07/2025	Clock Tower	371 Outgoing Funds Transfer - Sender's Ref: GXEY8SSN2 AGRIBASE BIOSCIENCE INTERNATIONAL L to DANIEL JULIUS SUMAYE => Remittance Info: Refund PettycashLilencis HR			1,487,000	0	6,776,579.56
			371 Outgoing Funds Transfer - Sender's Ref: 2NUUP8WH67 => Ultimate Beneficiary: / 0152560799100 * DEBORAH SAMSON MAKALLA => Remittance Info: Office Petty Cash			420,000	0	6,356,579.56
17/07/2025	17/07/2025	Clock Tower	373 Commission on Funds Transfer - Sender's Ref: 2NUUP8WH67 => Ultimate Beneficiary: / 0152560799100 * DEBORAH SAMSON MAKALLA => Remittance Info: Office Petty Cash			1,694.92	0	6,354,884.64



CUSTOMER ACCOUNT STATEMENT

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20/07/2025	20/07/2025	NMB Head Office	455 Cash Deposit Agency banking - 2007 17.17.15 agency 0040010073376@TPSO 00 Trx ID PS1807729855: Trx ID 4095489390763 Description data trading From AGRIBASE BIO SCIENCE INTERNATIONAL LTD => IDDI SHAURI SULLE	EC102862837 83	0	1,000,000	12,416,511.56
21/07/2025	21/07/2025	Clock Tower	371 Outgoing Funds Transfer - Sender's Ref: 0DJ1EPNSXA => Ultimate Beneficiary: / 0152458374500 * FLORENCE MARTIN KAVISHE => Remittance Info: House rent		240,000	0	12,176,511.56
21/07/2025	21/07/2025	Clock Tower	373 Commission on Funds Transfer - Sender's Ref: 0DJ1EPNSXA => Ultimate Beneficiary: / 0152458374500 * FLORENCE MARTIN KAVISHE => Remittance Info: House rent		1,694.92	0	12,174,816.64
21/07/2025	21/07/2025	Clock Tower	516 VAT Payable on Comm and Fees - Sender's Ref: 0DJ1EPNSXA => Ultimate Beneficiary: / 0152458374500 * FLORENCE MARTIN KAVISHE => Remittance Info: House rent		305.08	0	12,174,511.56
21/07/2025	21/07/2025	Clock Tower	371 Outgoing Funds Transfer - Sender's Ref: E47E7OTFRW => Ultimate Beneficiary: / 0152560799100 * DEBORAH SAMSON MAKALLA => Remittance Info: Office petty cash		500,000	0	11,674,511.56
21/07/2025	21/07/2025	Clock Tower	373 Commission on Funds Transfer - Sender's Ref: E47E7OTFRW => Ultimate Beneficiary: / 0152560799100 * DEBORAH SAMSON MAKALLA => Remittance Info: Office petty cash		1,694.92	0	11,672,816.64
21/07/2025	21/07/2025	Clock Tower	516 VAT Payable on Comm and Fees - Sender's Ref: E47E7OTFRW => Ultimate Beneficiary: / 0152560799100 * DEBORAH SAMSON MAKALLA => Remittance Info: Office petty cash		305.08	0	11,672,511.56
21/07/2025	21/07/2025	Clock Tower	371 Outgoing Funds Transfer - Sender's Ref: XCMVTNIVYR AGRIBASE BIO SCIENCE INTERNATIONAL L to FAHAMU AMANI NDONGO => Remittance Info: House Rent		120,000	0	11,552,511.56



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22/07/2025	22/07/2025	NMB Head Office	455 Cash Deposit Agency banking - 2207 13:03:23 agency (62910029635@TPS@ 00 Trx ID PS1810174231 Ter ID 6295113647 Description NUSWE From AGRIBASE BIOSCIENCE INTERNATIONAL LTD => CHRISPINE ADAM EKONGA	EC1025E47589 04	0	60,000	10,728,647
22/07/2025	22/07/2025	NMB Head Office	455 Cash Deposit Agency banking - 2207 13:05:12 agency (62910029635@TPS@ 00 Trx ID PS1810174522 Ter ID 6295113647 Description NUSWE From AGRIBASE BIOSCIENCE INTERNATIONAL LTD => CHRISPINE ADAM EKONGA	EC1028E47586 86	0	540,000	11,278,647
22/07/2025	22/07/2025	NMB Head Office	455 Cash Deposit Agency banking - 2207 16:54:03 agency (427100229900@TPS@ 00 Trx ID PS1810564571 Ter ID 4275469385220 Description hillyo From AGRIBASE BIOSCIENCE INTERNATIONAL LTD => GABRIEL MICHAEL SUNGARE	EC1028E00885 10	0	814,000	12,102,647
22/07/2025	22/07/2025	NMB Head Office	455 Cash Deposit Agency banking - 2207 16:59:06 agency (427100229900@TPS@ 00 Trx ID PS1810874163 Ter ID 4275460385220 Description zawad From AGRIBASE BIOSCIENCE INTERNATIONAL LTD => GABRIEL MICHAEL SUNGARE	EC1026E51368 89	0	864,000	13,086,647
22/07/2025	22/07/2025	NMB Head Office	450 Cash Deposit Agency banking - 2207 18:20:58 agency (42710057684@TPS@ 00 Trx ID PS1810/36264 Ter ID 4275119878 Description deposit From AGRIBASE BIOSCIENCE INTERNATIONAL LTD => GABRIEL MICHAEL SUNGARE	EC1028E62406 28	0	250,000	33,336,647
23/07/2025	23/07/2025	Clack Tower	111 Funds Transfer - 23:07 11:02:25 FUND- TRANSFER NMBMobileProd Shujaa 10pcs 1.0z From SIMON KILONZO NZUKI => AGRIBASE BIOSCIENCE INTERNATIONAL LTD	GWX101835215 498	0	1,100,000	14,436,647
23/07/2025	23/07/2025	SUA	111 Funds Transfer - 23:07 14:21:14 FUND- TRANSFER NMBMobileProd Malipo ya mbale- Kinana From SINDE STEVEN PAUL => AGRIBASE BIOSCIENCE INTERNATIONAL LTD	GWX101634052 781	0	102,000	14,828,647



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24/07/2025	23/07/2025	Clock Tower	371 Outgoing Funds Transfer - Sender's Ref: Q2M46D7E45 => Ultimate Beneficiary: / 01J1094783100 * TOTAL ENERGIES MARKETING TANZANIA => Remittance Info: 548242 AGRIBASE	300,000	0	17,221,847	
24/07/2025	23/07/2025	Clock Tower	373 Commission on Funds Transfer - Sender's Ref: Q2M46D7E45 => Ultimate Beneficiary: / 01J1094783100 * TOTAL ENERGIES MARKETING TANZANIA => Remittance Info: 548242 AGRIBASE	1,694.92	0	17,219,952.08	
24/07/2025	23/07/2025	Clock Tower	516 VAT Payable on Comm and Fees - Sender's Ref: Q2M46D7E45 => Ultimate Beneficiary: / 01J1094783100 * TOTAL ENERGIES MARKETING TANZANIA => Remittance Info: 548242 AGRIBASE	305.08	0	17,219,647	
24/07/2025	23/07/2025	Clock Tower	371 Outgoing Funds Transfer - Sender's Ref: 6CKL1Z3PJ1 => Ultimate Beneficiary: / 0152580799100 * Deborah Simon Makella => Remittance Info: Petty Cash Operations	500,000	0	16,719,647	
24/07/2025	23/07/2025	Clock Tower	373 Commission on Funds Transfer - Sender's Ref: 6CKL1Z3PJ1 => Ultimate Beneficiary: / 0152580799100 * Deborah Simon Makella => Remittance Info: Petty Cash Operations	1,694.92	0	16,717,952.08	
24/07/2025	23/07/2025	Clock Tower	516 VAT Payable on Comm and Fees - Sender's Ref: 6CKL1Z3PJ1 => Ultimate Beneficiary: / 0152580799100 * Deborah Simon Makella => Remittance Info: Petty Cash Operations	305.08	0	16,717,647	
24/07/2025	24/07/2025	Usongwa	111 Funds Transfer - 24/07 07:42:41 FUND TRANSFER NMBMobileProd Malipo From SARA JOSEPH BAYO => AGRIBASE BIOSCIENCE INTERNATIONAL LTD	GWX101630489 386	0	1,128,000	17,845,647
24/07/2025	24/07/2025	NMB Head Office	455 Cash Deposit Agency Banking - 2407 09:53:00 agency @42710057654@TPSB 00 Trx ID P51513438043- Ter ID 4275119676 Description agribase From AGRIBASE BIOSCIENCE INTERNATIONAL LTD => GABRIEL MICHAEL SUNGARE	GC1076679814 10	0	3,000	17,848,647



CUSTOMER ACCOUNT STATEMENT

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25/07/2025	25/07/2025	Clock Tower	371 Outgoing Funds Transfer - Sender's Ref: JSAGL9QVHX => Ultimate Beneficiary: / 0152414840001 * Consolata Makie Gaudiosus Ruto => Remittance Info: Retainer fee	1,300,000	D	30,505,647	
25/07/2025	25/07/2025	Clock Tower	373 Commission on Funds Transfer - Sender's Ref: JSAGL9QVHX => Ultimate Beneficiary: / 0152414840001 * Consolata Makie Gaudiosus Ruto => Remittance Info: Retainer fee	1,594,92	0	30,503,952.08	
25/07/2025	25/07/2025	Clock Tower	515 VAT Payable on Comm and Fees - Sender's Ref: JSAGL9QVHX => Ultimate Beneficiary: / 0152414840001 * Consolata Makie Gaudiosus Ruto => Remittance Info: Retainer fee	305.06	0	30,503,647	
25/07/2025	25/07/2025	NMB Head Office	405 Cash Deposit Agency banking - 2507 10:11:09 agency @42710057654@TPS9 00 Trx ID PS1615953198: Ter ID 4275119875 - Description Beta From AGRIBASE BIOSCIENCE INTERNATIONAL LTD => GABRIEL MICHAEL SUNGARE	EC1026702499 10	0	1,440,000	31,843,647
25/07/2025	25/07/2025	NMB Head Office	405 Cash Deposit Agency banking - 2507 16:12:19 agency @42710057654@TPS9 00 Trx ID PS1615955647: Ter ID 4275119875 - Description Beta From AGRIBASE BIOSCIENCE INTERNATIONAL LTD => GABRIEL MICHAEL SUNGARE	EC1026702621 53	0	7,000	31,950,647
25/07/2025	25/07/2025	NMB Head Office	455 Cash Deposit Agency banking - 2507 17:59:52 agency @40610029006@TPS9 00 Trx ID PS1616191566: Ter ID 4065469399782 - Description Kasteri Alex From AGRIBASE BIOSCIENCE INTERNATIONAL LTD => GIDION MARTIN TIMOTHEO	EC1026704620 09	0	426,000	32,376,647
25/07/2025	25/07/2025	NMB Head Office	455 Cash Deposit Agency banking - 2507 18:00:23 agency @40910029006@TPS9 00 Trx ID PS1616105127: Ter ID 4065469399782 - Description KASTER ALEX From AGRIBASE BIOSCIENCE INTERNATIONAL LTD => GIDION MARTIN TIMOTHEO	EC1026704651 03	0	144,000	32,520,647



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Table with 5 columns: Date, Branch, Description, Reference, and Amount. Rows include transactions for VAT Payable, FUND TRANSF, Cash Deposit, TIPS Payments, and another Cash Deposit.

Summary table with 2 columns: Description and Amount. Rows include Total Debt Amount, Total Credit Amount, Number of Debt Transactions, Number of Credit Transactions, Current Balance, Uncollected Amount, and Available Balance.





TANZANIA



Register of Companies Detailed information

Information date and time: 03/08/2025 22:53:21

Last update date and time: 31/10/2024 17:31:00

Registration date and time: 31/01/2019 07:33:06

1. **Status:** Registered
2. **Compliance number:** 138737195
3. **Company:** AGRIBASE BIOSCIENCE INTERNATIONAL (T) LTD
4. **Company type:** Foreign company
5. **Registered office in Tanzania:** Region Arusha, District Arusha, Ward Mateves, Postal code 23221, Street Kisongo, Road A to Z , Plot number 53, Block number A, House number 53
6. **Contacts:** Email: office@agribasegroup.com, Mob no/Tel no: 0735013826, P.O.Box 1367
7. **Business activity:** 0161 - Support activities for crop production, Main activity
8. **Directors / Directors in the country of origin:** JOSEPH MULI, Kenyan
ESTHER MBUVA, Kenyan
PANTHER BIOTECHNOLOGIES LTD, Kenya
9. **Company secretary / Company secretary in the country of origin:** DENNIS PETER KIHARA, Kenyan
10. **Persons resident in Tanzania authorised to accept service on behalf of the company:** PAUL GATI CHACHA
11. **Persons resident in Tanzania authorised to represent the company as its permanent representative(s):** PAUL GATI CHACHA
12. **Registered charges:** Mortgages dated 07/01/2019 to secure Tanzanian Shillings Fifty Million TZS in favour of

Information ordered by: JOSEPH MULI

NOTE. Information printed from the Register of Company is true and complete as per extract generation date and time. Please be advised to refer to the Online Registration System at BRELA (ors.brela.go.tz) for an up-to-date information regarding given Company.



Princ. Asst. Registrar of Companies

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

**DIRECTORS' REPORT AND AUDITED FINANCIAL
STATEMENTS AS AT 31stDecember 2023**

COMPANY'S AUDITORS

Hillcrest Auditors
Certified Public Accountants in Public Practice
Mikocheni Industrial Area; 1 Hashim Street
P.O. Box 602
Dar Es Salaam, Tanzania.

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
P. O. BOX 1367 ARUSHA, TANZANIA.
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

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P. O. BOX 1367 ARUSHA, TANZANIA.
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

COMPANY INFORMATION

CONTACT ADDRESS

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LTD

P.O.BOX 1367,

ARUSHA, TANZANIA.

COMPANY BANKERS

NCBA BANK & NMB

ARUSHA, TANZANIA.

COMPANY'S AUDITORS

Hillcrest Auditors

Certified Public Accountants in Public Practice

Mikocheni Industrial Area; 1 Hashim Street

P.O. Box 602

Dar Es Salaam, Tanzania.

DIRECTORS' REPORT

1. INTRODUCTION

The Board of Directors of Agribase Bioscience International (T) Limited is pleased to present the annual report along with the audited financial statements for Agribase Bioscience International (T) Limited for the year ended 31st December 2023. This report reflects the company's financial position and complies with the Tanzania Financial Reporting Standard (TFRS) No.1.

2. CORPORATE OVERVIEW

Agribase Bioscience International (T) Limited, established on 31 January 2019, is a private entity registered under the Tanzanian Companies Act 2002 (Certificate No. 138737195, issued on 31 January 2019). With operational bases extending to Kenya and Uganda, ABI has positioned itself as a pivotal player in the agricultural sector, offering a comprehensive suite of farming solutions encompassing Crop Protection, Nutrition Products, and more. Our strategic focus is to secure a significant market share in the upcoming sectors of horticulture, cereals, and coffee, both domestically and regionally.

3. CORE BUSINESS ACTIVITIES

Our core business revolves around the trade of agricultural chemicals and fertilizers. ABI is also dedicated to product innovation, aiming to provide farmers with valuable agro-inputs that enhance productivity amidst resource constraints.

4. VISION STATEMENT

We aspire to be the national frontrunner in agricultural input supply, bolstering the economy, empowering communities, fostering healthy living, and devising successful strategies for farmers across diverse landscapes, all through unparalleled service.

5. MISSION STATEMENT

Our mission is to trade in cutting-edge products and offer services at competitive prices, catering to the needs of the farming community in both rural and peri-urban areas, while also exploring and developing new markets.

6. PURPOSE

ABI is committed to combating hunger across Africa by delivering sustainable farming solutions to every farmer, addressing the challenges posed by climate change, population growth, resource depletion, and ecological imbalance.

7. STRATEGIC OBJECTIVES

- 1) **Revenue Growth:** Enhance our financial robustness through an expanded revenue base.

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FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

- ii) **Capacity Enhancement:** Invest in the development of our human and operational capabilities.
- iii) **Partnerships:** Forge and nurture symbiotic relationships with suppliers and stakeholders.
- iv) **Integrity and Professionalism:** Cultivate a culture that embodies ethical conduct and expertise.
- v) **Product Excellence:** Offer top-tier agrochemicals and fertilizers at market-competitive rates.
- vi) **Technical Support:** Provide comprehensive technical assistance and consultancy to our clientele.
- vii) **Market Expansion:** Broaden our marketing, sales, and distribution footprint across Eastern Africa.
- viii) **Innovation and Development:** Innovate and diversify our product range to cover a wider market spectrum.

8. DIRECTORS OF THE COMPANY

The Directors who served during the year ended 31st December 2023 and who have given their approval to these accounts are as follows:

Name	Nationality	Type of Shareholding	Remarks
Joseph Kioko Mulli	Kenyan	Ordinary Shareholder	Current
Panther Biotechnologies Ltd	Kenyan	Ordinary Shareholder	Current
Esther Kaswii Mbuva	Kenyan	Ordinary Shareholder	Current

9. MANAGEMENT OF THE COMPANY

The operations of Agribase Bioscience International (T) Limited during the period under review have been adeptly steered by a team of experienced and skilled professionals. This management team is charged with the pivotal task of bringing to fruition the strategies and policies established by the Board of Directors. Their responsibilities also encompass the management of the company's day-to-day operations. The composition of the management team for this period is as follows:

Name	Position	Qualification	Experience
Esther Mbuva	Operations Director	Bsc. Public Health Cert. Hospitality	14 years
Julie Kilyinga	Office & Administration Manager	Dip. In Banking & Finance	7 years
Joel Mkwama	Sales coordinator	Bsc. Gen Agriculture	8 Years

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FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

The management team is committed to regular reporting to the Board of Directors, providing them with pertinent and precise information regarding the company's performance, potential risks, and emerging opportunities. Furthermore, the team ensures that the company remains in compliance with all relevant laws and regulations and upholds the values and culture of Agribase Bioscience International (T) Limited.

