GlaxoSmithKline Consumer Nigeria PLC.
(RC 8726)

gsk

do more
feel better
live longer

2020
ANNUAL REPORT
& FINANCIAL STATEMENT

50 YEARS
ANNUAL GENERAL MEETING


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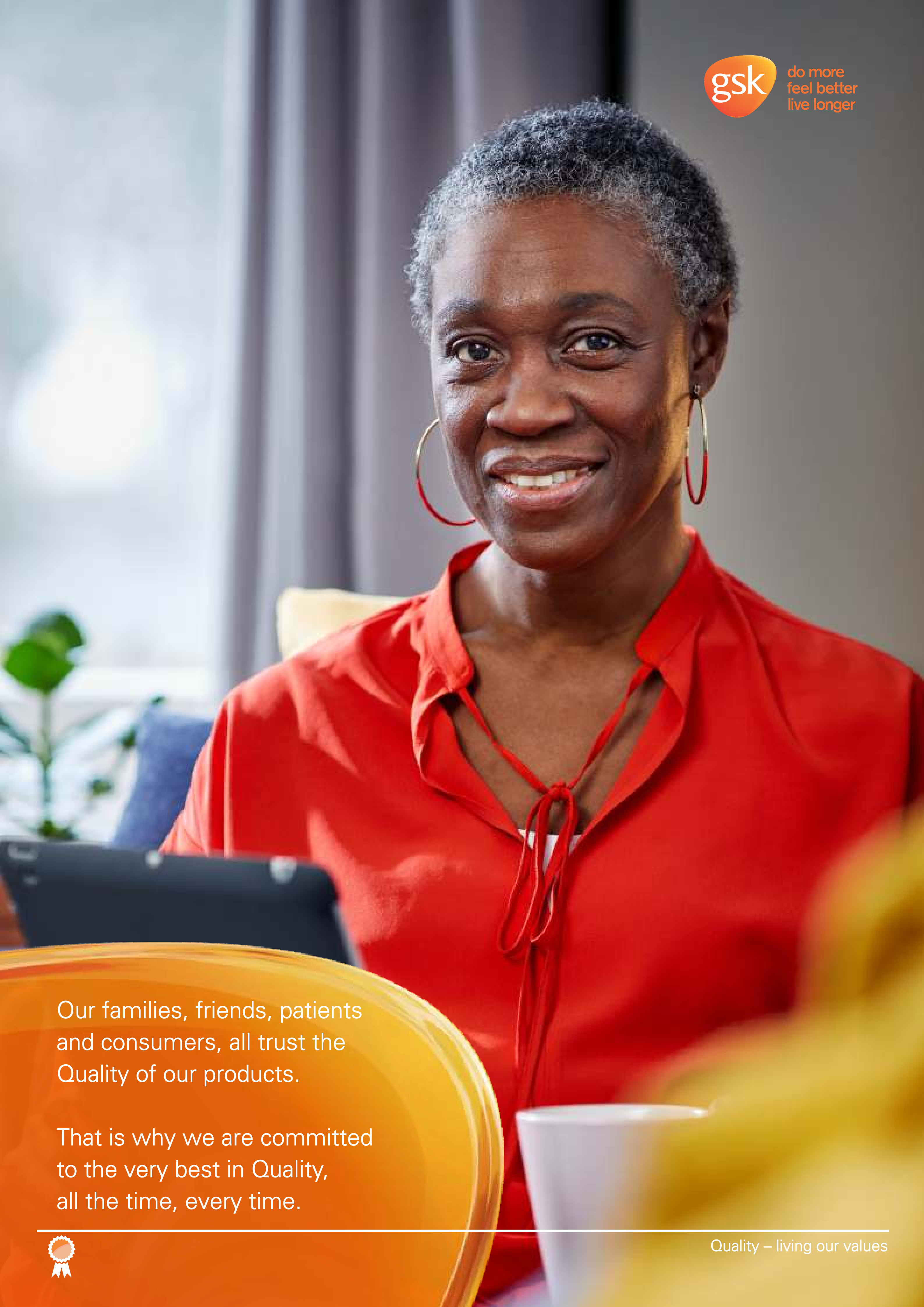

Our families, friends, patients and consumers, all trust the Quality of our products.

That is why we are committed to the very best in Quality, all the time, every time.

Our **DNA**

Our strategy

Bring differentiated, high-quality and needed healthcare products to as many people as possible, with our three global businesses, scientific and technical know-how and talented people.

Our values and expectations

- Patient focus
- Transparency
- Respect
- Integrity
- Courage
- Accountability
- Development
- Teamwork.

In this **Strategic Report**

We are a science-led global healthcare company. We have three world-leading businesses that research, develop and manufacture innovative pharmaceutical medicines, vaccines and consumer healthcare products.

We are committed to widening access to our products, so that more people can benefit, no matter where they live in the world or what they can afford to pay.

We are on a mission to help people do more, feel better, live longer.

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Financial Highlights

THE GROUP

Continuing Operations	2020 N'000	2019 N'000	% Growth
Revenue	21,295,249	20,760,320	3%
Gross profit	5,914,756	6,052,300	-2%
Profit before tax	1,000,222	1,169,332	-14%
Income tax expense	(377,992)	(252,227)	50%
Profit after tax for the year	622,230	**917,104**	-32%
Share capital	597,939	597,939	0%
Shareholder's funds	9,118,990	9,153,067	-0.4%
Earnings per share (kobo)	52	77	-32%
Net asset per share	7.63	7.65	-0.4%

Notice of the **50th Annual General Meeting**

NOTICE IS HEREBY GIVEN that the **Fiftieth Annual General Meeting** of GlaxoSmithKline Consumer Nigeria PLC will be held at its **Head Office, GSK Nigeria House, 1, Industrial Avenue, Ilupeju, Lagos,** on **Thursday, 27th May 2021** at **11 o'clock** in the forenoon to transact the following business:

ORDINARY BUSINESS

1. To lay before the members, the report of the Directors and the Audited Financial Statements for the year ended 31st December 2020, together with the reports of the Auditors and Audit Committee thereon.
2. To declare a Dividend.
3. To elect/re-elect Directors.
   Notice is hereby given, in accordance with sections 278 and 282 of the Companies and Allied Matters Act, 2020, that Mr. Edmund Onuzo, a director in the Company and Chairman of the Board of Directors, who offers himself for re-election is above 70 years of age.
4. To authorize the Directors to fix the remuneration of the Auditors.
5. To disclose the remuneration of Managers of the Company.
6. To elect the members of the Audit Committee.

SPECIAL BUSINESS

7. To fix the remuneration of the Directors.
8. To consider and pass the following resolution as an ordinary resolution of the Company:

   "That the general mandate given to the Company to enter into transactions with related parties for the Company's day-to-day operations, including the procurement of goods and services, on normal commercial terms in compliance with the NSE Rules Governing Transactions with Related Parties or Interested Persons, be and is hereby renewed."

NOTES:

I. PROXY

Any member of the Company entitled to attend and vote at this Meeting is also entitled to appoint a proxy to attend and vote in his/her stead.

Shareholders should note that in view of the COVID-19 pandemic and following the Government's restrictions on public gatherings approved that attendance to the meeting shall only be by proxy to ensure public health and safety. A Member entitled to attend and vote at the AGM is advised to select from the under listed proposed proxies, to attend and vote in his or her stead:

1. **Mr. Edmund Onuzo**	2. **Mr. Kunle Oyelana**
3. **Mr. Samuel Kuye**	4. **Mrs. Oludewa Thorpe**
5. **Sir. Sunny Nwosu**	6. **Mr. Nornah Awoh**
7. **Mr. Kolawole Durojaiye**	8. **Mr. Adekunle S. Adedoyin**

A proxy form is attached to the Annual Report. All instruments of proxy must be deposited at the office of the Company's Registrars, Greenwich Registrars & Data Solutions Limited, 274 Murtala Muhammed Way, Yaba, Lagos, P.M.B. 12717, Lagos or via E-mail: proxy@gtlregistrars.com not later than 48 hours before the time of the meeting. The Company has made arrangements to bear the cost of stamp duties on the instruments of proxy.

II. PAYMENT OF DIVIDEND

If the dividend recommended is approved, dividend would be paid electronically on Friday, 28th May 2021 to holders of shares whose names appear in the Register of Members at the close of business on Friday, 23rd April 2021, and who have completed the e-dividend registration and mandated the Registrar to pay their dividends directly into their bank accounts.

III. CLOSURE OF THE REGISTER AND TRANSFER BOOKS

Notice is hereby given that the Register of Members and Transfer Books of the Company will be closed from the commencement of business on Monday, 26th April 2021 to Thursday, 6th May 2021, both days inclusive, for the purpose of qualifying for dividend and attendance at the Annual General Meeting.

IV. NOMINATIONS FOR THE AUDIT COMMITTEE

In accordance with Section 404(6) of the Companies and Allied Matters Act (CAMA) 2019, any member may nominate a shareholder for election as a member of the Audit Committee by giving notice in writing of such nomination to the Company Secretary at least 21 days before the Annual General Meeting. The Securities & Exchange Commission's Code of Corporate Governance for Public Companies and the CAMA have indicated that members of the Audit Committee should have basic financial literacy and should be able to read Financial Statements. We therefore request that nominations be accompanied by a copy of the nominee's curriculum vitae.

V. UNCLAIMED DIVIDENDS

Several dividend warrants remain unclaimed or are yet to be presented for payment or returned to the Registrars for revalidation. A list of such members is circulated with the Annual Report and Financial Statements. Members affected are advised to complete the e-dividend registration or write to or call at the office of the Company's Registrars, Greenwich Registrars & Data Solutions Limited, 274 Murtala Muhammed Way, Yaba, Lagos, P. M.B. 12717, Lagos during normal working hours. Shareholders are encouraged to update their mailing addresses by forwarding the latest information to the Company or its registrars, Greenwich Registrars & Data Solutions Limited at their registered addresses stated above. A list of the unclaimed dividend for 2020 can be accessed on the Company's website at www.gsk.com/ng.

VI. E-DIVIDEND

Shareholders who are yet to complete the e-dividend registration are advised to download the Registrar's E-Dividend Mandate Activation Form, which is also available on our website - www.gsk.com/ng or Greenwich's website - www.gtlregistrars.com, complete and submit to the Registrar or their respective Banks.

VII. SECURITIES HOLDERS' RIGHTS

Rule 19(12) of the Rulebook of the Nigerian Stock Exchange reserves the right of Shareholders and other holders of the Company's Securities to ask questions not only at the meeting but also in writing prior to the meeting. Such Shareholders or holders of other securities may submit to the office of the Company Secretary written memoranda of their questions, observations or concerns arising from the Annual Reports & Accounts at least one week before the Annual General Meeting to ng.investors@gsk.com and forward copies to the relevant regulatory bodies.

VIII. ELECTRONIC ANNUAL REPORT

The soft copy of the 2020 Annual Report can be accessed on our website and sent to our shareholders who have provided their email addresses and WhatsApp numbers to the Registrars. Shareholders who are interested in receiving the soft copy of the 2020 Annual Report should request via email to: info@gtlregistrars.com.

IX. LIVE STREAMING OF AGM

The AGM will be streamed live online. This will enable shareholders and other stakeholders who will not be attending physically to follow the proceedings. The link for the AGM live streaming will be made available on the Company's website at https://ng.gsk.com/en-gb/investors/.

Dated this 13th day of April 2021.

By Order of the Board

Uche Uwechia, Esq.
Company Secretary
FRC/2013/NBA/00000001970
GlaxoSmithKline Consumer Nigeria PLC
GSK Nigeria House, 1, Industrial Avenue, Ilupeju,
P.M.B. 21218, Ikeja, Lagos.
Dated this 13th day of April 2021.

Directors, Officers and Professional Advisers

Directors

Mr. Edmund C. Onuzo	*Chairman*
Mr. Kunle Oyelana	
Mr. Samuel Kuye	
Mrs. Lubabatu Bello	*(resigned with effect from 26/08/2020)*
Mr. Basel Nizameddin *(Syrian)*	*(resigned with effect from 29/07/2020)*
Mr. Mark Pfister	
Mr. Bosco Kirugi	
Mrs. Oludewa Edodo-Thorpe	
Mr. Oussama Abbas	*(appointed with effect from 29/07/2020)*

Company Secretary

Uchenna Uwechia, Esq.

Senior Finance Manager & Treasurer

Adewale Vincent

Registered Office

GSK House, 1, Industrial Avenue, Ilupeju, P.M.B. 21218, Ikeja, Lagos.
Tel: +234-1-2711000, Fax: +234-1-2716172
Investors e-mail: ng.investors@gsk.com
Website:www.gsk.com/ng

Registrar and Transfer Office

Greenwich Registrars & Data Solutions Limited (Formerly GTL Registrars Limited)
274, Murtala Muhammed Way, Yaba, P.M.B 12717, Lagos.
Tel: +234-(0)1-01-2793160-2, +234-1-2917745, +234-(0)2917714

External Auditors' Office

Deloitte & Touche, Civil Centre Towers,
Plot GA 1, Ozumba Mbadiwe Avenue, Victoria Island, Lagos, Nigeria
Tel+234 (1)2717800

Bankers

Citibank Nigeria Limited
Standard Chartered Bank Limited
United Bank for Africa Plc
Stanbic-IBTC Bank Plc
First Bank Nigeria Ltd
Zenith Bank Plc

Members of the Audit Committee

Mr Kashimawo A. Taiwo	*Members' Representative (Chairman)*
Mr. Sunday O. Ogunnowo	*Members' Representative*
Mr. Yakubu T. Mosuro	*Members' Representative*
Mr. Samuel Kuye	*Director*
Mrs. Oludewa Edodo-Thorpe	*Director*

Company Profile

Who we are

We are a science-led global healthcare company with a mandate. We boast of three world-leading businesses specialized in research, development, and manufacture of innovative pharmaceutical medicines, vaccines, and consumer healthcare products.

As a leading innovator in the pharmaceutical industry, we are committed to further increasing and expanding access to our products, with the aim that more people can benefit, irrespective of location, anywhere in the world without affordability limitations.

We are also driven with the sole objective of making people do more, feel better, and live longer.

Our employees put our values at the heart of everything they do. We are inspired by the potential of a valuable health system in Nigeria and the growth and development it brings to the continent at large. In Nigeria, we are a company united by our mission and four values.

Be patient focused
Act with integrity
Demonstrate respect for people
Operate with transparency

History and Affiliation

GlaxoSmithKline Consumer Nigeria Plc (GSK), an affiliate of GlaxoSmithKline worldwide, was incorporated in Nigeria on 23rd June 1971. It commenced business on 1st July 1972 under the name Beecham Limited. Its Head office is located at No 1, Industrial Avenue, Ilupeju, Lagos.

The company was quoted on the Nigerian Stock Exchange in 1977. We expanded our operations in the country in 1982 by establishing an ultra-modern drinks factory at the Agbara Industrial Estate, Ogun State. This expansion included facilities to manufacture Oral Healthcare (OHC) and Wellness products.

In September 2016, GSK Consumer Nigeria PLC concluded the divestment of the Drinks Business - Lucozade and Ribena, including its bottled water - Hydropure and transferred ownership to Suntory Food and Beverage Nigeria Limited. This divestment included 65% of the manufacturing site in Agbara of which the drinks production equipment was a part.

The Consumer Healthcare Business in Nigeria retains 35 percent of the manufacturing facility for the production and packaging of consumer healthcare products like - Panadol, Andrew Liver Salt, Macleans and Sensodyne.

In line with our commitment to continuous improvement, we have regularly upgraded our facilities to meet our consumer demand.

Company Profile Cont'd

Responsible Business

As a business, our core responsibility is first to society, and society also has expectations of us. The goal is to meet those responsibilities and expectations - and, where possible, exceed them in the most effective way or approach. We constantly evolve and excel in forward-looking commitments across our four areas of responsible business approach: Health for All, Our Behaviour, Our People, and Our Planet.

Commitment to Quality, Research and Development

Research is at the heart of everything we do. With research, we develop more effective ways of treating diseases with readily available medicines, also identify conditions without specific treatment.

GSK Nigeria takes full advantage of the facilities of our parent company in ensuring that the safety and wellbeing of everyone who uses our products remain our number one priority. We also continue to partner with NAFDAC, and other government regulatory agencies, in the fight against counterfeits and fake products.

Human Capital and Work Environment

We continue to engage excellent human capital throughout the strata of our workforce. We promote a conducive work environment that supports an informed, empowered, and resilient workforce. In line with our principle of diversity and inclusive technique, we encourage all our employees to build a culture that engages and values all people. By way of training and development, we explore opportunities to place our employees on exchange programs and secondment in different parts of the world.

Ethics and Business Practices

GSK aligns with its global commercial ethics code and code of conduct to guide its business practices. All employees are aware of these codes and are required to observe the rules of conduct concerning business and regulations. We prioritise the ethical conduct of our employees and third-party vendors by ensuring that they are familiar with our Anti-Bribery & Corruption Programme (ABAC). The ABAC program is part of GSK's response to the threat and risk of bribery and corruption.

Value-add to Society

At GSK, we sustain an ideology that supports not just how we do business but also what we do. This distinctive work ethic has carved a niche for us, inspiring changes and challenging industry norms by improving the way we work.

We provide employment opportunities for hundreds of people and develop graduates up to leadership levels. We also absorb seasonal employees on industrial attachment. GSK, an icon in the country's healthcare industry, remains unrelenting in its mission of improving the quality of human life of the Nigerian citizenry by enabling them to do more, feel better and live longer.

Our mission is to improve the quality of human life by enabling people to do more, feel better and live longer. This underpins everything we do.

Chairman's Statement

Protocols

Distinguished Shareholders, Representatives of Regulators, Representatives of our External Independent Auditors, our Registrars, fellow Directors, gentlemen of the press, Representatives of Management and Staff, ladies and gentlemen. On behalf of the Board of Directors, I welcome you all to the 50th Annual General Meeting of our Company.

As we all know, the COVID-19 pandemic continues to be a major challenge in many countries across the world. However, I believe that we all are doing our best to adhere strictly to the preventive protocols proven to prevent us from contracting the virus.

I wish to express my sincere appreciation to our esteemed shareholders for your solid support at all times, and I appreciate my colleagues on the Board for their dedication and resilience under some very unconducive operating environment. Their resilience and innovative thinking have ensured the smooth running of our Company's affairs. Our ingenuity has kept us going as we focus on achieving our business objectives in this difficult period.

At this point, may I present a review of the national business environment in which our dear Company operated before I give an account of our financial performance and annual report for the year ended 31st December 2020.

Nigeria Business Environment

The year 2020 presented a difficult and unpredictable business environment globally. In Nigeria, many events shaped our business environment but I will like to focus on a few. My focus will include the unprecedented lockdowns due to the COVID-19 pandemic, the increasing level of insurgency which is fast eating into the fabric of the country's national security systems, and the #EndSARS protest that took place towards the end of the year.

Esteemed shareholders, the unpredicted impact of the COVID-19 pandemic slowed Nigeria's economic recovery as the country went into a recession for the second time in five years, despite the marginal economic growth noticed before 2020. The growth of the Gross Domestic Product decreased by 1.9% in Q1, 2020 therefore resulting in the most negative growth recorded since Q3, 2018. The GDP contracted by -6.1% year-on-year in Q2, 2020 and by -8.22% when compared to the GDP growth rate of 2.12% recorded in Q2, 2019.

Furthermore, the measures which were implemented in Q2, 2020 added more inflationary pressures as the sharp contraction in oil demand led to several adjustments in the exchange rate, coupled with the removal of energy subsidies which further catalysed headline inflation that closed at 15.75% (year-on-year), to become the highest rate recorded in three years. The impacts of these developments on businesses are not far-fetched.

Regrettably, our dear country is currently besieged by insurgents as never before. Particularly affected by the activities of the insurgents is the agricultural sector. Farmers are now afraid of working on their farms for the fear of being attacked. The apprehension among the farmers has led to reduced outputs from their farms and food demand now outstrips supply. This situation has resulted in significant rise in the prices of foodstuff and other agro-allied products. As the government takes measures to stem the tide, we express our condolences to the families of those who have lost their lives and to those whose businesses and source of livelihood have been negatively impacted.

Another major event that defined how the last quarter of the year 2020 ended was the #EndSARS protests. Unfortunately, the protest halted businesses and other socio-economic activities in almost every part of Lagos, the commercial hub of Nigeria. The ripple effect of this unexpected wave of protests was felt across the country as the Federal and State governments battled to restore normalcy. It is sad to note that the eventual hijack of the protest by suspected hoodlums plunged some states into forced curfews with businesses suffering huge losses as offices and shops were either burnt or looted. While some have blamed the high rate of unemployment among the youths for the protest, there are strong arguments that the government should accelerate its plans for police reforms and provide enough opportunities for fruitful engagement for the youths to mitigate future occurrences.

Despite these challenges, it is heart-warming to acknowledge that the Federal Government is making efforts to diversify the Nigerian economy from a monolithic economy that largely depends on oil revenue. Globally, the COVID-19 pandemic has taught governments and policymakers to be readily prepared and proactively plan for their societies. Therefore, we urge the government to be more deliberate in providing a conducive environment for businesses to thrive and create a wealthier nation. As a people, we must support the effort of the government and vigorously pursue the economic recovery of our Nation because it is our collective responsibility.

The Capital Market

The year started with some optimism as investors sought high dividend-yielding stocks amid

Chairman's Statement Cont'd

unappealing fixed-income yields. Although the advent of the COVID-19 disease watered down this optimism after the first quarter, the announcement of progress in vaccine development shored up significant activities toward the end of the year.

The Nigerian Stock Exchange All Shares Index (NSEASI) rose by +50.3% year-to-date (YTD) by December 2020. This represented one of the highest equity market returns for the global stock markets in 2020.

Also, some primary market activities significantly shaped the market in the year under review. The largest rights issue on the floor of the Nigerian Stock Exchange (NSE) was recorded by International Breweries Plc which raised N164.4 billion in March 2020. BUA Cement Plc, a product of the merger agreement between OBU Cement and Cement Company of Northern Nigeria (CCNN) was also listed on the NSE in January 2020. BUA Cement Plc attracted a valuation of N1.18 trillion, making it the third-largest company on the NSE as of the listing date.

As part of initiatives aimed at attracting fast-growth companies and start-ups to the capital market, the NSE launched the Growth Board in 2020. The initiative seeks to address the shortcomings of the Alternative Securities Market (ASeM). It will be offering more flexible listing options, relaxed eligibility requirements, and less regulatory burden in terms of post-listing obligations. We hope that the desired growth in the economy through this initiative and others is significantly achieved.

The Healthcare Sector

The healthcare sector was heavily impacted in the year 2020. The COVID-19 pandemic created serious challenges across healthcare management at the primary, secondary and tertiary levels. At the onset of the pandemic, Nigeria adopted the same approach to managing the pandemic as most countries to avoid overwhelming the healthcare system. In line with the protocols set by the World Health Organization (WHO), Nigeria adopted social distancing, isolation, and case management as well as other measures to curtail and slow down the spread of the virus in the country.

Gladly, the Central Bank of Nigeria took major steps to reduce the impact of these global challenges on the Nigeria healthcare sector. The CBN interventions included the creation of a ₦50.0bn targeted credit facility to support households and SMEs. An intervention fund of ₦1.0tn and ₦100.0bn was also provided to support the manufacturing and healthcare sectors respectively. The CBN also further reduced the interest rate on all CBN intervention facilities to 5.0% from 9.0% with a one-year moratorium. The reduction was amidst the announcement of a private-sector coalition against COVID- 19 (CACOVID) that raised ₦27.1bn to support the Federal Government in procuring medical supplies to contain the pandemic.

Distinguished shareholders, I am pleased to say that our Company remains determined to help people do more, feel better and live longer during this pandemic period and beyond. To achieve this globally, we have been engaged in the following COVID-19 vaccine collaborations:

GSK global has joined forces with Sanofi, combining their vaccine candidate with our adjuvant technology to develop an adjuvanted COVID-19 vaccine candidate. An update was issued in December 2020 on the phase 1/2 clinical trial. The companies initiated a new phase 2 clinical trial in February 2021.

The Global company is also collaborating with a Canadian biopharmaceutical company, Medicago, to develop a COVID-19 vaccine by combining their plant-derived vaccine candidate with our adjuvant technology. The vaccine candidate entered phase 3 clinical trials in March 2021 and, if successful, the vaccine would be made available in the first half of 2021.

In February 2021, GSK global equally announced that it will work with CureVac to jointly develop next generation mRNA vaccines for COVID-19 with the potential to address multiple emerging variants. In addition, it will support the manufacture of 100 million doses of CureVac's first-generation COVID-19 vaccine candidate in 2021.

Locally we have actively supported the government's effort at managing COVID -19 in Nigeria with donations through industry associations - Nigerian Representatives of Overseas Pharmaceutical Manufacturers' (NIROPHARM) COVID-19 Support Fund and the Pharmaceutical Manufacturers Group of Manufacturers Association of Nigeria's (PMG-MAN) COVID-19 Intervention Support. We donated important PPEs to frontline healthworkers through these associations.

Our five-year partnership with Save the Children on the co-designing of the Integrated Sustainable Childhood Pneumonia and Infectious Diseases Reduction in Nigeria project (INSPIRING) is a cause that we are committed to and actively worked on in the year 2020. I am happy to inform you that the reports have been very encouraging as we support the government in providing affordable healthcare

Chairman's Statement Cont'd

services to Nigerians.

Again, on behalf of our company, I commend the efforts of the Presidential Task Force on COVID-19, the Nigeria Centre for Disease Control (NCDC), and the various state governments for their concerted efforts in managing cases of the coronavirus infection and reduce the spread. I appreciate the effort of our incident managers and frontline health workers who, at the risk of their lives, stood firmly on their oath of saving lives. May your heroic efforts never be in vain.

GSK Antibiotic Dosage App

In March 2020, we launched the first Antibiotics dosage mobile application for healthcare professionals in Nigeria. The App is designed for the analysis of antibiotics prescriptions for an individual patient with specific requirements. The App known as the Nigeria GSK Antibiotics Dosage Guide helps to enhance the prescription ability of healthcare providers per patient which is different from a general qualitative prescription of antibiotics per symptom. The App will help each patient get a more personalised antibiotic therapy using several personal references as guidelines.

Performance and Operating Results

Effects of the Covid-19 pandemic on the global economy still lingers and the health care sector is not spared in this situation. However, I am glad to inform you that the performance of our Company in 2020 reflected our determination to remain strong and deliver value to our esteemed customers and stakeholders despite the challenges. Our Company's gross revenue improved slightly from N20.76bn in 2019 to N21.29bn in 2020 although our Profit After Tax dipped from N917.10m in 2019 to N622.23m in 2020.

However, your Board is pleased to recommend to members a dividend of N0.40k to be paid for the year to shareholders, representing 40k per ordinary share subject to the approval of shareholders. The dividend will be payable on May 28, 2021. Withholding tax at the applicable rate will be deducted at the time of payment and will be paid to the appropriate state or federal tax authorities.

Board Matters

Esteemed shareholders, the Board and Management team of our Company has gone through some changes since the last Annual General Meeting. With sadness but deep gratitude to God, we regret to announce the passing away of one of our former Non-Executive Directors, Mrs. Lubabatu Bello which occurred in February 2021. We will miss the invaluable contributions of Mrs. Bello within the GSK family. We pray for divine strength for her family to bear the loss.

Mr. Basel Nizameddin also resigned from the Board with effect from July 29, 2020, while Mr. Oussama Abbas was appointed as a Non-Executive Director on the Board with effect from July 29, 2020. Mr. Abbas is currently the Head of Supply Chain - Turkey, Middle East & Africa (MEA), Consumer Health Supply Chain (CHSC). He is an accomplished senior executive in GSK with proven abilities in international pharmaceutical, biotech and animal healthcare. He joined GSK as Director, Secondary Manufacturability & Clinical Supply in May 2009 and has grown through the system to his current position.