10. EMPLOYEES WELFARE

At Agribase Bioscience International (T) Limited, we recognize that our employees are the cornerstone of our success, particularly in the dynamic field of importing and selling agricultural fertilizers. Their dedication and expertise drive our company forward, and in recognition of this, we are committed to fostering an environment that promotes their safety, health, and overall well-being.

Employee Development and Welfare Initiatives

In our pursuit to empower our team, we have put in place a broad spectrum of initiatives and programs aimed at promoting their professional and personal development:

- i) **Competitive Compensation and Benefits:** We offer a comprehensive package that includes competitive salaries, performance-based bonuses, allowances, extensive medical insurance, and retirement planning options such as pension and gratuity. This is especially important in the import sector, where market fluctuations can impact job security.
- ii) **Professional Growth Opportunities:** We are committed to the continuous enhancement of our employees' skills and knowledge. To this end, we provide access to a variety of training programs, workshops, seminars, and educational scholarships, including specialized training in safe handling and storage of agricultural chemicals.
- iii) **Recognition and Rewards:** We celebrate the achievements and contributions of our employees through a structured recognition program that awards certificates, trophies, plaques, and vouchers, acknowledging their role in maintaining the high standards required for the safe distribution of fertilizers.
- iv) **Work-Life Balance:** Acknowledging the importance of equilibrium, we support our employees with flexible working arrangements, generous leave policies, and a range of recreational activities to promote physical and mental wellness, considering the demanding nature of the agricultural sector.
- v) **Health and Safety Assurance:** Our workplace is equipped with the necessary personal protective equipment, fire safety measures, first aid resources, and emergency protocols to ensure a secure and healthy working environment, which is crucial in the handling of fertilizers.
- vi) **Safety Department Vigilance:** The effectiveness of our safety department lies in its unwavering commitment to maintaining a culture of safety. This includes providing all employees and contractors with the appropriate personal protective equipment,

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
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FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

as well as the necessary training and supervision, particularly in the application and transportation of fertilizers.

- vii) **Regulatory Compliance:** We strictly comply with the fire and safety regulations stipulated by the Ministry of Home Affairs, ensuring that our workspaces are free of occupational hazards and conducive to the well-being of every team member. Additionally, we adhere to international standards and regulations governing the import and sale of agricultural fertilizers.

By implementing these measures, Agribase Bioscience International (T) Limited strives to create an exemplary workplace where every employee can thrive and contribute to our collective success in the agricultural sector.

11. GENDER PARITY

Agribase Bioscience International (T) Limited is unwavering in its commitment to fostering gender equality and equity within our workforce. We understand that a diverse and inclusive team is essential for fostering creativity, innovation, and performance. To this end, we have implemented several key initiatives:

- i) **Gender Analysis:** We conduct thorough analyses to assess and improve gender representation within our company.
- ii) **Gender Policy and Action Plan:** We have established a comprehensive gender policy and action plan to guide our efforts in promoting gender equality in all aspects of our operations.
- iii) **Gender Committee and Focal Points:** A dedicated gender committee and focal points oversee the implementation of our gender policy and provide guidance on gender-related matters.
- iv) **Gender Awareness Training:** Regular training sessions are held to raise awareness about gender equality and to challenge stereotypes and biases.
- v) **Support for Women's Empowerment:** We actively support the empowerment and leadership of women within our organization through mentorship and networking opportunities.
- vi) **Celebration of Women's Achievements:** We proudly acknowledge and celebrate the contributions of women, inspiring and empowering others within our organization and the broader community.

Our commitment to gender equality is reflected in our company's gender statistics as of 31st December 2023:

Gender	31-Dec-23	31-Dec-22
Female	7	5
Male	5	7
Total	12	12

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FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

12. RISK MANAGEMENT AND INTERNAL CONTROLS

The Board of Directors recognizes the importance of a comprehensive risk management strategy, particularly as it pertains to our operations in the agricultural sector in Tanzania. Given our involvement in importing fertilizers, we are exposed to various risks, including foreign exchange fluctuations. The following table outlines the key risks identified, along with explanations and the actions taken by the Board to mitigate these risks:

S/N	Risk Name	Explanations	Action Taken by the Board
1	Foreign Exchange Risk	Due to our reliance on imported fertilizers, currency volatility can significantly impact costs.	The Board has implemented hedging strategies to lock in exchange rates and minimize exposure.
2	Supply Chain Disruption	Political instability or natural disasters in supplier countries could disrupt supply.	We have diversified our supplier base and maintain strategic reserves to cushion against supply shocks.
3	Regulatory Compliance Risk	Changes in import regulations or tariffs could affect operations.	Regular reviews of trade policies are conducted to ensure compliance and adapt to new regulations.
4	Market Price Volatility	Fluctuations in the prices of agricultural commodities can affect profitability.	The company engages in forward contracts to stabilize revenue streams against market volatility.
5	Credit Risk	There is a risk of non-payment from customers, which could impact cash flow.	Credit assessments and insurance mechanisms are in place to mitigate the risk of default.

The Board is committed to maintaining a dynamic risk management framework that is regularly reviewed and updated to reflect the changing risk landscape. Our internal control systems are designed to provide reasonable assurance that the measures in place are effective and that the company is well-positioned to manage these risks.

13. ADMINISTRATIVE MATTERS

Reflecting on the past year's diligent administrative efforts, Agribase Bioscience International (T) Limited proposes the following initiatives to further enhance our operations and performance in the upcoming year:

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FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

- i) **Advanced License and Permit Management:** We have implemented a system to meticulously track and manage the renewal of business licenses, tax clearance certificates, and other essential permits and registrations. This initiative is crucial for ensuring timely renewals and mitigating the risk of operational disruptions, especially in the context of international trade regulations affecting agricultural Crop protection and fertilizer imports.
- ii) **Automated Statutory Filings:** The electronic filing of returns, tax returns, and other statutory reports and payments will continue in accordance with Tanzania Revenue Authority (TRA) guidelines. This automation is aimed at improving accuracy, efficiency, and ensuring compliance with regulatory deadlines, which is vital for our import and sales operations.
- iii) **Policy Management:** Our policies, procedures, and systems are regularly reviewed and updated to ensure they remain current and compliant with the latest regulations and best practices. This includes adherence to international standards for the safe handling and distribution of agricultural fertilizers.
- iv) **Personalized Staff Development and Training:** We have implemented personalized development and training programs that cater to the individual needs and career aspirations of our team members. This is to enhance their skills and job satisfaction, particularly in areas related to the safe and effective management of fertilizer products.
- v) **Proactive Risk Management and Compliance:** A proactive risk management strategy has been developed to anticipate potential risks and implement preventive measures. Our compliance mechanisms have been enhanced with regular monitoring and reviews, essential for navigating the complexities of the agricultural import sector.
- vi) **Sustainability Initiatives:** Our commitment to delivering environmentally-sound services and integrated solutions to development projects or problems continues. This includes responsible sourcing and distribution practices for our agricultural fertilizers.
- vii) **Enhanced Employee Welfare and Engagement:** We have introduced more comprehensive health and wellness programs, flexible work arrangements, and employee recognition schemes. A culture of open communication and engagement has been fostered, recognizing the unique challenges faced by employees in the agricultural sector.
- viii) **Customer Experience Management:** A customer experience management strategy has been implemented, focusing on understanding customer needs, personalizing service delivery, and enhancing customer loyalty. This is particularly important for maintaining strong relationships with farmers and other stakeholders who rely on our products.

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FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

These initiatives are designed to ensure that Agribase Bioscience International (T) Limited not only meets but exceeds administrative excellence, setting a standard for the industry and ensuring our continued success in the agricultural sector.

14. FUTURE DEVELOPMENT PLANS

Short-Term (Next 6 months):

- i) **Product Launch:** We will commence the introduction of our new product lines, including Verno Amplifaya, Nordox Express and Nordox Cafe. This will involve strategic market analysis, compliance with regulatory standards, and establishing distribution channels to ensure a successful launch.
- ii) **License and Permit Management:** We will implement a system to track and manage the renewal of business licenses, tax clearance certificates, and other necessary permits and registrations, which is critical for our operations in importing agricultural fertilizers.
- iii) **Automated Statutory Filings:** We will continue the electronic filing of returns, tax returns, and other statutory reports and payments as per Tanzania Revenue Authority (TRA) guidance, ensuring compliance in our trade.
- iv) **Accounting Software Utilization:** We will leverage our accounting software for financial recording, enhancing the accuracy and efficiency of our financial management in the import sector.
- v) **Policy Management:** We will update our financial procedures by enhancing the coverage of our Financial Policy and Procedure manual. We will in regularly basis review and update our other policies, procedures, and systems to stay aligned with the best practices and regulations in the agricultural industry.
- vi) **Diversification:** We will continue to explore diversification opportunities, with a recent focus on agriculture and particularly beekeeping, to complement our fertilizer business.
- vii) **Marketing and Branding:** We will continue investing in marketing and branding efforts to increase visibility and attract more clients within the agricultural industry. Thus shall include but not limited to Motor Vehicle and major distribution outlets branding in the key target areas

Medium-Term (6 months to 1 year):

- i) **Personalized Staff Development and Training:** We will implement personalized development and training programs that cater to the individual needs and career aspirations of our team members, including specialized training in Pest / Disease and fertilizer management and safety and advanced record keeping training.
- ii) **Proactive Risk Management and Compliance:** We will develop a proactive risk management strategy that anticipates potential risks, including those associated with the importation of fertilizers, and implements preventive measures.

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P. O. BOX 1367 ARUSHA, TANZANIA.
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

- iii) **Sustainability Initiatives:** We will continue our commitment to delivering environmentally-sound services and integrated solutions to development projects, emphasizing sustainable agricultural practices.
- iv) **Enhanced Employee Welfare and Engagement:** We will introduce more comprehensive health and wellness programs, flexible work arrangements, and employee recognition schemes, acknowledging the unique challenges faced by our workforce.

Long-Term (1 year to 1.5 years)

- i) **Customer Experience Management:** We will implement a customer experience management strategy that focuses on understanding customer needs, personalizing service delivery, and enhancing customer loyalty in the agricultural sector.
- ii) **Invest in Technology:** We will invest in advanced technologies such as customer relationship management (CRM) systems and data analytics software to support our growing operations.
- iii) **Partnerships and Collaborations:** We will consider forming strategic partnerships or collaborations with other companies or organizations to enhance our service offerings in the agricultural sector.

15. FINANCIAL RESULTS

During the year, the company achieved a net loss of TZS.533,003,010.77 (Previous year net profit: TZS 79,225,091.02, audited). However significant portion of this year's loss is attributed to stock write off of 25 metric tons of Nordox 75WG in 25kg packages and Copper Nordox 50 WP in 1kg packages which were expiring owing to changing weather patterns, diminished farmer purchase power, competition, slow market uptake, diminished returns on coffee value chain and also being new introductory products, the growth curve was slower than anticipated.

16. DIVIDEND

No dividend has been declared as of this date.

17. SOLVENCY

The state of affairs of the Company as at 31st December 2023 is detailed in this financial report. The Board of Directors confirms that applicable accounting standards have been followed and that the financial statements have been prepared on a going concern basis. The Board has a reasonable expectation that the Company will have adequate resources to continue in operational existence for the foreseeable future.

18. RELATED PARTY TRANSACTIONS

Agribase Bioscience International (T) Limited maintains a strict policy of full disclosure regarding transactions with related parties, which include entities like sister company,

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Agribase Company in Kenya, as well as transactions with shareholders, directors, management, and their close family members or associates. All related party transactions have been fully disclosed in Note 16 to the financial statements. The company ensures that these transactions are conducted on an arm's length basis and are in the best interest of the company. Significant or material related party transactions have received the necessary approval from both the board of directors and the shareholders, in compliance with relevant laws and regulations.

19. GOING CONCERN

The financial statements of Agribase Bioscience International (T) Limited have been prepared under the going concern principle, which assumes the continuation of normal business activities and the realization of assets and settlement of liabilities in the ordinary course of business. After a comprehensive review, the Board of Directors is confident that there are no material uncertainties that cast significant doubt on the company's ability to continue its operations. This confidence is supported by:

- i) **Consistent Growth:** The company has shown a pattern of growth, and expansion in product diversification and market within Tanzania, and strong financial health, with solid solvency and liquidity metrics.
- ii) **Robust Cash Flow Forecasts:** Projections indicate that the company will generate sufficient cash flows from operations to meet its investment needs and financial obligations.
- iii) **Strategic Business Plans:** Plans are in place for market expansion, customer base enhancement, diversification of the business portfolio, and capitalization on emerging opportunities in the agricultural sector.
- iv) **Effective Risk Management:** The company's risk management framework is robust, effectively identifying and mitigating key risks, including those related to climate change, the COVID-19 pandemic, market fluctuations, regulatory shifts, and changes in the competitive and technological landscape.

The Board of Directors affirms its belief that Agribase Bioscience International (T) Limited is well-equipped to continue its operations into the foreseeable future, without any foreseeable risk to its going concern status.

20. ACCOUNTING POLICIES

The financial statements of Agribase Bioscience International (T) Limited have been prepared in accordance with International Financial Reporting Standards (IFRS), as issued by the International Accounting Standards Board (IASB). For the year ending on

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
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31st December 2023, the company has adopted all relevant and applicable standards and amendments.


21. SUBSEQUENT EVENTS

There have been no subsequent events that would require reporting or disclosure in the financial statements.

22. AUDITORS

The financial statements of Agribase Bioscience International (T) Limited were audited by Hillcrest Auditors, Certified Public Accountants in Public Practice and Tax Consultants, appointed in accordance with Section 170 of the Companies Act 2002. Their office is located at 1 Hashim Street, Viwandani Area, Mikochoni, P.O. Box: 602, Dar es Salaam, Tanzania. The auditors have provided an unqualified audit opinion on the financial statements, as detailed on Pages 16 through 19. This unqualified opinion, along with the company's performance, underscores the Board's and management's commitment to the success of the business.

BY ORDER OF THE BOARD



Joseph Kioko Mulli
Chairman of the Board



AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
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FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

STATEMENT OF DIRECTOR'S RESPONSIBILITIES

In accordance with the Companies Act of the United Republic of Tanzania 2002, the directors are required to maintain adequate accounting records and are responsible for the content and integrity of the annual report and financial statements and related financial information included in this report.

The directors ensure that the annual report and financial statements fairly present the state of affairs of the company as at the end of the financial year and the results of its operations and cash flows for the year then ended, in conformity with International Financial Reporting Standards and the requirements of the Companies Act 2002.

The external auditors are engaged to express an independent opinion on the annual report and financial statements. The annual report and financial statements are prepared in accordance with International Financial Reporting Standards and the requirements of the Companies Act 2002 and are based upon appropriate accounting policies consistently applied and supported by reasonable and prudent judgments and estimates.

The directors acknowledge that they are ultimately responsible for the system of internal financial control established by the company and place considerable importance on maintaining a strong control environment. To enable the directors to meet these responsibilities, the board sets standards for internal control aimed at reducing the risk of error or loss in a cost-effective manner.

These controls, monitored by the board throughout the company, include the proper delegation of responsibilities within a clearly defined framework, effective accounting procedures, and adequate segregation of duties to ensure an acceptable level of risk. All employees are required to maintain the highest ethical standards in ensuring the company's business is conducted in a manner that in all reasonable circumstances is above reproach.

The focus of risk management in the company is on identifying, assessing, managing, and monitoring all known forms of risk across the company. While operating risk cannot be fully eliminated, the company endeavors to minimize it by ensuring that appropriate infrastructure, controls, systems, and ethical behavior are applied and managed within predetermined procedures and constraints.

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FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023


STATEMENT OF DIRECTOR'S RESPONSIBILITIES (Continued...)

The directors, based on the information and explanations given by management, are of the opinion that the system of internal control provides reasonable assurance that the financial records may be relied on for the preparation of the annual report and financial statements. However, any system of internal financial control can provide only reasonable, and not absolute, assurance against material misstatement or loss.

The directors have reviewed the company's cash flow for the year to 31st December 2023 and, in the light of this review and the current financial position, they are satisfied that the company has access to adequate resources to continue in operational existence for the foreseeable future.

The external auditors are responsible for independently reviewing and reporting on the company's annual report and financial statements. The annual report and financial statements have been examined by the company's external auditors and their report is presented on pages 16 through page 19.

The audited financial statements and respective notes are set out on pages 16 to 44, which have been prepared on the going concern basis, were authorized and approved by the board on 29 June 2024 and were signed on its behalf by:



Joseph Kioko Mulli
Chairman of the Board



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FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

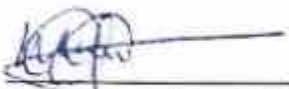
**DECLARATION OF ACCOUNTANT FOR THE PREPARATION OF FINANCIAL STATEMENT
AS AT 31st DECEMBER 2023**

The National Board of Accountants and Auditors (NBAA) according to the power conferred under the Auditors and Accountants (Registration) Act. No. 33 of 1972, as amended by Act No. 2 of 1995, requires financial statements to be accompanied with a declaration issued by the Head of Finance/Accounting responsible for the preparation of financial statements of the entity concerned. It is the duty of a Professional Accountant to assist the Board of Directors to discharge the responsibility of preparing financial statements of an entity showing true and fair view of the entity position and performance in accordance with applicable International Accounting Standards and statutory financial reporting requirements.

Full legal responsibility for the preparation of financial statements rests with the Board of Directors as under Directors Responsibility statement on an earlier page.

I, **Musa Wilson** being an Accountant of Agribase Bioscience International (T) Limited hereby acknowledge our responsibility of ensuring that financial statements as at 31st December 2023 have been prepared in compliance with International Financial Reporting Standards (IFRS) and the requirements of the Company's Act No.12 of 2002.

I thus, confirm that the financial statements give a true and fair view position of Agribase Bioscience International (T) Limited on that date and that they have been prepared based on properly maintained financial records.



Signed by: Musa Wilson

Head of finance

NBAA Membership No. ACPA-PP5945

Date: 29/06/ 2024

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
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FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER, 2023

**INDEPENDENT AUDITOR'S REPORT ON FINANCIAL STATEMENT FOR THE YEAR ENDED
31ST DECEMBER 2023**

TO

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LTD
P.O.BOX 1367,
ARUSHA, TANZANIA.

**REPORT ON THE AUDIT OF FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST
DECEMBER, 2023**

Introduction

We have audited the financial statements of Agribase Bioscience International (T) Limited, which include the Statement of Financial Position as at 31st December 2023, the Statement of Financial Performance, the Statement of Changes in Equity, the Cash Flow Statement, and the notes to the financial statements. These notes include a summary of significant accounting policies set out from pages 24-35.

Basis for Opinion

Our audit was conducted in accordance with the International Standard on Auditing (ISA). We are independent of Agribase Bioscience International (T) Limited, in line with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) and the National Board of Accountants and Auditors (NBAA) Code of Ethics. We have fulfilled our ethical responsibilities as required by these codes. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Unqualified Opinion

In our opinion, the financial statements present fairly, in all material respects, the financial position of Agribase Bioscience International (T) Limited as at 31st December 2023. They also accurately represent its financial performance and cash flows for the year then ended, in accordance with the International Financial Reporting Standards (IFRS).

Key Audit Matter

During our audit of Agribase Bioscience International (T) Limited for the year ended 31st December 2023, we did not identify any key audit matters to report. This is not a reflection of the scale, complexity, or nature of the entity's business activities during the year under review.

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FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

INDEPENDENT AUDITOR'S REPORT Continued...

Other Matter

Agribase Bioscience International (T) Limited has shown a commitment to sustainability accounting, with a focus on delivering effective and quality consulting solutions (EQCS) and quality environmentally-sound services (QESS).

Responsibilities of Management and Those Charged with Governance for the Financial Statements:

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS. They are also responsible for the internal control they determine necessary for the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, management is responsible for assessing the entity's ability to continue as a going concern, disclosing, as applicable, matters related to going concern. Those charged with governance are responsible for overseeing the entity's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

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

As part of an audit in accordance with ISAs, we:

- Exercise professional judgement and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.

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FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

INDEPENDENT AUDITOR'S REPORT Continued...

- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the entity to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.
- Provide the directors 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.
- Determine those matters that were of most significance in the audit of the financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Going Concern

Based on the audit evidence obtained, we have no reason to believe that significant uncertainties exist that may cast significant doubt on Agribase Bioscience International (T) Limited's ability to continue as a going concern. The company has demonstrated commitment to product diversification and expansion which is leading to future expected profitability and the management has shown a high level of commitment to the company's success.

Compliance with the Companies Act 2002, ITA 2004 (amended 2008) VAT Act 2014, and TAA 2015. As part of Our audit, we have reviewed compliance with legal and regulatory matters. We state that Agribase Bioscience International (T) Limited has generally complied with the requirements of the Companies Act 2002, ITA 2004 (amended 2008) VAT Act 2014, and TAA 2015. Since the company is not VAT registered, VAT tax does not apply.

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FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

INDEPENDENT AUDITOR'S REPORT Continued...

Other information

The other information comprises the Directors' Information, Directors' Report, Statement of Directors' Responsibilities, and the Declaration of Head of Finance. Please note that the other information does not include the financial statements of Agribase Bioscience International (T) Limited and our auditor's report thereon.

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

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

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

Report on other legal and regulatory requirements

This report, including the opinion, has been prepared for, and only for, the Company's members as a body in accordance with the Companies Act, No. 12 of 2002 and for no other purposes. As required by the Companies Act, No. 12 of 2002, we are also required to report to you if, in our opinion, the Directors' Report is not consistent with the financial statements, if the Company has not kept proper accounting records, if the financial statements are not in agreement with the accounting records, if we have not received all the information and explanations we require for our audit, or if information specified by law regarding directors' remuneration and transactions with the Company is not disclosed. In respect of the foregoing requirements, we have no matter to report.

The engagement partner on the audit resulting in this independent auditor's report is the Managing Partner of Hillcrest Auditors.



CPA. PAULINE GUNJE MTUNDA

ACPA 1077

Hillcrest Auditors

Certified Public Accountants in Public Practice

Date: 29/06/2024



AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
P. O. BOX 1367 ARUSHA, TANZANIA.
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

STATEMENT OF FINANCIAL POSITION FOR THE YEAR ENDED 31ST DECEMBER 2023

	NOTE	2023	2022
	NO.	TZS	TZS
<u>NON-CURRENT ASSETS</u>			
Property, Plant and Equipment	8	94,102,051.97	55,641,674.74
Total non-current asset		94,102,051.97	55,641,674.74
<u>CURRENT ASSETS:</u>			
Inventory	10	670,119,566.31	1,069,767,923.60
Cash and Cash Equivalents	11	369,744,476.83	39,221,428.66
Receivables and Prepayments	12	1,178,815,328.41	919,771,326.40
Other Tax Receivable	13	-	2,971,058.38
Total Current Assets		2,218,679,371.54	2,031,731,737.04
Total Assets		2,312,781,423.52	2,087,373,411.78

FINANCED BY:

EQUITY AND LIABILITIES:

EQUITY:

Retained Earning	(511,470,382.94)	11,708,828.83
Advance to share capital	657,430,247.93	657,430,247.93
Total Equity	145,959,864.99	669,139,076.76

LIABILITIES

Current Liabilities

Income tax payables	14b	131,240,879.05	221,392,338.27
Payables and Accruals	15	2,031,273,111.45	1,193,518,850.03
Other Tax payable	16	4,307,568.03	3,323,146.72
Total Current Liabilities		2,166,821,558.53	1,418,234,335.02
Total Equity and Liabilities		2,312,781,423.52	2,087,373,411.78

Notes from Page 24 to 44 form part of these


 Joseph Kioko Mulli

Chairman of the Board
 Date: June 29, 2024




 Esther Kaswii Mbuva

Secretary of the Board
 Date: June 29, 2024

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
P. O. BOX 1367 ARUSHA, TANZANIA.
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31ST DEC 2023


	NOTE	2023 TZS	2022 TZS
Revenue	5	3,219,057,283.00	2,376,273,040.15
Cost of goods sold	6	3,081,251,859.22	2,013,987,716.28
Gross Profit		137,805,423.78	362,285,323.87
OPERATING EXPENSES			
Administration expenses	7	639,806,492.59	414,821,840.43
Depreciation	8	11,916,530.32	20,806,646.37
Financial Cost	9	9,261,612.65	5,881,928.11
Total expenses		660,984,635.55	441,510,414.90
Profit/(Loss) before tax		(523,179,211.77)	(79,225,091.02)
Tax liability 30%	14a	-	-
Profit/(Loss) After tax		(523,179,211.77)	(79,225,091.02)

Notes from Page 24 to 44 form part of these


 Joseph Kioko Mulli

Chairman of the Board
 Date: June 29, 2024




 Esther Kaswii Mbuva

Secretary of the Board
 Date: June 29, 2024

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
P. O. BOX 1367 ARUSHA, TANZANIA.
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 31ST DECEMBER, 2022

ITEM (TSHS 2022)	RETAINED EARNINGS	ADVANCE TO SHARE CAPITAL	TOTAL EQUITY
As at 1 January, 2022	90,933,919.85	591,461,247.93	682,395,167.78
Profit/Loss for the year	(79,225,091.02)	-	(79,225,091.02)
Adjusted tax liability for 2022		-	-
Advance share capital withdrawn		65,969,000.00	65,969,000.00
As at 31 December 2022	11,708,828.83	657,430,247.93	669,139,076.76

STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 31ST DECEMBER, 2023


ITEM (TSHS 2023)	RETAINED EARNINGS	ADVANCE TO SHARE CAPITAL	TOTAL EQUITY
As at 1 January, 2023	11,708,828.83	657,430,247.93	669,139,076.76
Additional tax Liability	-	-	-
Profit/Loss for the year	(523,179,211.77)	-	(523,179,211.77)
Advance share capital withdrawn			-
As at 31 December 2023	(511,470,382.94)	657,430,247.93	145,959,864.99

Notes from Page 24 to 44 form part of these:


 Joseph Kioko Mulli

Chairman of the Board
 Date: June 29, 2024




 Esther Kaswii Mbuva

Secretary of the Board
 Date: June 29, 2024

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
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FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST DECEMBER, 2023

	2023 TZS	2022 TZS
<u>CASH FLOW FROM OPERATING ACTIVITIES</u>		
Net profit/(Loss) before taxation	(523,179,211.77)	(79,225,091.02)
<u>Adjustments for:</u>		
Depreciation	11,916,530.32	20,806,646.37
Income tax paid	(90,151,459.22)	(96,591,409.27)
Decrease/(Increase)in Inventory	399,648,357.30	(231,592,299.85)
Decrease/(Increase)in receivables and prepayments	(259,044,002.01)	(274,345,910.65)
Decrease/(Increase)in other tax receivable	2,971,058.38	-
(Decrease)/Increase in Payables and accruals	837,754,261.42	592,630,402.77
(Decrease)/Increase in other Tax payables	984,421.31	(2,027,700.33)
Net cash used in operating activities	380,899,955.73	(70,345,361.98)
<u>Cash flows from investing activities</u>		
Acquisition of Non-current assets	(50,376,907.55)	(27,183,891.17)
Disposal of Non-Current asset	-	17,407,173.37
Net cash used in investing activities	(50,376,907.55)	(9,776,717.80)
<u>Cash flows from financing activities:</u>		
Advance to share capital withdrawn	-	65,969,000.00
Net cash used in financing activities	-	65,969,000.00
Net increase/ (Decrease) in cash and cash equivalents	330,523,048.18	(14,153,079.78)
Cash and cash equivalents at the beginning of the period	39,221,428.66	53,374,508.44
Cash and cash equivalents at the end of the period.	369,744,476.84	39,221,428.66

Notes from Page 24 to 44 form part of these:

Joseph Kioko Mulli

Chairman of the Board
Date: June 29, 2024



Esther Kaswii Mbuva

Secretary of the Board
Date: June 29, 2024

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
P. O. BOX 1367 ARUSHA, TANZANIA.
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

NOTES TO THE FINANCIAL STATEMENTS

1. COMPANY INFORMATION

Agribase Bioscience International (T) Limited (ABI) is a private company incorporated in Tanzania on 31 January 2019. It is registered under the Tanzanian Companies Act 2002 and also by the Tanzania Investment Centre (TIC), with Certificate No. 20228504 issued on August 16, 2022. In addition to its base in Tanzania, ABI has operational bases in Kenya and Uganda, making it a significant player in the East African region. ABI offers a comprehensive suite of farming solutions, including crop protection and nutrition products. Its strategic focus is on securing a significant market share in the emerging sectors of horticulture, cereals, and coffee, both domestically and regionally. The core business of ABI revolves around the trade of agricultural chemicals and fertilizers. ABI is also dedicated to product innovation, aiming to provide farmers with valuable agro-inputs that enhance productivity amidst resource constraints. This commitment positions ABI as a pivotal player in the agricultural sector.

2. BASIS OF PREPARATION

The financial statements have been prepared using the historical cost basis, except for financial assets that are measured at fair value. The financial statements are presented in Tanzanian Shillings (TZS).

3. STATEMENT OF COMPLIANCE

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) and comply with the requirements of the Tanzanian Companies Act 2002.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

a) Significant accounting estimates and assumptions

In the process of applying the company's accounting policies, directors make certain estimates and assumptions about future events. In practice, the estimated and assumed results may differ from the actual results. Such estimates and assumptions, which have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below:

i) Property and equipment

Directors make estimates in determining the depreciation rates for property and equipment and their residual values. The rates used are set out in the accounting policy for property and equipment, notes 4(j) and 10 to the financial statement. These estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the prevailing circumstances.

ii) Impairment of non-financial assets

The company assesses whether there are any indicators of impairment for all non-financial assets at each reporting date. Non-financial assets are tested for impairment when there are indicators that the carrying amounts may not be recoverable. Impairment

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SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Continued..

exists when the carrying amount of an asset exceeds its recoverable amount, which is the higher of its fair value less costs to sell and its value in use. The fair value less costs to sell calculation is based on available data from binding sales transactions in an arm's length transaction of similar assets or observable market prices less incremental costs for disposing of the assets.

b) Significant accounting judgements

In the process of applying the company's accounting policies, directors make certain judgements. These are continuously assessed based on prior experience and other factors, including expectations of future events that are deemed to be reasonable under the circumstances. These judgements include:

i) Income taxes

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

ii) Deferred Tax Assets

Deferred tax assets are recognized for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgment is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and the level of future taxable profits, together with future tax planning strategies.

iii) Trade Receivables

The Company uses a provision matrix to calculate Expected Credit Losses (ECLs) for trade receivables. The provision rates are based on days past due for the customers. The provision matrix is initially based on the Company's historical observed default rates. The Company will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions (i.e., inflation) are expected to deteriorate over the next year which can lead to an increased number of defaults, the historical default rates are adjusted. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analyzed. The assessment of the correlation between historical observed default rates, forecast economic conditions, and ECLs involves estimation. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Company's historical credit loss experience and forecast of economic conditions may also not be representative of the customer's actual default in the future. The information about the ECLs on the Company's trade receivables is disclosed in Note 12.

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SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES Continued..

b) New and Amended Standards, Interpretations, and Improvements

Changes from the new or revised standards and interpretations, amendments to existing standards and interpretations, and improvements to IFRSs that were effective for the current reporting period did not have a significant impact on the accounting policies, financial position, or performance of the Company. The financial statements have been drawn up on the basis of accounting standards, interpretations, and amendments effective at the beginning of the accounting period on 1 January 2023. The adoption of the new standards, interpretations, and amendments effective from 1 January 2023 had no material impact on the Company. The standards adopted during the years are listed below.

- i) **IAS 16 Amendment “Property, Plant and Equipment – Proceeds before Intended Use”**
- The IAS 16 amendment was issued by the IASB in May 2020 and became effective on 1 January 2022. The amendment prohibits deducting from the cost of an item of property, plant, and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognizes the proceeds from selling such items, and the cost of producing those items, in profit or loss. An entity applies the amendments retrospectively to items of property, plant, and equipment (PPE) made available for use on or after the beginning of the earliest period presented when the entity first applies the amendment. The Company has adopted the standards during the year. However, there was no impact on the Company’s financial statements.
- ii) **IAS 1 – Presentation of Financial Statements:** IAS 1 outlines the general requirements for financial statements, including their structure, minimum content requirements, and fundamental concepts such as going concern, accrual basis of accounting, and the current/non-current distinction. It mandates a complete set of financial statements to include a statement of financial position, a statement of profit or loss and other comprehensive income, a statement of changes in equity, and a statement of cash flows. Effective Date: Originally effective as of January 1, 2011, with amendments effective for annual periods beginning on or after January 1, 2023. Early application is permitted, and the amendments are to be applied retrospectively in accordance with IAS 8.
- iii) **IAS 8 – Accounting Policies, Changes in Accounting Estimates and Errors:** IAS 8 deals with the selection and application of accounting policies, accounting for changes in estimates, and the reflection of corrections of prior period errors. It requires compliance with specific IFRSs and provides guidance on developing accounting policies that result in relevant and reliable information. Changes in accounting policies and corrections of errors are generally accounted for retrospectively, while changes in accounting estimates are accounted for prospectively. Effective Date: Effective January 1, 2011, with amendments effective for annual periods beginning on or after January 1, 2023. Early application is permitted.
- iv) **IFRS 16 – Leases:** IFRS 16 specifies the recognition, measurement, presentation, and disclosure of leases. It introduces a single lessee accounting model, requiring the recognition of assets and liabilities for all leases, except for short-term leases and leases of low-value assets. Lessor accounting remains largely unchanged from IAS 17, retaining the distinction between operating and finance leases. Effective Date: Effective January 1, 2019, with amendments effective for annual periods beginning on or after January 1,

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2020. Early application is permitted, and the amendments are effective for annual reporting periods beginning on or after January 1, 2024.

- v) **IFRS 17 – Insurance Contracts:** IFRS 17 establishes principles for the recognition, measurement, presentation, and disclosure of insurance contracts. Its objective is to ensure that an entity provides relevant information that faithfully represents these contracts, allowing users of financial statements to assess the effect of insurance contracts on the entity's financial position, performance, and cash flows. Effective Date: The International Accounting Standards Board (IASB) has tentatively decided to defer the effective date of IFRS 17.
- vi) **IFRS 9 Financial Instruments - Fees in the '10 per cent' Test for Derecognition of Financial Liabilities** IFRS 9, 'Financial Instruments' has been amended to include only those costs or fees paid between the borrower and the lender in the calculation of "the 10% test" for derecognition of a financial liability. Fees paid to third parties are excluded from this calculation. The amendment had no impact on the Company's financial statements.
- vii) **Amendments to IAS 37 Onerous Contracts—Cost of Fulfilling a Contract** The amendment clarifies which costs an entity includes in assessing whether a contract will be loss-making. This assessment is made by considering unavoidable costs, which are the lower of the net cost of exiting the contract and the costs to fulfill the contract. The amendment clarifies the meaning of 'costs to fulfill a contract'. Under the amendment, costs to fulfill a contract include incremental costs and the allocation of other costs that relate directly to fulfilling the contract. The amendments had no material impact on the Company's financial statements.

c) Standards, Improvements and Amendments Issued but Not Yet Effective

The standards and interpretations that are issued, but not yet effective, up to the date of issuance of the financial statements are disclosed below. The Company has not early adopted any standards, interpretations, or amendments that have been issued, but are not yet effective. The Company has not yet adopted the following IFRS Sustainability Disclosure Standards, which have been issued but are not yet effective for the company. The company plans to adopt these standards when they become mandatory for the annual periods, if applicable, beginning on or after January 1, 2024.