The Directors to retire by rotation at this Annual General Meeting in accordance with Article 91 of the company's Articles of Association are myself (Mr. Edmund Onuzo), Mr. Bosco Kirugi and Mr. Mark Pfister, who, being eligible, offer themselves for re-election. Their biographical details are contained in the director's section of the annual report.

On behalf of the Board, I thank Mr. Nizameddin for his immense contributions towards the growth of our Company and wish him well in his future endeavours and welcome Mr. Oussama Abbas.

Future Outlook

The International Monetary Fund (IMF) forecasts the Nigeria's GDP growth to be 2.5% in 2021. Factors responsible for this low projection are not beyond the slow but gradual recovery from the impact of the COVID-19 pandemic.

It is expected that the distribution and administration of the coronavirus vaccines globally will pick up in the second quarter of 2021. Consequently, we may not be witnessing extensive lockdowns across economies as factories and businesses would be able to gradually continue their operations.

A development that is expected to significantly impact the Nigerian economy in 2021 and beyond is the reopening of the borders by the Federal Government. For operators in that sector, we expect that the development will rejuvenate economic activities that would positively contribute to the GDP.

Based on these projections, we expect the economy to commence its GDP growth trajectory in Q1, 2021 although marginally. Economic activities will be expected to slowly normalize as Nigeria receives and administers more corona virus vaccines. I believe that the availability of the vaccines would ease human interactions and encourage more business engagements that may require physical contacts. We are optimistic that the government will be swift and

Chairman's Statement Cont'd

pragmatic in terms of policymaking and implementation to ensure that the economy outperforms the current IMF growth forecast.

Nigerians and indeed our friends across the globe are interested in how the Federal Government handles the disturbing rise in cases of insurgency across the country. Citizens and investors want a conducive and secure environment for their investments and it is only when this happens that the economy will get the desired boost for our collective growth and development.

Generally, we expect a positive performance in 2021. Market performance is expected to be impacted by macroeconomic developments at the global and domestic levels and an expected increase in the distribution of the coronavirus vaccine across the world, fixed income yields, liquidity, local investor participation and growth in corporate earnings. To this end, I am confident that the leadership of our Company is fully equipped to navigate these dynamics to grow our investment along with our strategic plan for efficiency and profitability.

Conclusion

Esteemed shareholders, I sincerely thank you for your continued support and commitment to the development of our Company. Our assurance as the Board and Management is that we will be fervent in deploying sustainable policies and strategies in line with our objectives which are to focus on wellness, oral healthcare and new businesses.

Finally, my sincere gratitude goes to the staff and management of our dear company, and all our stakeholders including our suppliers, distributors, media and regulators for their consistent cooperation and support.

God bless GlaxoSmithKline;

God bless Nigeria!

Thank you for your kind attention.

Mr. Edmund Onuzo
Chairman, Board of Directors
13th April 2021.
FRC/2015/IODN/00000011038

gsk

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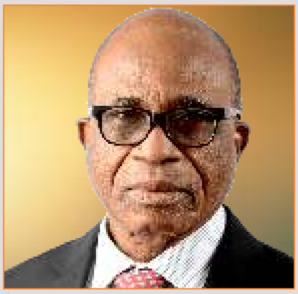
If symptoms persist after 2 days consult your doctor

Board Members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MR. EDMUND C. ONUZO, 72

The Chairman of the Board of Directors, who holds a Bachelor's degree in Agric Economics, started his career in Levers Brothers Nigeria as a Sales Office Manager in 1977.

He rose to increasing levels of responsibilities until he became the General Sales Manager in 1987. He joined SmithKline Beecham in 1990 as Sales Controller. In 1995 he became the Executive Director, Pharmaceuticals and Consumer Healthcare and moved to Ghana in 1997 as the Managing Director of SmithKline Beecham Ltd with responsibility for the Pharma and Consumer businesses in the Anglophone West African countries. Following the merger of SmithKline Beecham and Glaxo Wellcome in 2001, he was appointed Sales Director for GlaxoSmithKline Pharmaceutical Anglophone West Africa. Late in 2005, he took on the responsibility of managing the sales and marketing functions of GlaxoSmithKline Pharmaceutical until his retirement in December 2005.

He was first appointed to the Board as a Non-Executive director on 1st June, 2006 and the Chairman effective 12th June 2014.

MR. KUNLE OYELANA, 49

Mr. Kunle Oyelana brings over twenty years' experience in the Pharmaceutical industry in GSK where he has held roles of increasing responsibilities across Africa and Asia. He has a track record of success in the development and effective implementation of robust strategies with a keen focus on delivering sustainable growth in diverse markets. As Commercial Director for the Classic Established Product (CEP) Portfolio for GSK in DC Africa Region, he ensured prioritization and provided stimulus for the over 40 markets in the Region to surpass 20% growth of key assets in a challenging environment.

As Marketing & Commercial Excellence Director for Nigeria and earlier for Kenya, he led the rapid deployment of Commercial Trade Channel initiatives, effective utilization of multiple channels and cross functional collaboration to deliver exceptional customer engagement and sustained business growth. Kunle has a strong focus and drive to deliver outstanding business performance while strengthening controls and developing talent.He holds a Bachelor of Pharmacy and an MBA from Obafemi Awolowo University in Nigeria. He is also an alumnus of Strathmore Business School in Kenya and IMD in Switzerland.

MR. SAMUEL KUYE, 67

Mr. Kuye, Chartered Accountant and Fellow of the Institute of Chartered Accountants of Nigeria (FCA),

He is currently the Chief Executive of SEOOM Limited, a Management and Financial Consultancy firm. He started his career in Nestle Nigeria in 1974 where he held various positions in Finance and Control as well as management of the company's Pension Fund and the Nestle group. He was the Asst. Group Controller of the Nestle Group for Southern African Region, and worked at the Nestle Group's headquarters in Switzerland as Controller, responsible for 6 countries in Asia (Philippines, Malaysia, Thailand, Indonesia, Vietnam and Singapore). In 2000, he returned from Switzerland to Nigeria as the Finance & Control Director and Chief Financial Officer of Nestle Nigeria until 2004 when he was transferred to Egypt. After 36 years with the Nestle Group, he retired as Finance & Control Director and Chief Financial Officer of the Nestle Group for Turkey. He was appointed to the Board as an Independent Non-Executive Director on 12th of June 2014

MR. MARK PFISTER, 49

Mark Pfister has over 21 years of extensive experience across FMCG, Consumer Healthcare and the Pharmaceutical industries in Africa with the last seven years being spent in West Africa with GSK. During this period, he has served as Enterprise General Manager for GSK Pharma and Consumer in Ghana & Other West Africa (OWA) between 2015-2018, as well as Commercial Director for Ghana & OWA in 2015 and as Marketing Director for Consumer Healthcare in Nigeria from 2011 to 2014.Mark holds a first degree in Physical Science and a post graduate Master of Business Administration degree from universities in South Africa.

He began his career as a medical representative for Novartis in 1996 after which he gained significant marketing experience at Cadbury South Africa prior to joining GSK Consumer Healthcare, South Africa as Product Manager on the OTC portfolio. His possesses core competencies in marketing and over the years, he has developed extensive experience in both marketing and commercial excellence until his appointment in 2018 as the General Manager, GSK Consumer Healthcare for Nigeria and West Africa.

MR. BOSCO KIRUGI, 40

Mr. Bosco Mutwiri Kirugi joined GSK in 2009 as a Senior Accountant - Receivables in Finance. Over the past ten years, he has held positions of increasing responsibilities in the Company including Finance Planning and Reporting Manager for GSK Southern Africa, Commercial Analytics and Insights Manager, and Commercial Finance Manager for GSK Kenya and Planning Manager for the Africa and Developing Countries of Asia region. In 2018 he was the acting Head of Commercial and Finance for Myanmar. Prior to joining GSK, he worked for Maersk Kenya Ltd. for four years.

Bosco is a holder of Bachelor of Commerce - Finance from Kenyatta University and Certificate in Business Accounting from the Chartered Institute of Management Accountants. He has received several awards at GSK including a Certificate of Recognition for leadership excellence in driving performance in 2017, General Manager's Award (Kenya) in 2015 and the Sales Excellence Award (Southern Africa) in 2013.

MRS. OLUDEWA EDODO-THORPE, 66

Mrs. Oludewa Edodo-Thorpe, a seasoned corporate and investment lawyer is a member of the Nigerian Bar Association (NBA), Capital Market Solicitors Association and the International Bar Association (IBA).
She joined the Nigerian Industrial Development Bank Ltd, (NIDB) now Bank of Industry Limited (BOI) after her national service and rose to increasing levels of responsibility until she was appointed the Company Secretary of NIDB Trustees Ltd (BOI Trustees Ltd) before disengaging from the Bank.

Apart from running a Firm of Legal Practitioners, she also doubles as the Chief Executive Officer of a Firm of Company Secretaries which handles the corporate meetings and compliance duties of many Companies. She was, until recently, a Non-Executive Director in Lafarge Africa Plc, where she served for nine years (September 2008 to June 2017). She was a member of Risk Management & Ethics Committee, and the Property Optimization Committee. She is currently serving the Nigerian Capital Market community as a member of the Multiple Subscriptions Committee of the Securities and Exchange Commission.

MR. OUSSAMA ABBAS, 49

Mr. Abbas currently Head of Supply Chain – Turkey, Middle East & Africa (MEA), Consumer Health Supply Chain (CHSC), is an accomplished industrial senior executive of GSK with proven abilities in international pharmaceutical, biotech and animal healthcare. He also has solid experience in leading manufacturing plants of commercial and clinical supply-chain operations. He is deeply involved in corporate organizational changes with understanding of impact on other business functions.

Mr. Abbas has an International Executive MBA (High Distinction) from the Louvain School of Management – Belgium (1999); Doctorate Degree, Faculty of Pharmacy – University Claude Bernard (Lyon – France); Second Degree Master – Focus in Galenic (Formulation – Process – Production) – University Diploma of Pharmaceutical Management, Institut de la Pharmacie Industrielle de Lyon. He joined GSK as Director, Secondary Manfacturability & Clinical Supply in May 2009 and has grown through the system to his current position as the Head of Supply Chain of MEA.

Management Team


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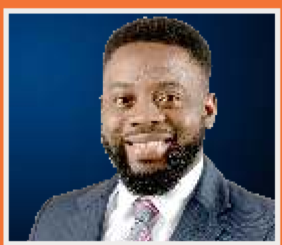
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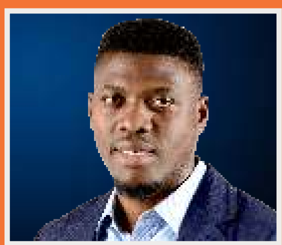
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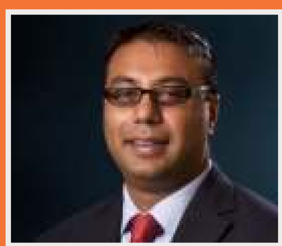
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1 Kunle Oyelana
(Managing Director)

2 Mark Pfister
(General Manager CH)

3 Bosco Kirugi
(Finance Director)

4 Peter Obasa
(Site Director, Manufacturing Site)

5 Uche Uwechia
(Company Secretary & General Counsel)

6 Omongiade Ehighebolo
(Head of Comms & Govt. Affairs)

7 Arit Onwusah
(Regulatory Affairs Manager)

8 Peter Ogo
(Head of Finance, CH)

9 Sherhyar Rao
(Head of Marketing)

10 Oluchi Ononiwu
(Ethics and Compliance Manager)

11 Soji Awotiwon
(Head of Sales)

12 Abidoye Ohu
(Head of Commercial Excellence)

13 Victor Joachim
(Head of Technology)

14 Kolawole Oluboyede
(Head, Internal Audit)

15 Hellen Kiilu
(Quality Manager)

16 Njenga Kamande
(Head of Supply Chain)

17 Dele Daniel
(Country Security Manager)

18 Oluwafemi Olaogun
(Procurement Manager)

19 Nishern Govender
(Medical Affairs Manager)

Sustainability Report

GlaxoSmithKline, a responsible company

At GlaxoSmithKline Consumer Nigeria Plc, our mission is to make people do more, feel better and live longer. As a science-led global healthcare company, we particularly found the United Nations Sustainable Development Goals (SDGs) Goal Nos. 3, 6, 7, 8 and 12 critical to our business although the nature of our daily business engagements show that we also contribute to other SDGs.

Regarding this, our objectives are to reduce our operational carbon emissions; to reduce our value chain carbon emissions; to source electricity from renewable sources; to reduce our total water use at each high-risk site and waste repurposed for beneficial use.

As a responsible business, we have been consistent in implementing programmes and projects targeted at these SDGs. Our policy on sustainability is sacrosanct regarding the protection of our environment within the core of our ethics as a Company. By this, we strive to inculcate and reinforce these values in our critical stakeholders including our consumers, shareholders, employees and partners to our business.

For instance, we acknowledge that the sustainability of our global environment, particularly in the areas of energy, water resources management, waste management and safety has a direct and significant impact on our business, hence our special interest in these areas.

To guarantee the delivery of high-quality products to our customers, we ensure the protection and sustenance of our natural habitat. Therefore, we project that by the first quarter of 2030, we would have reduced our environmental impact by 100%, cutting greenhouse gas emissions, reducing water impact and redirecting waste for beneficial use.

For the year 2020, we have presented our sustainability report as it concerns the UN SDG which our interventions addressed.

Water

We maintained continuous improvement in water conservation throughout 2020. Vacuum pump cooling water reuse continues to play a pivotal role in water reduction on-site, in addition to the "Spot and Fix" campaign using "Stop for Safety." A total of 9,881 m^3 of water was consumed in 2020 versus 10,913 m^3 in 2019; which represents about a 10% reduction.

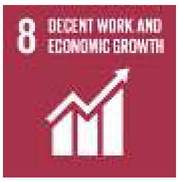
Energy

GSK recorded significant improvement in energy use in 2020 versus 2019 FY actual. 2.3million kWh of energy consumed in 2020 versus 2.6million kWh in 2019. This represents a 9% reduction in energy consumption in 2020. Key actions implemented by the company to reduce energy include:

- Reduction of heating in the HVAC system and optimization of a dehumidifier to maintain production room Relative Humidity (RH).
- Shutdown Weekend Evening Energy Programme (SWEEP), and energy wastage reduction through the use of Zero Accident Promotion (ZAP).
- Continuous utilisation of energy lights with motion sensor and skylight in strategic locations.
- Adherence to preventive and predictive maintenance programme on equipment across the site.

Safety:

In 2020, the site target for the reportable incident was 0.43 and the site achieved zero (0) reportable versus the target. This was achieved through a weekly stop for safety on relevant topics identified on-site as well as aggressive ZAP reporting.

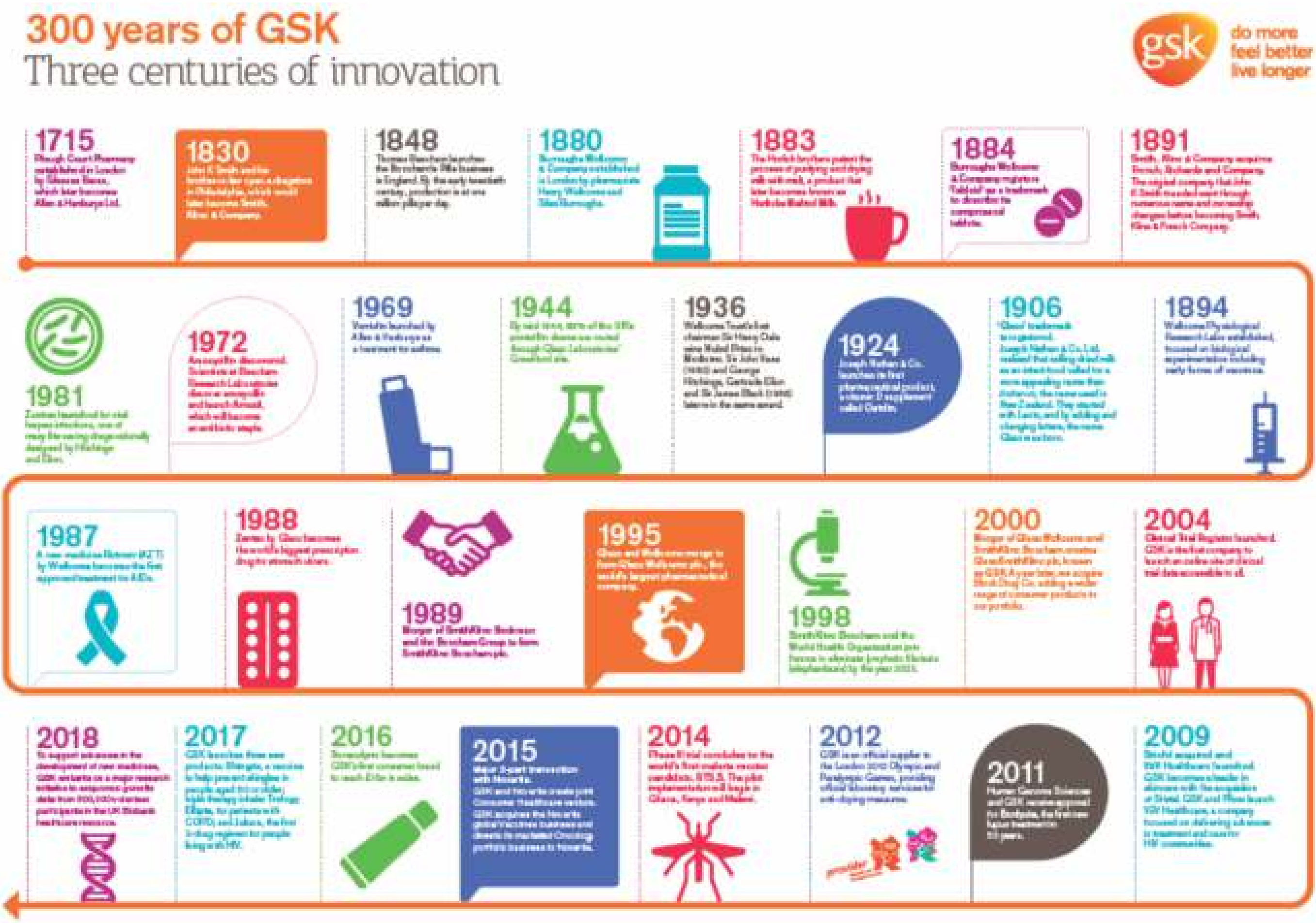


Waste:

At GSK, we manage all projects and processes through their life cycles in ways that protect and minimize impacts on the environment. While we are a zero waste to landfill company, we reduced our waste in 2020 by -64.5 versus the target of - 5% over 2019 FY actual.

95% of our waste is been re-used through a co-processing option with Geo-cycle (Lafarge Nigeria Plc) to ensure we are eco-friendly.

Corporate Responsibility Report



For hundreds of years, we have helped transform the lives and futures of millions of people globally.

At GSK, we are constantly improving the quality of human life by enabling people to do more, feel better, and live longer. Our commercial success depends on growing a diverse business, creating innovative new products of value, making them widely accessible, and operating efficiently.

We aim to bring differentiated, high-quality, and needed healthcare products to as many people as possible, with our three (3) global businesses (Pharmaceuticals, Vaccines, and Consumer Health), scientific and technical know-how, and talented people.

Being a responsible business helps us create the products that patients and healthcare payers need, foster the right conditions for business growth, motivate our employees, operate efficiently and gain the trust of our stakeholders.

Our Consumer Healthcare business develops and markets consumer preferred and expert-recommended brands in the Oral Health, Pain Relief, Respiratory, Nutrition/Gastro-Intestinal and Skin Health categories. We create value by researching and manufacturing products that improve people's health and wellbeing and making them as widely available as possible. By delivering innovation and expanding access to our products, we bring shared value to society and our shareholders.

We report our responsible business performance across four areas:

- Health for All
- Our Behaviour
- Our People
- Our Planet

Health for All

GSK remains committed to help people to do more, feel better and live longer during the pandemic period and beyond. We contributed to the fight against COVID-19. It involves using our science to the development of Covid-19 vaccine solutions through collaborations.

COVID-19 Vaccine Development

GSK joined forces with Sanofi, combining their vaccine candidate with our adjuvant technology to develop an adjuvanted COVID-19 vaccine candidate. We issued an update in December 2020 on the phase ½ clinical trial. The companies initiated a new phase 2 clinical trial in February 2021.

We also collaborated with Canadian biopharmaceutical company, Medicago, to develop a COVID-19 vaccine by combining their plant-derived vaccine candidate with our adjuvant technology. The vaccine candidate entered phase 3 clinical trials in March 2021, and if successful, we aim to make the vaccine available in the first half of 2021.

In February 2021, we announced working with CureVac to jointly develop next-generation mRNA vaccines for COVID-19 with the potential to address multiple emerging variants. In addition, we will support the manufacture of 100 million doses of CureVac's first-generation COVID-19 vaccine candidate in 2021.

COVID-19 Donations

GSK contributed to supporting the government's efforts at managing COVID-19 in Nigeria via donations of Personal Protective Equipment (PPEs). The donations were made through the Nigerian Representatives of Overseas Pharmaceutical Manufacturers (NIROPHRAM), the Pharmaceutical Manufacturing Group of the Manufacturing Association of Nigeria (PMG-MAN) and Save the Children.

GSK Antibiotic Dosage App

In March 2020, we launched the first Antibiotics dosage mobile application for healthcare professionals in Nigeria. The App is designed for the analysis of antibiotics prescriptions for an individual patient with specific requirements.

The App known as the Nigeria GSK Antibiotics Dosage Guide helps to enhance the prescription ability of healthcare providers per patient which is different from a general qualitative prescription of antibiotics per symptom.

The App will help each patient get a more personalised antibiotic therapy using several personal references as guidelines.

World Pneumonia Day

GSK has remained committed to leading actions against pneumonia to create awareness and combat the disease. Marked on the 12th of November, GSK leveraged World Pneumonia Day to raise awareness for child health challenges. The objective was to provide enlightenment on the causes and effects of the disease, and recent advancements in eradicating it. The importance of taking action in the fight against pneumonia was also emphasized.

The 2020 campaign targeted parents of young children below the age of 5 and was centered around states that have been reported to have the highest number of unvaccinated children in Nigeria.

GSK engaged relevant stakeholders with a spectrum of the right interventions to help shape sustainable healthcare strategies in combating a major killer of children under the age of 5 years, ultimately living up to our core mission of enabling people to do more, feel better and live longer.

Project INSPIRING - Partnership with Save the Children

GSK remains committed to the partnership with Save the Children on the co-designing of the Integrated Sustainable Childhood Pneumonia and Infectious Diseases reduction in Nigeria project (INSPIRING).

GSK, Save the Children, and research partners (University College London, University College Hospital Ibadan, Karolinska Institute, John Hopkins University, and Murdoch Children's Research Institute) devoted a substantial part of 2020 to implementing COVID-19 response in Kiyawa and Ikorodu LGA's in Jigawa and Lagos States respectively.

The objective of the facility-based intervention was to support state governments in combating the COVID-19 Pandemic through strengthening the capacity of health workers to prevent the

Corporate Responsibility Report Cont'd

spread of the infection as well as improving access to safe medical-grade Oxygen.

Digital Engagements

As a result of the Covid-19 pandemic in 2020, GSK launched digital campaigns that focused on delivering strategic objectives across different touchpoints. Mother's Day celebrations were marked with the Only a Mother Understands and Celebrate Every Breath campaigns. The campaigns carried out in collaboration with healthcare professionals created awareness about asthma and highlighted the struggles of caregivers of asthmatic children. Having collaborated with key health practitioners and influencers, we totaled over 45,425 engagements and made over 507,915 impressions on target social media platforms.

Every year, the GSK team commemorates Purple Day to create awareness about epilepsy and how best to cope with the condition. Also, demystify the misconceptions around it. The campaign tagged #LifeIsCalling was aimed at strategically enlightening and educating the general public on several misconceptions about epilepsy. Through strategic communication materials with relatable stories and localized messaging, the campaign increased the awareness for the condition as well as an understanding for dealing with epileptic seizures. The campaign was social media-led, involving collaborations with influencers to drive awareness for the condition. The campaign resulted in over 172,580 engagements and 798,819 impressions within the targeted audience.

With our commitment to helping people to do more, feel better and live longer during the pandemic period and beyond, GSK created more awareness about BPH and enlightening men on the state of their prostate health, GSK leveraged the Father's Day celebration to activate the BPH Awareness Campaign #BeBPHAware.

The campaign was facilitated via collaborations with health influencers to drive awareness and a call for men within the affected age bracket to take a 1-Minute BPH checkup via our website – www.runawaydaddy.com. They were required to answer easy questions to determine their International Prostate Symptoms Scores.

The campaign generated over 110,539 engagements and over 2,870,179 impressions. Reports from our engagements on these campaigns are encouraging as more Nigerians joined the conversations on different social media platforms.

Our Behaviour

All business decisions at GSK are guided by our values of Transparency, Respect for People, Integrity, and Patient focus. Our commitment to responsible, values-based business means putting the interests of patients and consumers first. We recognize that we must be open about what we do, how we do it, and the challenges we face. Our employment practices are designed to create a culture in which all GSK employees feel valued, respected, empowered, and inspired to achieve our goals. We are committed to always acting legally and fairly within the spirit of all laws, regulations, and policies.

We align with our strong global policy and compliance programs and expect the same standards from our suppliers, contractors, and business partners. Our employees are aware of these programs and are required to observe these rules of conduct. We continue to reiterate our message of zero-tolerance to unethical behavior through our Ethical Leadership Certification Programme and the Anti-Bribery & Corruption Programme (ABAC), which is an important part of our coordinated response to the threat and risk of bribery and corruption.

Our People

We aim to achieve industry-leading growth by investing effectively in our business, developing our people, and delivering results flawlessly. We recognize that our people are critical to achieving this growth.

In that light, we continue to provide avenues for creative originality to enable the expression of values and passions so that our people can have a greater sense of identity with the business they work for, inspiring them to develop new and better ways to carry out their responsibilities.

Corporate Governance Report

GlaxoSmithKline Consumer Nigeria PLC operates on high ethical and governance standards with a high commitment to engaging effectively and communicating with all our stakeholders and the wider society through compliance and sound governance. With good corporate governance, we create and uphold trust with our employees, investors, customers, governments and other stakeholders.

The Board, Management and Staff are obligated to carry out their functions in compliance with the regulatory requirements of the Securities and Exchange Commission (SEC), the Nigerian Stock Exchange (NSE), the Financial Reporting Council of Nigeria (FRC), the Corporate Affairs Commission (CAC), GSK Policies and in line with global corporate governance best practices.

1. The Board and its Committees

The Board has overall responsibility for ensuring that the Company is effectively managed and achieves its strategic objectives as agreed by the Board and now mandated by the Nigerian Code of Corporate Governance (NCCG) 2018 and the SEC Corporate Governance Guidelines (SCGG) 2021 which was developed as a sectorial governance code extracted principally from the 2011 SEC Code of Corporate Governance for Public Companies (collectively referred to as "the Code"). To enable the Board, exercise this responsibility, the Board requires from Management the appropriate information concerning the business, including relevant information on risk exposures, internal controls and external developments.

The Company's Articles of Association provide that the Company's Board shall consist of not more than eight directors. As at date, the Board comprises of 7 directors, 4 of which are Non-Executive Directors and 3 Executive Directors including the Managing Director and the Finance Director. The Board is headed by a Non-Executive Chairman who provides leadership, 2 of the 4 Non-executive directors are Independent.

2. The Board Appointment Process

The process for the appointment of new directors is as follows: Appointees are identified and short-listed by the Governance, Nomination & Remuneration Committee in line with the required skill and experience; presented to the Board for approval and then to the shareholders at a general meeting for final approval.

3. The Role of the Board

- Specific issues reserved to the Board or its Committees amongst other roles as contained in the Code, include:
- Composition of the Board and its Committees.
- The appropriation and distribution of profits.
- Approval of strategic plans. The Board is responsible for monitoring the implementation of the Company's strategy as approved.
- The Board has supervisory responsibility for overall budgetary planning, major treasury planning and scientific and commercial strategies.
- Oversight over Risk Management including defining the Company's risk appetite, receiving regular reports on major risks and exposures as well as appropriate mitigants.
- Acquisitions, disposals, licensing transactions, mergers and joint ventures, capital investments, and major organisation changes.
- Periodic and regular review of actual business performance relative to established objectives.
- Review and approval of internal controls and risk management policies and processes.
- Overseeing the effectiveness and adequacy of internal control system.
- Ensuring the integrity of financial report.

The Board, which is headed by a non-executive Chairman, exercised its oversight function for the period under review.

4. Board Membership

Name	Designation
Mr. Edmund C. Onuzo	Chairman
Mr. Kunle Oyelana	Managing Director
Mr. Samuel Kuye	Independent Non-Executive Director
Mr. Mark Pfister (South African)	Executive Director, Consumer Healthcare
Mr. Bosco Kirugi (Kenyan)	Executive Director, Finance
Mrs. Oludewa Edodo-Thorpe	Independent Non-Executive Director
Mr. Oussama Abbas (French)	Non- Executive Director (Appointed with effect from 29th July 2020)

Corporate Governance Report Cont'd

Name	Designation
Mr. Basel Nizameddin (Syrian)	Non-Executive Director (Resigned with effect from 29th July 2020)
Mrs. Lubabatu Bello	Independent Non-Executive Director (Resigned with effect from 25th August 2020)

5. Record of Directors' Attendance

The Board held a total of 6 (Six) meetings during the year, four of which were duly scheduled with two Emergency meetings. In accordance with Section 284(2) of the Companies and Allied Matters Act 2020, the record of Directors' attendance at meetings during year 2020 is available for inspection at the Annual General Meeting. Membership and attendance of Board meetings are set out below:

Name	13/03/20	26/03/20	20/07/20	29/07/20	22/10/20	18/11/20
Mr. Edmund C. Onuzo	✓	✓	✓	✓	✓	✓
Mr. Kunle Oyelana	✓	✓	✓	✓	✓	✓
Mr. Samuel Kuye	✓	✓	✓	✓	✓	✓
Mr. Mark Pfister	✓	✓	✓	✓	✓	✓
Mr. Bosco Kirugi	✓	✓	✓	✓	✓	✓
Mrs. Oludewa Edodo-Thorpe	✓	✓	✓	✓	✓	✓
Mr. Oussama Abbas	NYM	NYM	NYM	NYM	✓	✓
Mr. Basel Nizameddin	X	X	X	X	CM	CM
Mrs. Lubabatu Bello	X	X	X	X	CM	CM
KEYS: = present X = absent with apology CM = Ceased to be a Member NYM= Not yet a member						

6. Company Secretary

The Company has a functional Company Secretariat department that supports and assists the Board and Management in implementing the code and developing good corporate governance practices and culture. The Company Secretary is Mr. Uche Uwechia Esq.

7. Committees of the Board

a. Governance, Nomination and Remuneration Committee

The Committee is mandated to review and recommend to the Board eligible persons for appointment as Directors or executive members as well as review and make recommendations on the remuneration of Directors and senior officers of the company. Following its re-constitution in line with the NCCG Code, the Committee met as follows in line with its mandate with the MD in attendance.

Directors	06/03/21
Mrs. Oludewa Edodo-Thorpe	✓
Mr. Oussama Abass	✓
KEYS: = present X = absent with apology CM = Ceased to be a Member NYM= Not yet a member	

b. Audit Committee

The Committee, for the most part of 2020, consisted of 6 members but now in accordance with section 404(3) of the Companies and Allied Matters Act, 2020 now comprises five members, three of whom are shareholders representatives, one of which is the Chairman, Mr. K. A. Taiwo. In accordance with the new section 404(3) of the Companies and Allied Matters Act 2020, the following members and directors who were elected and nominated pursuant to section 359(4) of the Companies and Allied Matters Act 1990 will serve on the Committee up to the conclusion of the 50th Annual General Meeting. The meetings of the Committee were held four times during the period under review:

Corporate Governance Report

Directors	28/01/20	13/03/20	28/07/20	22/10/20
Mr. K.A. Taiwo, FCA	✓	✓	✓	✓
Chief. S.O. Ogunnowo	✓	✓	✓	X
Mr. Y. T. Mosuro	✓	✓	✓	✓
Mr. Samuel Kuye	✓	✓	✓	✓
Mr. Basel Nizameddin	X	X	X	CM
Mrs. Oludewa Edodo-Thorpe	NYM	✓	✓	✓

KEYS: = present X = absent with apology CM = Ceased to be a Member NYM= Not yet a member

The functions of the Committee as set out in its mandate are in accordance with the provisions of Section 404(7) of the Companies and Allied Matters Act 2020 and Principle 11 Recommended Practices 11.4.6 of the NCCG Code 2018.

c. Board Audit & Risk Management Committee

The Committee is mandated to review and recommend to the Board the risk management framework for the company and monitor the development of compliance with and periodic review of the Company's corporate governance policies and practices. The Committee met twice during the year. The table below shows the members who served on the committee in 2020 and their attendance at the meetings.

Directors	04/03/2020	21/10/2020
Mr. Samuel Kuye	✓	✓
Mrs. Lubabatu Bello	X	CM
Mr. Basel Nizameddin	✓	X
Mr. Mark Pfister	✓	✓
Mr. Bosco Kirugi	✓	✓

KEYS: = present X = absent with apology CM = Ceased to be a Member NYM= Not yet a member

d. Finance Committee

The Committee is mandated to review and make recommendations to the Board of Directors with respect to the Company's annual and long-term financial strategies and objectives. The Committee met 4 (Four) times during the year. The table below shows the members who served on the committee in 2020 and their attendance at the meetings.

Directors	04/03/20	10/06/20	27/07/20	20/10/20
Mr. Samuel Kuye	✓	✓	✓	✓
Mr. Kunle Oyelana	✓	✓	✓	✓
Mrs. Lubabatu Bello	NYM	X	X	CM
Mr. Mark Pfister	NYM	NYM	✓	✓
Mr. Bosco Kirugi	✓	✓	✓	✓

KEYS: = present X = absent with apology CM = Ceased to be a Member NYM= Not yet a member

e. Administrative Committee

The Committee consists of the Managing Director, Mr. Kunle Oyelana, Mr. Mark Pfister, the Executive Director Consumer Healthcare and the Finance Director, Mr. Bosco Kirugi. The Committee meets on an ad-hoc basis to approve the affixing of the Company's Seal to documents and authorize the change of signatories in respect of bank accounts operated by the Company in the normal course of business. These decisions are subject to ratification by the Board of Directors.

Corporate Governance Report Cont'd

8. Separation of the position of the Chairman and CEO

The positions of the Managing Director and that of the Chairman of the Board are occupied by different persons and the Managing Director is responsible for implementation of the Company's business strategy and the day-to-day management of the business.

9. Board Evaluation

For the year under review, GSK carried out internal evaluation of the performance of the directors including attendance to meeting. Following the internal evaluation, appropriate actions were taken to strengthen the Board including resignations and appointment of a new director.

10. Directors standing for re-election and their biographical details

The Directors to retire by rotation at this Annual General Meeting in accordance with Section 285 of the Companies and Allied Matters Act 2020, as well as Article 91 of the company's Articles of Association are Mr. Edmund Onuzo, Mr. Mark Pfister and Bosco Kirugi, who, being eligible, offer themselves for re-election. Details of their biographical information are contained in page 14 of the Annual Reports.

11. Management Team

The day to day management of the business is the responsibility of the Managing Director who is assisted by a Management Team made up of Heads of all the departments in the Company. The Management Team holds regular meetings to deliberate on critical issues affecting the day to day running of the organization. The Company has in place a documented succession plan for every executive and senior management role within the Company. The composition of the Management Team is as set out in Page 15 of the Annual Reports.

12. Risk Management, Internal Control and Compliance

The Board is responsible for maintaining a sound system of internal control to safeguard shareholders' investments and the Company's assets in line with the NCCG Code 2018 and the SEC Corporate Governance Guidelines, the relevant statutes and GSK policies. The system of internal control is to provide reasonable assurance against material misstatement or loss.

There exists an effective Internal Control and Compliance function within the Company which gives reasonable assurance against any material misstatement or loss. The Board's responsibilities in this regard include oversight of internal audit and control, risk assessment and compliance, continuity and contingency planning, and formalization and improvement of the Company's business processes.
The Board ensures that there exist robust risk management policies and mechanisms to ensure identification of risk and effective control.

13. Insiders Trading

The company has adopted a Securities Trading Policy regarding securities transactions by its directors. The company has made specific enquiries of all directors and there have not been any non-compliance with the listing rules and the Issuer's code of conduct regarding securities transactions by directors.

The Board ultimately has the responsibility for the Company's compliance with the rules relating to insider trading. The Company's directors, executives and senior employees are prohibited from dealing with the Company's shares in accordance with the Investments & Securities Act, 2007. As required by law, the shares held by directors are disclosed in the annual report.

14. The Anti Bribery & Corruption (ABAC) Program

According to Emma Walmsley, the global CEO of GSK, "there is no greater priority for GSK than the ethical conduct of its people. GSK exists to improve patients' lives, everything we do must be in the best interest of the patient. No matter where we operate in the world, in our interactions with patients, prescribers, payers and governments, we must live our values of respect for people, transparency, integrity and patient focused." Nowhere is GSK's commitment to ethical conduct more evident than in the area of corruption prevention and detection. At GSK, our attitude towards corruption in all its forms is simple: it is one of zero tolerance.

To fully support its zero – tolerance attitude to corruption and un-ethical practices, the Company has rolled out the ABAC and Third Party Oversight programmes which are in line with GSK's corporate values and expectations. These help to analyse corruption as a risk by asking the following:

- **Legitimacy of intent:** our activities, interactions and transactions have a valid purpose and are conducted in line with our values and expectations.
- **Transparency:** everything we do is open, transparent and properly documented.
- **Proportionality:** transfers of value made, and resources invested meet but do not exceed the needs of the interaction or transaction.
- **No conflict of interest or undue influence:** we do not exercise undue influence over those who interact with us. We avoid situations that create or appear to create conflicts of interest.

The programme sets out procedures and guidance on how to manage the risk of corruption when dealing with third parties:

- To ensure compliance with GSK-POL-007 - Preventing Corrupt Practices and Maintaining Standards of Documentation (the "GSK Anti-Bribery and Corruption Policy").
- To ensure that GSK hold itself and its business partners to the highest standards of integrity and adherence with all relevant laws and regulations.
- To provide the protective contractual provisions for use when contracting with third parties and to provide guidance on ongoing monitoring.
- To identify potential corruption red flags and mitigate potential exposure to corruption risks that GSK encounters through our third party interactions.
- To ensure that key decisions related to third party selection and payment are appropriately documented.

Corporate Governance Report

15. Code of Conduct & Whistle Blowing

Our Code of Conduct and accompanying training, seeks to ensure everyone at GSK understands how to put our values into practice. Mandatory training on the Code helps our employees gain the confidence to make the right decisions and report any concerns through our Speak up programme.

Our Speak up programme offers people within and outside GSK a range of channels to voice concerns and report misconduct without fear of reprisal. These include telephone and internet channels run by independent external operators to enable anonymous reporting.

The Code of Conduct is regularly updated to reinforce the critical role our values play in protecting our reputation and commercial success.

16. Complaints Management Policy

GlaxoSmithKline Consumer Nigeria PLC has in place a Complaints Management Policy ("the Policy") in accordance with the requirements of the Code, the SEC and the NSE. The Policy sets out the broad framework for handling shareholder compliant in a fair, impartial, efficient and timely manner. The Policy can be accessed via the company's website.

17. Remuneration Policy

The Company has a Remuneration Policy in place in accordance with the requirements of the Code and the Companies and Allied Matters Act, 2020. The remuneration and benefits paid to the directors of GlaxoSmithKline Consumer Nigeria PLC as well as compensation of key management personnel of the Group are fully disclosed in Note 29.2 and 28 to the Financial Statements in the Annual Report.

18. Regulatory Returns to the Securities & Exchange Commission (SEC), The Nigerian Stock Exchange (NSE) and the Corporate Affairs Commission (CAC)

The Company is in compliance with the following regulatory requirements:

SEC:

- Return on Code of Corporate Governance in Nigeria.
- Return on Monitoring of Unclaimed Dividend by Public Companies.
- Submission of Quarterly Un-audited trading Results.
- Submission of Full Year Audited Statement of Accounts.

NSE:

- Interim Financial Reporting.
- Submission of Quarterly Un-audited trading Results.
- Submission of Full Year Audited Statement of Accounts.

CAC:

- Annual Returns on Audited Financial Statements.
- Changes in Company officers.
- Changes in Share structure.

Contraventions if any during the year and details of sanction (s) imposed

The Company during the year was not found in contravention of any regulations of government or any regulatory Authorities and no sanctions were imposed on the company by any government or regulatory agencies.

19. Accountability, Reporting and Corporate Communication.

The Board ensures timely, accurate and continuous disclosure of information and activities of the Company to all shareholders, stakeholders, regulators and the general public so as to provide a balanced and fair view of the company including its non-financial matters. The Company has a functional website at www.gsk.com/ng.

20. Unclaimed Dividend Fund

Total unclaimed dividend fund in the Company stood at N1,430,723,032.79 as at 31st December 2020. Kindly note that a significant portion of this unclaimed dividend is related to the payment due to GSK plc UK, our parent company, as the unavailability of foreign exchange from the authorised market has hindered our ability to remit the dividends to them.

In recent times, the Company has taken steps to ensure that all Shareholders can retrieve all their unclaimed dividends. The steps are highlighted below:

- *A list of Unclaimed Dividend was circulated along with the 2020 Annual Report.*
- *Shareholders Data Update Form for e-dividend and e-bonus has been included in the Annual Reports for shareholders to complete and return.*
- *The issue of unclaimed dividend was highlighted in the Notices of the AGM as well as in the 2020 Annual reports.*
- *Our Registrars (Greenwich Registrars and Data Solutions formerly GTL Registrars) has opened additional branches outside Lagos State to better serve as a distribution point for shareholders.*
- *Some of the shareholders who have completed and returned their forms to the Registrars were paid their Dividend through the e- payment platform by the Registrars in the current year.*
- *The Registrars carried out Shareholders engagements in some locations outside Lagos State for enlightenment and e-mandating of un-mandated shareholders.*

The Company and the Registrars are working together to ensure that there is an increase in the number of shareholders who subscribe to the e-dividend process for dividend payment in 2021 and going forward. All shareholders are encouraged to fill out the e-dividend payment form attached to the Annual Report and return same to the Registrars for processing.

Shareholders are strongly advised to contact the Company's Registrars or the Company Secretary to retrieve their unclaimed dividends.

Uche Uwechia, Esq.
Company Secretary
FRC/2013/NBA/00000001970
GlaxoSmithKline Consumer Nigeria PLC
GSK Nigeria House, 1, Industrial Avenue, Ilupeju,
P.M.B. 21218, Ikeja, Lagos.
Dated this 13th day of April 2021.

Information in Respect of General Mandate

The aggregate value of all transactions entered into with related parties during the financial year as stated on pages 69 to 70 of this Annual Report and Accounts is more than 5% of the latest net tangible assets or the issued share capital of the Company.

In order to ensure smooth operations, the Company will continue to procure goods and services that are necessary for its operations from related companies in the next financial year and hereby seeks a general mandate from shareholders for the related company transactions of trading nature and those necessary for the day-to-day operations, that are more than 5% of the latest net tangible assets or the issued Share Capital of the Company.

Relevant items for the consideration of the Shareholders are stated below:

I. The class of related parties/interested persons with which the Company will be transacting during the next financial year are subsidiaries of GlaxoSmithKline PLC UK;

ii. The transactions with the related companies are transactions of trading nature and those necessary for the day-to-day operations;

iii. The rationale for the transactions is that they are indispensable to the operations of the company, cost effective and makes the products of the Company to be competitive;

iv. The method and procedure for determining transaction prices are based on international and local transfer pricing policies;

v. KPMG Advisory Services, the transfer pricing consultant of the Company, gave opinion based on the transfer pricing compliance exercise it earlier conducted that the method and procedure in (iv) are sufficient to ensure that the transactions shall be carried out on normal commercial terms and shall not be prejudicial to the interests of the issuer and its minority shareholders;

vi. The Audit Committee of the Company confirms that the transfer pricing method and procedure for determining the transaction prices as earlier reviewed by KPMG Advisory Services are adequate;

vii. Nominees of the related party/interested person had recused themselves and did not participate in the decision of the Board in making this recommendation for the approval of the Shareholders;

viii. The Company shall obtain a fresh mandate from shareholders if the method and procedure in (iv) become inappropriate; and

ix. The interested person shall abstain and has undertaken to ensure that its associates shall abstain, from voting on the resolution approving the general mandate.

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Directors' Report

The Board of Directors of GlaxoSmithKline Consumer Nigeria Plc ("GSK" or the "Group") is pleased to present the annual report together with the Group's audited financial statements for the year ended 31 December 2020 which discloses the state of affairs of the Group and the Company.

1 Principal activities

The Group is engaged in the manufacture, marketing and distribution of a wide range of healthcare brands that are well established in Nigeria. These include the Consumer Healthcare brands such as Panadol, Sensodyne, Andrews Liver Salt and Macleans and a range of internationally acclaimed pharmaceuticals, including Augmentin, Ampiclox and Amoxil (antibiotics); Zentel (the anthelmintic), and vaccines.

2 Operating results

The following is a summary of the group operating results from continuing operations:

In Thousands of Naira	Group		Company	
	2020	2019	2020	2019
Revenue	21,295,249	20,760,320	21,295,249	20,760,320
Profit for the year before taxation	1,000,222	1,169,331	1,001,006	1,178,281
Taxation	(377,992)	(252,227)	(377,992)	(252,227)
Profit for the year attributable to owners of the parent	622,230	917,104	623,014	926,054
Retained Earnings	8,469,656	8,503,734	8,297,798	8,331,092

3 Dividend

Your Board is pleased to recommend to members a dividend of **N0.40k** to be paid for the year to shareholders, representing **40k** per ordinary share subject to the approval of shareholders. The dividend will be payable on 28 May 2021. Withholding tax at the applicable rate will be deducted at the time of payment and will be paid to the appropriate state or federal tax authorities.

4 Directors

The Directors who served during the year and to the date of this report are:

Mr. Edmund Onuzo	Chairman
Mr. Samuel Kuye	Independent Non Executive Director
Mr. Kunle Oyelana	Managing Director
Mr. Mark Pfister	Executive Director
Mr. Bosco Kirugi	Finance Director
Mrs. Oludewa Edodo-Thorpe	Independent Non Executive Director
Mr. Oussama Abbas	Non Executive Director (Appointed with effect from 29th July 2020)
Mr. Basel Nizameddin	Resigned with effect from 29th July 2020
Mrs. Lubabatu Bello	Resigned with effect from 25th August 2020

5 Board changes

Since the last Annual General Meeting, there have been some changes in the composition of the Board. Mr. Oussama Abbas was appointed a Non Executive Director of the Company on the 29th July 2020.

Also, Mr. Basel Nizammedin resigned his appointment from the Board with effect from 29th July 2020 as a result of the conclusion of his assisgnment in Nigeria.

In accordance with Section 273(1) of Companies Allied Matters Act, 2020, a resolution will be proposed at the Annual General Meeting approving the appointment of Mr. Oussama Abbas as a Non Executive Director.

6 Directors to retire by rotation

The Directors to retire by rotation at this Annual General Meeting in accordance with Section 91 of the company's Articles of Association are Mr. Edmund Onuzo, Mr. Bosco Kirugi and Mr. Mark Pfister, who, being eligible, offer themselves for re-election. Their Biographical details are contained in the director's section of the annual report.

7 Directors' interest in share capital

The directors' interest in the Group's ordinary shares as at 31 December 2020 were as follows:

Name	Direct Holding	Indirect Holding	Total
Mr. Edmund C. Onuzo	337,912	11,170	349,082
Mr. Samuel Kuye	923	93,750	94,673
Mrs. Lubabatu Bello	-	-	-
Mr. Basel Nizameddin	-	-	-
Mr. Kunle Oyelana	-	-	-
Mr. Mark Pfister	-	-	-
Mr. Bosco Kirugi	-	-	-
Mrs. Oludewa Edodo-Thorpe	31	-	31
Mr Oussama Abbas	-	-	-

8 Beneficial ownership

None of the directors has any beneficial interest in shares of the Group except as stated in paragraph 7 above. Mr. Edmund C. Onuzo is a joint beneficial owner of the 11,170 ordinary shares held by Edmund and Charity Onuzo while Mr. Samuel Kuye is a joint beneficial owner of the 93,750 ordinary shares held by Stanbic IBTC Asset Management Limited

9 Directors' interest in contracts

None of the directors had notified the Group for the purpose of Section 303 of the Companies and Allied Matters Act, of any declarable interest in contracts with which the company is involved as at 31 December 2020.

10 Value of assets

Particulars of the changes arising from additions and disposal of fixed assets during the year are contained in Note 13 to the financial statements. Details of the other assets of the Group as at 31 December 2020 are given in Notes 14-21 to the financial statements.

11 Analysis of shareholding

The issued and fully paid-up share capital of the Group is N597, 938,244 divided into 1,195,876,488 ordinary shares of 50k each. Of this 512,635,649 shares equivalent to 53.6 per cent are held by Nigerian shareholders, while 444,065,541 shares equivalent to 46.4 per cent are held by GlaxoSmithKline plc UK through its wholly owned subsidiaries, Setfirst Limited and SmithKline Beecham Limited as at 31 December 2020.

Range	Number of shareholders	Holders %	Number of holdings	% shareholding
1-1000	9,866	36.09	4,015,232	0.34
1,001-5,000	10,397	38.03	26,019,737	2.18
5,001- 10,000	3,211	11.75	21,849,001	1.83
10,001- 50,000	3,101	11.34	62,500,897	5.23
50,001 – 100,000	359	1.31	24,586,119	2.06
100,001 – 500,000	294	1.08	57,256,838	4.79
500,001 – 1,000,000	47	0.17	33,854,515	2.83
1,000,001 – Above	62	0.23	965,794,149	80.76
Total	**27,337**	100.00	**1,195,876,488**	100.00

12 Substantial interest in shares

According to the Register of Members, the following shareholders of the company held more than 5 per cent of the issued share capital of the company on 31 December 2020:

Shareholder	Number of shares held	% Holding
Setfirst Limited	326,593,793	27.31
Smithkline Beecham Limited	228,488,132	19.11
Stanbic Nominees Limited	67,888,100	5.68

13 Unclaimed dividends

The unclaimed dividend in the books of the Company as at 31 December 2020 was N1,430,723,032.79 (2019: N1,416,936,740.50). They were in respect of Payments 31 to 43 of the shareholders of GlaxoSmithKline Consumer Nigeria Plc and its legacy companies. The Group continues to take steps in conjunction with the Registrars, to ensure the Shareholders receive their dividend.

14 Donations

We work as a partner with under-served communities within the country supporting programmes that are innovative, sustainable and bring real benefits to these communities. We are dedicated to strengthening the fabric of communities through providing health and education initiatives and support for local civic and cultural institutions that improve the quality of life.

In 2020, the Company made donations of Personal Protective Equipment (PPE) and surgical masks through Nigerian Representatives of Overseas Pharmaceutical Manufacturers (NIROPHARM) and Pharmaceutical Manufacturing Group of the Manufacturing Association of Nigeria (PMG-MAN) to the Nigeria Covid-19 Presidential task force at the Federal Government Central Medical Store at Cappa, Lagos and Abuja, respectively. The total value of PPEs was N5million. Further details on our works with communities are contained in the Corporate Responsibility Report.

In compliance with section 43 (2) of the Companies and Allied Matters Act, 2020 the Group did not make any donation or gift to any political party, political association or for any political purpose during the year under review.

15 Human resources development

During the year, the Group invested in the training and development of its workforce through in-plant and external trainings (both local and overseas). Training areas include Leadership, Information Technology, Legal and Technical skills, as well as team-building initiatives.

The Group carried out periodic talent review to identify its existing talent pool as well as strengthen its human capital. In 2020, the Group paid very close attention to the differentiated development plan of its workforce which was tied to its articulated 4-point GSK-Expectations for Individuals and for Leaders. Deepening and strengthening the talent pool remains a strong imperative for the business in view of its aggressive growth agenda.

As a Group with a very strong ethical culture, during the year we rolled out extensive compliance and ethics training with emphasis on strong ethical and compliance behaviours. It is a fundamental belief that our performance at GSK must be backed by integrity.

In recognition of the fact that seamless communication within the team is integral to high performance, GSK's communication channels are designed to keep employees informed, engaged and involved in activities across all areas of our organization. The Group encourages two-way, open and honest communication with employees. Employees are encouraged to speak up whenever they have concerns. The Group has in place, a very strong and elaborate confidential line reporting structure that enables employees to raise their concerns without fear of victimization or reprisal.

The Group's code of conduct for employees is based on the Group's core values of Transparency, Respect for others, Integrity and Patient Focus. Above all, the conduct of every employee is expected to achieve the Group's mission of improving the quality of human life by enabling people to do more, feel better and live longer.

Employment of physically challenged persons
The Group continued to pursue its policy of non-discrimination in matters of employment and is committed to offering people with disabilities access to the full range of recruitment and career opportunities to develop to their fullest potential. Currently, the Group has in its employment a staff that is physically challenged.

16 Diversity and inclusion

GSK is committed to employment policies free from discrimination against existing or potential employees on the grounds of age, race, ethnic and national origin, gender, sexual orientation, faith or disability. The Group's workforce consists of a fair proportion of the genders and is drawn from diverse tribes and cultures within and outside Nigeria. The Group continues to recognize the need for diversity and inclusion in leadership including the need to promote gender equality and equity in leadership.

17 Environment health and safety

The Group operated in an environmentally responsible manner. To meet our mission and implement our strategy, employee health and performance initiatives focus on the health factors that enable employees to perform at the highest level by sustaining energy and engagement. The programmes developed to deliver this health strategy range from the traditional – such as immunisations, smoking control, and weight management – to cutting-edge programmes in the areas of team and personal resilience, ergonomics and Energy for Performance. They are complimented by our commitment to flexible working that enables employees to do their best work in an environment that helps them integrate their work and personal lives.

The Group had invested heavily to improve the work environment to make it more stimulating and fun. The health and safety of our employees, visitors and contractors is a high priority for GSK and hazards associated with our operations are continually identified, assessed and managed to eliminate or reduce risks. The Group regularly updates its staff on current issues as they relate to diseases including HIV/AIDS, Ebola, Asthma, Lassa Fever, Malaria, Cancer, Corona Virus and other serious diseases through health talks, health assessments and information sharing.

18 Major distributors

The Group's products are distributed through Key distributors who cover the entire country.

19 Suppliers

The Group obtains all its raw materials from both overseas and local suppliers. Amongst its overseas suppliers are companies in the GlaxoSmithKline Group.

20 General licensing agreement

The Group has a general license and technical service agreement with Beecham Group plc, a member of the GlaxoSmithKline group of companies. Under the agreements, technological, scientific and professional assistance are provided for the manufacture, marketing, quality control and packaging of the Group's products; new products development and training of personnel abroad. Access is also provided for the use of patents, brands, inventions and know-how.

The agreements require the approval of the National Office for Technology Acquisition and Promotion. In addition, the Group is involved in seeking out and testing appropriate local raw materials of the required specification to substitute for their imported equivalents.