- i) **IFRS S1 – General Requirements for Disclosure of Sustainability-related Financial Information**
 - o **Issued:** 2023
 - o **Effective Date:** This standard sets out the general requirements for the disclosure of sustainability-related financial information. It will be effective for annual periods beginning on or after January 1, 2024.
- ii) **IFRS S2 – Climate-related Disclosures**
 - o **Issued:** 2023
 - o **Effective Date:** This standard provides specific guidance on climate-related disclosures. It will be effective for annual periods beginning on or after January 1, 2024.

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The company is currently evaluating the impact of these standards on its financial statements and will provide updates on the adoption process and potential impacts in future reporting periods.

d) Revenue Recognition

The Company applied IFRS 15 for the first time during the year using the modified retrospective approach. Consequently, the comparative balances are based on the accounting policies used before the adoption of IFRS 15. The accounting policies applied to the comparative balances and current year balances are indicated below.

i) Accounting Policy

Revenue represents income arising in the course of the Company's ordinary activities, which leads to an increase in economic benefits during the accounting period. Revenue from contracts with customers is recognized when control of the goods or services is transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services. The Company has generally concluded that it is the principal in its revenue arrangements because it typically controls the goods or services before transferring them to the customer. The Company applied the portfolio approach in assessing the contracts. Revenue is stated net of value-added tax (VAT) and excise duty.

Revenue is primarily derived from consulting services, Agency for money transactions, and investment activities. Payments from customers for which no services or goods have been transferred are carried in the statement of financial position as a contract liability until the control of the related goods passes to the customer.

The five-step model stipulated in IFRS 15 Revenue from Contracts with Customers is applied when accounting for revenue from contracts with customers. The Company accounts for a revenue contract with a customer only when all the following criteria are met:

- The parties to the contract have approved the contract (in writing, orally, or in accordance with other customary business practices) and are committed to performing their respective obligations;
- The Company can identify each party's rights regarding the goods or services to be transferred;
- The Company can identify the payment terms for the goods or services to be transferred;
- The contract has commercial substance (i.e., the risk, timing, or amount of future cash flows is expected to change as a result of the contract); and
- It is probable that the COMPANY will collect the consideration to which it will be entitled in exchange for the goods or services that will be transferred to the customer

Revenue from the sale of goods or services is recognized at the point in time when control of the goods is transferred to the customer, generally on delivery of the goods.

The Company considers whether there are other promises in the contract that are separate performance obligations to which a portion of the transaction price needs to be allocated (e.g., warranties, customer loyalty points). In determining the transaction price for the sale of goods, the Company considers the effects of variable consideration, the existence of significant financing components, non-cash consideration, and consideration payable to the customer, if any. Currently, the Company does not have

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contracts with customers that have significant financing components or consideration payable to customers.

e) Contract Balances

- i) Contract Assets:** A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognized for the earned consideration that is conditional.
- ii) Trade Receivables:** A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Refer to the accounting policies on financial assets in Note 4 (b-iii).
- iii) Contract Liabilities**
A contract liability is the obligation to transfer goods or services to a customer for which the Company has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognized when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognized as revenue when the Company performs under the contract.
- iv) Cost to Obtain a Contract**
If the Company pays sales commission to obtain contracts with customers, the Company defers and amortizes these costs over the period of the contract during which the services are transferred to the customers. The Company currently has no such costs.

f) Grants

Grants are recognized where there is reasonable assurance that the grant will be received and all attached conditions will be complied with. When the grant relates to an expense item, it is recognized as income over the period necessary to match the grant on a systematic basis to the costs that it is intended to compensate. Where the grant relates to an asset, it is recognized as deferred income and released to income in equal amounts over the expected useful life of the related asset. Where the Company receives non-monetary grants, the asset and the grant are recorded gross at nominal amounts and released to the income statement over the expected useful life and pattern of consumption of the benefit of the underlying asset by equal annual installments. Where loans or similar assistance are provided by donors with an interest rate below the current applicable market rate, the effect of this favorable interest is regarded as an additional grant.

g) Translation of Foreign Currencies

Transactions during the year are converted into Tanzanian Shillings at rates ruling at the transaction dates. Monetary assets and liabilities at the reporting date which are expressed in foreign currencies are translated into Tanzanian Shillings at rates ruling at the reporting date. The resulting differences from conversion and translation are dealt with in the profit or loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated as at the dates of the initial transaction.

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h) Cash and Short-Term Deposits

Cash and short-term deposits in the statement of financial position comprise cash at banks and on hand and short-term deposits with a maturity of three months or less, which are subject to an insignificant risk of changes in value. For the purpose of the statement of cash flows, cash and cash equivalents consist of cash and short-term deposits, as defined above, net of outstanding bank overdrafts as they are considered an integral part of the Company's cash management.

i) Employee Benefits Retirement Benefits Cost

The Company contributes to a statutory defined contribution pension scheme, the National Social Security Fund (NSSF). Contributions are determined by the local statute and are currently limited to 10% of the employees' gross salary. The Company's contributions to the above scheme are charged to profit or loss in the year to which they relate.

j) Property, Equipment, and Depreciation

Property and equipment are stated at cost less accumulated depreciation and any impairment in value, if any. Depreciation is calculated on a straight-line basis, at annual rates estimated to write off the carrying values of the assets over their expected useful lives.

The annual depreciation rates in use are:

Asset Category	Depreciation Rate
Motor Vehicles	25%
Equipment, Fixtures, and Fittings	12.50%
Computer	37.50%

All rates are expressed as a percentage of the cost of the asset and are applied on a straight-line basis.

Property and equipment are periodically reviewed for impairment. If any such indication exists and where the carrying values exceed the estimated recoverable amount, the assets are written down to their recoverable amount. The recoverable amount is the greater of net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Impairment losses are recognized in the income statement.

Property and equipment are de-recognized 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 de-recognition of the asset is included in the profit or loss in the year the item is de-recognized.

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k) Tax Current Income Tax

The Company is subjected to various taxation charges within the meaning of the income Tax Act of Tanzania.

i) Deferred Tax

Deferred tax is provided using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax assets are recognized for all deductible temporary differences, carry forward of unused tax losses, and unused tax credits to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences, unused tax losses, and the unused tax credits can be utilized.

Deferred income tax liabilities are recognized for all taxable temporary differences, except:

- Where the deferred income tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- In respect of taxable temporary differences associated with investments in subsidiaries, associates, and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are measured at the rates that are expected to apply in the year when the asset is realized or the liability is settled based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Unrecognized deferred income tax assets are reassessed at each reporting date and are recognized to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current income tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Current income tax and deferred tax relating to items recognized in other comprehensive income are also recognized in other comprehensive income and not in profit or loss.

ii) Value Added Tax

The Company is not VAT Registered therefore cost of the purchases of supplies includes the VAT element except where VAT exemption is obtained from taxation authority on specific procurement of goods and services.

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The net amount of value-added tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statement of financial position.

l) Trade Payables

Trade payables are stated at their nominal value.

m) Impairment of Non-Financial Assets

The carrying amounts of the Company's assets are reviewed at each reporting date to determine whether there is any indication of impairment. If such indication exists, the applicable asset's recoverable amount is estimated and an impairment loss is recognized in the statement of comprehensive income.

n) Financial Instruments

Financial assets and liabilities are recognized in the Company's reporting when the Company becomes a party to the contractual provisions of the instrument.

i) Financial Assets

During the year, the Company adopted IFRS 9 Financial Instruments using the modified retrospective approach. Consequently, the accounting policies applied for the comparative balances are based on the accounting standards applied before IFRS 9. The accounting policies applied for the comparative and current year balances are indicated below.

ii) Accounting Policy Initial Recognition and Measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortized cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient, the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Company has applied the practical expedient are measured at the transaction price determined under IFRS 15.

In order for a financial asset to be classified and measured at amortized cost or fair value through OCI, it needs to give rise to cash flows that are 'solely payments of principal and interest (SPPI)' on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognized on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

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iii) Subsequent Measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortized cost (debt instruments)
- Financial assets at fair value through OCI with recycling of cumulative gains and losses (debt instruments)
- Financial assets designated at fair value through OCI with no recycling of cumulative gains and losses upon derecognition (equity instruments)
- Financial assets at fair value through profit or loss

The Company's financial assets comprise financial assets at amortized cost (debt instruments) and derivative instruments that are classified as financial assets at fair value through profit or loss.

Financial Assets at Amortized Cost (Debt Instruments)

The Company measures financial assets at amortized cost if both of the following conditions are met:

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

Financial assets at amortised cost are subsequently measured using the effective interest rate (EIR) method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified, or impaired. The Company's financial assets at amortised cost include trade and other receivables and bank balances.

Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is derecognised (i.e., removed from the Company's statement of financial position) when:

- The rights to receive cash flows from the asset have expired, or
- The Company has transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either (a) the Company has transferred substantially all the risks and rewards of the asset, or (b) the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but has transferred control of the asset

When the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership.

When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Company continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the Company also recognises an

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associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Company has retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the COMPANY could be required to repay.

Accounting Policy

The Company recognises an allowance for Expected Credit Losses (ECLs) for all debt instruments not held at fair value through profit or loss. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Company expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12 months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables and contract assets, the Company applies a simplified approach in calculating ECLs. Therefore, the Company does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Company has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment. The Company considers a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Company may also consider a financial asset to be in default when internal or external information indicates that the Company is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

Initial Recognition and Measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, financial liabilities at amortised cost, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of financial liabilities not at fair value through profit or loss, net of directly attributable transaction costs. The Company's financial liabilities include trade and other payables.

Subsequent Measurement

After initial recognition, trade and other payables are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

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Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in profit or loss.

Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in profit or loss.

Offsetting Financial Instruments

Financial assets and liabilities are offset, and the net amount is reported in the statement of financial position when there is a legally enforceable right to offset the recognised amounts, and there is an intention to settle on a net basis or realise the asset and settle the liability simultaneously.

Current Versus Non-Current Classification

The COMPANY presents assets and liabilities in the statement of financial position based on current/non-current classification. An asset is current when it is:

- Expected to be realised or intended to be sold or consumed in the normal operating cycle;
- Held primarily for the purpose of trading;
- Expected to be realised within twelve months after the reporting period; or
- Cash or cash equivalent unless restricted from being exchanged or used to settle a liability for at least twelve months after the reporting period.

All other assets are classified as non-current.

A liability is current when:

- It is expected to be settled in the normal operating cycle;
- It is held primarily for the purpose of trading;
- It is due to be settled within twelve months after the reporting period; or
- There is no unconditional right to defer the settlement of the liability for at least twelve months after the reporting period.

The Company classifies all other liabilities as non-current

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NOTES TO ACCOUNTS	2023	2022
5 REVENUE	TZS	TZS
Sales	3,219,054,841.00	2,375,851,850.00
Discount Received	-	416,949.15
Mpesa Bonus	2,442.00	4,241.00
	<u>3,219,057,283.00</u>	<u>2,376,273,040.15</u>
6 COST OF GOODS SOLD	2023	2022
	TZS	TZS
Opening stocks	1,069,767,923.60	838,175,623.76
Add: Purchases	2,681,603,501.92	2,245,580,016.13
Add: Carriage in wards	-	-
COGAS	3,751,371,425.52	3,083,755,639.88
Less: Stock written-off	(230,000,000.00)	
Less: Closing stock	670,119,566.31	1,069,767,923.60
	<u>3,081,251,859.22</u>	<u>2,013,987,716.28</u>
7 ADMINISTRATION EXPENSES	2023	2022
	TZS	TZS
Salaries	95,630,000.00	83,004,286.00
wages	6,370,000.00	2,780,000.00
NSSF	10,125,980.00	6,611,428.50
WCF	523,296.69	450,574.00
SDL	4,174,850.00	2,701,771.44
Legal, Professional and Audit fee	38,987,500.00	30,557,991.53
Motor Vehicle expenses	35,581,642.00	23,961,529.00

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P. O. BOX 1367 ARUSHA, TANZANIA.
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

Transport and Accommodation	75,736,178.00	34,741,199.00
Cleaning expense	190,000.00	2,741,000.00
Courier, parcel & postage	172,750.00	6,303,750.00
Utility	175,000.00	209,500.00
Office expenses	27,264,428.50	31,705,302.00
Staff welfare	3,228,500.00	5,646,226.00
Staff Training	41,258,000.00	-
Stationeries	1,032,000.00	2,602,319.20
Weight & measures Agency fee	-	879,000.00
Office rent	23,477,040.00	19,363,536.00
Stamp duty	-	256,640.00
Marketing and selling expenses	117,948,734.00	83,816,276.56
Repairs & Maintenance	16,896,000.00	6,822,450.00
Security	140,000.00	-
Service Levy	8,418,310.70	-
Communication and Internet	7,433,500.00	3,431,000.00
Fines and Penalties	90,000.00	269,500.00
Registration and Licences Fee	15,215,000.00	22,480,670.00
Fire Levy Fees	250,000.00	200,000.00
FOREIGN GAIN & LOSS	13,117,671.58	2,763,622.58
Immigration Department	56,656,578.00	5,181,990.00
Donation	-	50,000.00
Provision of Bad Debt	29,693,000.00	12,243,713.53
Permits and Licences	10,020,533.12	23,046,565.09
	<u>639,806,492.59</u>	<u>414,821,840.43</u>

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
P. O. BOX 1367 ARUSHA, TANZANIA.
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

8 DEPRECIATION TABLE

GROUP	LAND & BUILDING		EFD		COMPUTERS		FURNITURES, FIXTURES & EQUIPMENTS		MOTOR VEHICLE		TOTAL
	TZS		TZS		TZS		TZS		TZS		
COST											
RATE OF CHARGE %											
At 1 January, 2022	-		100.0%		37.5%		12.5%		25.0%		
Addition	-	3,333,000.00	-	3,333,000.00	12,454,591.54		23,581,216.86		74,875,512.79		114,244,321.19
Disposals	-	-	-	-	450,000.00		7,835,453.17		18,898,438.00		27,183,891.17
At 31 December, 2022	-	-	-	-	-		-		(17,407,173.37)		(17,407,173.37)
ACCUMULATED DEPRECIATION											
As at 1 January, 2022	-		3,333,000.00		12,904,591.54		31,416,670.03		76,366,777.42		124,021,038.99
Charge this year	-		3,333,000.00		6,874,896.67		4,129,157.13		33,235,664.07		47,572,717.88
As at 31 December, 2022	-		-		2,261,135.58		3,410,939.11		15,134,571.68		20,806,646.37
NET BOOK VALUE											
At 1 January, 2022	-		3,333,000.00		9,136,032.25		7,540,096.25		48,370,235.75		68,379,364.25
As at 31 December, 2022	-		-		5,579,694.87		19,452,059.73		41,639,848.72		66,671,603.31
	-		-		3,768,559.29		23,876,573.78		27,996,541.67		55,641,674.74

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
P. O. BOX 1367 ARUSHA, TANZANIA.
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

GROUP	LAND & BLDG		EFD		COMPUTERS		FURNITURES, FIXTURES & EQUIPMENTS		MOTOR VEHICLE & BIKE		TOTAL	
	TZS		TZS		TZS		TZS		TZS		TZS	
COST												
RATE OF CHARGE %												
At 1 January, 2023	-	3,333,000.00	100.0%	12,904,591.54	37.5%	31,416,670.03	12.5%	76,366,777.42	25.0%		124,021,038.99	
Addition	46,220,000.00	-	-	4,156,907.55	-	-	-	-	-	-	50,376,907.55	-
Disposal	-	-	-	-	-	-	-	-	-	-	-	-
At 31 December, 2023	46,220,000.00	3,333,000.00		12,904,591.54		35,573,577.58		76,366,777.42			174,397,946.54	
<u>ACCUMULATED DEPRECIATION</u>												
As at 1 January, 2023	-	3,333,000.00		9,136,032.25		7,540,096.25		48,370,235.75			68,379,364.25	
Charge this year	-	-		1,413,209.73		3,504,185.17		6,999,135.42			11,916,530.32	
As at 31 December, 2023	-	3,333,000.00		10,549,241.98		11,044,281.41		55,369,371.17			80,295,894.56	
<u>NET BOOK VALUE</u>												
At 1 January, 2023	-	-		3,768,559.29		23,876,573.78		27,996,541.67			55,641,674.74	
As at 31 December, 2023	46,220,000.00	-		2,355,349.56		24,529,296.16		20,997,406.25			94,102,051.97	

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
P. O. BOX 1367 ARUSHA, TANZANIA.
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

9	FINANCE COSTS	2023 TZS	2022 TZS
	Airtel money	-	7,000.00
	Mpesa charges	887,469.00	561,966.00
	Bank charges	8,374,143.65	5,312,962.11
		<u>9,261,612.65</u>	<u>5,881,928.11</u>
10	INVENTORY	2023 TZS	2022 TZS
	Inventory	670,119,566.31	1,069,767,923.60
		<u>670,119,566.31</u>	<u>1,069,767,923.60</u>

During the fiscal year under review, the company strategically managed its inventory levels by writing off certain near expiring stocks items and distributing free of charge all the quantity of the stocks to recipients who were ready to accept them in their farm as a way of disposing of the stocks. Specifically, the company distributed 25 metric tons of Nordox 75WG in 25kg packages and Copper Nordox 50 WP in 1kg packages.