21 Acquisition of own shares

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

22 Independent auditors

In accordance with Section 401(2) of the Companies and Allied Matters Act, Messrs. Deloitte & Touche have indicated their willingness to continue in office and pursuant to Section 408(1) (b) of that Act, a resolution will be proposed at the Annual General Meeting to empower the directors to determine their remuneration.

By Order of the Board

Uche Uwechia, Esq.
Company Secretary
FRC/2013/NBA/00000001970

Registered office:
GlaxoSmithKline Consumer Nigeria plc
GSK House, 1 Industrial Avenue,
Ilupeju, Lagos.
13/04/2021

Statement of Directors' Responsibilities

The Directors of GlaxoSmithKline Consumer Nigeria Plc accept responsibility for the preparation of the consolidated and separate financial statements that give a true and fair view of the financial position of the Group as at 31 December 2020, and the results of its operations, cash flows and changes in equity for the year then ended, in compliance with International Financial Reporting Standards ("IFRS") and in the manner required by the Companies and Allied Matters Act, 2020 of Nigeria, and the Financial Reporting Council of Nigeria Act, 2011.

In preparing the financial statements, the Directors are responsible for:

- properly selecting and applying accounting policies;
- presenting information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- providing additional disclosures when compliance with the specific requirements in IFRSs are insufficient to enable users to understand the impact of particular transactions, other events and conditions on the Group's financial position and financial performance.

Going concern:

The Directors have made an assessment of the Group and Company's ability to continue as a going concern and have no reason to believe the Group and Company will not remain a going concern in the year ahead."

Certification of financial statements:

In accordance with section 405 of the Companies and Allied Act of Nigeria, the Chief Executive Officer and the Chief Financial Officer certify that the financial statements have been reviewed and based on our knowledge, the

(i) audited financial statements do not contain any untrue statement of material fact or omit to state a material fact, which would make the statements misleading, in the light of the circumstances under which such statement was made, and

(ii) audited financial statements and all other financial information included in the statements fairly present, in all material respects, the financial condition and results of operation of the Company as of and for the periods covered by the audited financial statements.

We state that management and directors:

(i) are responsible for establishing and maintaining internal controls and has designed such internal controls to ensure that material information relating to the Company and its subsidiaries is made known to the officer by other officers of the Group, particularly during the period in which the audited financial statement report is being prepared,

(ii) has evaluated the effectiveness of the Group's internal controls within 90 days prior to the date of its audited financial statements, and

(iii) certifies that the Group's internal controls are effective as of that date.

We have disclosed:

(i) all significant deficiencies in the design or operation of internal controls which could adversely affect the Group's ability to record, process, summarise and report financial data, and has identified for the Group's auditors any material weaknesses in internal controls, and

(ii) whether or not, there is any fraud that involves management or other employees who have a significant role in the Group's internal control; and

(iii) as indicated in the report, whether or not, there were significant changes in internal controls or in other factors that could significantly affect internal controls subsequent to the date of their evaluation, including any corrective actions with regard to significant deficiencies and material weaknesses.

The financial statements of the Group for the year ended 31 December 2020 were approved by the directors on 23 March, 2021.

Mr. Edmund C. Onuzo
Chairman
FRC/2015/IODN/00000011038

Mr. Kunle Oyelana
Managing Director
FRC/2020/003/00000020395

Independent Auditor's Report

Report on the Audit of the Consolidated and Separate Financial Statements

Deloitte.

To the Shareholders of GlaxoSmithKline Consumer Nigeria Plc

We have audited the consolidated and separate financial statements of GlaxoSmithKline Consumer Nigeria Plc and its subsidiaries (the Group and Company) set out on pages 5 to 55, which comprise the consolidated and separate statements of financial position as at 31 December 2020, and the consolidated and separate statements of profit or loss and other comprehensive income, consolidated and separate statements of changes in equity, consolidated and separate statements of cash flows for the year then ended, the notes to the consolidated and separate financial statements, including a summary of significant accounting policies.

In our opinion, the consolidated and separate financial statements give a true and fair view of the consolidated and separate financial position of GlaxoSmithKline Consumer Nigeria Plc as at 31 December 2020, and its consolidated and separate financial performance and consolidated and separate statement of cash flows for the year then ended in accordance with International Financial Reporting Standards, the requirements of the Companies and Allied Matters Act (CAMA) 2020 and Financial Reporting Council Act.

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 Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Group and Company in accordance with the requirements of the International Ethics Standards Board for Accountants' (IESBA) International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA code) and other independence requirements applicable to performing audits of financial statements in Nigeria. We have fulfilled our other ethical responsibilities in accordance with the IESBA Code and other ethical requirements that are relevant to our audit of consolidated Financial Statements in Nigeria.

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

Key Audit matter

Key audit matter is the matter that, in our professional judgement, was of most significance in our audit of the consolidated and separate financial statements of the current year. This matter was addressed in the context of our audit of the Company's financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on this matter. The key audit matter below relates to the audit of the Company's financial statements.

Key Audit Matters	How the matter was addressed in the audit
Impairment on the Company's Net Assets and Agbara Property, Plant and Equipment using the Value in Use (VIU) Method.	
In line with the provision of IAS 36 (Impairment of Assets), the Directors carried out impairment testing of the Company as well as Agbara Factory's Plant and Equipment during the year, using Value in Use (VIU) method. As at 31 December 2020, the Company's net asset (total equity) was N8.947 billion (2019:N8.980 billion) as presented in page 6 of the Financial Statements and Agbara Factory's Plant & Equipment carrying value was N886 million, as disclosed in note 13.5 to the Company's financial statements. The impairment testing was to ensure that the carrying amount of the Company's assets did not exceed the recoverable amounts.	In evaluating the impairment of Property, Plant and Equipment, we reviewed the value in use calculations prepared by the Directors, with a particular focus on the growth rate, discount rate and cash flow projections. We performed various procedures, including the following: • We involved our firm's internal valuation experts to assist with the testing of the forecast, weighted average cost of capital and discount rate. The specialist's procedures included: a. Assessing the appropriateness of the valuation methodology adopted by Directors for the purpose of assets impairment. b. Testing of inputs into the cash flow forecast against historical performance and in comparison, to the directors' strategic plans

Independent Auditor's Report Cont'd
Report on the Audit of the Consolidated and Separate Financial Statements

The estimates with the most significant impact on the cash flow projections and recoverable amounts were:

- The estimated cash flows were based on growth rate assumptions. Growth rate is highly subjective because it is based on the Directors' experience and expectations rather than observable market data.
- The discount rate, which is based on the weighted average cost of capital. The calculation of the weighted average cost of capital is complex.

Accordingly, for the purposes of our audit, we Identified the impairment assessment of Company's Net Asset and its Agbara Plant and Equipment as a key audit matter.

in respect of the assets being impaired.

c. Comparing the growth rates used to historical data regarding economic growth rates for the assets impaired.

d. Recomputation of the value in use of the assets being impaired.

e. Performed sensitivity analyses on the discount rates to evaluate the extent of impact on the value in use.

- Review the accuracy of the carrying amount used for impairment assessment.
- Ensure the appropriateness of the impairment disclosure in the financial statements.

Based on the work performed, we believe the impairment assessment carried out by the Company is appropriate. Our audit review did not result in any material misstatements.

Other Information

The directors are responsible for the other information. The other information comprises the Chairman's Statement, Directors' Report, Corporate Governance Report, Statement of Directors Responsibility, Report of the Statutory Audit Committee and the Company Secretary's Report, which we obtained prior to the date of this report which is expected to be made available to us after that date. The other information does not include the consolidated and separate financial statements and our auditor's report thereon.

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

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

Responsibilities of the Directors for the Consolidated and Separate Financial Statements

The directors are responsible for the preparation and fair presentation of the consolidated and separate financial statements in accordance with International Financial Reporting Standards, the requirements of the Companies and Allied Matters Act (CAMA) 2020, the Financial Reporting Council of Nigeria Act and for such internal control as the directors determine is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor's Responsibilities for the Audit of the Consolidated and Separate Financial Statements

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

Independent Auditor's Report Cont'd

Report on the Audit of the Consolidated and Separate Financial Statements

separate financial statements.

As part of an audit in accordance with ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated and separate financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's and the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated and separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group and / or the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and separate financial statements, including the disclosures, and whether the consolidated and separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

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

Report on Other Legal and Regulatory Requirements

In accordance with the Fifth schedule of Companies and Allied Matters Act (CAMA) 2020 we expressly state that:

I) We have obtained all the information and explanation, which to the best of our knowledge and belief were necessary for the purpose of our audit.

ii) The Group has kept proper books of account, so far as appears from our examination of those books.

iii) The Group and Company's financial position and its statement of profit or loss and other comprehensive income are in agreement with the books of account and returns.

Stella Mba,
FCA - FRC/2013/ICAN/00000001348
For: Deloitte & Touche Chartered Accountants
Lagos, Nigeria
30 March, 2021

Audit Committee Report

REPORT OF THE AUDIT COMMITTEE TO THE MEMBERS OF GLAXOSMITHKLINE CONSUMER NIGERIA PLC

In accordance with Section 404(7) of the Companies and Allied Matters Act 2020, we confirm that we have examined the Auditors' Report for the year ended 31st December 2020.

In our opinion, the accounting and reporting policies of the Company are in accordance with legal requirements and agreed ethical practices.

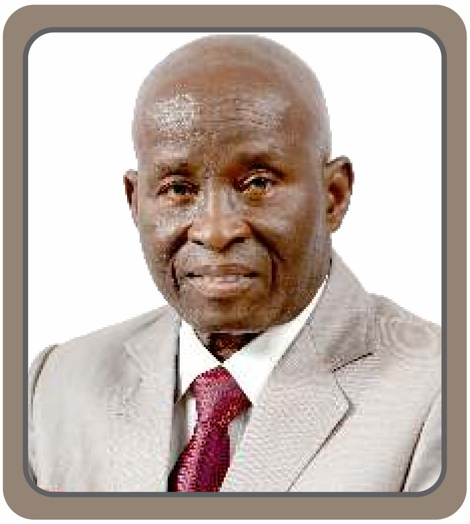
We have reviewed the scope and planning of the audit and the External Auditors' Management Letter for the year under review as well as Management responses thereon.

We are satisfied with the responses to our questions and the state of affairs at GlaxoSmithKline Consumer Nigeria Plc.

Mr. K.A. Taiwo FCA
Chairman, Audit Committee
FRC/2013/ICAN/00000002890
Lagos, Nigeria

Dated this **11th day of March 2021**

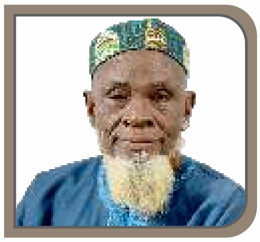
Members of the Audit Committee and the Company Secretary



Mr. K. A. Taiwo
(Chairman)

Mr. S. O. Kuye

Chief S. O. Ogunowo



Mr. S. T. Mosuro

Mrs. O. E - Thorpe

Mr. Uche Uwechia, Esq.
(Company Secretary)

Consolidated and Separate
Statement of Profit or Loss and other Comprehensive Income

In Thousands of Naira	Notes	Group 2020	Group 2019	Company 2020	Company 2019
Revenue	5	21,295,249	20,760,320	21,295,249	20,760,320
Cost of sales	6	(15,380,493)	(14,708,020)	(15,380,493)	(14,708,020)
Gross profit		5,914,756	6,052,300	5,914,756	6,052,300
Investment income	8	71,482	227,587	71,482	227,587
Other gains and losses	9	166,711	151,326	160,973	150,801
Financial Costs	26	(39,150)	-	(39,150)	-
Selling and distribution costs	7.1	(3,519,762)	(3,328,165)	(3,519,762)	(3,328,165)
Administrative expenses	7.1	(1,593,815)	(1,933,717)	(1,587,293)	(1,924,242)
		(4,914,534)	(4,882,969)	(4,913,750)	(4,874,019)
Profit before tax		1,000,222	1,169,331	1,001,006	1,178,281
Income tax expense		(377,992)	(252,227)	(377,992)	(252,227)
Total Profit after tax for the year		**622,230**	**917,104**	**623,014**	**926,054**
Other comprehensive income net of income tax:					
Items that will not be reclassified to profit or loss:		-	-	-	-
Items that will be reclassified to profit or loss in subsequent period:		-	-	-	-
Other comprehensive income for the year, net of tax		-	-	-	-
Total comprehensive income for the year, net of tax		622,230	917,104	623,014	926,054
Profit for the year attributable to:					
Shareholders of the Company		622,230	917,104	623,014	926,054
Non-controlling interest		-	-	-	-
		622,230	917,104	623,014	926,054
Total comprehensive income for the year attributable to:					
Shareholders of the Company		622,230	917,104	623,014	926,054
Non-controlling interest		-	-	-	-
		622,230	917,104	623,014	926,054
Basic and diluted earnings per share (Kobo)					
From continuing operations	12	52	77	52	77
From continuing and discontinuing operations	12	52	77	52	77

The accompanying notes and other national disclosures form an integral part of these consolidated and separate financial statements.

Consolidated and Separate Statement of Financial Position

		Group		Company	
In Thousands of Naira	**Notes**	**2020**	**2019**	**2020**	**2019**
Assets					
Non-current assets					
Property, plant and equipment	13	1,830,986	2,062,756	1,830,986	2,062,756
Deferred tax asset	11.3	450,956	80,845	450,956	80,845
Right of use assets	15	95,971	85,665	95,971	85,665
Investment property	16	154,839	159,164	154,839	159,164
Investment in subsidiary	17	-	-	160	160
Other assets	20	-	2,837	-	2,837
		2,532,752	2,391,267	2,532,912	2,391,427
Current assets					
Inventories	18	3,282,439	5,524,915	3,282,439	5,524,915
Trade and other receivables	19	4,649,954	6,680,412	4,649,954	6,680,412
Other assets	20	373,775	228,398	373,775	277,506
Cash and bank balances	21	12,896,742	3,860,346	12,896,742	3,860,298
Assets classified as asset held for sale	14	-	-	-	-
		21,202,910	16,294,071	21,202,910	16,343,131
Total assets		**23,735,662**	**18,685,338**	**23,735,822**	**18,734,558**
Equity and liabilities					
Equity					
Issued share capital	22.1	597,939	597,939	597,939	597,939
Share premium	22.2	51,395	51,395	51,395	51,395
Retained earnings		8,469,656	8,503,734	8,297,798	8,331,091
Total equity		9,118,990	9,153,068	8,947,132	8,980,426
Non-current liabilities					
Deferred tax liability	25	30,730	-	30,730	-
Total non-current liabilities		30,730	-	30,730	-
Current liabilities					
Trade and other payables	23	13,579,643	8,642,934	13,765,407	8,828,542
Lease liabilities	26	106,610	70,176	106,610	70,176
Contract liabilities	24	105,606	156,835	105,606	156,835
Bank overdraft	21	11,160	149,534	11,160	149,534
Income tax payable	11	782,923	512,791	769,177	499,045
Total current liabilities		14,585,942	9,532,270	14,757,960	9,704,132
Total liabilities		14,616,672	9,532,270	14,788,690	9,704,132
Total equity and liabilities		**23,735,662**	**18,685,338**	**23,735,822**	**18,684,558**

The consolidated and separate financial statements were approved and authorised for issue by the Board of Directors on 26 March 2020 and signed on its behalf by:

Mr. Edmund C. Onuzo	**Mr. Kunle Oyelana**	**Adewale Vincent**
Chairman	Managing Director	Senior Finance Manager
FRC/2015/IODN/00000011038	FRC/2020/003/00000020395	FRC/2018/ICAN/00000018187

The accompanying notes and other national disclosures form an integral part of these consolidated and separate financial statements.

Consolidated and Separate Statement of Changes in Equity

As as December 31 2020

In Thousands of Naira	Share Capital	Share Premium	Retained Earnings	Total
Group				
At 1 January 2019	597,939	51,395	8,183,449	8,832,783
Profit for the year	-	-	917,104	917,104
Unclaimed dividend declared status barred	-	-	1,119	1,119
Dividend declared	-	-	(597,938)	(597,938)
At 31 December 2019	597,939	51,395	8,503,734	9,153,068
Profit for the year	-	-	622,230	622,230
Dividend declared	-	-	(657,732)	(657,732)
Unclaimed dividend declared statute barred	-	-	1,424	1,424
At 31 December 2020	**597,939**	**51,395**	**8,469,656**	**9,118,990**

In Thousands of Naira	Share Capital	Share Premium	Retained Earnings	Total
Group				
At 1 January 2019	597,939	51,395	8,001,857	8,651,191
Profit for the year	-	-	926,054	926,054
Unclaimed dividend declared status barred	-	-	1,119	1,119
Dividend declared	-	-	(597,938)	(597,938)
At 31 December 2019	597,939	51,395	8,331,092	8,980,426
Profit for the year	-	-	623,014	623,014
Dividend declared	-	-	(657,732)	(657,732)
Unclaimed dividend declared statute barred	-	-	1,424	1,424
At 31 December 2020	**597,939**	**51,395**	**8,297,798**	**8,947,132**

Consolidated and Separate Statement of Cash Flows

As as December 31 2020

In Thousands of Naira	Notes	Group 2020	Group 2019	Company 2020	Company 2019
Cash flows from operating activities					
Profit for the year		622,230	917,104	623,014	926,054
Adjustment for:					
Income tax expense recognised in profit or loss	11.1	377,992	252,227	377,992	252,227
Back duty assessment	11.2	-	6,942	-	-
Depreciation of property, plant and equipment, investment property and right of use asset	10	479,972	350,736	479,972	350,736
(Gain)/loss on disposal of property, plant and equipment	9	(4,162)	4,830	(4,162)	4,830
Interest on term deposits	8	(71,482)	(227,587)	(71,482)	(227,587)
Finance cost	26	39,150	-	39,150	-
Other adjustments to property, plant and equipment	13	67,219	1,149	67,219	1,149
Share based payment expense	25	44,442	-	44,442	-
Impairment loss on assets held for sale	15	-	141,869	-	141,869
Working capital adjustments:					
Changes in inventories		2,242,476	(1,555,470)	2,242,476	(1,555,470)
Changes in trade and other receivables		2,030,458	(1,104,529)	2,030,458	(1,103,637)
Changes in other assets		(142,540)	33,821	(143,432)	33,821
Changes in contract liabilities		(51,229)	(68,165)	(51,229)	(68,165)
Changes in right of return of assets		-	(58,475)	-	(58,475)
Changes in trade and other payables		4,631,416	2,121,035	4,631,572	2,116,269
		10,265,942	815,487	10,265,990	813,621
Company tax paid	11.2	(438,755)	(129,799)	(438,755)	(127,981)
Education tax paid	11.2	(39,216)	(36,864)	(39,216)	(36,864)
Net cash generated in operating activities		9,787,971	648,824	9,788,019	648,776
Cash flows from investing activities					
Proceeds from sale of property, plant and equipment		4,162	7,068	4,162	7,068
Interest received	8	71,482	227,587	71,482	227,587
Purchase of property, plant and equipment	13	(140,061)	(176,179)	(140,061)	(176,179)
Purchase of right of use asset	15	(181,343)	(136,330)	(181,343)	(136,330)
Net cash flows generated by investing activities		(245,760)	(77,854)	(245,760)	(77,854)
Cash flows from financing activities					
Share based payment settlement	25	(13,712)	-	(13,712)	-
Final dividends paid to shareholders of the Company	23.1	(352,437)	(320,397)	(352,437)	(320,397)
Lease liability paid	26	(106,218)	(37,538)	(106,218)	(37,538)
Proceed from lease liability	26	103,502	107,714	103,502	107,714
Statute barred dividend received		1,424	1,119	1,424	1,119
Net cash flows used in financing activities		(367,441)	(249,102)	(367,441)	(249,102)
Net increase in cash and cash equivalents		9,174,770	321,868	9,174,818	321,820
Cash and cash equivalents at 1 January		3,710,812	3,388,944	3,710,764	3,388,944
Cash and cash equivalents at 31 December	**21**	**12,885,582**	**3,710,812**	**12,885,582**	**3,710,764**

Note to the Consolidated and Separate Financial Statements

For the year ended December 31 2020

1.1 Corporate information

The Company is a public limited liability company incorporated in 1971 and domiciled in Nigeria where its shares are publicly traded. 46.4% of the shares of the Company are held by Setfirst Limited and Smithkline Beecham Limited (both incorporated in the United Kingdom); and 53.6% by Nigerian shareholders. The ultimate parent and ultimate controlling party is GlaxoSmithKline Plc, United Kingdom (GSK Plc UK). GSK Plc UK controls the Company through Setfirst Limited and Smithkline Beecham Limited.

The registered office of the Company is located at 1 Industrial Avenue, Ilupeju, Lagos.

The principal activities of the Company are manufacturing, marketing and distribution of consumer healthcare and pharmaceutical products.

The consolidated financial statements of the Group for the year ended 31 December 2020 comprise the result and the financial position of GlaxoSmithkline Consumer Nigeria Plc (the Company) and its wholly owned subsidiary- Winster Pharmaceuticals Limited which has no turnover for the current year following the sale of its only product to a third party on 30 April 2012.

Securities Trading Policy

In compliance with Rule 17.15 Disclosure of Dealings in Issuers' Shares, Rulebook of the Exchange 2015 (Issuers Rule) Glaxosmithkline Consumer Nigeria Plc (the Company) maintains effective Security Trading Policy which guides Directors, Audit Committee members, employees and all individuals categorized as insiders as to their dealing in the Company's shares. The Policy is regularly reviewed and updated by the Board. The Company has made specific inquiries of all the directors and other insiders and is not aware of any infringement of the policy during the period.

1.2 Composition of financial statements

The financial statements are drawn up in naira, the functional currency of GSK Consumer Nig Plc. in accordance with International Financial Reporting Standards (IFRS). It comprises:

- Statement of profit or loss and other comprehensive Income
- Statement of financial position
- Statement of changes in equity
- Statement of cash flows
- Notes to the financial statements.

1.3 Basis of measurement

The financial statements have been prepared on the historical cost basis except for financial instruments that are measured at fair values, as explained in the accounting policies below. Historical cost is generally based on the fair value of the consideration given in exchange for assets..

2.1 New and amended IFRS Standards that are effective for the current year

i) Impact of the initial application of Interest Rate Benchmark Reform amendments to IFRS 9 and IFRS 7.

In September 2019, the IASB issued Interest Rate Benchmark Reform (Amendments to IFRS 9, IAS 39 and IFRS 7). These amendments modify specific hedge accounting requirements to allow hedge accounting to continue for affected hedges during the period of uncertainty before the hedged items or hedging instruments affected by the current interest rate benchmarks are amended as a result of the on-going interest rate benchmark reforms.

The amendments also introduce new disclosure requirements to IFRS 7 for hedging relationships that are subject to the exceptions introduced by the amendments to IFRS 9. The new disclosure requirements are presented in note 63(c)(ii).

The Directors have reviewed the amendments to the IFRS and are of the opinion that this has no material impact on the Group's consolidated financial statements

ii) Impact of the initial application of Covid-19-Related Rent Concessions Amendment to IFRS 16

In May 2020, the IASB issued Covid-19-Related Rent Concessions (Amendment to IFRS 16) that provides practical relief to lessees in accounting for rent concessions occurring as a direct consequence of COVID-19, by introducing a practical expedient to IFRS 16.

The practical expedient permits a lessee to elect not to assess whether a COVID19-related rent concession is a lease modification. A lessee that makes this election shall account for any change in lease payments resulting from the COVID-19-related rent concession the same way it would account for the change applying IFRS 16 if the change were not a lease modification.

The practical expedient applies only to rent concessions occurring as a direct consequence of COVID-19 and only if all of the following conditions are met:

a) The change in lease payments results in revised consideration for the lease that is substantially the same as, or less than, the consideration for the lease immediately preceding the change;

b) Any reduction in lease payments affects only payments originally due on or before 30 June 2021 (a rent concession meets this condition if it results in reduced lease payments on or before 30 June 2021 and increased lease payments that extend beyond 30 June 2021); and

c) There is no substantive change to other terms and conditions of the lease.

The Directors have reviewed the amendments to the IFRS and are of the opinion that this has no material impact on the Group's consolidated financial statements

iii) Impact of the initial application of other new and amended IFRS Standards that are effective for the current year

In the current year, the Group has applied the below amendments to IFRS Standards and Interpretations issued by the Board that are effective for an annual period that begins on or after 1 January 2020. Their adoption has not had any material impact on the disclosures or on the amounts reported in these financial statements.

iv) Amendments to References to the Conceptual Framework in IFRS Standards

The Group has adopted the amendments included in Amendments to References to the Conceptual Framework in IFRS Standards for the first time in the current year. The amendments include consequential amendments to affected Standards so that they refer to the new Framework.

Not all amendments, however, update those pronouncements with regard to references to and quotes from the Framework so that they refer to the revised Conceptual Framework. Some pronouncements are only updated to indicate which version of the Framework they are referencing to (the IASC Framework adopted by the IASB in 2001, the IASB Framework of 2010, or the new revised Framework of 2018) or to indicate that definitions in the Standard have not been updated with the new definitions developed in the revised Conceptual Framework.

The Standards which are amended are IFRS 2, IFRS 3, IFRS 6, IFRS 14, IAS 1, IAS 8, IAS 34, IAS 37, IAS 38, IFRIC 12, IFRIC 19, IFRIC 20, IFRIC 22, and SIC-32.

v) Amendments to IFRS 3 - Definition of a business

The Group has adopted the amendments to IFRS 3 for the first time in the current year. The amendments clarify that while businesses usually have outputs, outputs are not required for an integrated set of activities and assets to qualify as a business. To be considered a business an acquired set of activities and assets must include, at a minimum, an input and a substantive process that together significantly contribute to the ability to create outputs.

The amendments remove the assessment of whether market participants are capable of replacing any missing inputs or processes and continuing to produce outputs. The amendments also introduce additional guidance that helps to determine whether a substantive process has been acquired. The amendments introduce an optional concentration test that permits a simplified assessment of whether an acquired set of activities and assets is not a business.

Under the optional concentration test, the acquired set of activities and assets is not a business if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar assets. The amendments are applied prospectively to all business combinations and asset acquisitions for which the acquisition date is on or after 1 January 2020.

vi) Amendments to IAS 1 and IAS 8 - Definition of material

The Group has adopted the amendments to IAS 1 and IAS 8 for the first time in the current year. The amendments make the definition of material in IAS 1 easier to understand and are not intended to alter the underlying concept of materiality in IFRS Standards. The concept of 'obscuring' material information with immaterial information has been included as part of the new definition.

The threshold for materiality influencing users has been changed from 'could influence' to 'could reasonably be expected to influence.' The definition of material in IAS 8 has been replaced by a reference to the definition of material in IAS 1.

In addition, the IASB amended other Standards and the Conceptual Framework that contain a definition of 'material' or refer to the term 'material' to ensure consistency.

The Directors have reviewed the amendments to the IFRS and are of the opinion that this has no material impact on the Group's consolidated financial statements.

Note to the Consolidated and Separate Financial Statements Cont'd

For the year ended December 31 2020

2.2 New and revised IFRSs Standards in issue but not yet effective

At the date of authorisation of these financial statements, the Group has not applied the following new and revised IFRS Standards that have been issued but are not yet effective.

IFRS 17 Insurance Contracts

IFRS 10 and IAS 28 (amendments) Sale or Contribution of Assets between an Investor and its Associates or Joint Ventures.

IFRS 17	Insurance Contracts
IFRS 10 and IAS 28 (amendments)	Sale or Contribution of Assets between an Investor and its Associates or Joint Ventures
Amendments to IAS 1	Classification of Liabilities as Current or Non-current
Amendments to IFRS 3	Reference to the Conceptual Framework
Amendments to IAS 16	Property, Plant and Equipment—Proceeds before Intended Use
Amendments to IAS 37	Onerous Contracts – Cost of Fulfilling a Contract
Annual Improvements to IFRS	Amendments to IFRS 1 First-time Adoption of International Financial
Standards 2018-2020 Cycle	Reporting Standards, IFRS 9 Financial Instruments, IFRS 16 Leases, and IAS 41 Agriculture

The directors do not expect that the adoption of the Standards listed above will have a material impact on the financial statements of the Group in future periods.

I) IFRS 17 Insurance Contracts

IFRS 17 establishes the principles for the recognition, measurement, presentation and disclosure of insurance contracts and supersedes IFRS 4 Insurance Contracts. IFRS 17 outlines a general model, which is modified for insurance contracts with direct participation features, described as the variable fee approach. The general model is simplified if certain criteria are met by measuring the liability for remaining coverage using the premium allocation approach.

The general model uses current assumptions to estimate the amount, timing and uncertainty of future cash flows and it explicitly measures the cost of that uncertainty. It takes into account market interest rates and the impact of policyholders' options and guarantees.

In June 2020, the IASB issued Amendments to IFRS 17 to address concerns and implementation challenges that were identified after IFRS 17 was published. The amendments defer the date of initial application of IFRS 17 (incorporating the amendments) to annual reporting periods beginning on or after 1 January 2023.

At the same time, the IASB issued Extension of the Temporary Exemption from Applying IFRS 9 (Amendments to IFRS 4) that extends the fixed expiry date of the temporary exemption from applying IFRS 9 in IFRS 4 to annual reporting periods beginning on or after 1 January 2023.

ii) Amendments to IFRS 10 and IAS 28 - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

The amendments to IFRS 10 and IAS 28 deal with situations where there is a sale or contribution of assets between an investor and its associate or joint venture. Specifically, the amendments state that gains or losses resulting from the loss of control of a subsidiary that does not contain a business in a transaction with an associate or a joint venture that is accounted for using the equity method, are recognised in the parent's profit or loss only to the extent of the unrelated investors' interests in that associate or joint venture.

Similarly, gains and losses resulting from the remeasurement of investments retained in any former subsidiary (that has become an associate or a joint venture that is accounted for using the equity method) to fair value are recognised in the former parent's profit or loss only to the extent of the unrelated investors' interests in the new associate or joint venture.

The effective date of amendments has yet to be set by the IASB; however, earlier application of the amendments is permitted.

The directors of the Group do not anticipate that the application of the amendments in the future will have an impact on the Group's consolidated financial statements.

iii) Amendments to IAS 1 - Classification of Liabilities as Current or Non-current

The amendments to IAS 1 affect only the presentation of liabilities as current or non-current in the statement of financial position and not the amount or timing of recognition of any asset, liability, income or expenses, or the information disclosed about those items.

The amendments clarify that the classification of liabilities as current or non-current is based on rights that are in existence at the end of the reporting period, specify that classification is unaffected by expectations about whether an entity will exercise its right to defer settlement of a liability, explain that rights are in existence if covenants are complied with at the end of the reporting period, and introduce a definition of 'settlement' to make clear that settlement refers to the transfer to the counterparty of cash, equity instruments, other assets or services.

The amendments are applied retrospectively for annual periods beginning on or after 1 January 2023, with early application permitted.

The directors of the Group do not anticipate that the application of the amendments in the future will have an impact on the Group's consolidated financial statements.

iv) Amendments to IFRS 3 - Reference to the Conceptual Framework

The amendments update IFRS 3 so that it refers to the 2018 Conceptual Framework instead of the 1989 Framework. They also add to IFRS 3 a requirement that, for obligations within the scope of IAS 37, an acquirer applies IAS 37 to determine whether at the acquisition date a present obligation exists as a result of past events.

For a levy that would be within the scope of IFRIC 21 Levies, the acquirer applies IFRIC 21 to determine whether the obligating event that gives rise to a liability to pay the levy has occurred by the acquisition date. Finally, the amendments add an explicit statement that an acquirer does not recognise contingent assets acquired in a business combination.

The amendments are effective for business combinations for which the date of acquisition is on or after the beginning of the first annual period beginning on or after 1 January 2022. Early application is permitted if an entity also applies all other updated references (published together with the updated Conceptual Framework) at the same time or earlier.

The directors of the Group do not anticipate that the application of the amendments in the future will have an impact on the Group's consolidated financial statements.

v) Amendments to IAS 16 - Property, Plant and Equipment-Proceeds before Intended Use

The amendments prohibit deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced before that asset is available for use, i.e. proceeds while bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Consequently, an entity recognises such sales proceeds and related costs in profit or loss. The entity measures the cost of those items in accordance with IAS 2 Inventories.

The amendments are applied retrospectively, but only to items of property, plant and equipment that are brought to the location and condition necessary for them to be capable of operating in the manner intended by management on or after the beginning of the earliest period presented in the financial statements in which the entity first applies the amendments.

The directors of the Group do not anticipate that the application of the amendments in the future will have an impact on the Group's consolidated financial statements.

vi) Amendments to IAS 37 - Onerous Contracts-Cost of Fulfilling a Contract

The amendments specify that the 'cost of fulfilling' a contract comprises the 'costs that relate directly to the contract'. Costs that relate directly to a contract consist of both the incremental costs of fulfilling that contract (examples would be direct labour or materials) and an allocation of other costs that relate directly to fulfilling contracts (an example would be the allocation of the depreciation charge for an item of property, plant and equipment used in fulfilling the contract).

The amendments are effective for annual periods beginning on or after 1 January 2022, with early application permitted.

The directors of the Group do not anticipate that the application of the amendments in the future will have an impact on the Group's consolidated financial statements.

vii) Annual Improvements to IFRS Standards 2018-2020

The Annual Improvements include amendments to four Standards.

- **IFRS 1 First-time Adoption of International Financial Reporting Standards**
  The amendment provides additional relief to a subsidiary which becomes a first-time adopter later than its parent in respect of accounting for cumulative translation differences.
- **IFRS 9 Financial Instruments**
  The amendment clarifies that in applying the '10 per cent' test to assess whether to derecognise a financial liability, an entity includes only fees paid or received between the entity (the borrower) and the lender, including fees paid or received by either the entity or the lender on the other's behalf.
- **IFRS 16 Leases**
  The amendment removes the illustration of the reimbursement of leasehold improvements.
- **IAS 41 Agriculture**
  The amendment removes the requirement in IAS 41 for entities to exclude cash flows for taxation when measuring fair value. This aligns the fair value measurement in IAS 41 with the requirements of IFRS 13 Fair Value Measurement to use internally consistent cash flows and discount rates and enables preparers to determine whether to use pretax or post-tax cash flows and discount rates for the most appropriate fair value measurement.

The amendments are effective for annual periods beginning on or after 1 January 2022, with early application permitted.

The directors of the Group do not anticipate that the application of the amendments in the future will have an impact on the Group's consolidated financial statements.

3 Summary of significant accounting policies

The following are the significant accounting policies applied by the Group in preparing its consolidated and separate financial statements:

3.1 Reclassification

Certain reclassifications have been made to prior year's financial statements to aid comparability with the current year's financial statements. This reclassification has had no impact on prior year's reported position.

3.2 Statement of compliance

The consolidated and separate financial statements have been prepared in accordance with the International Financial Reporting Standards (IFRS) as issued by the International Accounting Standard Board (IASB) that are effective at 31 December, 2020 and the requirements of the Companies and Allied Matters Act (CAMA) of Nigeria and Finance Reporting Council (FRC) Act of Nigeria.

3.3 Basis of preparation

The consolidated and separate financial statements have been prepared on a historical cost basis and are presented in Naira. All values are rounded to the nearest thousand (N'000), except when otherwise indicated.

3.4 Basis of consolidation

The consolidated and separate financial statements comprise the financial statements of the Company and its subsidiary (Winster Pharmaceutical Limited) as at 31 December 2020.

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group.

The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of acquiree's identifiable net assets.

Acquisition-related costs are expensed as incurred. If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such re-measurement are recognised in profit or loss.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised in accordance with IAS 39 either in profit or loss or as a change to other comprehensive income. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

Inter-company transactions, balances and unrealised gains on transactions between group companies are eliminated. Unrealised losses are also eliminated. When necessary, amounts reported by subsidiaries have been adjusted to conform with the Group's accounting policies.

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions - that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

When the Group ceases to have control, any retained interest in the entity is remeasured to its fair value at the date when control is lost, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

The investments in subsidiary is valued at cost within the Company financial statements.

3.5 Business combinations

Business combinations are accounted for using the acquisition accounting method. Identifiable assets, liabilities and contingent liabilities acquired are measured at fair value at acquisition date. The consideration transferred is measured at fair value and includes the fair value of any contingent consideration. Where the consideration transferred, together with the non-controlling interest, exceeds the fair value of the net assets, liabilities and contingent liabilities acquired, the excess is recorded as goodwill.

The costs of acquisition are charged to the income statement in the period in which they are incurred. Where not all of the equity of a subsidiary is acquired the noncontrolling interest is recognised either at fair value or at the non-controlling interest's share of the net assets of the subsidiary, on a case-by-case basis. Changes in the Group's ownership percentage of subsidiaries are accounted for within equity.

3.6 Goodwill

Goodwill arising on an acquisition of a business is carried at cost as established at the date of acquisition of the business less accumulated impairment losses, if any.

For the purposes of impairment testing, goodwill is allocated to each of the Group's cash-generating units (or groups of cash-generating units) that is expected to benefit from the synergies of the combination.

A cash-generating unit to which goodwill has been allocated is tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than its carrying amount, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro rata based on the carrying amount of each asset in the unit. Any impairment loss for goodwill is recognised directly in profit or loss. An impairment loss recognised for goodwill is not reversed in subsequent periods.

3.7 Interests in joint operations

A joint operation is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the assets, and obligations for the liabilities, relating to the arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

When a group entity undertakes its activities under joint operations, the Group as a joint operator recognises in relation to its interest in a joint operation:

- its assets, including its share of any assets held jointly;
- its liabilities, including its share of any liabilities incurred jointly;
- its revenue from the sale of its share of the output arising from the joint operation;
- its share of the revenue from the sale of the output by the joint operation; and
- its expenses, including its share of any expenses incurred jointly.

The Group accounts for the assets, liabilities, revenues and expenses relating to its interest in a joint operation in accordance with the IFRSs applicable to the particular assets, liabilities, revenues and expenses.

When a group entity transacts with a joint operation in which a group entity is a joint operator (such as a sale or contribution of assets), the Group is considered to be conducting the transaction with the other parties to the joint operation, and gains and losses resulting from the transactions are recognised in the Group's consolidated and separate financial statements only to the extent of other parties' interests in the joint operation.

When a group entity transacts with a joint operation in which a group entity is a joint operator (such as a purchase of assets), the Group does not recognise its share of the gains and losses until it resells those assets to a third party.

3.8 Revenue recognition

Revenue is recognised by applying a five-step approach:

- Identify the contract
- Identify the separate performance obligations in the contract
- Determine the transaction price
- Allocate the transaction price to separate performance obligations
- Recognise revenue when (or as) each performance obligation is satisfied

3.8.1 Identify the contract

Any agreement that creates enforceable rights and obligations is a contract. This covers revenue arising from contracts for:

(a) Sale of the Groups products to retail customers, wholesalers or distributors;

(b) Sale of products under contract manufacturing agreements;

(c) Licenses of GSK intellectual property;

(d) Divestments of PP&E and intangible assets.

It does not cover revenue arising on sales of businesses or from collaboration agreements.

3.8.2 Identify the separate performance obligations in the contract

Performance obligations are the explicit or implicit promises made to the customer or licensee in a contract. In a multi-element arrangement, it is necessary to determine if the promises made are distinct from each other or should be accounted for together as a bundle.

3.8.3 Determine the transaction price

The transaction price is the amount of consideration that GSK is entitled to for the transfer of goods or services.

The price may include variable consideration where either

- o uncollected revenue is contingent on future events occurring, such as meeting a sales milestone; or
- o GSK's ability to retain revenue already invoiced or collected is contingent on future events not occurring, such as retrospective rebates being awarded by GSK or products being returned by the customer.

Variable consideration is estimated and recognised as revenue when it is highly probable that a significant reversal of the cumulative revenue recognised will not occur in future periods.

3.8.4 Allocate the transaction price to separate performance obligations

The total consideration in a contract is divided between each of the distinct performance obligations in that contract on the basis of the standalone selling price of each.

3.8.5 Recognise revenue when (or as) each performance obligation is satisfied

Revenue is recognised in the Income Statement when or as GSK fulfils its performance obligations. In the case of sale of products or divestment of other assets, this is when control of the products or assets has been transferred to the customer or buyer. In the case of services, the obligation is satisfied over the period of provision of the services.

Dividend and Interest income

Dividends are recognised when the Group's right to receive payment has been established, i.e. when the paying entity is irrevocably committed to paying the dividend which may be only on payment date or on approval by the shareholders of the dividend-paying entity.

Rental Income

Rental and interest income are recognised when the Group's right to receive payment has been established, i.e. when the paying entity is irrevocably committed to paying the rental or interest income.

3.9 Foreign currencies

(i) Functional and presentation currency

The Group measures the items in its financial statements using the currency of the primary economic environment in which it operates (the functional currency); the financial statements are presented in Nigerian Naira which is the Group's presentation and functional currencies.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency spot rate of exchange ruling at the reporting date. All differences are recognised in profit or loss. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value is determined.

3.10 Taxes

Current income tax

The current income tax liabilities for the current period are measured at the amount expected to be paid to the taxation authorities. The tax rates and tax laws used to compute the amount are determined in accordance with the Companies Income Tax Act (CITA), CITA is assessed at 30% of the adjusted profit while Education tax is assessed at 2% of the assessable profits.

Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

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 liabilities are recognised for all taxable temporary differences, except:

- Where the deferred 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; or

- In respect of taxable temporary differences associated with investments in subsidiary 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.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date. Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity. Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off tax assets against tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

3.11 Property, plant and equipment

Property, plant and equipment are stated at cost of purchase or construction, less accumulated depreciation and accumulated impairment loss if any. Such cost includes the cost of replacing component parts of the property, plant and equipment. When significant parts of property, plant and equipment are required to be replaced at intervals, the Group derecognises the replaced part, and recognizes the new part with its own associated useful life and depreciation.

Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in the profit or loss as incurred.

Depreciation on the categories of property, plant and equipment is calculated to write off the cost less the residual value of the asset, using the straight-line basis, over the assets' expected useful life. The normal expected useful life for the major categories of property, plant and equipment are:

Leasehold land	Over the life of the lease
Buildings	Lower of lease term or 50 years
Plant and machinery	10 to 15 years
Furniture, fittings and equipment	4 to 7 years
Motor vehicles	4 years

An item of property, plant and equipment and any significant part initially recognised is derecognised upon

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disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in the profit or loss when the asset is derecognised.

The assets' residual values, useful lives and methods of depreciation are reviewed at the end of each reporting period and adjusted prospectively, if appropriate.

3.12 Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception date, whether fulfilment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset, even if that right is not explicitly specified in an arrangement.

Operating lease payments are recognised as an operating expense in the profit or loss on a straight-line basis over the lease term.

Group as a lessor

Leases in which the Group does not transfer substantially all the risks and benefits of ownership of the asset are classified as operating leases, all other leases are classified as finance leases. Initial direct costs incurred in negotiating an operating lease are added to the carrying amount of the leased asset and recognized over the lease term on the same basis as rental income. Contingent rents are recognized as revenue in the period in which they are earned.

3.13 Financial instruments - initial recognition and subsequent measurement

A financial instrument is any contract that gives rise to both a financial asset of one entity and a financial liability or equity interest of another entity.

3.13.1 Financial asset

A financial asset is any asset that is:

- cash;
- an equity instrument of another entity;
- a contractual right to receive cash or another financial asset (e.g. receivables); or
- a contractual right to exchange financial assets or financial liabilities with another entity under conditions that are potentially favourable to GSK (e.g. derivatives resulting in an asset, bonds and investments)

3.13.2 Financial liability

A financial liability is any liability that is:

- a contractual obligation to deliver cash or another financial asset (e.g. payable); or
- a contractual obligation to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavourable to the Group (e.g. payables, loans and derivatives resulting in a liability).

3.13.3 Amortised cost

Most of GSK's financial assets and liabilities are measured at amortised cost, including most trade receivables and trade payables. The amortised cost of a financial asset or financial liability is the amount at which the asset or liability is measured at initial recognition minus principal repayments to date, and minus any reduction for impairment.

If there is a difference between the initial amount and the maturity amount (arising from reasons other than impairment), amortised cost will also be plus or minus the cumulative amortisation using the effective interest method.

3.13.4 Effective interest method

The effective interest method calculates amortised cost by allocating the interest payment or expense over the relevant period. This calculation only applies if a premium has been paid or a discount received. The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument. When estimating cash flows, all contractual terms are considered but expected future credit losses are not taken into account unless the financial instrument is credit impaired.

3.13.5 Expected credit loss (ECL)

The expected credit loss is the difference between the cash flows due under the contract and the cash flows expected to be received, discounted at the original effective interest rate. An expected credit loss allowance is similar to an impairment provision.

3.13.6 Expected credit loss allowance

An allowance for expected credit losses (ECLs) on all financial assets measured at amortised cost, e.g. most trade and other receivables, is set up through the Income Statement at initial recognition of the asset. The ECL is deducted from the carrying value of the asset on the balance sheet. Subsequent movements in the ECL (including release of the ECL if the asset is recovered in full) are reported in the Income Statement.

All ECL (impairment) allowances must be reviewed at least quarterly.

In applying the IFRS 9 impairment requirements, an entity needs to apply one of the following approaches:

- The simplified approach, which will be applied to trade receivables.
- The general approach, which will be applied to other receivables, including royalty receivables, and to loan assets and investments in debt

securities.

(a) The simplified impairment approach

The simplified approach applied to trade receivables requires the recognition of lifetime ECLs at all times. GSK entities use a provision matrix as a practical expedient for determining ECLs on trade receivables, including non-overdue balances. The provision matrix should incorporate forward-looking information into historical customer default rates and, where appropriate, group receivables into customer segments that have similar loss patterns, such as public (government) and private customers.

(b) The general impairment approach

Under the general approach, prior to an asset actually being credit-impaired, entities recognise expected credit losses (ECLs) in two stages. For assets for which there has not been a significant increase in credit risk since initial recognition (i.e. 'good' exposures), entities are required to provide for ECLs that would result from default events that are possible within the next 12 months (a 12-month ECL).

For assets for which there has been a significant increase in credit risk since initial recognition, a loss allowance for ECLs expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL), is required.

Indicators of a significant increase in credit risk include:

- An actual or expected significant change in the financial asset's external or internal credit rating;
- Existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant change in the debtor's ability to meet its debt obligations, such as an increase in interest rates or a significant increase in unemployment rates;
- An actual or expected significant change in the operating results of the debtor;
- Significant increases in credit risk on other financial instruments of the debtor;
- An actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant change in the debtor's ability to meet its debt obligations, such as a decline in the demand for the debtor's sales product because of a shift in technology;
- Expected changes in the loan documentation (i.e. changes in contract terms) including an expected breach of contract that may lead to covenant waivers or amendments, interest payment holidays, interest rate step-ups, requiring additional collateral or guarantees, or other changes to the contractual framework of the instrument;
- Significant changes in the expected performance and behaviour of the debtor, including changes in the payment status of debtor in the group (e.g., an increase in the expected number or extent of delayed contractual payments); and
- Past due information on debtors.

For current assets (expected to be recovered in less than 12 months), there will be no difference between the 12-month ECL and the lifetime ECL.

(c) Credit-impaired assets

Under both approaches, when the asset becomes credit impaired due to the occurrence of a 'loss event' additional expected credit loss should be recognised. Loss events may include:

- Significant financial difficulty of the customer;
- It becoming probable that the customer will enter bankruptcy or other financial reorganisation;
- A breach of contract such as default or past due event;

If the credit-impaired asset is interest-bearing, interest should be calculated on the net asset balance, i.e. the gross amount adjusted for ECLs.

(d) Asset write-off

The asset, or a portion thereof, is written off through utilisation of the ECL allowance once there is no reasonable expectation of recovery. This point is a matter of judgement that will depend on facts and circumstances. Indicators include:

- Status of the debtor e.g. liquidation;
- Number of days past due or number of days since the last payment was received.

3.14 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the first-in, first-out (FIFO) method. The cost of finished goods and work in progress comprises raw materials, direct labour, other direct costs and related production overheads (based on normal

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operating capacity). It excludes borrowing costs. Net realisable value is the estimated selling price in the ordinary course of business, less applicable variable selling expenses.

3.15 Cash and bank balances

Cash and bank balances 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. For the purpose of the consolidated and separate statement of cash flows, cash and cash equivalents consist of cash and short-term deposits as defined above, net of outstanding bank overdrafts.

3.16 Impairment of non-current assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any indication exists or when annual impairment testing for an asset is required, the Group estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's or cash-generating unit's (CGU) fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset or CGU exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount.

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. In determining fair value less costs to sell, recent market transactions are taken into account, if available. If no such transactions can be identified, an appropriate valuation model is used.

The Group bases its impairment calculation on detailed budgets and forecast calculations which are prepared separately for each of the Group's cash-generating units to which the individual assets are allocated. These budgets and forecast calculations are generally covering a period of five years. For longer periods, a long-term growth rate is calculated and applied to project future cash flows after the fifth year. Impairment losses of continuing operations, including impairment on inventories, are recognised in the profit or loss in those expense categories consistent with the function of the impaired asset.

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. If such indication exists, the Group estimates the asset's or cash-generating unit's recoverable amount. A previously recognised impairment loss is reversed only if there has been a change in the assumptions used to determine the asset's recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in the profit or loss.

3.17 Pensions and other post-employment benefits

The Group operates a gratuity scheme for a certain category of employees and a pension fund scheme for the benefit of all of its employees.

(i) **Pension fund scheme:** The Group in line with the provisions of the Pension Reform Act 2014, which repealed the Pension Reform Act No. 2 of 2004, has a defined contribution pension scheme for its employees. Contributions to the scheme are funded through payroll deductions while the Group's contribution is charged to the profit or loss. The Group contributes 10% while the employees contribute 8% of the pensionable emoluments.

(ii) **Bonus plan:** the Group recognises a liability and an expense for bonuses, based on a formula that takes into consideration the profit for the year and the performance rating of each staff. The Group recognises a provision where contractually obliged or where there is a past practice that has created a constructive obligation.

3.18 Segment report

The Group defines it segments on the basis of business sectors. The segments are reported in a manner consistent with internal reporting guidelines provided by the GSK Group (UK).

The Group's segment report has been prepared in accordance with IFRS 8 based on operating segment and product ownership identified by the group and takes geographical reporting into considerations. The operating segments consist of Pharmaceuticals (Prescription drugs and vaccines) and Consumer Healthcare (Oral care, OTC medicines and nutritional healthcare). The Group's management reporting process allocates segment revenue and related cost on the basis of each operating segment. There are no sales between the operating segments.

3.19 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of a past event, and it is probable that the Group will be required to settle that obligation and the amount has been reliably estimated.

3.20 Share-based payments

Share-based payment transactions of the Group

The Group does not have an equity settled share option plan.

For cash-settled share-based payments, a liability is recognised for the goods or services acquired, measured initially at the fair value of the liability. At each reporting date until the liability is settled, and at the date of settlement, the fair value of the liability is remeasured, with any changes in fair value recognised in profit or loss for the year.

3.21 Borrowings

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

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down.

3.21.1 Borrowing cost

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

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

3.22 Dividend

Dividend distribution to the Company's shareholders is recognised as a liability in the Group's financial statements in the period in which the dividends are approved by the Company's shareholders.

3.23 Share capital

Ordinary shares are classified as equity.

Incremental costs directly attributable to the issue of new ordinary shares are shown in equity as a deduction, net of tax, from the proceeds.

3.24 Disposal groups held for sale

Non-current assets (or disposal groups) are classified as assets held for sale when their carrying amount is to be recovered principally through a sale transaction and a sale is considered highly probable. They are stated at the lower of carrying amount and fair value less costs to sell.

3.25 Research and development

Research and development expenditure is charged to the income statement in the period in which it is incurred. Property, plant and equipment used for research and development is capitalised and depreciated in accordance with the Group's policy.

3.26 Investment property

Investment properties are properties held to earn rentals and/or for capital appreciation (including property under construction for such purposes). Investment properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured at cost. All of the Group's property interests held under operating leases to earn rentals or for capital appreciation purposes are accounted for as investment properties and are measured using the fair value model. Gains and losses arising from changes in the fair value of investment properties are included in profit or loss in the period in which they arise.

An investment property is derecognised upon disposal or when the investment property is permanently withdrawn from use and no future economic benefits are expected from the disposal. Any gain or loss arising on derecognition of the property (calculated as the difference between the net disposal proceeds and the carrying amount of the asset) is included in profit or loss in the period in which the property is derecognised.

4. Significant accounting judgments, estimates and assumptions

The preparation of the Group's consolidated and separate financial statements requires management to make judgments, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the end of the reporting period. However, uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of the asset or liability affected in future periods.

Judgments

In the process of applying the Group's accounting policies, management has made the following judgments, which have the most significant effect on the amounts recognised in the consolidated and separate financial statements:

Going concern

The Directors do not consider Winster Pharmaceutical Limited (the wholly owned subsidiary) to be a going concern. This is as a result of the sale of the Company's only product - Cafenol, to a third party on 30 April 2012. The implication of this is that the assets of the Company have been stated at their realisable values and liabilities are all treated as current.

Revenue recognition

In making their judgement, the directors considered the detailed criteria for the recognition of revenue set out in IFRS 15 and, in particular, whether the Group had transferred control of the goods to the customer. Following the detailed quantification of the Group's liability in respect of rectification work, and the agreed limitation on the customer's ability to require further work or to require replacement of the goods, the directors are satisfied that control has been transferred and that recognition of the revenue in the current year is appropriate, in conjunction with the recognition of an appropriate warranty provision for the rectification costs.

Estimates and assumptions

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Group based its assumptions and estimates on parameters available when the consolidated and separate financial statements were prepared.

Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Group. Such changes are reflected in the assumptions when they occur.

Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income.

Given the wide range of international business relationships and the long-term nature and complexity of existing contractual agreements, differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded.

The Group establishes provisions, based on reasonable estimates, for possible consequences of audits by the tax authorities. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority.

Deferred tax is provided on temporary differences between the tax bases of assets and liabilities and their carrying amounts, at the rates that have been enacted or substantively enacted as at the balance sheet date.

Expected credit loss allowance

An allowance for expected credit losses (ECLs) on all financial assets measured at amortised cost, e.g. most trade and other receivables, is set up through the Income Statement at initial recognition of the asset. The ECL is deducted from the carrying value of the asset on the balance sheet. The simplified approach applied to trade receivables requires the recognition of lifetime ECLs at all times.

The Group uses a provision matrix as a practical expedient for determining ECLs on trade receivables, including non-overdue balances. The provision matrix incorporates forward-looking information into historical customer default rates and, where appropriate, group receivables into customer segments that have similar loss patterns, such as public (government) and private customers.

Under the general approach, prior to an asset actually being credit-impaired, entities recognise expected credit losses (ECLs) in two stages. For assets for which there has not been a significant increase in credit risk since initial recognition (i.e. 'good' exposures), entities are required to provide for ECLs that would result from default events that are possible within the next 12 months (a 12-month ECL). For assets for which there has been a significant increase in credit risk since initial recognition, a loss allowance for ECLs expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL), is required.

Impairment testing

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available unobservable inputs that are developed based upon the best information available under the circumstances, which might include the Company's own data less incremental costs of disposing of the asset. The value in use calculation is based on a discounted cash flow (DCF) model.

The cash flows are derived from the budget for the next five years for the entity and the next year for the manufacturing plant and do not include significant future investments that will enhance the performance of the assets of the CGU being tested.