The total value of the stock written off amounted to TZS 548,785,104. This action was recorded directly in the accounting software, ensuring that the reported closing stock is presented net of the write-down value. The write-off process was conducted in accordance with the company's established inventory management procedures, which include the involvement of the Tanzania Revenue Authority (TRA) for the accurate estimation of the stock's value as well as all other Government agencies such as NEMC and TARI.

11	CASH AND CASH EQUIVALENT	2023 TZS	2022 TZS
	NCBA BANK- TZS	30,134,993.43	27,328,487.29
	NCBA BANK-USD	29,817,361.00	6,632,648.00
	NMB BANK - TZS	290,127,808.40	
	NMB BANK - USD	1,776,796.00	
	Mpesa	17,887,518.00	4,515,982.37
	Cash in hand	-	744,311.00
		<u>369,744,476.83</u>	<u>39,221,428.66</u>

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
P. O. BOX 1367 ARUSHA, TANZANIA.
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

	2023	2022
	TZS	TZS
12 RECEIVABLES AND PREPAYMENTS		
Cash collateral (Nordox (K))	300,000,000.00	300,000,000.00
Sundry debtors	661,489,733.39	570,293,969.50
Prepayment	178,676,965.01	5,178,386.88
Advances Loan	38,648,630.01	42,898,970.02
Unallocated Deposit	-	1,400,000.00
	<u>1,178,815,328.41</u>	<u>919,771,326.40</u>
13 TAX COMPUTATION		
13a INCOME TAX EXPENSES		
Total Income before Tax	(523,179,211.77)	(79,225,091.02)
<u>add: Disallowable expenses</u>		
Penalties	90,000.00	269,500.00
Depreciation in the books of account	11,916,530.32	20,806,646.37
<u>Less: Allowable expenses</u>		
Depreciation as per tax computation	(11,916,530.32)	(20,806,646.37)
Total Taxable income	<u>(523,089,211.77)</u>	<u>(78,955,591.02)</u>
Income tax 30%	-	-
13b INCOME TAX PAYABLE/(RECEIVABLE)		
Provisional tax Paid	(13,965,000.00)	(10,000,000.20)
tax liability paid for self-assessed tax 2021	<u>(76,186,459.22)</u>	<u>(86,591,409.07)</u>
Total tax paid 2023	<u>(90,151,459.22)</u>	<u>(96,591,409.27)</u>
Balance b/d	221,392,338.27	317,983,747.54
Income tax expense	-	-
Additional tax Liability	-	-
Additional tax liability on Self-assessment 2022	-	-
Additional Tax liability Auditing for 2021 & 2022	-	-
Balance c/d	<u>131,240,879.05</u>	<u>221,392,338.27</u>
14 PAYABLE AND ACCRUALS		
Sundry creditors	2,009,669,545.83	1,170,115,530.12
Accruals	13,444,229.63	8,714,850.44
Loan account from Director	5,827,336.00	4,935,940.00
NSSF Payable	2,332,000.00	1,634,000.50
Import Control Account	-	758,010.54
Petty cash Overdrawn	-	7,319,668.44
WCF	-	40,850.00
	<u>2,031,273,111.45</u>	<u>1,193,518,850.03</u>

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
P. O. BOX 67371 DAR-ES-SALAAM, TANZANIA.
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

	2023	2022
	TZS	TZS
15 OTHER TAX PAYABLES		
Provisional Tax	-	-
NSSF	-	-
PAYE	124,720.00	1,445,620.00
SDL	-	326,800.00
WHT Director Remuneration	-	-
WHT on rent	-	-
Stamp duty	-	-
WHT on Accounting and professional fee	-	-
WHT on Audit fee	-	-
WHT on Security	-	-
Duties and Tax Payables	4,182,848.03	1,550,726.72
	4,307,568.03	3,323,146.72

16. Related Party Transactions Summary

The following transactions were carried out with related parties:

Agribase Bioscience International (T) Limited	Related Party		Transaction value (2023)	
Transaction type	Company name	Country	Amount	Currency
FERTILIZERS	ABI Ke	Kenya	23,103,116.25	TZS
FUNGICIDES	ABI Ke	Kenya	165,879,880.93	TZS
MENDE MO FIRE 0.005% BAIT 5GMS -TZ	ABI Ke	Kenya	10,162,017.19	TZS
FUNGICIDES	ABI Ke	Kenya	165,829,548.07	TZS
FUNGICIDES (NORDOX SUPER 75 WP 25KG PACK	ABI Ke	Kenya	79,505,419.63	TZS
AGRICULTURE FUNGICIDES	ABI Ke	Kenya	13,181,998.05	TZS
NORDOX EXPRESS 720 WP 1KG	ABI Ke	Kenya	236,966,141.46	TZS
Verno Cu30+Zn 30 1kg E	ABI Ke	Kenya	53,735,570.49	TZS

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
P. O. BOX 1367 ARUSHA, TANZANIA.
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

17 COMMITMENTS AND CONTIGENCIES

- The Company had no commitments during the year.
- There were no contingent assets or liabilities as of 31 December 2023.

18 FINANCIAL RISK MANAGEMENT

The company is exposed to a variety of financial risks as a result of its operations. The Board of Directors has overall responsibility for the establishment and oversight of the company's risk management framework. The company's risk management policies are established to identify and analyze the risks faced by the company, to set appropriate risk limits and controls, and to monitor risks and adherence to limits.

- i) **Foreign Exchange Risk** The company is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the transacting in US Dollars when buying agricultural stocks. Foreign exchange risk arises from future commercial transactions and recognized assets and liabilities denominated in a currency that is not the company's functional currency.
- ii) **Supply Chain Disruption** The company's operations could be disrupted due to political instability or natural disasters in supplier countries. To manage this risk, the company has diversified its supplier base and maintains strategic reserves to cushion against supply shocks.
- iii) **Regulatory Compliance Risk** Changes in import regulations or tariffs could affect the company's operations. The company conducts regular reviews of trade policies to ensure compliance and adapt to new regulations.
- iv) **Market Price Volatility** The company is exposed to market price volatility risk due to fluctuations in the prices of agricultural commodities. To manage this risk, the company engages in forward contracts to stabilize revenue streams against market volatility.
- v) **Credit Risk** The company is exposed to credit risk from its operating activities (primarily from trade receivables) and from its financing activities, including deposits with banks and financial institutions, foreign exchange transactions, and other financial instruments. The company has credit assessments and insurance mechanisms in place to mitigate the risk of default.

19 FAIR VALUE

- The carrying amounts of financial instruments approximate their fair values due to their short-term nature.

20 EVENTS AFTER REPORTING PERIOD

- No significant events occurred after the reporting period that would require adjustment or disclosure in the financial statements.

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
P. O. BOX 1367 ARUSHA, TANZANIA.
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2023

ATTACHMENT

Income Tax Computation

Client Name:	AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
Year End:	31 December 2023
Currency	TZS
Accting. Period:	12 Months
TIN. No:	138737195

	31 December 2023
Net Profit/(Loss) before tax	(523,179,212)
Add: Disallowable items	
Depreciation charges	11,916,530
Fines and Penalty	90,000
	12,006,530
Less: Allowable items	
Depreciation allowable	(11,916,530)
Taxable income/loss	(523,089,212)
Corporate Tax 30%	-
TAX CREDIT	
Corporate tax paid by installment	(13,965,000)
TAX DUE/(TAX CREDIT c/f) (A)	(13,965,000)
PREVIOUS TAX LIABILITY	
Opening Balance 1/1/2023	221,392,338.27
Tax Paid 2023	(76,186,459.22)
Closing Balance 31/12/2023 (B)	145,205,879.05
SCHEDULE C: TOTAL TAX PAYABLE 2023	
Current Tax Payable (A)	(13,965,000)
Previous Tax Payable (B)	145,205,879.05
	131,240,879.05

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

**Audited financial statements for the
year ended December 31st 2021**

P. O. BOX 1367, ARUSHA, TANZANIA.

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

P. O. BOX 1367, ARUSHA, TANZANIA.

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER, 2021

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AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

P. O. BOX 1367, ARUSHA, TANZANIA.

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2021

COMPANY INFORMATION

CONTACT ADDRESS

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LTD

P.O.BOX 1367,

ARUSHA, TANZANIA.

COMPANY BANKERS

NCBA BANK

ARUSHA, TANZANIA.

COMPANY'S AUDITORS

HILLCREST AUDITORS

CERTIFIED PUBLIC ACCOUNTANTS IN PUBLIC PRACTICE

Mikocheni Industrial Area; 1 Hashim Street

P.O. Box 602

DAR ES SALAAM, TANZANIA.

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

P. O. BOX 1367, ARUSHA, TANZANIA.

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER, 2021

DIRECTORS' REPORT

1. INTRODUCTION

The Directors present their Report and the Financial Statements for the period ended 31st December 2021, which discloses the state of affairs of Agribase Bioscience International (T) Limited. The Report has been prepared in accordance with the Tanzania Financial Reporting Standard (TFRS) No.1.

2. ABOUT AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

Agribase Bioscience International(T) Limited (ABI) is a private company incorporated in Tanzania on 28 February 2019. Apart from being registered in Tanzania under Companies Act 2002, ABI is also registered by TIC having Certificate No. 20218504 issued on August 16, 2022. The company has also its operation base in Kenya & Uganda. Agribase seeks to offer marketing of Seeds, Crop Protection, Crop & Animal nutrition Products, Public Health, Landscaping and weighing solutions thus is offering farmers one of the most comprehensive ranges of farming solutions in a cost-effective module. The company targets to capture substantial market share in one of the fastest growing domestic and export horticulture, Cereals and coffee sectors in the region. This is via the supply of Nordox crop protection & Nutrition products as well providing technical advice to farmers on all aspects of indoor and outdoor production including agronomic advice pest and disease management, fertilizer regimes and guides on produce growing.

3. PRINCIPAL ACTIVITIES OF THE COMPANY

The principal activity of the company is trading of Agricultural chemicals and fertilizers. ABI engage also in product development in a bid to provide valuable agro-inputs, which will help farmers optimize their outputs in the face of limited resources.

4. VISION

ABI envision "to be the Nation's leader in provision of agricultural inputs, fortify our economy, empower small holder farming communities, promote healthy lifestyles, and cultivate winning strategies for rural, suburban and urban farmers through exceptional service and the common threads of agriculture in our daily lives".

5. MISSION

Trade with innovative products and deliver services to the farming community in rural and peri urban areas that are competitively priced and professionally delivered, and to identify and develop markets based on customer need and opportunity

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

P. O. BOX 1367, ARUSHA, TANZANIA.

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2021

6. AGRIBASE PURPOSE

ABI endeavor to alleviate hunger in Africa by providing sustainable farming solutions to the small and big farmer in every corner of Africa. The world is facing cruel climatic changes, increasing population (which is becoming difficult to feed), diminishing renewal resources, scarce arable land and unbalanced ecosystems. Agribase is selflessly engaging in making the world a habitable place through continuous innovation and provision of sustainable agricultural practices.

7. AGRIBASE AIM/GOALS

- a) To increase revenue base for better sustainability
- b) Capacity building
- c) Establish mutual relationships with our suppliers and other stake holders.
- d) Create culture of upholding integrity and professionalism.
- e) To provide high quality agrochemicals, fertilizers, public health, landscaping and weighing solutions at competitive prices.
- f) To provide advanced technical support and consultancy to farmers.
- g) To grow our marketing, sales, and distribution network throughout Kenya and Eastern Africa.
- h) To develop new products and expand uses for existing products for better market coverage.

8. DIRECTORS OF COMPANY

The Directors of the company who held office during the year ended on 31st December 2021 and who approved these accounts are:

Name	Nationality	Type of Shareholding	Remarks
Joseph kioko Muli	Kenyan	Ordinary Shareholder	Current
Panther Biotechnologies Ltd	Kenyan	Ordinary Shareholder	Current
Esther Kaswii Mbuva	Kenyan	Ordinary Shareholder	Current
Vanessa Tamasha Ninga	Tanzanian	Ordinary Shareholder	Resigned on 12 th November 2021.

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

P. O. BOX 1367, ARUSHA, TANZANIA.

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER, 2021

9. MANAGEMENT

The overall affairs of Agribase Bioscience International (T) Limited are vested in the Board of Directors, while the day-to-day operations are under the direction of the Manager who is being assisted by Key staff.

10. FINANCIAL RESULTS

The results for the year are set out on page 12

11. RISK MANAGEMENT AND INTERNAL CONTROLS

The directors accept final responsibility for the risk management and internal control system of the Company. It is the task of the directors to ensure that adequate internal financial and operational control systems are developed and maintained on an ongoing basis in order to provide reasonable assurance regarding:

- a) The effectiveness and efficiency of operations;
- b) The safeguarding of the Company's assets;
- c) Compliance with applicable laws and regulations; and
- d) The reliability of accounting records.

The efficiency of any Internal Control system is dependent on the strict observations of prescribed measures. There is always a risk of non-compliances of such measures by those carrying out the company's activities. Whilst no system of internal control can provide absolute assurance against misstatement or losses, the company's systems are designed to provide the company with reasonable assurance that the procedures in place are operating effectively.

12. SOLVENCY

The Company's state of affairs as at December 2021 is set out on page (12-15) of the Financial Statements. The Board Considers the Company to be solvent. The directors affirm further that applicable accounting standards have been followed and that the financial statements have been prepared on a going concern basis. The directors have reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future.

13. RELATED PARTY TRANSACTIONS

The related party transactions and balances are disclosed in the financial statements (Note 14)

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

P. O. BOX 1367, ARUSHA, TANZANIA.

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2021

14. GOING CONCERN

ABI's has gained reputation in the Agribusiness industry and it has established reliable business network within and outside Tanzanian Market. The outcome of this strategic business relationship is reflected in the financial statement which have been prepared on going concern basis.

15. EMPLOYEES WELFARE

The relationship between employees and management continued to be good. There were no unresolved complaints received by Management from employees during the year.

16. ACCOUNTING POLICIES

The accounting policies of the Company have been approved by the Board. The accounting policies for financial instruments form significant part of the policies. There have been no changes in accounting policies in the current year.

17. SUBSEQUENT EVENTS

There are no subsequent events that have occurred which are either to be disclosed or to be adjusted in the financial statements that could materially affect the financial statement.

18. INDEPENDENT AUDITORS

Hillcrest Auditors located in Mikocheni Industrial Area; 1 Hashim Street P.O. Box 602 Dar es salaam, Tanzania, were appointed auditors of the company for the period ended 31st December 2021.

BY THE ORDER OF THE BOARD

Signature *Mabu*

Date..... *17/03/2023* *Mabu*

Name *Kotler Mbuva*

DIRECTOR

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

P. O. BOX 1367, ARUSHA, TANZANIA.

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2021

STATEMENT OF DIRECTORS' RESPONSIBILITY

The Companies Act, No.12 of 2002 requires directors to prepare financial statements for each financial year that gives a true and fair view of the state of affairs of the Company's financial position as at the end of the financial year and of its profit or loss for the year. It also requires the Directors to ensure that the Company keeps proper accounting records that disclose, with reasonable accuracy, the financial position of the Company. They are also responsible for safeguarding the assets of the Company and hence taking reasonable steps for the prevention and detection of fraud, error and other irregularities.

The Directors accept responsibility for the financial statements, which have been prepared using appropriate accounting policies supported by reasonable and prudent judgments and estimates, in conformity with International Financial Reporting Standards (IFRS) and the requirements of the Companies Act, No.12 of 2002. The Directors also accept responsibility for:

- i) Designing, implementing and maintaining internal control relevant to the preparation and fair presentation of the financial statements;
- ii) Selecting and applying appropriate accounting policies; and
- iii) Making accounting estimates and judgments that are reasonable in the circumstances.

The Directors are of the opinion that the financial statements give a true and fair view of the state of the financial affairs of the Company and of the profit in accordance with International Financial Reporting Standards (IFRS). The Directors further accept responsibility for the maintenance of accounting records that may be relied upon in the preparation of financial statements, as well as designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement whether due to fraud or error.

Nothing has come to the attention of the Directors to indicate that the Company will not remain a going concern for at least twelve months from the date of this statement.

BY THE ORDER OF THE BOARD

Signature Esther Mburu

Date 17/03/2023

Name Esther Mburu

DIRECTOR

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

P. O. BOX 1367, ARUSHA, TANZANIA.

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2021

DECLARATION OF ACCOUNTANT FOR THE PREPARATION OF FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31st December, 2021.

The National Board of Accountants and Auditors (NBAA) according to the power conferred under the Auditors and Accountants (Registration) Act. No. 33 of 1972, as amended by Act No. 2 of 1995, requires Financial Statements to be accompanied with a declaration issued by the Head of Finance/Accounting responsible for the preparation of financial statements of the firm concerned.

It is the duty of the company Accountant to assist the company to discharge the responsibility of preparing financial statements of a Company showing true and fair view of the company position and performance in accordance with applicable International Accounting Standards and statutory financial reporting requirements. Full legal responsibility for the preparation of financial statements rests with the Company members.

I MUSA WILSON Being the Accountant of AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED hereby acknowledge my responsibility of ensuring that financial statements for the year ended 31st December, 2021 have been prepared in compliance with applicable accounting standards and statutory requirements.

I thus confirm that the financial statements give a true and fair view position of AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED as on that date and that they have been prepared based on properly maintained financial records.

Signed by: 

Position: Accountant

QUALIFICATION: GA 5523

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

P. O. BOX 1367, ARUSHA, TANZANIA.

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER, 2021

AUDITOR'S REPORT ON FINANCIAL STATEMENT FOR THE YEAR ENDED 31ST DECEMBER 2021

TO BOARD OF DIRECTORS OF AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

P.O. BOX 1367

ARUSHA, TANZANIA

REPORT ON THE AUDIT OF FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31ST DECEMBER, 2021

INTRODUCTION

I have audited the accompanying financial statements of AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED, which comprise the Statement of Financial Position as at 31st December, 2021 and the Statement of Financial Performance, the Statement of Changes in Equity, the Cash Flow Statement, as well as the notes to the financial statements, including a summary of significant accounting policies set out from page 16 to 30.

UNQUALIFIED OPINION

In my opinion, the financial statements presented fairly, in all material respects, the financial position of AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED as at 31st December, 2021, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS).

BASIS FOR OPINION

I conducted my audit in accordance with International Standard on Auditing (ISA). My responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the financial statements section of my report. I am independent of AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) together with the National Board of Accountants and Auditors (NBAA) Code of Ethics,

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and I have fulfilled my other ethical responsibilities in accordance with these requirements. I believe that the audit evidence I have obtained is sufficient and appropriate to provide a basis for my opinion.

Responsibilities of Management and those Charged with Governance for the Financial Statements.

Management/Owner is responsible for the preparation and fair presentation of the financial statements in accordance with IFRS, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the entity'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 management either intends to liquidate the entity or to cease operations, or has no realistic alternative but to do so.

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

Auditor's Responsibilities for the Audit of the Financial Statements.

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

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Compliance with the Companies Act 2002, ITA 2004(amended 2008) VAT Act 2014, and TAA 2015.

In view of my responsibility on compliance with legal and regulatory matters, I have reviewed as part of this audit, I state that, AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED have generally complied with the requirements of the Companies Act 2002, ITA 2004 (amended 2008) VAT Act 2014, and TAA 2015

The engagement partner on the audit resulting in this independent auditor's report is the Hillcrest Auditors Managing Partner.



MR PAULINE GUNJE MTUNDA

ACPA 1077

HILLCREST AUDITORS

Certified Public Accountants in Public Practice



AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

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STATEMENT OF FINANCIAL POSITION FOR THE YEAR ENDED 31ST DECEMBER 2021

	NOTE	2021	2020
	NO.	TZS	TZS
<u>NON-CURRENT ASSETS</u>			
Property, Plant and Equipment	5	66,671,603.31	51,703,435.15
Total non-current asset		66,671,603.31	51,703,435.15
<u>CURRENT ASSETS:</u>			
Inventory	7	838,175,623.76	580,675,999.05
Cash and Cash Equivalents	8	53,374,508.44	220,995,117.80
Receivables and Prepayments	9	645,425,415.75	550,919,925.00
Other Tax Receivable	10	2,971,058.38	0.00
Total Current Assets		1,539,946,606.33	1,352,591,041.85
Total Assets		1,606,618,209.64	1,404,294,477.00
<u>FINANCED BY:</u>			
<u>EQUITY AND LIABILITIES:</u>			
<u>EQUITY:</u>			
Retained Earning		90,933,919.85	143,733,807.69
Advance to share capital		591,461,247.93	591,461,247.93
Total Equity		682,395,167.78	735,195,055.62
<u>LIABILITIES</u>			
<u>Current Liabilities</u>			
Income tax payables	11a	317,983,747.54	61,005,400.80
Payables and Accruals	12	600,888,447.27	597,444,541.00
Other Tax payable	13	5,350,847.05	10,649,479.58
Total Current Liabilities		924,223,041.85	669,099,421.38
Total Equity and Liabilities		1,606,618,209.64	1,404,294,477.00

Notes from Page 16 to 30 form part of these Accounts

DIRECTOR ESTHER MBUWA DATE 17/03/2023

DIRECTOR JOSEPH NUKI DATE MARCH 17, 2023

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STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31ST DEC 2021

	NOTE	2021 TZS	2020 TZS
Revenue	2	1,848,095,400.29	1,353,656,577.01
Cost of goods sold	3	1,284,712,307.84	951,633,813.16
Gross Profit		<u>563,383,092.46</u>	<u>402,022,763.85</u>
OPERATING EXPENSES			
Administration expenses	4	247,829,935.15	164,553,823.79
Depreciation	5	20,006,632.17	18,930,797.88
Financial Cost	6	5,181,606.75	3,520,139.51
Total expenses		<u>273,018,174.07</u>	<u>187,004,761.18</u>
Profit/(Loss) before tax		290,364,918.39	215,018,002.67
Tax liability 30%		87,340,475.52	64,505,400.80
Profit/(Loss) After tax		<u>203,024,442.87</u>	<u>150,512,601.87</u>

Notes from Page Page 16 to 30 form part of these Accounts

DIRECTOR Esther Mbuva DATE 17/03/2023 Mbuva.

DIRECTOR Joseph H Mui DATE March 17, 2023

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STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 31ST DECEMBER, 2021

ITEM (TSHS 2021)	RETAINED EARNINGS	ADVANCE TO SHARE CAPITAL	TOTAL EQUITY
As at 1 January, 2021	143,733,807.69	591,461,247.93	735,195,055.62
Profit/Loss for the year	203,024,442.87	-	203,024,442.87
Adjusted tax liability for 2020	(255,824,330.71)	-	(255,824,330.71)
As at 31 December 2021	90,933,919.85	591,461,247.93	682,395,167.78

STATEMENT OF CHANGE IN EQUITY FOR THE YEAR ENDED 31ST DECEMBER, 2020

ITEM (TSHS 2020)	RETAINED EARNINGS	ADVANCE TO SHARE CAPITAL	TOTAL EQUITY
As at 1 January, 2020	(6,778,794.18)	-	(6,778,794.18)
Profit/Loss for the year	150,512,601.87	-	150,512,601.87
Capital Injected	-	591,461,247.93	591,461,247.93
As at 31 December 2020	143,733,807.69	591,461,247.93	735,195,055.62

Notes from Page 16 to 30 form part of these Accounts

DIRECTOR Esther Mbuya DATE 17/03/2023 Esther Mbuya

DIRECTOR Joseph Naini DATE March 17, 2023 Joseph Naini

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FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2021

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST DECEMBER, 2021

	2021 TZS	2020 TZS
<u>CASH FLOW FROM OPERATING ACTIVITIES</u>		
Net profit/(Loss) before taxation	290,364,918.39	215,018,002.67
<u>Adjustments for:</u>		
Depreciation	20,006,632.17	18,930,797.88
Income tax paid	(86,186,459.49)	(2,500,000.00)
Decrease/(Increase)in Inventory	(257,499,624.71)	(579,151,998.05)
Decrease/(Increase)in receivables and prepayments	(94,505,490.75)	(304,044,475.00)
Decrease/(Increase)in other tax receivable	(2,971,058.38)	-
(Decrease)/Increase in Payables and accruals	3,443,906.27	291,467,320.00
(Decrease)/Increase in other Tax payables	(5,298,632.53)	10,649,479.58
Net cash used in operating activities	<u>(132,645,809.03)</u>	<u>(349,630,872.92)</u>
<u>Cash flows from investing activities</u>		
Acquisition of Non-current assets	(34,974,800.33)	(48,940,018.21)
Net cash used in investing activities	<u>(34,974,800.33)</u>	<u>(48,940,018.21)</u>
<u>Cash flows from financing activities:</u>		
Advance to share capital	-	591,461,247.93
Net cash used in financing activities	<u>-</u>	<u>591,461,247.93</u>
Net increase/ (Decrease) in cash and cash equivalents	(167,620,609.36)	192,890,356.80
Cash and cash equivalents at the beginning of the period	220,995,117.80	28,104,761.00
Cash and cash equivalents at the end of the period.	<u>53,374,508.44</u>	<u>220,995,117.80</u>

Notes from Page 16 to 30 form part of these Accounts.

DIRECTOR Estha Mburu DATE 17/03/2023

DIRECTOR Joseph Muri DATE March 17, 2023

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FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER, 2021

NOTES TO THE FINANCIAL STATEMENTS

1. GENERAL INFORMATION

Agribase Bioscience International (T) Limited (ABI) is a limited Company incorporated in Tanzania. The addresses of its registered office and principal place of business are disclosed in the introduction to the annual report. As disclosed in the Directors' annual report, the principal activity of the company is trading of Agricultural chemicals and fertilizers. ABI engage also in product development in a bid to provide valuable agro-inputs, which will help farmers optimize their outputs in the face of limited resources.

2. BASIS OF PREPARATION

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS). The financial statements are prepared under the historical cost convention. The financial statements are presented in Tanzanian Shillings TZS.

3. STATEMENT OF COMPLIANCE

These financial statements have been prepared in conformity with International Financial Reporting Standards (IFRS) issued by the International Accounting Standards Board (IASB) and interpretations issued by the International Financial Reporting Interpretations Committee (IFRS IC) and the Standing Interpretations Committee (SIC) adopted by the IASB and comply with the requirements of the Tanzania Companies Act 2002.

4. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

a) NEW AND AMENDED STANDARDS, INTERPRETATIONS AND IMPROVEMENTS

Changes from the new or revised standards and interpretations, amended to existing standards and interpretations and improvements for IFRS that were effective for the current reporting period did not have significant impact on the accounting policies, financial position or performance of Agribase Bioscience International (T) Limited. These changes were as follows:

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FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2021

Standard or amendments	Key requirements
Amendments to IAS 1 and IAS 8	<p>The IASB has made amendments to IAS1 Presentation of Financial Statements and IAS8 Accounting Policies, Changes in Accounting Estimates and Errors which use a consistent definition of materiality throughout International Financial Reporting Standards and the Conceptual Framework for Financial Reporting, clarify when information is material and incorporate some of the guidance in IAS 1 about immaterial information.</p> <p>In particular, the amendments clarify:</p> <ol style="list-style-type: none">That the reference to obscuring information addresses situations in which the effect is similar to omitting or misstating that information, and that an entity assesses materiality in the context of the financial statements as a whole, andThe meaning of 'Primary users of general-purpose financial statements' to whom those financial statements are directed, by defining them as 'existing and potential investors, lenders and other creditors' that must rely on general purpose financial statements for much of the financial information they need.
Definition of a Business-Amendment to IFRS 3	<p>The amendment had no impact on the Financial Statement of Agribase Bioscience International (T) Limited Ltd.</p> <p>The amended definition of a business requires an acquisition to include an input and a substantive process that together significantly contribute to the ability to create output. The definition of the term 'output' is amended to focus on goods and services provided to customers, generating investment income and other income, and it excludes returns in the form of lower costs and other economic benefits. The amendments will likely result in more acquisitions being accounted for as assets acquisition.</p> <p>The amendments had no impact on the Financial Statement of the Company</p>
Interest Rate Benchmark Reform Amendments to IFRS 9, IAS 39 and IFRS 7	<p>For hedging relationships affected by the amendments, companies are required to provide the following disclosures:</p> <ol style="list-style-type: none">The significant interest rate benchmarks to which the company's hedging relationships are exposed;The extent of the risk exposure the company manages that is directly affected by the interest rate benchmark reform;How the company is managing the process to transition to alternative benchmark rates;Description of significant assumptions or judgements the company made in applying the exceptions (for example, assumptions or judgements about when the uncertainty arising from interest rate benchmark reform is no longer present); andThe nominal amount of the hedging instruments in those hedging relationships. <p>ABI Ltd does not have hedging accounting, therefore this amendment which was effective for annual reporting periods beginning on or after 1 January 2020 did not have an impact on their Financial Statements</p>

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Standard or amendments	Key requirements
Applying IFRS 9 'Financial Instruments' with IFRS 4 'Insurance Contracts' (Amendments to IFRS 4)	<p>Amends IFRS 4 Insurance Contracts provide two options for entities that issue insurance contracts within the scope of IFRS 4:</p> <ul style="list-style-type: none"> i) an option that permits entities to reclassify, from profit or loss to other comprehensive income, some of the income or expenses arising from designated financial assets; this is the so-called overlay approach; ii) an optional temporary exemption from applying IFRS 9 for entities whose predominant activity is issuing contracts within the scope of IFRS 4; this is the so-called deferral approach. <p>The application of this had no impact on the Company's Financial Statements</p>
Covid-19-Related Rent Concessions (Amendment to IFRS 16)	<p>The amendment provides lessees with an exemption from assessing whether a COVID-19-related rent concession is a lease modification. This amendment is effective from Annual reporting periods beginning on or after 1 June 2020.</p> <p>The amendments had no impact on the Financial Statement of the Company</p>

b) Standards, improvements and amendments not yet effective

Standards or amendments	Key Elements	Effective Date
IFRS 17 Insurance Contracts	<p>IFRS 17 requires insurance liabilities to be measured at a current fulfilment value and provides a more uniform measurement and presentation approach for all insurance contracts. These requirements are designed to achieve the goal of a consistent, principle-based accounting for insurance contracts. IFRS 17 supersedes IFRS 4 Insurance Contracts as of 1 January 2023.</p>	<p>Optional in year 2021. Applicable to annual reporting periods beginning on or after 1 January 2023</p>
Classification of Liabilities as Current or Non-Current (Amendments to IAS 1)	<p>The amendments aim to promote consistency in applying the requirements by helping companies determine whether, in the statement of financial position, debt and other liabilities with an uncertain settlement date should be classified as current (due or potentially due to be settled within one year) or non-current</p>	<p>Adopted early. Effective for annual reporting periods beginning on or after 1 January 2023</p>

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Standards or amendments	Key Elements	Effective Date
Reference to the Conceptual Framework (Amendments to IFRS 3)	<p>The IASB has issued a revised Conceptual Framework which will be used in Standard Setting decisions with immediate effect. Key Changes include:</p> <ul style="list-style-type: none"> Increasing the prominence of stewardship in the objective of financial reporting Reinstating produces as a component of neutrality Defining a reporting entity, which may be legal entity, or a portion of an entity Revising the definitions of an asset and liability Removing the probability threshold for recognition and adding guidance on derecognition Adding guidance on different measurement basis; and Stating that profit or loss is the primary performance indicator and that, in principle, income and expenses in other comprehensive income should be recycled where this enhances the relevance of faithful representation of the financial statements. <p>The amendments update an outdated reference to the Conceptual Framework in IFRS 3 without significantly changing the requirements in the standard.</p> <p>The revision had no impact on the financial statements of ABI</p>	Annual reporting periods beginning on or after 1 January 2022
Property, Plant and Equipment Proceeds before Intended Use (Amendments to IAS 16)	<p>The amendments prohibit deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognises the proceeds from selling such items, and the cost of producing those items, in profit or loss.</p>	Annual reporting periods beginning on or after 1 January 2022
Onerous Contracts- Cost of Fulfilling a Contract (Amendments to IAS 37)	<p>The changes in Onerous Contracts – Cost of Fulfilling a Contract (Amendments to IAS 37) specify that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract can either be incremental costs of fulfilling that contract (examples would be direct labour, materials) or an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation</p>	Annual reporting periods beginning on or after 1 January 2022

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Standards or amendments	Key Elements	Effective Date
Extension of the Temporary Exemption from Applying IFRS 9 (Amendments to IFRS 4)	of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract). the amendment changes the fixed expiry date for the temporary exemption in IFRS 4 Insurance Contracts from applying IFRS 9 Financial Instruments, so that entities would be required to apply IFRS 9.	Annual periods beginning on or after 1 January 2023

c) SIGNIFICANT ACCOUNTING ESTIMATES AND ASSUMPTIONS

In the process of applying the Company's accounting policies, directors make certain estimates and assumptions about future events. In practice, the estimated and assumed results would differ from the actual results. Such estimates and assumptions, that have significant risk of causing material adjustment to the carrying amount of assets and liabilities within the next financial year, are described below:

i) Property and equipment

Directors made estimates in determining the depreciation rate for property and equipment and their residual values. The rates used are set out in the accounting policy for property plant and equipment, note 10 to the financial statement. These estimates are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the prevailing circumstances.

ii) Foreign currency translations

Transactions in foreign currency during the year if any are translated into Tanzania Shilling at exchange rates ruling at the date of the transactions. Foreign currency monetary assets and liabilities at the balance sheet date are translated into Tanzania Shillings at the exchange rates prevailing at that date. Resulting exchange rates differences are recognized in the profit and loss account for the year.

d) CAPITAL MANAGEMENT

The Company's objectives when managing capital, which is a broader concept than the 'equity' on the face of the statement of financial position, are:

- To safeguard the Company's ability to continue as a going concern so that it can continue to provide returns for shareholders and benefits for other stakeholders; and
- To maintain a strong capital base to support the development of its business, capital adequacy is monitored quarterly by the Company's directors of finance.

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There have been no changes in the Company's capital management objectives and policies in the years ended 31 December 2021.

e) FINANCIAL ASSETS

The fair value of financial assets and liabilities not measured at fair value approximate carrying amounts. Financial assets and liabilities as presented on the Company's statement of financial position are short term in nature.

f) CASH AND CASH EQUIVALENT

For the purpose of cash flow statement, cash and cash equivalent comprise cash in hand and balances held at bank accounts at balance sheet date.

g) PROPERTY AND EQUIPMENT

Property and equipment are stated at cost excluding the costs of day-to-day servicing, less accumulated depreciation and accumulated impairment in value. Changes in the expected useful life are accounted for by changing the depreciation period or method, as appropriate, and treated as changes in accounting estimates. Depreciation is calculated on the straight-line basis to write down their cost to their residual values over their estimated useful lives, as follows:

<i>Asset Description</i>	<i>Rates</i>
Furniture & Fittings	12.5%
Computer & Accessories	37.5%
Motor Vehicles	25%

Property and equipment are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use.

h) INVENTORIES

Inventories are carried at the lower of cost and net realisable value. Cost is determined using the weighted average cost method. Net realisable value is the estimated selling price in the open market less applicable selling expenses. Inventories are stated at cost.