The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

Year-end translation rate
IAS 21 requires that at each reporting period, monetary assets and liabilities be translated using the closing rate. When several exchange rates are available, the rate used is that at which the future cash flows represented by the transaction or balance could have been settled if those cash flows had occurred at the measurement date. In prior years, translation of monetary assets and liabilities has been done using the central bank of Nigeria or Inter-bank rates.

During the year, the rate available to the company are shown below:

- The CBN rate;
- Inter-bank rate and;
- The GSK UK Group rate.

In translating year-end monetary assets and liabilities, inter-bank rates which represents the rate at which the company funded its foreign currency transactions have been utilised.

5 The following represents the Group and Company's revenue for the year from continuing operations excluding investment income.

	Group & Company	
In Thousands of Naira	31 December 2020	31 December 2019
Revenue from the sale of goods - Local	21,227,552	20,760,320
Revenue from the sale of goods - Export	67,697	-
	21,295,249	**20,760,320**

5.1 Segment information

Product and services from which reportable segments derive their revenue.

The Chief Operating Decision Maker has been identified as the Management Team. For management purposes, the Group is organised into business units based on their products and has two reportable segments as follows:

Consumer Healthcare segment consisting of oral care, over-the-counter (OTC) medicines and Pharmaceuticals segment consisting of antibacterial, vaccines and prescription drugs.

Management team monitors the operating results of its operating units separately for the purpose of making decisions about resource allocation and performance assessment. The Agbara global manufacturing site produces goods for the consumer healthcare segment while pharmaceuticals are imported. Segment performance is evaluated based on revenue and operating profit or loss and is measured consistently with operating profit or loss in the consolidated and separate financial statements.

There are no sales between business segments.

The Group's reportable segments under IFRS 8 are Consumer Healthcare and Pharmaceuticals.

5.2 Segment revenue and results

The following is an analysis of the Group's revenue and results, assets and liabilities from continuing operations by reporting segment. Segment performance is measured based on revenue and operating profit, as management believes such information is the most relevant in evaluating results of segments relative to other entities.

In Thousands of Naira	Consumer Healthcare	Pharma-ceuticals	Non-Operating Income	Total
2020 Segment Results				
Revenue	6,249,753	15,045,496	-	21,295,249
Cost of sales	(3,525,569)	(11,854,924)	-	(15,380,493)
Gross Profit	2,724,184	3,190,572	-	5,914,756
Operating expense	(2,279,895)	(2,833,682)	-	(5,113,577)

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For the year ended December 31 2020

In Thousands of Naira	Consumer Healthcare	Pharma-ceuticals	Non-Operating Income	Total
2020 Segment Results Cont'd				
Operating profit	444,289	356,890	-	801,179
Investment income	-	-	71,482	71,482
Finance costs	(39,150)	-	-	(39,150)
Other gains and losses	6,490	160,221	-	166,711
Profit/(loss) before tax	**411,629**	**517,111**	**71,482**	**1,000,222**
Segment assets & liabilities				
Non-current assets excluding deferred tax	2,081,796	-		2,081,796
Net additions to non-current assets, excluding deferred tax	-	-		
Total non-current assets excluding deferred tax	2,081,796	-	-	2,081,796
Current assets	5,960,350	15,242,560		21,202,910
Total asset excluding deferred tax	**8,042,146**	**15,242,560**	-	23,284,706
Segment liabilities excluding deferred tax	**4,659,157**	**9,957,516**	**-**	**14,616,673**

In Thousands of Naira	Consumer Healthcare	Pharma-ceuticals	Non-Operating Income	Total
2019 Segment Results				
Revenue	6,277,983	14,482,338	-	20,760,320
Cost of sales	(3,710,293)	(10,997,727)	-	(14,708,020)
Gross Profit	2,567,690	3,484,610	-	6,052,300
Operating expense	(2,428,906)	(2,832,976)	-	(5,261,882)
Operating (loss)/profit	138,784	651,634		790,418
Investment income	-	-	227,587	227,587
Other gains and losses	332,639	(181,313)	-	151,326
Profit/(loss) before tax	**471,423**	**470,321**	**227,587**	**1,169,331**
Segment assets & liabilities				
Non-current assets excluding deferred tax	2,310,422	-	-	2,310,422
Total non-current assets excluding deferred tax	2,310,422	-	-	2,310,422
Current assets	9,293,696	7,000,375	-	16,294,071
Total asset excluding deferred tax	**11,604,118**	**7,000,375**	**-**	**18,604,493**
Segment liabilities excluding deferred tax	**4,985,732**	**4,546,538**	**-**	**9,532,270**

The accounting policies of the segments are the same as the Group's accounting policies describe in Note 3. This is the measure reported to the management for the purpose of resources allocation and measurement.

The accounting policies of the reporting segments are the same as the Group's accounting policies described in note 3.

Note to the Consolidated and Separate Financial Statements Cont'd
For the year ended December 31 2020

For the purpose of monitoring segments performance and allocating resources between segments:

- all assets are allocated to reportable segment other than deferred tax asset. Assets used by reportable segments are allocated on the basis of the revenues earned by individual reportable segments;
- all liabilities are allocated to reportable segments other than current and deferred tax liabilities. Liabilities for which reportable segments are jointly liable are allocated in proportion to segments assets.

5.3 Other Segment information

	Group & Company	
	Depreciation and Amortisation	
In Thousands of Naira	31 December 2020	31 December 2019
- Consumer healthcare	483,988	350,736
- Pharmaceuticals	-	-
	483,988	**350,736**

5.4 Geographical information
The Group generates 99.7% of its revenue from continuing operations in Nigeria and 0.30% from sales to Ghana.

5.5 Information about major customer
The company has a major customer with total sales of N19.33billion (2019: N14.32billion) contributing more than 10% of the Group's total revenue.

In Thousands of Naira	Group & Company			
	31 December 2020	31 December 2019	31 December 2020	31 December 2019
6 Cost of Sales				
Materials consumed	14,463,579	14,121,235	14,463,579	14,121,235
Depreciation	389,620	193,512	389,620	193,512
Production overheads	527,294	393,273	527,294	393,273
	14,708,020	**14,708,020**	**14,708,020**	**14,708,020**

7 The following represents the Group and Company's selling and administrative expenses.

	Group & Company			
In Thousands of Naira	31 December 2020	31 December 2019	31 December 2020	31 December 2019
Payroll costs	1,065,845	1,117,104	1,065,845	1,117,104
Electricity, fuel & utility	59,298	70,456	59,298	70,456
Repairs and maintenance - vehicles	14,386	8,523	14,386	8,523
Repairs and maintenance - others	38,940	16,583	38,940	16,583
Insurance	34,777	34,497	34,777	34,497
Depreciation	90,352	157,223	90,352	157,223
Rent and rates	121,949	46,178	121,949	46,178
Security & facility expenses	11,128	34,865	11,128	34,865
Canteen expenses	45	85	45	85
Freight cost	226,713	214,786	226,713	214,786

Note to the Consolidated and Separate Financial Statements Cont'd

For the year ended December 31 2020

In Thousands of Naira	Group & Company			
	31 December 2020	31 December 2019	31 December 2020	31 December 2019
Travel and expenses	27,409	124,057	27,409	124,057
Telecom cost	55,282	25,183	55,282	25,183
Audit fees	23,500	23,500	22,500	22,500
Consultancy	60,861	122,128	55,339	113,653
Advert and promotion	1,207,252	908,390	1,207,252	908,390
Bank charges	43,183	44,245	43,183	44,245
Other business expenses	104,982	161,569	104,982	161,569
Intercompany rechargeable expenses (Note 27)	1,854,181	2,044,522	1,854,181	2,044,522
Impairment of receivables	73,494	107,988	73,494	107,988
	5,113,577	**5,261,882**	**5,107,055**	**5,252,407**

* Intercompany rechargeable expenses represent shared service expenses cross charged from a related party- GSK Pharmaceutical Nigeria Ltd for support rendered with respect to the pharmaceutical segment.

In Thousands of Naira	Group & Company			
	31 December 2020	31 December 2019	31 December 2020	31 December 2019
7.1 Expense by nature have been disclosed in the statement of comprehensive income as follows				
Selling and distribution	3,519,762	3,328,165	3,519,762	3,328,165
Administrative expenses	1,593,815	1,933,717	1,587,293	1,924,242
	5,113,577	**5,261,882**	**5,107,055**	**5,252,407**

In Thousands of Naira	Group & Company			
	31 December 2020	31 December 2019	31 December 2020	31 December 2019
7.2 Employee benefits expense (continuing operations)				
Wages and salaries	1,522,999	1,441,678	1,522,999	1,441,678
Defined contribution	70,140	68,699	70,140	68,699
	1,593,139	**1,510,377**	**1,593,139**	**1,510,377**

In Thousands of Naira	Group & Company	
	31 December 2020	31 December 2019
8 Investment income		
Interest income on short-term deposits	71,482	227,587
	71,482	**227,587**

Note to the Consolidated and Separate Financial Statements Cont'd
For the year ended December 31 2020

In Thousands of Naira	Group & Company			
	31 December 2020	31 December 2019	31 December 2020	31 December 2019
9 Other gains and losses				
Profit/(loss) from sale of property, plant and equipment	4,162	(4,830)	4,162	(4,830)
Realised foreign exchange gains	19,898	14,658	19,898	14,658
Unrealised foreign exchange gains/(losses)	7,281	(42,725)	7,281	(42,725)
Provision no longer required:				
Trade receivables	71,573	75,263	71,573	75,263
Other sundry income	63,797	108,960	58,059	108,435
	166,711	**151,326**	**160,973**	**150,801**
10 Profit before tax				
Profit before tax from continuing operation has been arrived at after charging/(crediting):				
Audit fees	23,500	23,500	22,500	22,500
Director's remuneration	73,704	64,461	73,704	64,461
Net Impairment on receivables	1,921	32,725	1,921	32,725
Depreciation (Note 13, 15 and 16)	479,972	350,736	479,972	350,736
Net foreign exchange (gain)/loss	(27,179)	28,067	(27,179)	28,067

10.1 Non-Audit Services

In line with FRC Rule 3, Deloitte did not perform any other related services to the company for the year ended 31 December 2020 (2019: Nil).

11 Taxes

11.1 Income tax recognised in statement of profit or loss

	31 December 2020	31 December 2019	31 December 2020	31 December 2019
Current tax:				
Current tax expense in respect of the current year:				
Companies income tax	696,079	403,845	696,079	403,845
Education tax	52,014	36,312	52,014	36,312
Nigeria Police Trust Fund	10	-	10	-
	748,103	**440,157**	**748,103**	**440,157**
Deferred tax:				
Origination and reversing temporary differences	-	-	-	-
Deferred tax write back	(370,111)	(187,930)	(370,111)	(187,930)
	(370,111)	**(187,930)**	**(370,111)**	**(187,930)**
Total income tax recognised in profit or loss	**377,992**	**252,227**	**377,992**	**252,227**

The charge for taxation in these financial statements is based on the provisions of the Companies Income Tax Act, CAP C21, LFN 2004 as amended.

The charge for education tax of 2 per cent (2019: 2 per cent) of the estimated assessable profit for the year is based on the provisions of the Education Tax Act, CAP E4, LFN, 2004.

Note to the Consolidated and Separate Financial Statements Cont'd

For the year ended December 31 2020

In Thousands of Naira	Group & Company			
	31 December 2020	31 December 2019	31 December 2020	31 December 2019
11.2 Current tax liabilities:				
At 1 January	512,791	232,355	499,045	223,733
Tax charge in income statement:				
Charge in the current year	748,103	440,157	748,103	440,157
Back duty assessment	-	6,942	-	-
	1,260,894	679,454	1,247,148	663,890
Education tax paid	(39,216)	(36,864)	(39,216)	(36,864)
Company income tax paid	(438,755)	(129,799)	(438,755)	(127,981)
At 31 December	**782,923**	**512,791**	**769,177**	**499,045**
11.3 Deferred tax balances:				
Reflected in the statement of financial position as follows:				
Deferred tax assets	(872,632)	(395,219)	(872,632)	(395,219)
Deferred tax liabilities	421,676	314,374	421,676	314,374
Deferred tax asset	**(450,956)**	**(80,845)**	**(450,956)**	**(80,845)**

The Group offsets tax assets and liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same tax authority.

In Thousands of Naira **Group and Company**	At 1 January	Recognised in profit or loss	At 31 December
2020			
Property, plant & equipment	314,374	5,190	319,564
Provision for increase in stock write-off	(44,939)	(7,361)	(52,300)
Unrealised exchange gain	-	71,401	71,401
Unrealised exchange loss	(260,825)	(279,929)	(540,754)
Impairment of receivables	(34,865)	(615)	(35,480)
Inventory revaluation	-	(70,318)	(70,318)
Share based expense/net provision	-	(9,834)	(9,834)
Provision for retuns of damaged goods	(54,590)	(650)	(55,240)
Provision for rebates and allowances	-	(74,591)	(74,591)
Right of use assets	-	30,711	30,711
Lease liability	-	(34,115)	(34,115)
	(80,845)	**(370,111)**	**(450,956)**
2019			
Property, plant & equipment	396,648	(82,274)	314,374
Impairment of receivables (Impact of IFRS 9)	20,315	(20,315)	-

Note to the Consolidated and Separate Financial Statements Cont'd

For the year ended December 31 2020

In Thousands of Naira **Group and Company (2019 Cont'd)**	At 1 January	Recognised in profit or loss	At 31 December
Right of return of asset	5,215	(5,215)	-
Provision for increase in stock write	(109,650)	64,711	(44,939)
Unrealised exchange loss	(131,848)	(128,977)	(260,825)
Impairment of receivables	(24,392)	(10,473)	(34,865)
Provision for retuns of damaged goods	(49,203)	(5,387)	(54,590)
	107,085	**(187,930)**	**(80,845)**

In Thousands of Naira	Group & Company			
	31 December 2020	31 December 2019	31 December 2020	31 December 2019
11.4 Reconciliation of income tax expense				
The income tax expense for the year can be reconciled to the accounting profit as follows:				
Profit before tax	**1,000,222**	**1,169,331**	**1,001,007**	**1,178,281**
Income tax expense calculated at 30% (2019: 30%)	300,067	350,799	300,302	353,484
Education tax	52,014	36,312	52,014	36,312
Effect of:				
Exempted income from taxation	(106,533)	(177,507)	(106,533)	(177,507)
Back duty assessment	1,102	6,942	1,102	-
Non-deductible expenses	879,144	428,155	879,144	428,155
Deferred tax	(370,111)	(187,930)	(370,111)	(187,930)
Others	(377,691)	(204,544)	(377,926)	(200,287)
Total income tax expense for the year	**377,992**	**252,228**	**377,992**	**252,227**
Effective tax rate	**38%**	**22%**	**38%**	**21%**

In Thousands of Naira	Group & Company			
12 Earnings Per Share	31 December 2020	31 December 2019	31 December 2020	31 December 2019
Net profit attributable to ordinary equity holders of the parent from continuing operations **(N'000)**	622,230	917,104	623,014	926,054
Net profit attributable to ordinary equity holders of the parent from continuing and discontinued operations **(N'000)**	622,230	917,104	623,014	926,054
Weighted average number of ordinary shares for basic earnings per share **('000)**	1,195,876	1,195,876	1,195,876	1,195,876
Basic and diluted earnings per share **(kobo)**-continuing operations	52	77	52	77
Basic and diluted earnings per share **(kobo)**-continuing and discontinued operations	52	77	52	77

There have been no transactions involving ordinary shares or potential ordinary shares between the reporting date and the date of completion of these consolidated and separate financial statements. There are no potentially dilutive shares at the reporting date thus the Group's diluted earnings per share and basic earnings per share both have the same value.

Note to the Consolidated and Separate Financial Statements Cont'd
For the year ended December 31 2020

In Thousands of Naira

13 Property, plant and equipment	**Leasehold Land**	**Buildings**	**Plant and Machinery**	**Construc-tion in Progress**	**Furniture, Fittings and Equipment**	**Motor Vehicles**	**Total**
Group and Company							
Cost:							
At 1 January 2019	461,796	721,399	2,029,950	443,426	1,288,664	417,971	5,363,206
Additions	-	-	-	100,674	-	75,505	176,179
Transfer to investment property	-	(216,250)	-	-	-	-	(216,250)
Transfers	-	19,827	335,520	(359,954)	4,607	-	-
Disposals - drinks business assets removed from books	-	(31,607)	(194,043)	-	(113,918)	(8,138)	(347,706)
Adjustments (Note 13.1)	-	-	(221,380)	-	(239,893)	(174,089)	(635,362)
Disposals	-	-	(20,818)	(75,708)	-	-	(96,526)
At 31 December 2019	**461,796**	**493,369**	**1,929,229**	**108,439**	**939,460**	**311,249**	**4,243,541**
Additions	-	-	1,932	59,063	-	79,066	140,061
Transfers	4,725	4,238	26,708	(49,679)	14,008	-	-
Reclassification	(476)	(8,434)	644,566		(632,110)	(3,546)	-
Adjustments (Note 13.1)	-	-	(998)	(39,850)			(40,848)
Reclassification to asset held for sale	-	-	-	(26,371)	-	-	(26,371)
Disposals	-	-	-	-	(2,636)	(38,735)	(41,371)
At 31 December 2020	**466,045**	**489,172**	**2,601,437**	**51,601**	**318,722**	**348,035**	**4,275,012**
Accumulated depreciation:							
At 1 January 2019	129,094	125,504	1,781,481	-	634,885	333,378	3,004,342
Charge for the year	7,837	11,592	195,018	-	23,092	58,207	295,745
Transfers to investment property	-	(52,761)	-	-	-	-	(52,761)
Disposals - drinks business assets removed from books	-	(31,605)	(192,478)	-	(112,458)	(8,138)	(344,678)
Adjustments (Note 13.1)	-	-	(215,626)	-	(239,620)	(171,244)	(626,491)
Disposals	(518)	1,183	(31,827)	-	(25,312)	(38,898)	(95,371)
At 31 December 2019	**136,413**	**53,912**	**1,536,568**		**280,588**	**173,305**	**2,180,785**
Charge for the year	3,090	13,884	218,311	-	14,722	54,602	304,610
Reclassification	(713)	679	(6,642)	-	(3,949)	10,624	-
Disposals	-	-	-	-	(2,635)	(38,735)	(41,370)
At 31 December 2020	**138,791**	**68,475**	**1,748,237**	**-**	**288,725**	**199,797**	**2,444,025**
Net book value:							
At 31 December 2020	**327,255**	**420,697**	**853,200**	**51,601**	**29,997**	**148,238**	**1,830,986**
At 31 December 2019	**325,383**	**439,457**	**392,661**	**108,439**	**658,873**	**137,944**	**2,062,756**

13.1 Adjustments
In 2020, adjustments to cost represents spares capitalised as capital work-in-progress in 2019 consumed in the current year, hence written-off to profit or loss.

Note to the Consolidated and Separate Financial Statements Cont'd

For the year ended December 31 2020

In 2019, adjustments represent Write off of items that do not meet the criteria for capitalisation of property, plant and equipment and are written off to the profit or loss in the year.

13.2 Assets pledged as security

There was no asset pledged as security for a loan during the year.

13.3 Capital commitments

Capital commitments in respect of property, plant and equipment amounted to Nil (2019: N5.6million).

13.4 Transfers

Transfers represent items of construction work in progress completed during the year and transferred to the respective class of asset.

13.5 Impairment loss

During the year, the Company carried out impairment testing on its Agbara plant and equipment. The assets were not impaired. See Note 4 for detail of method used.

Asset Class	Asset Class Value
Land	127,303
Building	305,527
Plant and Machinery	846,170
Furniture, fittings and equipment	5,229
Motor Vehicle	34,120
Total Property, Plant and Equipment	**1,318,079**

14 Assets held for sale

Part of the manufacturing facility has been presented as asset held for sale following the commitment of the Group's management to discontinue the manufacture of all store keeping units (SKU) in which the facility was employed to produce. However, the carrying value of the asset has been fully impaired.

In Thousands of Naira	Plant and Machinery
Cost	
At 1 January 2019	192,020
Additions	-
At 31 December 2019	192,020
Additions	26,371
At 31 December 2020	**218,391**
Depreciation:	
At 1 January 2019	50,151
Charge for the year	-
Impairment	141,869
At 31 December 2019	192,020
Charge for the year	-
Impairment	26,371
At 31 December 2020	**218,391**
Carrying Amount	
At 31 December 2020	-
At 31 December 2019	-

Note to the Consolidated and Separate Financial Statements Cont'd
For the year ended December 31 2020

15 Right of use assets

The Group has applied the definition of a lease and related guidance set out in IFRS 16 to all lease contracts entered into either before the date of initial application or after. In general, all leases within the scope of IFRS 16 are required to be brought on to the balance sheet by lessees, recognising a 'right-of-use' asset and a related lease liability at the commencement of the lease. In 2020, the service charges included in the contract has been capitalised.

In Thousands of Naira	Buildings
Cost	
At 1 January 2019	-
Additions	136,330
At 31 December 2019	136,330
Additions	181,343
At 31 December 2020	**317,673**
Depreciation:	
At 1 January 2019	-
Charge for the year	50,665
At 31 December 2019	50,665
Charge for the year	171,037
At 31 December 2020	**221,702**
Carrying Amount	
At 31 December 2020	**95,971**
At 31 December 2019	**85,665**

In Thousands of Naira	Buildings
Cost	
At 1 January 2019	-
Transfers from property, plant and equipment	216,250
At 31 December 2019	216,250
Transfers from property, plant and equipment	-
At 31 December 2020	**216,250**
Depreciation:	
At 1 January 2019	-
Charge for the year	4,325
Transfers from property, plant and equipment	52,761
At 31 December 2019	57,086
Charge for the year	4,325
At 31 December 2020	**61,411**
Carrying Amount	
At 31 December 2020	**154,839**
At 31 December 2019	**159,164**

16 Investment property (cont'd)

Block 'A' building situated at GSK House, 1, Industrial Avenue, Ilupeju, Lagos State which has been owner-occupied since its acquisition in 2006 was leased on 11 January 2019. Therefore, the carrying amount of the building was reclassified to investment property from that date. The carrying amount of the building, from the date of reclassification, is being depreciated over its remaining useful life in line with IAS 40 Investment property.

In Thousands of Naira	Group & Company			
	31 December 2020	31 December 2019	31 December 2020	31 December 2019
17 Investment in subsidiary				
Investment in subsidiary	-	-	160	160

This represents investment in Winster Pharmaceuticals Limited, a wholly owned subsidiary company, which is measured at cost. Winster has no turnover for the current year following the sale of its only product to a third party in 2012. The results of the Company have been consolidated in these financial statements. The Directors do not consider Winster Pharmaceutical Limited (the wholly owned subsidiary) to be a going concern.

In Thousands of Naira	Group & Company			
	31 December 2020	31 December 2019	31 December 2020	31 December 2019
18 Inventories				
Raw materials and consumables	1,138,667	1,457,933	1,138,667	1,457,933
Work in progress	299,739	6,551	299,739	6,551
Finished goods	1,792,254	3,998,679	1,792,254	3,998,679
Engineering spares	51,779	61,752	51,779	61,752
Total inventories	**3,282,439**	**5,524,915**	**3,282,439**	**5,524,915**

In Thousands of Naira	Group			Group		
	December 31, 2020			December 31, 2019		
	Consumer	Pharma	Total	Consumer	Pharma	Total
18.1 Inventories - By Segment						
Raw materials and consumables	1,138,667	-	1,138,667	1,457,933	-	1,457,933
Work in progress	299,739	-	299,739	6,551	-	6,551
Finished goods	1,216,849	575,405	1,792,254	782,977	3,215,702	3,998,679
Engineering spares	51,779	-	51,779	61,752	-	61,752
Total	**2,707,034**	**575,405**	**3,282,439**	**2,309,213**	**3,215,702**	**5,524,915**

The cost of inventories from continuing operations recognised as an expense and included in cost of sales amounted to N14.4billion (2019: N14.1billion).

There were no inventories written off to cost of sales in the year (2019: N28million).

Note to the Consolidated and Separate Financial Statements Cont'd

For the year ended December 31 2020

In Thousands of Naira		Group & Company			
		31 December 2020	31 December 2019	31 December 2020	31 December 2019
19 Trade and other receivables					
Trade receivables		4,169,322	4,637,272	4,169,322	4,637,272
Receivables from related parties	Note 26	233,163	1,902,247	233,163	1,902,247
Employee loans and advances		58,280	91,614	58,280	91,614
Other receivables		189,189	49,279	189,189	49,279
		4,649,954	**6,680,412**	**4,649,954**	**6,680,412**

In Thousands of Naira	Group & Company	
19.1 Trade receivables	31 December 2020	31 December 2019
Trade receivables	4,280,195	4,746,224
Impairment loss	(110,873)	(108,952)
	4,169,322	**4,637,272**

Trade receivables are non-interest bearing and are generally on 60-day terms. The Group sells through distributors within Nigeria. The Group's policy states that a provision of 100% is made on all receivables over 360 days and other rates detailed in the tables below for invoices overdue for 181 to 360 days, 61 to 180 days and 0 to 60 days bracket. The provision matrix is arrived at after incorporating forward-looking information into historical customer default rates and, where appropriate, group receivables into customer segments that have similar loss patterns.