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i) INCOME TAX

Income tax expense is the aggregate of the charge to profit or loss in respect of current income tax and deferred income tax. Current income tax is the amount of income tax payable on the taxable profit for the year determined in accordance with the Tax Administration Act, Cap 438 R.E 2019 and the Income Tax Act, Cap 332 R.E 2019

j) EMPLOYEE BENEFITS

The Company and all its employees contribute to the National Social Security Fund (NSSF), which is a defined contribution scheme. A defined contribution plan is a scheme under which the Company pays fixed contributions into a separate entity (NSSF). The Company has no legal or constructive obligation to pay further contributions if the Fund does not have sufficient assets to pay the employees post-employment benefits. Employees contribute 10% and the Company also contributes 10% to the scheme.

The Company's contributions to the defined contribution schemes are charged to profit or loss in the year to which they relate.

k) REVENUE RECOGNITION

Revenue from the sale of goods is recognized in the income statement if the significant risks and rewards of ownership have been transferred to the buyer and to the extent that it is probable that the future economic benefits will flow to the company and the amount of revenue can be reliably measured

l) TRADE DEBTORS AND OTHER RECEIVABLES

Trade debtors and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective cost method, less provision for impairment. A provision for impairment of trade debtors and other receivables is established when there is objective evidence that Agribase Bioscience International (T) LIMITED. Limited will not be able to collect all amounts due according to the original terms of receivables. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flow, discounted at the effective interest rate. The amount of provision is recognised in the income statement.

m) GENERAL AND OPERATING EXPENSES

General and operating expenses are recognized in profit or loss as incurred and include staff cost, office supplies, non-income taxes and insurance. In addition, general and operating expenses include other operating items such as workforce accruals for

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contractually obligated payments to employees terminated in the ongoing course of business and environmental remediation costs.

n) COMPARATIVES

Except when a standard or an interpretation permits or requires otherwise, all amounts are reported or disclosed with comparative information.

o) FUNCTIONAL AND PRESENTATION CURRENCY

The financial statements are presented in Tanzanian Shillings, the currency of the primary economic environment in which the entity operates, "functional and presentation currency".

5. RISK MANAGEMENT

The Company's activities expose it to a variety of risks. Taking risk is core to the financial business, and the operational risks are inevitable consequence of being in business. The Company's aim is therefore to achieve an appropriate balance between risks and return and minimize potential adverse effects on the Company's financial performance. Risk management is carried out by the Board of Directors ('Board').

This note presents information about the Company's exposure to each of the above risks, the Company's objectives, and its risk management policies aim to identify, analyses and manage the risks faced by the Company, to set appropriate risk limits and controls, and to continuously monitor risk levels and adherence to limits. Risk management policies and procedures are reviewed regularly to reflect changes in market conditions, products and services offered and emerging best practice

The Board has overall responsibility for the oversight of the risk management framework (identification, measurement, management, monitoring and reporting), overseeing the management of key risks and reviewing its risk management policies and procedures as well as approving significantly large exposures.

The Board is responsible for monitoring compliance with the risk management policies and procedures, and for reviewing the adequacy of the risk management framework in relation to the risk faced by the Company. The Directors are assisted in these functions by the Company employees who have appropriate skills and experience in running the business.

Basing on our understanding of the company's operation as well as those of agribusiness, we perceived ten Major Categories of potential risks facing the Agribase Bioscience International (T) Limited. Since these types of risks are of high impact risks and can adversely affect the organization for the long-term, we reviewed those risks and provide advice on the same.

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- i) **Institutional risk** results from uncertainties surrounding Government actions. Tax laws, regulations for chemical use and the government decisions that can have a major impact on Agribase Tanzania business
- ii) **Production risk:** Is the risk that uncertain in natural growth processes of crops may affect the demand of Agricultural chemicals and fertilizers. Weather, disease, pests, and other factors affect both the demand and quantity/quality of agricultural Chemicals and fertilizers
- iii) **Agricultural chemicals and fertilizers price risk:** Is the risk that the imported agricultural chemicals and fertilizes could be purchased a higher cost affecting the farmers ability to buy and pay.
- iv) **Exchange rate Risk:** This is the possibility that Tanzanian Shillings may fall relative to US dollars impacting the profit margin and sustainability of the company
- v) **Basis risk:** Basis reflects factors such as transportation costs between the location and the delivery point, local supply and demand conditions, and carrying costs (i.e., storage, insurance, and interest on the invested fund.
- vi) **Gross margin Risk:** Gross margin is the difference between the selling price and the cost of production. Gross margin risk is the chance that gross margins will be less than expected.
- vii) **Financial risk** results from borrowed money to finance Agribase business as it creates an obligation to repay debt. Rising interest rates, the prospect of loans being called by lenders, and restricted credit availability are also aspects of financial risk.
- viii) **Marketing Risks:** Marketing risks relate to the possibility of losing the market for due to increased numbers of competing sellers of Agricultural Chemicals and fertilizers or changing consumer preferences are common sources of marketing risk. Marketing risks can also arise from loss of market access due to a wholesale buyer or processor relocating or closing, or if a product fails to meet market standards or packaging requirement
- ix) **Human Resource Management Risks:** Human resource risks pertain to risks associated with individuals and their relationships to each other. These relationships include those with family members, as well Agribase Clients. The impact of any of these events can be devastating to the business. Human resource risks also include the negative impacts arising from a lack of people management skills and poor communications.

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x) **Strategic Risks:** Strategic risks are risks related to weak governance, weak leadership, poor strategic decisions as well as risks due to regulatory and administrative reasons.

xi) **Credit risk:** Credit risk is the risk of suffering financial loss, should any of the Company's customers, clients or market counterparties fail to fulfil their contractual obligations to the Company. Credit risk arises mainly from loans and advances to customers arising from fertilizers trading activities. Credit risk is the single largest risk for the Company's business; the directors therefore carefully manage the exposure to credit risk. The Company takes on exposure to credit risk, which is the risk that the counterparty to a financial instrument will be unable to pay amounts in full when due.

	2021	2020
	TZS	TZS
2 REVENUE		
Sales	1,848,094,069.29	1,353,656,577.01
Mpesa Bonus	1,331.00	-
	<u>1,848,095,400.29</u>	<u>1,353,656,577.01</u>

	2021	2020
	TZS	TZS
3 COST OF GOODS SOLD		
Opening stocks	580,675,999.05	1,524,001.00
Add: Purchases	1,534,511,090.24	1,516,540,681.21
Add: Carriage inwards	7,700,842.30	14,245,130.00
COGAS	2,122,887,931.59	1,532,309,812.21
Less: Closing stock	838,175,623.76	580,675,999.05
	<u>1,284,712,307.84</u>	<u>951,633,813.16</u>

	2021	2020
	TZS	TZS
4 ADMINISTRATION EXPENSES		
Salaries	59,005,639.00	16,110,000.00
wages	5,300,000.00	10,800,000.00
NSSF	5,900,563.90	1,611,000.00
WCF	464,917.80	161,100.00
SDL	970,944.00	758,400.00
Director Remuneration	15,799,400.00	-
Legal, Professional and Audit fee	18,175,742.70	22,360,631.58

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

P. O. BOX 1367, ARUSHA, TANZANIA.

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER, 2021

Motor Vehicle expenses	14,520,253.00	18,932,536.24
Transport and Accommodation	39,339,080.00	23,015,855.19
Cleaning expense	821,109.00	1,097,741.00
Courier, parcel & postage	2,443,000.00	35,000.00
Utility	530,891.00	1,361,114.00
Office expenses	22,107,064.00	17,814,997.12
Staff welfare	3,197,900.00	1,559,808.58
Stationeries	531,300.00	552,400.00
Weight & measures Agency fee	683,000.00	256,212.08
Office rent	28,623,326.00	13,986,800.00
Stamp duty	205,620.00	139,868.00
Marketing and selling expenses	5,251,500.00	33,773,000.00
Repairs & Maintenance (Furniture and Equipment)	190,000.00	-
Security	720,000.00	-
Service Charge on Godown usage	523,944.00	-
Communication and Internet	1,498,000.00	220,000.00
Fines and Penalties	770,000.00	-
Registration and License Fee	160,000.00	7,360.00
Fire Levy Fees	235,000.00	-
FOREIGN GAIN & LOSS	11,217,990.75	-
Immigration Department	8,643,750.00	-
	247,829,935.15	164,553,823.79

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
P. O. BOX 1367, ARUSHA, TANZANIA.
FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2021

5 DEPRECIATION TABLE

GROUP 2020	EFD		COMPUTERS		FURNITURES, FIXTURES & EQUIPMENTS		MOTOR VEHICLE		TOTAL	
	TZS	100.0%	TZS	37.5%	TZS	12.5%	TZS	25.0%	TZS	TZS
COST										
RATE OF CHARGE %		100.0%		37.5%		12.5%		25.0%		
At 1 January, 2020	1,173,000.00		2,398,000.00		1,012,702.65		25,745,800.00		30,329,502.65	
Addition/Disposals	2,160,000.00		5,508,796.00		8,903,514.21		32,367,708.00		48,940,018.21	
At 31 December, 2020	3,333,000.00		7,906,796.00		9,916,216.86		58,113,508.00		79,269,520.86	
ACCUMULATED DEPRECIATION										
As at 1 January, 2020	1,173,000.00		899,250.00		126,587.83		6,436,450.00		8,635,287.83	
Charge this year	2,160,000.00		2,627,829.75		1,223,703.63		12,919,264.50		18,930,797.88	
As at 31 December, 2020	3,333,000.00		3,527,079.75		1,350,291.46		19,355,714.50		27,566,085.71	
NET BOOK VALUE										
At 1 January, 2020	-		1,498,750.00		886,114.82		19,309,350.00		21,694,214.82	
As at 31 December, 2020	-		4,379,716.25		8,565,925.40		38,757,793.50		51,703,435.15	

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

P. O. BOX 1367, ARUSHA, TANZANIA.

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER, 2021

GROUP 2021	EFD		COMPUTERS		FURNITURES, FIXTURES & EQUIPMENTS		MOTOR VEHICLE&BIKE		TOTAL	
	TZS		TZS		TZS		TZS		TZS	
COST										
RATE OF CHARGE %		100.0%		37.5%		12.5%		25.0%		
At 1 January, 2021	3,333,000.00		7,906,796.00		9,916,216.86		58,113,508.00		79,269,520.86	
Addition/Disposals	-		4,547,795.54		13,665,000.00		16,762,004.79		34,974,800.33	
At 31 December, 2021	3,333,000.00		12,454,591.54		23,581,216.86		74,875,512.79		114,244,321.19	
<u>ACCUMULATED DEPRECIATION</u>										
As at 1 January, 2021	3,333,000.00		3,527,079.75		1,350,291.46		19,355,714.50		27,566,085.71	
Charge this year	-		3,347,816.92		2,778,865.68		13,879,949.57		20,006,632.17	
As at 31 December, 2021	3,333,000.00		6,874,896.67		4,129,157.13		33,235,664.07		47,572,717.88	
<u>NET BOOK VALUE</u>										
At 1 January, 2021	-		4,379,716.25		8,565,925.40		38,757,793.50		51,703,435.15	
As at 31 December, 2021	-		5,579,694.87		19,452,059.73		41,639,848.72		66,671,603.31	

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

P. O. BOX 7995, ARUSHA, TANZANIA.

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2021

	2021	2020
	TZS	TZS
6 FINANCE COSTS		
Airtel money	54,000.00	-
Mpesa charges	371,519.00	-
Bank charges	4,756,087.75	3,520,139.51
	<u>5,181,606.75</u>	<u>3,520,139.51</u>

	2021	2020
	TZS	TZS
7 INVENTORY		
Inventory	838,175,623.76	580,675,999.05
	<u>838,175,623.76</u>	<u>580,675,999.05</u>

	2021	2020
	TZS	TZS
8 CASH AND CASH EQUIVALENT		
NCBA BANK- TZS	10,240,956.75	220,995,117.80
NCBA BANK-USD	35,340,574.32	-
Mpesa	7,100,272.37	-
petty cash	692,705.00	-
	<u>53,374,508.44</u>	<u>220,995,117.80</u>

	2021	2020
	TZS	TZS
9 RECEIVABLES AND PREPAYMENTS		
Cash collateral (Nordox As)	300,000,000.00	300,000,000.00
Sundry debtors	296,451,221.80	250,919,925.00
Prepayment	11,602,562.94	-
Advances to Vanessa	37,371,631.01	-
	<u>645,425,415.75</u>	<u>550,919,925.00</u>

	2021	2020
	TZS	TZS
10 OTHER TAX RECEIVABLES		
VAT Input	2,971,058.38	-
	<u>2,971,058.38</u>	<u>-</u>

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

P. O. BOX 7995, ARUSHA, TANZANIA.

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2021

	2021	2020
	TZS	TZS
11 TAX COMPUTATION		
11a INCOME TAX EXPENSES		
Total Income before Tax	290,364,918.39	215,018,002.67
<u>add: Disallowable expenses</u>		
Penalties	770,000.00	
Depreciation in the books of account	20,006,632.17	18,930,797.88
<u>Less: Allowable expenses</u>		
Depreciation as per tax computation	(20,006,632.17)	(18,930,797.88)
Total Taxable income	291,134,918.39	215,018,002.67
Income tax 30%	<u>87,340,475.52</u>	<u>64,505,400.80</u>
	2021	2020
	TZS	TZS
11b INCOME TAX PAYABLE/(RECEIVABLE)		
Provisional tax Paid	(10,000,000.20)	(2,500,000.00)
tax liability paid for self-assessed tax 2020	(76,186,459.29)	-
Total tax paid 2020	<u>(86,186,459.49)</u>	<u>(2,500,000.00)</u>
Balance b/d	61,005,400.80	(1,000,000.00)
Income tax expense	87,340,475.52	64,505,400.80
Additional tax liability on Self-assessment 2020	716,968.21	-
Additional Tax liability Auditing for 2019 & 2020	255,107,362.50	-
Balance c/d	<u>317,983,747.54</u>	<u>61,005,400.80</u>
	2021	2020
	TZS	TZS
12 PAYABLE AND ACCRUALS		
Sundry creditors	595,600,716.29	597,444,541.00
Accruals	1,695,948.98	-
Loan account from Director	3,591,782.00	-
	<u>600,888,447.27</u>	<u>597,444,541.00</u>

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

P. O. BOX 7995, ARUSHA, TANZANIA.

FINANCIAL STATEMENTS FOR THE YEAR ENDED 31st DECEMBER, 2021

	2021	2020
	TZS	TZS
13 OTHER TAX PAYABLES		
Provisional Tax	-	7,500,000.00
PAYE	399,974.00	511,900.00
SDL	-	758,400.00
WHT Director Remuneration	2,369,910.00	-
WHT on rent	1,960,863.05	708,680.00
Stamp duty	-	139,868.00
WHT on Accounting and professional fee	-	780,631.58
WHT on Audit fee	584,100.00	250,000.00
WHT on Security	36,000.00	-
	5,350,847.05	10,649,479.58

14 RELATED PARTY TRANSACTION

The following transactions were carried out with related parties

Agri base Bioscience International (T) Limited	Related Party		Transaction value (2021)	
	Company name	Country	Amount	Currency
Nordox Super 75WP	ABI Ke	Kenya	431,176,322.00	TZS
Verno FG	ABI Ke	Kenya	77,564,449.00	TZS

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

**FINANCIAL STATEMENTS FOR THE YEAR
ENDED 31ST DECEMBER, 2024**

**TAX SOLUTION INTERNATIONAL
CERTIFIED ACCOUNTANTS & AUTHORIZED AUDITORS
P.O BOX 16074,
ARUSHA**

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

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AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED
ORGANIZATION INFORMATION

Directors: - Joseph Kioko Muli
Esther Kaswii Mbuva
Panther Biotechnologies Ltd

Registered Office: - Arusha Town
P.O Box 1367,
Arusha, Tanzania

Principle Objective of the Business: - Agricultural chemical and fertilizer.

Bankers: - NCBA Bank
NMB Bank

Auditors: - Tax Solutions International
Certified Public Accountants in Public practice,
P.O Box 11074,
Arusha, Tanzania.

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31ST DECEMBER 2024

The Directors have the pleasure in presenting their Annual report Statements for the year ending 31st December 2024.

I. Principal Activities

The principal activity of the company is agricultural chemical and fertilizer.

II. Results

The performance of the company during the year is set out on page 8 to 11 of these financial statements.

III. Solvency

The company state of affairs as at 31st December 2024 is set out in the financial position on page 8 as part of these Financial Statements.

IV. Administrative Matter

The company is capable of handling all its administrative matter.

V. Dividends

The directors do not recommend the payment of Dividend. In view of the Company's performance for the period ended 31st December 2024, the need to address capitalization levels and operational financing issues, no dividend has been proposed for this financial year.

VI. The Directors who served during the period were: -

- Joseph Kioko Muli
- Esther Kaswii Mbuva
- Panther biotechnologies Ltd

VII. Directors Responsibilities

The directors are required under the companies Act to prepare financial statements for each financial period that gives a true and fair view of the state of affairs of the company as at the end of the financial period and of the profit or loss of the company for the period. The directors confirm that suitable accounting policies have been used and applied consistently except where disclosed and reasonable and prudent judgments and estimates have been made in preparation of the financial statements for the period ended 31st December 2024. The directors also confirm that applicable standards have been followed and that the financial statements have been prepared on a going concern basis. The directors are responsible for keeping proper accounting records, for taking reasonable steps to safeguard the assets of the company and to prevent and detect fraud and other irregularities

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

REPORT OF THE DIRECTORS FOR THE YEAR ENDED 31ST DECEMBER 2024

VIII. Corporate Governance, Risk Management and Internal Control

The Company is committed to the principles of openness, integrity and accountability. It recognizes the developing nature of corporate governance and assesses its compliance with local and international generally accepted corporate governance practice on an ongoing basis through its various strategic departments.

Guidelines issued by the Tanzanian legislators from time to time are strictly adhered to and compliance check lists are continuously reviewed. The Directors are responsible for the Company's internal control system, which incorporates procedures that have been designed to provide reasonable assurance that assets are safeguarded, proper accounting records are maintained, and financial information is reliably reported.