2020

In Thousands of Naira	Consumer Segment							
	Current	1-30 days Overdue	31-60 days Overdue	61-90 days Overdue	91-180 days Overdue	181-360 days Overdue	361-720 days Overdue	Total
Expected credit loss rate	0.020%	2.906%	5.284%	6.782%	10.952%	14.632%	100.000%	-
Estimated gross carrying amount at default	1,121,989	18,561	1,544	6,279	168,220	7,641	43,670	1,367,904
Twelve months ECL	220	539	82	426	18,424	1,118	43,670	64,479

2020

In Thousands of Naira	Pharmaceutical Segment - Private Companies							
	Current	1-30 days Overdue	31-60 days Overdue	61-90 days Overdue	91-180 days Overdue	181-360 days Overdue	361-720 days Overdue	Total
Expected credit loss rate	0.00009%	0.024%	0.107%	0.242%	0.451%	0.812%	100.000%	-
Estimated gross carrying amount at default	2,815,777	-	-	-	-	(187)	-	2,815,590
Twelve months ECL	2	-	-	-	-	(2)	-	-

Note to the Consolidated and Separate Financial Statements Cont'd

For the year ended December 31 2020

2020 — Pharmaceutical Segment - Public Companies

In Thousands of Naira	Current	1-30 days Overdue	31-60 days Overdue	61-90 days Overdue	91-180 days Overdue	181-360 days Overdue	361-720 days Overdue	Total
Expected credit loss rate	4.92%	15.02%	17.37%	21.19%	26.39%	30.52%	100.000%	
Estimated gross carrying amount at default	39,865	2,976	65	(437)	5,163	9,163	39,906	96,701
Twelve months ECL	1,963	447	11	(93)	1,363	2,797	39,906	46,394
TOTAL								**110,873**

2019 — Consumer Segment

In Thousands of Naira	Current	1-30 days Overdue	31-60 days Overdue	61-90 days Overdue	91-180 days Overdue	181-360 days Overdue	361-720 days Overdue	Total
Expected credit loss rate	0.007%	1.800%	3.500%	4.980%	5.940%	6.359%	100.000%	
Estimated gross carrying amount at default	978,337	95,046	11,399	35,821	96,691	125	45,017	1,262,435
Twelve months ECL	72	1,711	399	1,784	5,743	8	45,017	54,734

2019 — Pharmaceutical Segment - Private Companies

In Thousands of Naira	Current	1-30 days Overdue	31-60 days Overdue	61-90 days Overdue	91-180 days Overdue	181-360 days Overdue	361-720 days Overdue	Total
Expected credit loss rate	0.00009%	0.016%	0.057%	0.127%	0.232%	0.406%	100.000%	
Estimated gross carrying amount at default	3,349,668	2,307	(42)	538	-	730	-	3,353,203
Twelve months ECL	3	0	(0)	1	-	3	-	7

2019 — Pharmaceutical Segment - Public Companies

In Thousands of Naira	Current	1-30 days Overdue	31-60 days Overdue	61-90 days Overdue	91-180 days Overdue	181-360 days Overdue	361-720 days Overdue	Total
Expected credit loss rate	0.00%	13.02%	17.20%	28.74%	31.40%	38.98%	100.000%	
Estimated gross carrying amount at default	29,214	1,320	21,768	11,123	2,057	30,570	34,535	130,586
Twelve months ECL	1	172	3,744	3,196	646	11,917	34,535	54,211
TOTAL								**108,952**

In Thousands of Naira	Group & Company	
19.2 Movement in the allowance for doubtful debts	**31 December 2020**	**31 December 2019**
At 1 January	108,952	76,226
Additional provision	73,494	107,989
Recoveries	(71,573)	(75,263)
At 31 December	**110,873**	**108,952**

Note to the Consolidated and Separate Financial Statements Cont'd

For the year ended December 31 2020

In Thousands of Naira	Group		Company	
	31 December 2020	31 December 2019	31 December 2020	31 December 2019
20 Other assets				
Advance to vendor	55,629	3,946	55,629	3,946
Advance to bank for bid	251,248	164,442	251,248	163,550
Prepaid rent	46,550	33,803	46,550	33,803
Prepaid insurance	8,898	17,290	8,898	17,290
Other prepayments	11,450	11,754	11,450	11,754
	373,775	**231,235**	**373,775**	**230,343**
Current	373,775	228,398	373,775	227,596
Non Current	-	2,837	-	2,837
	373,775	**231,235**	**373,775**	**230,433**

21 Cash and cash equivalents

For the purposes of the consolidated and separate statement of cash flows, cash and cash equivalents include cash and bank balances, net of outstanding bank overdrafts. Cash and cash equivalents at the end of the year as shown in the consolidated and separate statement of cash flows can be reconciled to related items in the consolidated and separate statements of financial position as follows:

In Thousands of Naira	Group		Company	
Cash at bank:	31 December 2020	31 December 2019	31 December 2020	31 December 2019
Current account balances	11,161,771	1,210,211	11,161,771	1,210,163
Short term deposit (45-60 days)	-	1,000,000	-	1,000,000
Restricted Cash	1,734,971	1,650,135	1,734,971	1,650,135
Cash and cash equivalents	12,896,742	3,860,346	12,896,742	3,860,298
Bank overdraft	(11,160)	(149,534)	(11,160)	(149,534)
	12,885,582	**3,710,812**	**12,885,582**	**3,710,764**

In Thousands of Naira	Group		Company	
21 Issued capital and premium	31 December 2020	31 December 2019	31 December 2020	31 December 2019
Authorised shares	**Thousands**	**Thousands**	**Thousands**	**Thousands**
Ordinary shares of 50k each	**1,500,000**	**1,500,000**	**1,500,000**	**1,500,000**
	N'000	**N'000**	**N'000**	**N'000**
Ordinary shares of 50k each	**750,000**	**750,000**	**750,000**	**750,000**
22.1 Ordinary shares issued and fully paid				
	Thousands	**Thousands**	**Thousands**	**Thousands**
Ordinary shares of 50k each	**1,195,876**	**1,195,876**	**1,195,876**	**1,195,876**
	N'000	**N'000**	**N'000**	**N'000**
Ordinary shares of 50k each	**597,939**	**597,939**	**597,939**	**597,939**
	N'000	**N'000**	**N'000**	**N'000**
22.2 Share Premium	**51,395**	**51,395**	**51,395**	**51,395**

Note to the Consolidated and Separate Financial Statements Cont'd

For the year ended December 31 2020

In Thousands of Naira	Group		Company	
	31 December 2020	31 December 2019	31 December 2020	31 December 2019
23 Trade and other payables				
Trade payables	746,702	457,415	746,702	456,695
Amounts due to related parties (Note 27)	9,332,079	4,977,609	9,521,727	5,172,265
Unclaimed dividends	1,280,929	1,286,175	1,280,929	1,286,175
Dividend payable (Note 23.1)	582,836	277,541	582,836	277,541
Other payables	528,878	412,040	528,878	217,307
Accruals	1,108,219	1,232,154	1,104,335	1,418,559
	13,579,643	**8,642,934**	**13,765,407**	**8,828,542**
23.1 Dividend Payable				
1 January	277,541	-	277,541	-
Dividend declared	657,732	597,938	657,732	597,938
Dividend paid	(352,437)	(320,397)	(352,437)	(320,397)
31 December	**582,836**	**277,541**	**582,836**	**277,541**

Terms and conditions of the above financial and non-financial liabilities:

- Trade payables are non-interest bearing and are normally settled on 60-day terms.
- Other payables and accruals are non-interest bearing and have an average term of six months.
- Terms and conditions relating to related party receivables are disclosed in Note 25.

The fair values of trade and other payables are equal to their carrying amounts as the impact of discounting is not considered to be significant.

23.2 Unclaimed dividends

These are the amounts returned by the Registrar to the company in line with regulatory requirement.

In Thousands of Naira	Group		Company	
23.3 Pension Contribution	31 December 2020	31 December 2019	31 December 2020	31 December 2019
At 1 January	-	-	-	-
Addition during the year	134,387	71,568	134,387	71,568
Remittance to administrator	(134,387)	(76,199)	(134,387)	(76,199)
Write back	-	4,631	-	4,631
31 December	**-**	**-**	**-**	**-**

In Thousands of Naira	Group & Company	
	31 December 2020	31 December 2019
24 Contract Liabilities		
Advance from customers	9,844	-
Trade incentives	95,762	156,835
	105,606	**156,835**

Note to the Consolidated and Separate Financial Statements Cont'd

For the year ended December 31 2020

25 Share-based payments

Equity-settled share option plan

The Group does not have an equity settled share option plan.

Cash-settled share-based payments

In terms of a long-term incentive plan, the eligible members of senior management are entitled to receive cash settled awards at the end of a three year 'restricted period', provided they remain in continuous employment with the Group for the aforesaid period. The value of such incentive is based on the price of shares of GlaxoSmithKline Plc, UK.

The fair value of the amount payable to employees in respect of long-term incentive plan, which are settled in cash, is recognised as an expense with a corresponding increase in liabilities, over the period during which the employees become unconditionally entitled to payment. The liability is remeasured at each reporting date and at settlement date based on the fair value of the shares of GlaxoSmithKline Plc, UK. Any changes in the liability are recognised in the statement of profit or loss.

The Group has recorded liabilities of N30.7million as at 31 December 2020 (2019: Nil). The Group recorded total expenses of N44.4million in 2020 (2019: Nil) respectively, as shown in the table below:

In Thousands of Naira	Group & Company	
	31 December 2020	31 December 2019
At 1 January	-	-
Expensed during the year	44,442	-
Settlement during the year	(13,712)	-
At 31 December	**30,730**	**-**

26 Lease liabilities (Obligation under leases)

The Company recognised lease liabilities in line with IFRS 16 as analysed below. No liability amount was disclosed separately in 2019.

In Thousands of Naira	Group & Company	
	31 December 2020	31 December 2019
At 1 January	70,176	-
Additionals	103,502	98,553
Accretion of interest	39,150	9,161
Payments	(106,218)	(37,538)
At 31 December	**106,610**	**70,176**
Current	106,610	70,176
Non-current	-	-
	106,610	**70,176**

Note to the Consolidated and Separate Financial Statements Cont'd
For the year ended December 31 2020

27 Related party disclosures

The financial statements include the financial statements of the Company and those of Winster Pharmaceutical Limited, a wholly owned subsidiary which was incorporated in Nigeria. The Group share of the equity of Winster Pharmaceutical Limited remains at 100% throughout all reporting periods shown. There are no restrictions on the ability of the subsidiary to use assets of the Group or settle its obligations.

The following table provides the total amount of transactions that have been entered into with related parties; as well as the outstanding balances for the transactions as at 31 December 2020 and 31 December 2019.

	GROUP AND COMPANY			GROUP				COMPANY			
In Thousands of Naira	Sales of goods to related parties	Purchases from related parties		Amounts owed by related parties		Amounts owed to related parties		Amounts owed by related parties		Amounts owed to related parties	
	31 December 2020	31 December 2020	31 December 2019	31 December 2020	31 December 2019	31 December 2020	31 December 2019	31 December 2020	31 December 2019	31 December 2020	31 December 2019
Subsidiary:											
Winster Pharmaceuticals Limited:	-	-	-	-	-	-	-	-	-	189,648	194,656
Other sister companies:											
GSK Pharmaceutical Nigeria Limited	-	1,854,181	2,044,522	-	-	998,866	756,602	-	-	998,866	756,602
GSK Biological Manufacturing Limited	-	53,973	-			55,942	8,357	-	-	55,942	8,357
GlaxoSmithkline Export Limited UK	-	4,389,711	10,964,613	-	950,289	4,830,881	4,022,138	-	950,289	4,830,881	4,022,138
GlaxoSmithKline Consumer Trading Services (JDE)	-	1,106,468	54,132	198,850	-	432,852	64,422	198,850	-	432,852	64,422
GlaxoSmithkline Limited, Kenya	-	-	-	1,716	7,165			1,716	7,165		
Gw South Africa Pty	-	-	-	-	-	29,747	93,670	-	-	29,747	93,670
GSK CTS Uk	67,697	-	1,098,036	-	922,187	-	-	-	922,187	-	-
GSK OPS UK Area	-	-	-	-	6,108	-	-	-	6,108	-	-
GlaxoSmithKline Consumer Healthcare Pte. Ltd.	-	-	-	32,597	16,498	-	-	32,597	16,498	-	-
GSK Trading Service	-	2,828,746	-	-	-	2,975,274	-	-	-	2,975,274	-
Glaxosmithkline Services Unlimited	-	-	-	-	-	8,517	32,420			8,517	32,420
Total	**67,697**	**10,233,079**	**14,161,304**	**233,163**	**1,902,247**	**9,332,079**	**4,977,609**	**233,163**	**1,902,247**	**9,521,727**	**5,172,265**

Note to the Consolidated and Separate Financial Statements Cont'd

For the year ended December 31 2020

Transactions and balances receivable and payable at the year are further analysed as follows:

In Thousands of Naira	Group		Company	
27 Related party disclosures Cont'd	31 December 2020	31 December 2019	31 December 2020	31 December 2019
Receivable from related parties:				
Local	-	-	-	-
Foreign	233,163	1,902,247	233,163	1,902,247
	233,163	**1,902,247**	**233,163**	**1,902,247**
Payable to related parties:				
Local	998,866	756,602	1,188,514	951,258
Foreign	8,333,213	4,221,007	8,33,213	4,221,007
	9,332,079	**4,977,609**	**9,521,727**	**5,172,265**

There were sales to related parties in the year of N68million for the year ended 31 December 2020 (2019: nil).

The ultimate parent company

The ultimate parent company of the Group is GlaxoSmithKline Plc, United Kingdom.

Terms and conditions of transactions with related parties

Purchases from related parties are for inventory items as well as IT support services provided.

The Company received credit notes from the trading partners (GSK group) for pricing adjustment amounting to N170million (2019: N1.5billion) applied to cost of sales in (Note 6b).

Outstanding balances at the year-end are unsecured and interest free. There have been no guarantees provided or received for any related party receivables or payables. For the period ended 31 December 2020, the Group has not recorded any impairment of receivables relating to amounts owed by related parties (2019: nil). This assessment is undertaken each financial year by examining the financial position of the related party and the market in which the related party operates.

In Thousands of Naira	Group		Company	
28 Compensation of key management personnel of the Group	31 December 2020	31 December 2019	31 December 2020	31 December 2019
Short-term employee benefits	205,909	201,842	205,909	201,842
Defined contribution	12,999	15,898	12,999	15,898
Total compensation paid to key management personnel	**218,908**	**217,740**	**218,908**	**217,740**

The amounts disclosed in the table above are the amounts recognised as an expense during the reporting period related to key management personnel.

Key management includes directors and members of senior management.

Other than the disclosures already shown above, there were no other transactions with key management personnel in the year (2019: nil).

	Group & Company	
29 Directors and employees information	31 December 2020 (in Numbers)	31 December 2019 (in Numbers)
29.1 Employees		
Administration	26	31
Sales and distribution	24	22
Marketing	3	4
Production	60	68
	113	**125**

Winster Pharmaceuticals Limited does not have employees.

Note to the Consolidated and Separate Financial Statements Cont'd
For the year ended December 31 2020

The number of employees of the Company, other than directors, who earned more than N2m in the year were as follows:

Naira			Group & Company	
			31 December 2020 (in Numbers)	31 December 2019 (in Numbers)
2,000,001	to	2,500,000	-	-
2,500,001	to	3,000,000	7	10
3,000,001	to	3,500,000	9	9
3,500,001	to	4,000,000	15	21
4,000,001	to	4,500,000	9	14
4,500,001	to	5,000,000	3	5
5,000,001	to	5,500,000	-	3
5,500,001	to	6,000,000	3	6
6,000,001	and above		67	57
			113	**125**

29.2 Directors

	In Thousands of Naira	
The remuneration paid to directors of the Group was:	**73,704**	**64,461**

Fees and other emoluments disclosed above (including pension contribution) includes amounts paid to:

	Group & Company	
	31 December 2020 (in Numbers)	31 December 2019 (in Numbers)
The Chairman	**8,112**	**8,612**
The highest paid director	**43,190**	**36,960**

The number of directors including the Chairman and the highest paid director who received fees and other emoluments including pension contributions is as follows:

Naira			Group & Company	
			31 December 2020 (in Numbers)	31 December 2019 (in Numbers)
-	to	1,000,000	4	5
1,000,001	to	2,000,000	-	-
2,000,001	to	3,000,000	-	-
3,000,001	to	8,000,000	2	3
8,000,001	to	9,000,000	1	1
9,000,001	to	30,000,000	-	-
30,000,001	and above		2	1
			9	**10**

30 Contingent liabilities

Legal claim contingency

The Group is currently involved in some civil actions in court either as defendant, co-defendant or as plaintiff including those arising from ex-employees' actions after the divestment of the drinks business. The cases are at various stages of adjudication and our solicitors are adequately protecting and promoting our interest. The Group has a total contingent liability amounting to N100 million (2019: N64 million). Based on the facts, it is the opinion of the directors that the effect of the current actions will not be material.

Note to the Consolidated and Separate Financial Statements Cont'd

For the year ended December 31 2020

31 Financial risk management objectives and policies

The Group is exposed to market risk, credit risk and liquidity risk.

The Group's senior management oversees the management of these risks. The Group's senior management is supported by a Finance Committee that advises on financial risks and the appropriate financial risk governance framework for the Group. The Finance committee provides assurance to the Group's senior management that the Group's financial risk-taking activities are governed by appropriate policies and procedures and that financial risks are identified, measured and managed in accordance with Group policies and risk appetite.

The Board of Directors reviews and agrees policies for managing each of these risks which are summarised below.

Market risk

Market risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in market prices. Market prices comprise four types of risk: interest rate risk, currency risk, commodity price risk and other price risk. Financial instruments affected by market risk are mainly the Group's loans and receivables and short-term deposits.

(i) Interest rate risk

The Group places surplus funds with its Group Corporate bankers on short term basis. The transaction is strictly between the bank and the Group at a fixed interest rate paid upfront and not affected by fluctuations in rates during the tenor. Each fixed deposit is covered by a certificate of deposit issued by the bank.

(ii) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (i.e. When revenue/expense and asset/liabilities are denominated in a different currency from the Group's functional currency), the Group's exposure for the reporting periods shown is mainly due to related party receivables and payables denominated in foreign currencies.

The Group manages its foreign currency risk by converting its transactions denominated in foreign currency to its functional currency on the date of receipt of invoice and records any exchange gain or loss on settlement of the invoice as they arise, without hedging. The Group invoices goods to its foreign third party in the functional currency - the Nigerian Naira (NGN). The Group's foreign currency risk is mainly as a result of exposure to the GBP and USD and arises predominantly as a result of amounts receivable and payable to related parties.

In Thousands of Naira	Assets		Liabilities	
	2020	2019	2020	2019
USD	560,012	2,311,888	9,216,005	4,534,329
GBP	81,958	28,511	8,517	102,420
Others	-	-	35,808	99,575

The following table details the Group's sensitivity to a 10% increase/decrease in Naira against relevant foreign currencies. The sensitivity analysis includes only outstanding foreign currency denominated monetary items. The sensitivity analysis includes loans to foreign related parties within the Group where the denomination of the loan is in a currency other than the functional currency of the lender or borrower.

In Thousands	USD Impact		GBP Impact		Others	
	2020	2019	2020	2019	2020	2019
	865,599	453,433	(7,344)	2,851	3,581	9,957

The only subsidiary (Winster Pharmaceuticals) does not have any balances denominated in foreign currencies.

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Credit risk

Credit risk is the risk that a counterparty will not meet its obligations under a financial instrument or customer contract, leading to a financial loss. The Group is exposed to credit risk from its operating activities (primarily for trade receivables) and cash and short-term deposit, including deposits with banks, amount due from related parties and staff loans.

The Group manages employee loans by ensuring that each employee does not exceed a loan greater than one-third of his or her net pay, and only employees who meet this requirement receives a loan facility from the Company. Additionally, any employee granted a loan in excess of the above limit must have a staff benefit (defined benefit) as collateral.

In Thousands of Naira	Credit rating by counter party								
	Unrated	BBB	B	AAA	AA-	B+	A-	A+	Total
Group									
Cash in bank and short term deposits (2020)	-	-	-	-	8,600,766	-	12	4,295,964	**12,896,742**
Cash in bank and short term deposits (2019)	-	-	-	-	2,035,755	517,567	12	1,307,012	**3,860,346**
Company									
Cash in bank and short term deposits (2020)	-	-	-	-	8,600,766	-	12	4,295,964	**12,896,742**
Cash in bank and short term deposits (2019)	-	-	-	-	2,035,707	517,567	12	1,307,012	**3,860,298**

Customer credit risk is managed by each business unit subject to the Group's established policy, procedures and controls relating to customer credit risk management. Credit quality of the customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment, the Group uses a single credit rating for all its customers. Outstanding customer receivables are regularly monitored by the credit control unit and management conducts frequent reviews. Any shipments to major customers are generally within the credit limits approved by management based on the independent risk assessment of each customer.

The credit terms to customers is short to ensure adequate monitoring and early detection of delinquency. At 31 December 2020, the Group had 88 customers. One customer owed the Group N3.58billion which represents 84% of the Group's total trade receivables. The customer's debt is covered by a bank guarantee from a reputable bank. The Group evaluates the concentration of risk with respect to trade receivables as low, as its customers operate in largely independent industries and are located in different jurisdictions.

The directors are of the opinion that there is no credit risk in relation to related party receivables. The Group is in total control of all decisions made by the subsidiary. Historically the parent company has not defaulted in fulfilling its obligations to the Group. Monthly reconciliation and confirmation of balances are carried out with all related parties.

Credit quality policies and procedures as well as management's assessment of the quality of financial assets is the same for all periods presented, except where shown otherwise.

Liquidity risk

The Group monitors its risk to shortage of funds using a recurring liquidity planning tool. The objective is to maintain a balance between working capital and medium-term business expansion funding requirements. Access to sources of short and medium-term funding is sufficiently available, and the Group has secured adequate overdraft facilities with its bankers which have rarely been utilised.

Note to the Consolidated and Separate Financial Statements Cont'd

For the year ended December 31 2020

In Thousands of Naira	On demand	3 to 12 months	Total
Group			
As at 31 December 2020			
Borrowings (Note 21)	-	11,160	11,160
Trade and other payables (Note 23)	-	13,579,643	13,579,643
Lease liabilities (Note 26)	-	106,610	106,610
Contract liabilities (Note 24)	-	105,606	105,606
	-	**13,803,019**	**13,803,019**
As at 31 December 2019			
Borrowings (Note 21)	-	149,534	149,534
Trade and other payables (Note 23)	-	8,642,934	8,642,934
Lease liabilities (Note 26)	-	70,176	70,176
Contract liabilities (Note 24)	-	156,835	156,835
	-	**9,019,479**	**9,019,479**
Company			
As at 31 December 2020			
Borrowings (Note 21)	-	11,160	11,160
Trade and other payables (Note 23)	-	13,765,407	13,765,407
Lease liabilities (Note 26)	-	106,610	106,610
Contract liabilities (Note 24)	-	105,606	105,606
	-	**13,988,783**	**13,988,783**
As at 31 December 2019			
Borrowings (Note 21)	-	149,534	149,534
Trade and other payables (Note 23)	-	8,828,542	8,828,542
Lease liabilities (Note 26)	-	70,176	70,176
Contract liabilities (Note 24)	-	156,835	156,835
	-	**9,205,087**	**9,205,087**

All financial assets (trade and other receivables, and cash and short-term deposits) are classified as loans and receivables.

All financial liabilities (trade and other payables) are classified as financial liabilities at amortised cost.

Financial instrument fair value estimation

a) Financial instrument fair value estimation

The Group holds a number of financial assets.

Fair values of financial assets and financial liabilities

Financial assets utilised by the Group during the years ended 31 December 2020 and 31 December 2019, together with information regarding the methods and assumptions used to calculate fair values, can be summarised as follows:

Current assets and liabilities – Financial instruments/assets included within current assets and liabilities (excluding cash) are generally short-term in nature and accordingly their fair values approximate to their book values.

Cash – The carrying value of cash approximates to its fair value because of its short-term nature.

In deriving the fair value, the financial instruments/assets are classified as level 1, 2 or 3 depending on the valuation method applied in determining their fair value.

The different levels have been defined as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.

Level 2: Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either direct (that is, as prices) or indirectly (that is, derived from prices).

Level 3: Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs).

b) Financial liabilities and assets

Set out below is a comparison by category of the carrying values and fair values of all the Group's financial assets and financial liabilities as at 31 December 2020 and 31 December 2019. None of the financial assets and liabilities has been reclassified during the year.

	Group		Company	
in Thousands of Naira	Carrying amount and fair value 2020	Carrying amount and fair value 2019	Carrying amount and fair value 2020	Carrying amount and fair value 2019
Loans and receivables				
- Cash and bank balances	12,896,742	3,860,346	12,896,742	3,860,298
- Trade and other receivables (excluding non-financial assets)	4,649,954	6,680,412	4,649,954	6,680,412
	17,546,696	**10,540,758**	**17,546,696**	**10,540,710**
Financial liabilities				
- Trade and other payables (except non-financial liabilities) (Note 23)	13,579,643	8,642,934	13,765,407	8,828,542
- Lease liabilities (Note 26)	106,610	70,176	106,610	70,176
- Contract liabilities (Note 24)	105,606	156,835	105,606	156,835
- Borrowings (Note 21)	11,160	149,534	11,160	149,534
	13,803,019	**9,019,479**	**13,988,783**	**9,205,087**

Capital management

Capital includes equity attributable to the equity holders of the parent.

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholder value.

The Group manages its capital structure and makes adjustments to it in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders or issue new shares.

No changes were made in the objectives, policies or processes for managing capital during the year ended 31 December 2020.

The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group's policy is to keep the gearing ratio within a reasonable level. The Group includes within net debt, interest bearing loans and borrowings, trade and other payables, less cash and cash equivalents.

Note to the Consolidated and Separate Financial Statements Cont'd
For the year ended December 31 2020

In Thousands of Naira	Group		Company	
	31 December 2020	31 December 2019	31 December 2020	31 December 2019
Trade and other payables (except non-financial liabilities) (Note 23)	13,579,643	8,642,934	13,765,407	8,828,542
Lease liabilities (Note 26)	106,610	70,176	106,610	70,176
Contract liabilities (Note 24)	105,606	156,835	105,606	156,835
Borrowings (Note 21)	11,160	149,534	11,160	149,534
	13,803,019	9,019,479	13,988,783	9,205,087
Less: cash and bank balances (Note 21)	12,896,742	3,860,346	12,896,742	3,860,298
	906,277	5,159,133	1,092,041	5,344,789
Equity	9,118,990	9,153,068	8,947,143	8,980,425
Capital and net debt	10,025,267	14,312,201	10,039,173	14,325,215
	9%	**36%**	**11%**	**37%**

32 Fair Value of Financial Instrument
The Directors consider that the carrying amounts of financial assets and financial liabilities recorded in the financial statements approximate their fair values.

33 COVID-19 Impact Assessment
COVID-19 pandemic and drop in global oil prices have impacted the global economy in 2020 and the following are some of the impacts on GSK's business:

a. Government imposed lockdown and other movement restrictions thus impacting revenue growth activity.

b. Limited availability of Forex and increased cost of the same placed additional pressure on our inbound shipments for inventory replenishments and production materials.

c. Ancillary costs like freight in the short term leading to additional cost of production.

GSK continues to support local and global efforts to tackle the virus while closely monitoring developments around this to enable us respond appropriately to potential risks.

34 Events after the reporting date
There were no events occurring after the reporting period that could have a material effect on the state of affairs of the Group as at 31 December 2020 which have not been adequately provided for or disclosed in these financial statements.

35 Financial commitments
The Group makes use of letter of credits to import products used in the course of production and other materials. The total value of open letters of credit as at 31 December 2020 was N114.9million (2019: 794.7million).

36 Restructure of supply chain operating model
On 2 April 2019, the Group announced the approval of a restructuring of GSK's operating model to better serve Nigerian patients and consumers. The restructuring will be effective Q3 2021 and it involves working with local contract manufacturers for the supply of GSK's products, where possible. The local contract manufacturer selected by the Group is Fidson Healthcare Plc.

As at 31 December 2020, the Directors had not made a final decision on whether the manufacturing assets will be disposed.

37 Going concern
The Directors have made an assessment of the Group and Company's ability to continue as a going concern and have no reason to believe the Group and Company will not remain a going concern in the year ahead.

Other National Disclosure

Consolidated and Separate Statement of Value Added

	Group				Company			
	2020 N'000	%	2019 N'000	%	2020 N'000	%	2019 N'000	%
Turnover	21,295,249		20,760,320		21,295,249		20,760,320	
Other income	238,193		378,913		232,455		378,388	
	21,533,442		21,139,233		21,527,704		21,138,708	
Bought-in-materials								
- Local	(8,629,319)		(8,465,091)		(8,626,269)		(8,460,662)	
- Imported	(9,830,790)		(9,643,698)		(9,827,318)		(9,638,652)	
	(18,460,109)		(18,108,789)		(18,453,587)		(18,099,314)	
Value added	**3,073,333**	**100%**	**3,030,444**	**100%**	**3,074,117**	**100%**	**3,039,394**	**100%**
Applied as follows:								
Employees								
Salaries and benefits	1,593,139	52%	1,510,377	50%	1,593,139	52%	1,510,377	50%
Provider of funds								
Interest	-		-					
Government								
Taxation	748,103	24%	440,157	15%	748,103	24%	440,157	14%
The Future								
Depreciation	479,972	16%	350,736	12%	479,972	16%	350,736	12%
Profit or loss account	622,230	20%	917,104	30%	623,014	20%	926,054	30%
Deferred tax credit	(370,111)	(12%)	(187,930)	(6%)	(370,111)	(12%)	(187,930)	(6%)
	3,073,333	**100%**	**3,030,444**	**100%**	**3,074,117**	**100%**	**3,039,394**	**100%**

Value added represents the additional wealth which the Group and Company have been able to create by its own and its subsidiary's effort. The Statement shows the allocation of that wealth to employees, government, providers of funds and that retained for future creation of more wealth. This statement is based on continuing operations.