The key procedures which the Board considers essential to provide effective control include:

- i. A strong management team working within defined limits of responsibility and authority.
- ii. An annual budgeting process with quarterly re-forecasts to reflect changing circumstances, and the identification of key risks and opportunities.
- iii. Detailed monthly management accounts with comparisons against budget through a comprehensive variance analysis.

In the year under review, nothing has come to the attention of the Directors to indicate that any material breakdown in the functioning of these internal control procedures and systems has occurred.

The Board is directly responsible for risk and internal control assessment, and as such, a separate audit committee is not considered necessary.

IX. Auditors

The auditors **Tax Solution International** are company's statutory auditors for the year under review and have indicated their willingness to continue in office for the ensuing year and do so under the terms of section 170(1) of the companies' ordinance.

X. Approval of the Financial Statements

The financial statements for year ending 31st December 2024 have been approved by the Board of directors and are hereby signed on its behalf.


MANAGING DIRECTOR

DECLARATION OF HEAD OF FINANCE OF AGRIBASE BIOSCIENCE
INTERNATIONAL (T) LIMITED FOR THE YEAR ENDED 31 DECEMBER 2024

The National Board of Accountants and Auditors (NBAA) according to the power conferred under the Auditors and Accountants (Registration) Act. No. 33 of 1972, as amended by Act No. 2 of 1995, requires financial statements to be accompanied with a Statement of Declaration issued by the Head of Accounting responsible for the preparation of financial statements of the entity concerned.

It is the duty of a professional accountant to assist the Board of Directors/Governing Body/Management to discharge the responsibility of preparing financial statements of an entity showing true and fair view position of the entity in accordance with international accounting standards and statutory reporting requirements. Full legal responsibility for financial statements rests with the Board of Directors as under Directors Responsibility statement on an earlier page.

I Musa Wilson being the Head of Finance/Accounting of **Agribase bioscience International (T) Limited** hereby acknowledge my responsibility of ensuring that financial statements for the year ended 31 December 2024 have been prepared in compliance with applicable accounting standards and statutory requirements.

I thus confirm that the financial statements give a true and fair view position of **Agribase bioscience International (T) Limited** as on that date and that they have been prepared based on properly maintained financial records.

Signed by:


.....

Position: Finance

NBAA Membership No: C.P.A. No. 5945

Date: 29 / 06 / 2025

To
The Members of Zolsite Exploration & Mining Limited
P.O. Box 1815
Arusha

RE: INDEPENDENT AUDITOR'S REPORT ON THE FINANCIAL STATEMENTS TO THE MEMBERS OF ZOISITE EXPLORATION & MINING LIMITED

Opinion

We have audited the financial statements of Zolsite Exploration & Mining Limited ("the Company financial statements") set out on pages 6 to 13, which comprise the statement of financial position as at 31st December 2024, the statement of profit or loss, the statement of other comprehensive income, the statement of changes in equity and the statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, Zolsite Exploration & Mining Limited financial statements give a true and fair view of the financial position of the Company as at 31st December 2024, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS) and have been properly prepared in compliance with the Tanzania Companies Act No. 12 of 2002 (Revised).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code) together with the ethical requirements that are relevant to our audit of the financial statements in Tanzania, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

Key Audit Matters are those matters that, in our professional judgment, were of most significance in our audit of the Zolsite Exploration & Mining Limited financial statements as at and for the year ended 31st December 2024. There are no matters to report.

Other Information in the Annual Report

The Directors are responsible for the Other Information. The Other Information comprises all the information in the Zolsite Exploration & Mining Limited 2024 annual report other than the Company financial statements and our auditor's report thereon ("the Other Information").

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

In connection with our audit of the Company financial statements, our responsibility is to read the Other Information and, in doing so, consider whether the Other Information is materially inconsistent with the Company financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If, based on the work we have performed, we conclude that there is a material misstatement of the Other Information, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the directors for the Company Financial Statements

The Directors are responsible for the preparation and fair presentation of the financial statements in accordance with International Financial Reporting Standards IFRS and Tanzania Companies Act No. 12 of 2002 (Revised) and for such internal control as Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error. In preparing the financial statements, Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless Directors either intend to liquidate the Company or to cease operations, or has no realistic alternative but to do so. Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Company Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists.

Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Drawn up in Arusha, June, 2025

Tax solutions International



Tax Solutions International (Solutions beyond your numbers)
Certified Public Accountants in Public Practice

CPA MASANJA K. KIDAYI
CERTIFIED PUBLIC
ACCOUNTANT
IN PUBLIC PRACTICE
(CPA-PP)
Sign: M. Kidayi
Date: 24/06/2025

M. Kidayi

CPA Masanja K. Kidayi ACPA 1501
Managing Partner

Tax Solutions International (Solutions beyond your numbers)
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Tel. +255 27 2546214, Fax +255 27 2546200, Mob. +255 754 274497



AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

STATEMENT OF FINANCIAL POSITION AS AT 31ST DECEMBER 2024

	NOTE	2024 TSHS	2023 TSHS
FIXED ASSETS			
Property, plant and equipments	20	220,645,962	94,102,052
		<u>220,645,962</u>	<u>94,102,052</u>
CURRENT ASSETS			
Inventories	10	552,189,686	670,119,566
Trade receivables	11	917,394,951	1,178,815,328
Cash and cash equivalent	12	205,734,041	369,744,477
		<u>1,675,318,679</u>	<u>2,218,679,372</u>
TOTAL ASSETS		<u>1,895,964,640</u>	<u>2,312,781,424</u>
EQUITY AND LIABILITIES			
Shareholders equity			
Share Capital	14	657,430,248	657,430,248
Retained Earning	Page 6	<u>(728,133,120)</u>	<u>(511,470,383)</u>
		<u>(70,702,873)</u>	<u>145,959,865</u>
Non-current liabilities			
Bank Overdraft		-	-
Term Loan		-	-
		<u>-</u>	<u>-</u>
Current Liabilities			
Trade and other payables	15	1,966,667,513	2,166,821,559
		<u>1,966,667,513</u>	<u>2,166,821,559</u>
TOTAL EQUITY AND LIABILITIES		<u>1,895,964,640</u>	<u>2,312,781,424</u>

The notes 1 to 22 form part of these Financial Statements
Auditors report page 5 - 7


DIRECTOR

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

COMPREHENSIVE INCOME STATEMENT FOR THE YEAR ENDED 31ST DECEMBER 2024

	NOTE	2024 TSHS	2023 TSHS
Revenue	2	4,199,746,808	3,219,054,841
Less: Cost of Sales	5	3,682,490,780	3,081,251,859
Gross Profit		<u>517,256,028</u>	<u>137,802,982</u>
Other Income	3	514,051	2,442
Administrative expenses	5	(606,703,227)	(626,688,820)
Depreciation and amortization	15	(54,446,329)	(11,916,530)
Operating Profit/(Loss)		<u>(143,379,477)</u>	<u>(500,799,927)</u>
Finance costs	8	(9,959,353)	(9,261,613)
Foreign exchange gain/(loss)	9	(63,323,907)	(13,117,672)
Net Profit/(Loss) before taxation		<u>(216,662,737)</u>	<u>(523,179,211)</u>
Taxation	17	-	-
Net Profit/(Loss) after taxation		<u>(216,662,737)</u>	<u>(523,179,211)</u>

The notes 1 to 22 form part of these Financial Statements
Auditors report page 5 - 7




DIRECTOR

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST DECEMBER 2024

	Share Capital TSHS	Revaluation surplus reserve TSHS	Distributable Reserves TSHS	TOTAL TSHS
Balance at 01.01.2024	657,430,248	-	(511,470,383)	145,959,865
Adjustments	-	-	-	-
Net Profit/(Loss) for the year			(216,662,737)	(216,662,737)
Balance as at 31.12.2024	657,430,248	-	(728,133,120)	(70,702,873)

The notes 1 to 22 form part of these Financial Statements
Auditors report page 5 - 7



DIRECTOR

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

CASH FLOW STATEMENT FOR THE YEAR ENDED 31ST DECEMBER 2024

		2024 TSHS	2023 TSHS
I: Cash flows from operating activities			
Profit (Loss) before taxation		(216,662,737)	(523,179,211)
Adjustments for items not involving movement of cash:-			
Depreciation of Property, Plant and Equipments		54,448,329	11,916,530
Current year Tax position		-	-
		<u>(162,216,408)</u>	<u>(511,262,681)</u>
Cash flows from operating activities before changes in working capital items			
Net changes in Inventories (Increase) /Decrease		117,929,880	399,648,357
Net changes in Receivables (Increase) /Decrease		281,420,377	(256,072,944)
Net changes in Payables (Decrease) /Increase		(200,154,046)	748,587,223
Adjustments		-	-
Net Cash flows from Operating activities	A	<u>16,979,803</u>	<u>380,899,956.03</u>
II: Cash flows from investing activities			
Purchases of fixed assets		(180,990,238)	(50,376,908)
Disposal of Assets		-	-
Net Cash flows from investing activities	B	<u>(180,990,238)</u>	<u>(50,376,908)</u>
III: Cash flows from financing activities			
Loans and overdraft		-	-
Advance for share Capital		-	-
Net cash flows from financing activities	C	<u>-</u>	<u>-</u>
Increase/(Decrease) in cash & cash equivalents A+B+C		(164,010,436)	330,523,048
Cash and cash equivalent at beginning of the year		<u>369,744,477</u>	<u>39,221,429</u>
Cash and cash equivalents at the end of the year		<u>205,734,041</u>	<u>369,744,477</u>



DIRECTOR

The notes 1 to 22 form part of these Financial Statements
Auditors report page 5 - 7

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

**NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED
31ST DECEMBER 2024**

1. PRINCIPAL ACCOUNTING POLICIES

The principal accounting policies adopted in the preparation of these financial statements are set out below; -

A. BASIS OF ACCOUNTING

These financial statements have been prepared under the historical cost accounting basis.

B. REVENUE

Revenue represents all monies received from agricultural chemical and fertilizer.

C. PROPERTY AND EQUIPMENTS

The fixed assets held by Partnership are depreciated on a diminishing balance basis to write off the cost of assets to their residual values over the expected useful lives as follows: -

Furniture and Fitting	12.50%
Computer and related Hardware Equipment's	37.50%
Plant and Machinery	12.50%
Motor Vehicles	25%
Building	5%
Land	0%

D. INVENTORIES

Inventories are stated at the lower cost and net realizable value.

E. CASH AND CASH EQUIVALENTS

For the purpose of cash flow statement, cash and cash equivalent comprise of cash in hand and deposits held at call with bank.

F. DEFERRED TAXATION.

Provision for deferred taxation arising from timing difference in the accounting tax treatment of items in the financial statement is made on a comprehensive basis using the liability method. The effect of timing difference resulting in the deferred tax asset is only brought to account when recovery is assured beyond reasonable doubt.

G. TRANSLATION OF FOREIGN CURRENCIES

Translations during the year that are denominated in foreign currencies are converted into Tanzania shillings at the mean determined rates for every month. Monetary assets and liabilities at comprehensive income date which are expressed in foreign currencies are transacted into Tanzania shillings at the rates ruling for that particular month. The differences resulting from such transactions are dealt with in the profit and loss statement as (gains)/loss in exchange in the month they took place

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 2024

	2024 TSHS	2023 TSHS
2 Revenue		
Sales	4,199,746,808	3,219,054,841
	<u>4,199,746,808</u>	<u>3,219,054,841</u>
3 Other Income		
Discount Received	500,000	-
Mpesa Bonus	14,051	2,442
	<u>514,051</u>	<u>2,442</u>
4 Cost of Sales		
Opening stocks	670,199,566	1,069,767,924
Purchases	3,229,799,713	2,681,603,502
Clearing Charges	15,896,040	-
Stock written off	318,785,147	(230,000,000)
Closing stock	(552,189,686)	(670,119,566)
	<u>3,682,490,780</u>	<u>3,081,251,859</u>
5 Administration expenses		
Salaries	119,640,000	95,630,000
Wages	6,000,000	6,370,000
NSSF	11,635,000	10,125,980
WCF	581,750	523,297
SDL	4,324,200	4,174,850
Legal, Professional and Audit Fee	24,668,797	38,987,500
Motor Vehicle expenses	78,262,205	35,581,642
Transport and Accommodation	103,189,815	75,736,178
Cleaning expenses	-	190,000
Courier, parcel & postage	-	172,750
Utility	-	175,000
Office expenses	128,763,556	27,264,429
Staff welfare	-	3,228,500
Staff training	10,190,000	41,258,000
Printing and stationary	-	1,032,000
Weight & measures agency fee	-	-
Office rent	31,320,000	23,477,040
Stamp duty	591,250	-
Marketing and selling expenses	6,060,681	117,948,734
Repairs & maintenance	-	16,896,000
Security	-	140,000
Service levy	16,391,461	8,418,310
Communication and internet	5,120,128	7,433,500
Fines and penalties	-	90,000
Registration and licences fee	-	15,215,000
Fire levy fees	-	250,000
Immigration department	-	56,656,578
Donation	-	-
Provision of bad debt	-	29,693,000
Permits and licences	12,458,384	10,020,533
Subscription and Annual Returns	2,106,000	-
Products Development	45,400,000	-
	<u>606,703,227</u>	<u>626,688,820</u>

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 2024

	2024 TSHS	2023 TSHS
6 Finance costs		
Bank charges & commission	9,959,353	8,374,144
Mpesa charges	-	887,469
Airtel money	-	-
	<u>9,959,353</u>	<u>9,261,613</u>
7 Foreign exchange gain/(loss)		
Foreign exchange net gain	-	-
Foreign exchange (net loss)	(63,323,907)	(13,117,672)
	<u>(63,323,907)</u>	<u>(13,117,672)</u>
8 Inventory		
Closing Stock	552,189,686	670,119,566
	<u>552,189,686</u>	<u>670,119,566</u>
9 Trade Receivable		
Sundry debtors	616,809,951	661,489,733
Cash collateral (Nordox (K))	300,000,000	300,000,000
Prepayment	-	178,676,965
Advance Loan	585,000	38,648,630
Unallocated deposit	-	-
	<u>917,394,951</u>	<u>1,178,815,328</u>
10 Cash & Cash Equivalents		
Bank Account	200,035,609	351,856,959
Mpesa	-	17,887,518
Cash account	5,698,432	-
	<u>205,734,041</u>	<u>369,744,477</u>
11 Trade & Other payables		
Sundry creditors	1,878,075,654	2,009,669,546
Accruals	830,720	13,444,230
Loan account from Director	7,941,956	5,827,336
NSSF payable	1,220,000	2,332,000
PAYE	1,378,540	124,720
WCF	-	-
Duties and Tax payables	91,230,642	4,182,848
Taxation	(14,010,000)	131,240,879
	<u>1,966,667,513</u>	<u>2,166,821,559</u>

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 2024

	2024 TSHS	2023 TSHS
12 Share Capital		
Issued & fully paid up 5,075,000 shares of Tshs 100/- each	657,430,248	657,430,248

13 Contingent Liabilities
The company certifies that there were no contingent liabilities at the year ended 31 December 2024

14 Currency
The financial Statements are presented in Tanzania Shillings

15 Property, Plant and Equipments

D E T A I L S	FURNITURE & FITTINGS 12.50% TSHS	MOTOR VEHICLE 25.00% TSHS	COMPUTERS & PERIPHERALS 37.50% TSHS	LAND 0.00% TSHS	TOTAL TSHS
COST:					
At 1 January 2024	35,573,578	76,366,777	12,904,592	46,220,000	171,064,947
Revaluation/Additions	-	180,990,238	-		180,990,238
Disposals					-
	35,573,578	257,357,018	12,904,592	46,220,000	352,055,185
DEPRECIATION:					
At 1 January 2024	11,044,281	55,369,371	10,549,242	-	76,962,894
Adjustments/Disposals	-	-			-
Charge for this year	3,066,162	50,496,911	883,256	-	54,446,329
	14,110,443	105,866,282	11,432,498	-	131,409,223
NET BOOK VALUE					
At 31 DECEMBER 2024	21,463,135	151,490,734	1,472,093	46,220,000	220,645,962
At 31 DECEMBER 2023	24,529,296	20,997,406	2,355,350	46,220,000	94,102,052

16 Taxation Account

Balance brought forward	-	(221,392,338)
Add: Provisional tax paid	14,010,000	13,965,000
Add: Other tax in respect of other period	-	76,186,459
	14,010,000	(131,240,879)
Less: current year tax position	-	-
Taxation (due)/overpaid	14,010,000	(131,240,879)

AGRIBASE BIOSCIENCE INTERNATIONAL (T) LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER 2024

17 CORPORATION TAX COMPUTATION FOR THE YEAR OF INCOME 2024

	2024 TSHS
Profit/(Loss) as per accounts	(216,662,737)
Add: Non allowable expenses:	
Depreciation & amortization	54,446,329
Entertainment expenses	
	<u>(162,216,408)</u>
Deduct wear and Tear Allowance	54,446,329
Adjusted Profit/(loss)	<u>(216,662,737)</u>
Tax Payable at Corporation rate of 30%	-
Tax paid on Provisional assessment	14,010,000
Withholding Tax payments	-
Tax Underpaid/(Overpaid)	(14,010,000)

		WEAR AND TEAR SCHEDULE			TOTAL
		CLASS I TSHS	CLASS II TSHS	CLASS III TSHS	TSHS
W.D.V.	01.01.2024	2,355,350	20,997,406	24,529,296	47,882,052
Procured		-	180,990,238	-	180,990,238
Adjustments		-	-	-	-
Wear and Tear allowance		883,256	50,496,911	3,066,162	54,446,329
W.D.V.	31.12.2024	<u>1,472,093</u>	<u>151,490,734</u>	<u>21,463,134</u>	<u>174,425,961</u>