Five Years Financial Summary - The Group
For the year ended December 31 2020

In Thousands of Naira	2020	2019	2018	2017	2016
Assets employed					
Non-current assets	2,532,752	2,391,267	2,361,743	2,314,920	2,761,731
Net current assets	6,616,968	6,761,801	6,578,125	14,857,167	14,282,986
Deferred tax liability	-	-	(107,085)	-	-
Share based payment liability	(30,730)	-	-	-	-
Retirement benefits	-	-	-	-	(302)
	9,118,990	**9,153,068**	**8,832,783**	**17,172,087**	**17,044,415**
Financed by					
Share capital	597,939	597,939	597,939	597,939	597,939
Share premium	51,395	51,395	51,395	51,395	51,395
Retained earnings	8,469,656	8,503,734	8,183,449	16,522,753	16,395,081
	9,118,990	**9,153,068**	**8,832,783**	**17,172,087**	**17,044,415**
Turnover and Profit					
Turnover	21,295,249	20,760,320	18,411,475	16,089,728	14,384,785
Gross profit	5,914,756	6,052,300	5,928,151	4,479,568	8,966,411
Profit before interest charges and taxation	1,039,372	1,169,331	1,160,154	1,124,269	185,999
Interest charges	(39,150)			-	(108)
Profit before taxation	1,000,222	1,169,331	1,160,154	1,124,269	185,891
Taxation	(377,992)	(252,227)	(542,530)	(637,836)	2,192,254
Profit for the year	**622,230**	**917,104**	**617,624**	**486,433**	**2,378,145**
Profit before taxation as a percentage of turnover	5%	6%	7%	1%	7%
Proposed dividend***	478,351	657,732	597,938	478,351	358,761
Dividend per share (kobo)	40	55	50	40	30
Earnings per share (kobo)	52	77	52	41	199

*** Proposed dividend represents dividend for the current year but declared and paid during the following year.

Five Years Financial Summary - The Company

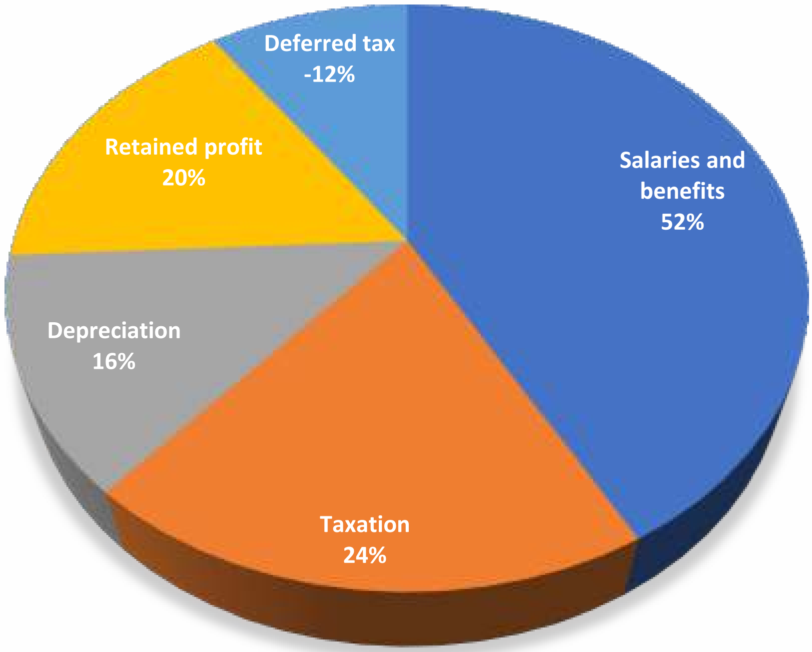
For the year ended December 31 2020

In Thousands of Naira	2020	2019	2018	2017	2016
Assets employed					
Non-current assets	2,532,912	2,391,427	2,361,903	2,315,080	2,124,055
Net current assets	6,444,950	6,588,998	6,396,373	14,665,137	14,092,089
Deferred tax liability	-	-	(107,085)	-	-
Share based payment liability	(30,730)	-	-	-	-
Retirement benefits	-	-	-	-	(302)
	8,947,132	**8,980,425**	**8,651,191**	**16,980,217**	**16,853,678**
Financed by					
Share capital	597,939	597,939	597,939	597,939	597,939
Share premium	51,395	51,395	51,395	51,395	51,395
Retained earnings	8,297,798	8,331,091	8,001,857	16,330,883	16,204,344
	8,947,132	**8,980,425**	**8,651,191**	**16,980,217**	**16,853,678**
Turnover and Profit					
Turnover	21,295,249	20,760,320	18,411,475	16,089,728	14,384,785
Gross profit	5,914,756	6,052,300	6,052,300	4,479,568	8,966,411
Profit before interest charges and taxation	1,040,156	1,178,281	1,160,824	1,123,136	185,999
Interest charges	(39,150)	-	-	-	(108)
Profit before taxation	1,001,006	1,178,281	1,160,824	1,123,136	185,891
Taxation	(377,992)	(252,227)	(542,435)	(637,836)	2,192,254
Profit for the year	**623,014**	**926,054**	**618,389**	**485,300**	**2,378,145**
Profit before taxation as a percentage of turnover	5%	6%	6%	3%	17%
Proposed dividend***	478,351	657,732	657,732	478,351	358,761
Dividend per share (kobo)	40	55	50	40	30
Earnings per share (kobo)	**52**	**77**	**52**	**41**	**199**

*** Proposed dividend represents dividend for the current year but declared and paid during the following year.

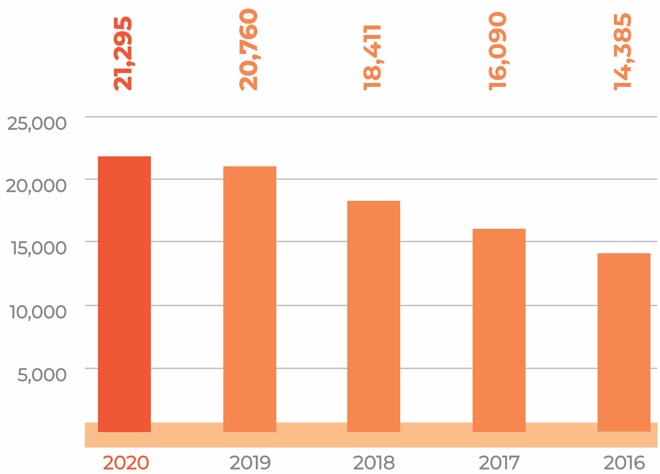
Statement of Value Added
For the year ended December 31 2020

Salaries and benefits	52%
Taxation	24%
Depreciation	16%
Retained profit	20%
Deferred tax	-12%

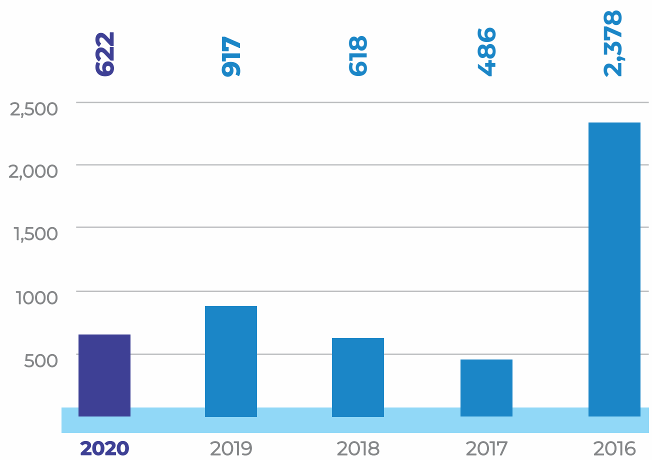


Five Year Financial Trend
For the year ended December 31 2020

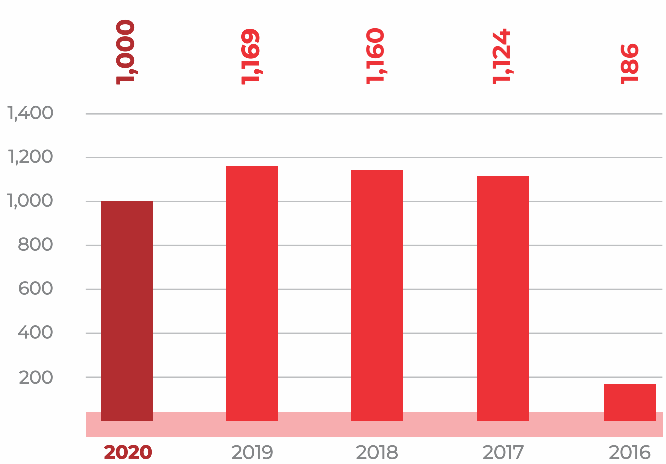
Turnover
(in millions of Naira)



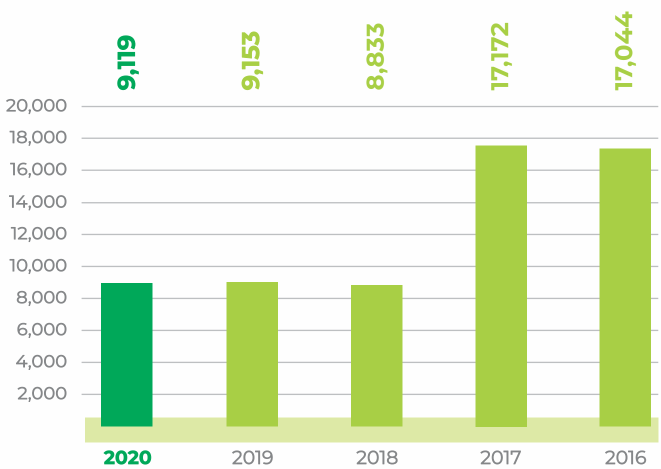
Profit After Tax
(in millions of Naira)



Profit Before Tax
(in millions of Naira)



Shareholders' Funds
(in millions of Naira)



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Share Capital History

YEAR	AUTHORIZED SHARE CAPITAL	VALUE (NAIRA)	FULLY ISSUED SHARE CAPITAL	VALUE (NAIRA)	DESCRIPTION
1980	8,000,100	4,000,050	11,717,386	5,858,693	
1981	16,000,144	8,000,072	23,434,772	11,717,386	BONUS:1:1
1982	16,000,144	8,000,072	23,434,772	11,717,386	
1983	16,000,144	8,000,072	23,434,772	11,717,386	
1984	32,000,176	16,000,088	46,869,544	23,434,772	BONUS:1:1
1985	32,000,176	16,000,088	46,869,544	23,434,772	
1986	32,000,176	16,000,088	46,869,544	23,434,772	
1987	32,000,176	16,000,088	46,869,544	23,434,772	
1988	56,000,308	28,000,154	82,021,706	41,010,853	BONUS:3:4
1989	56,000,308	28,000,154	82,021,706	41,010,853	
1990	84,000,462	42,000,231	123,032,560	61,516,280	BONUS:1:2
1991	84,000,462	42,000,231	123,032,560	61,516,280	
1992	126,000,694	63,000,347	184,548,840	92,274,420	BONUS:1:2
1993	126,000,694	63,000,347	184,548,840	92,274,420	
1994	252,001,388	126,000,694	369,097,680	184,548,840	BONUS:1:1
1995	400,000,000	200,000,000	553,646,520	276,823,260	BONUS:1:2
1996	800,000,000	400,000,000	664,375,827	332,187,914	BONUS:1:5
1997	800,000,000	400,000,000	664,375,827	332,187,914	
1998	800,000,000	400,000,000	664,375,827	332,187,914	
1999	800,000,000	400,000,000	797,250,992	332,187,914	BONUS:1:5
2000	800,000,000	400,000,000	797,250,992	398,625,496	
2001	800,000,000	400,000,000	797,250,992	398,625,496	
2002	800,000,000	400,000,000	797,250,992	398,625,496	
2003	800,000,000	400,000,000	797,250,992	398,625,496	
2004	800,000,000	400,000,000	797,250,992	398,625,496	
2005	960,000,000	480,000,000	956,701,190	478,350,595	BONUS:1:5
2006	960,000,000	480,000,000	956,701,190	478,350,595	
2007	960,000,000	480,000,000	956,701,190	478,350,595	
2008	960,000,000	480,000,000	956,701,190	478,350,595	
2009	960,000,000	480,000,000	956,701,190	478,350,595	
2010	960,000,000	480,000,000	956,701,190	478,350,595	
2011	960,000,000	480,000,000	956,701,190	478,350,595	
2012	960,000,000	480,000,000	956,701,190	478,350,595	
2013	960,000,000	480,000,000	956,701,190	478,350,595	
2014	960,000,000	480,000,000	956,701,190	478,350,595	
2015	960,000,000	480,000,000	956,701,190	478,350,595	
2016	1,500,000,000	750,000,000	1,195,876,488	597,938,244	BONUS 1:4
2017	1,500,000,000	750,000,000	1,195,876,488	597,938,244	
2018	1,500,000,000	750,000,000	1,195,876,488	597,938,244	
2019	1,500,000,000	750,000,000	1,195,876,488	597,938,244	
2020	1,500,000,000	750,000,000	1,195,876,488	597,938,244	

Shareholders' Information

For the year ended December 31 2020

Bonus History

DATE ISSUED	NUMBER ISSUED (UNIT)	BONUS RATIO
1979	500,003	BONUS: 1:3
1981	8,000,044	BONUS:1:1
1984	16,000,088	BONUS:1:1
1988	24,000,132	BONUS:3:4
1990	28,000,154	BONUS:1:2
1992	42,000,231	BONUS:1:2
1994	126,000,693	BONUS:1:1
1995	126,000,693	BONUS:1:2
1996	75,600,416	BONUS:1:5
1999	132,875,166	BONUS:1:5
2005	159,450,199	BONUS:1:5
2015	239,175,298	BONUS: 1:4

Ten-Year Dividend History

YEAR	DIVIDEND NOS	DIVIDEND PAID (GROSS) (N '000)	DIVIDEND PER SHARE (KOBO)	DATE PAID
2008	31	574,020,714.00	0.60	5/22/2009
2009	32	717,525,892.50	0.75	5/26/2010
2010	33	1,148,041,428.00	1.20	5/25/2011
2011	34	1,148,041,428.00	1.20	5/25/2012
2012	35	1,243,711,547.00	1.30	5/24/2013
2013	36	1,243,711,547.00	1.30	6/12/2014
2014	37	717,525,892.50	0.75	6/12/2015
2015	38	358,762,946.40	0.30	7/5/2016
2015	39	717,525,892.80	0.60	10/12/2016
2016	40	358,762,946.40	0.30	7/1/2017
2017	41	8,490,723,064.80	7.10	5/25/2018
2017	42	478,350,595.20	0.40	5/25/2018
2018	43	597,938,243.50	0.50	5/24/2019
2019	44	657,732,068.40	0.55	7/24/2020

Unclaimed Dividend as at 31/12/2020

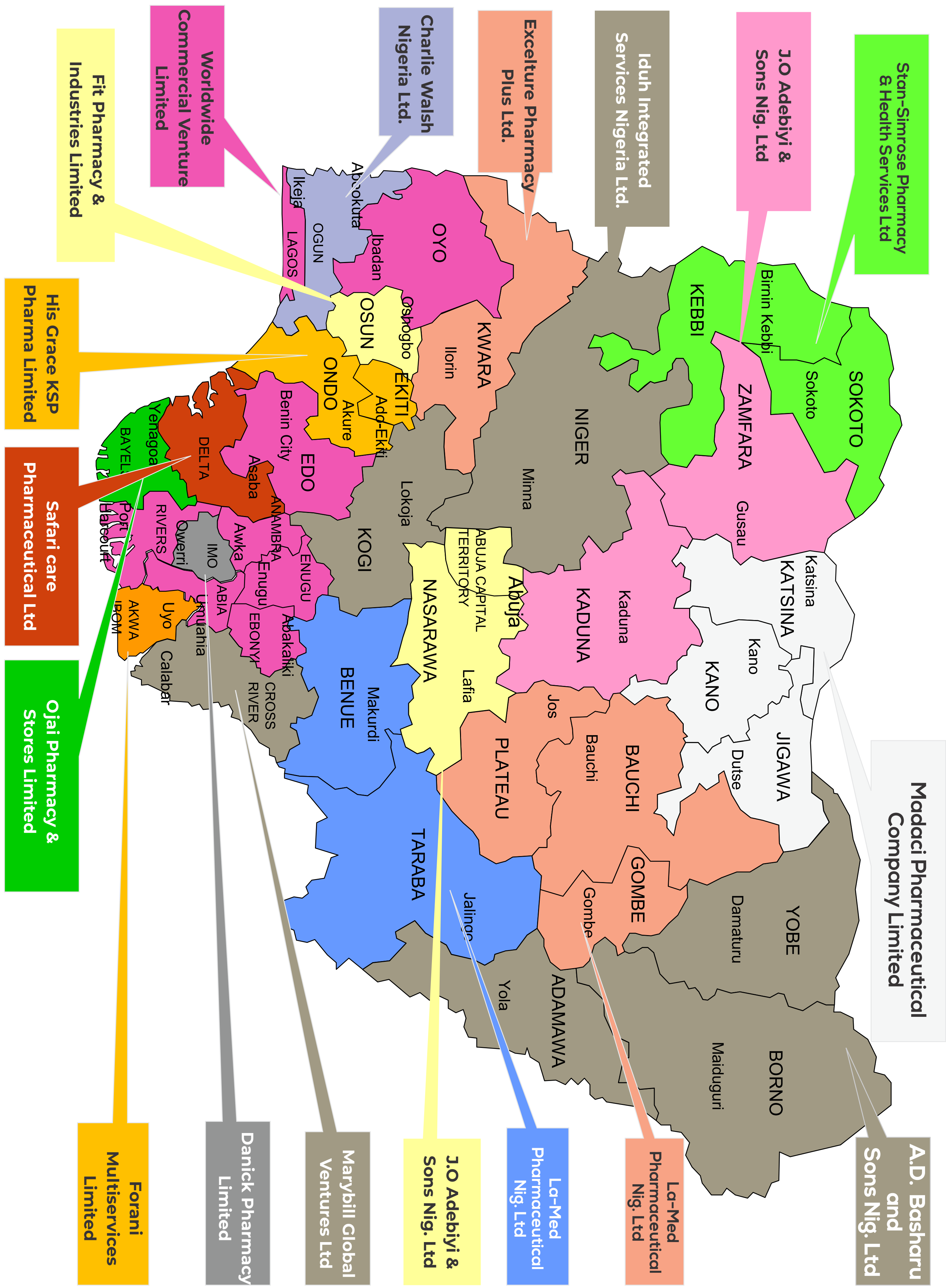
YEAR	AMOUNT UNCLAIMED (N)
2009	22,690,127.70
2010	27,551,019.84
2011	105,968,625.84
2012	69,214,233.24
2013	72,219,123.99
2014	69,346,685.07
2015	38,485,062.63
2016	26,008,777.80
2016	50,960,463.00
2017	29,912,047.50
2018	739,340,081.89
2018	46,174,285.20
2019	56,578,776.40
2020	76,273,722.69
TOTAL	**1,430,723,032.79**

For Unclaimed Dividend,

Contact:

The Managing Director
Greenwich Registrars and Data Solutions Limited,
274, Murtala Muhammed Way,
Yaba,
P.M.B. 12717,
Lagos.

GSK Distributors Footprint



2020 in Retrospect

GSK 49th Annual General Meeting


The Directors and the Company Secretary at the 49th Annual General Meeting

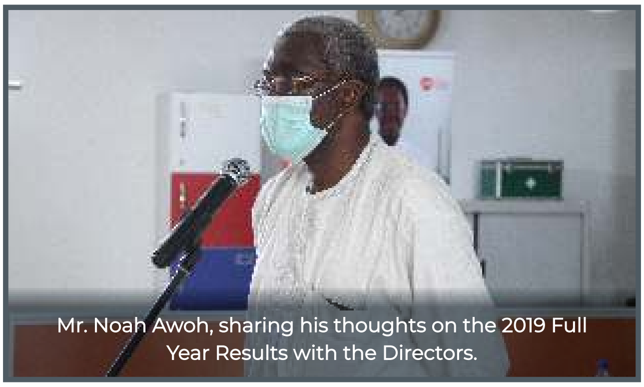

Mr. Taiwo Kashimawo, Chairman of the Statutory Audit Committe, reading the Audit Committee Report at the 49th Annual General Meeting


L-R: Mr. Samuel Kuye, A Non-Executive Director of GSK Consumer Nigeria Plc; Mr. Kolawole Durotoye and Sir Sunny Nwosu


Proxies voting by show of hands at the 49th Annual General Meeting


L-R: Ms. Anne Mutuah, a representative of Greenwich Registrars and Data Solutions Ltd.; Mr. Bosco Kirugi, Finance Director GSK Consumer Nigeria Plc and Ms. Obi Chiki-Ijegbulem, Managing Director, Greenwich Registrars and Data Solutions Ltd.


Ms. Lillian Dako, representative of the NGX Regulators formerly NSE


Mr. Noah Awoh, sharing his thoughts on the 2019 Full Year Results with the Directors.

GSK Nigeria Covid Intervention

Through the Nigerian Representatives of Overseas Pharmaceutical Manufacturers (NIROPHARM)

We made a donation of **Personal Protective Equipment (PPEs)**

1,000 Units	3650 Units
KN95	3 Ply Surgical Mask

Through Niropharm to the Nigeria Covid-19 Presidential task force (PTF) at the Federal Government Central Medical Store at Lagos, Cappa Lagos State.

Through Pharmaceutical Manufacturing Group of the Manufacturing Association of Nigeria (PMG-MAN)

This donation was done directly to the Nigeria Covid-19 Presidential Task force (PTF) at Abuja.

We made a donation of **Personal Protective Equipment (PPEs)**

1,000 Units	3650 Units
KN95	3 Ply Surgical Mask

GSK in partnership with Save the Children

gsk GlaxoSmithKline

Save the Children.

We donated Inspection Prevention and Control (IPC) commodities and Personal Protective Equipment (PPEs) worth over N100million to over 50 primary healthcare facilities in Lagos and Jigawa states.

INSPIRING Project

In Nigeria, during this reporting period, GSK, Save the Children and our research partners (University College London, University College Hospital Ibadan, the Karolinksa Institute, John Hopkins University and Murdoch Children's Research Institute) have:

Conducted proof-reading, costing and dissemination of the National Pneumonia Strategy; celebrated World Pneumonia Day at national and state levels.

Trained **445** clinical and non-clinical health workers in infection prevention and control in Lagos and Jigawa.
10 Health workers(HWs) were trained as trainers.

Donated Infection Prevention and control materials and PPEs to over **60** healthcare facilities in Lagos and Jigawa

Installed a piped oxygen system and donated 20 oxygen cylinders to Dutse General Hospital in Jigawa State, and repaired Oxygen Concentrators and Pulse Oximeters.

Trained 134 HWs in Pulse Oximetry and Oxygen Therapy in Lagos and Jigawa.

Established Oxygen Desk in Jigawa State

Conducted follow up visits to discuss radio programmes

Designed and implemented Participatory Learning and Action(PLAC) through Radio messaging.

25episodes on COVID-19, Pneumonia, Malaria and Malnutrition were aired in Kiyawa LGA and beyond.

Procured and distributed **1,650** radio receivers to facilitate continuous listening of radio programmes.Distributed Tippy Taps (Handwashing devices) to same households

Trained 27 Community Supervisors to oversee 66 Community Health Volunteers(CHVs) that led our community engagement efforts in Kiyawa LGA in Jigawa.

Letter from Greenwich Registrars

Dear Shareholder,

Introducing the E-dividend Mandate Management System (E-DMMS).

We are pleased to inform you that dividends on your shareholdings can now be paid directly into your preferred Bank Account.

This is made possible with the e-Dividend Mandate Platform that allows you to register/validate your e-dividend at any bank branches nationwide or at any of the {name of registrar} Registrars offices.

The platform also provides you a quick and convenient way to enjoy the benefits of the direct cash settlement (DCS) from your Registrars, whilst minimizing the incidents of unclaimed dividends.

Please visit any bank branches nationwide or any of the Greenwich registrars' offices or visit http://www.gtlregistrars.com.

It is easy and it is a one-off exercise!!!

The Managing Director
Greenwich Registrars & Data Solutions Limited
(Formerly GTL Registrars Ltd)
274, Murtala Muhammed Way
Yaba
P.M.B. 12717
Lagos.

GREENWICH REGISTRARS & DATA SOLUTIONS

Affix Current Passport Photograph

E-DIVIDEND MANDATE ACTIVATION FORM

Date DD MM YY

Instructions

Please complete **all sections** of this form to make it eligible for processing and return to the address below:

The Registrar
Greenwich Registrars & Data Solutions Limited
274 Murtala Muhammed Way, Yaba, Lagos

Bank Mandate Information

I\We hereby request that henceforth, all the Dividend Payment(s) due to me\us from my\our holdings in all the companies ticked at the right hand column be credited directly to my\our bank detailed below:

Bank Verification Number	
Bank Name	
Bank Account Number	
Account Opening Date	DD MM YY

Shareholders Account Information

Surname/Company Name	First Name	Other Name(s)

Address

City	State	Country

Previous Address (if any)

CSCS Clearing House Number	Email Address
Mobile Number (1)	**Mobile Number (2)**
Shareholder's Signature	**2nd Signatory** (Joint/Company Accounts)

Company Seal (if applicable)

By signing above, the Grantee(s) consents that the Company may process the Grantee's personal data, including name, BVN, address, telephone number and any other relevant information/documentation provided during the course of this transaction. Also, the Data may also be disclosed to a third party for the purpose of processing the transaction.

Only Clearing Banks Are Acceptable

Tick	Company Name	Shareholders Account No.
	11 PLC	
	2LP Management Company Limited Series 1	
	Abplast Products PLC	
	Allianz Nigeria Plc (erstwhile Union Assurance Company Limited; Ensure Insurance)	
	Aluminum Extrusion PLC	
	Axxela Bond	
	Cashew Nuts Processing Industries PLC	
	Chellarams PLC	
	Christlieb PLC	
	DANA Group of Companies PLC Series 1 & 2	
	DN Tyre & Rubber PLC	
	Ekiti State Bond Tranche 2	
	Ekiti State Government Bond	
	EKOCORP PLC	
	Eterna PLC	
	FAN Milk PLC	
	General Telecoms PLC	
	GlaxoSmithKline Nigeria PLC	
	Global Biofuel Nigeria LTD	
	Great Nigeria Insurance PLC	
	Greenwich Alpha ETF	
	Greenwich Money Market Fund	
	Ikeja Hotels PLC	
	Impresit Bakolori PLC	
	Industrial & General Insurance PLC	
	IPWA PLC	
	John Holts PLC	
	Julius Berger Nigeria PLC	
	Kajola Integrated & Investment Company PLC	
	Lennard Nigeria PLC	
	Local Contractors Receivables Bond Tranche 1, 2 & 3	
	Meyer PLC	
	Municipality Waste Management Contractors Limited Series I,II & III	
	Nestle Nigeria PLC	
	Nigeria Cement Company PLC	
	Nigeria Entertainment Fund	
	Nigeria Reinsurance	
	Nigerian Enamelware PLC	
	Nigerian Lamp & Industries	
	Nigerian Wire & Cable PLC	
	Nova Bond Series I	
	Okitipupa Oil Palm PLC	
	Oluwa Glass Company	
	Primero BRT Securitization SPV	
	Studio Press Nigeria PLC	
	Sush SPV Bond II	
	The Tourist Company of Nigeria PLC	
	Tripple Gee & Company PLC	
	Unilever Nigeria PLC	
	Union Homes REITS	
	Union Homes Savings & Loans PLC	
	University Press PLC	
	Wema Bank PLC	
	Wema Funding SPV Plc Bond Series I & II	

Affix
N50.00 Postage Stamp
Here

The Managing Director
Greenwich Registrars & Data Solutions Limited
(Formerly GTL Registrars Ltd)
274, Murtala Muhammed Way
Yaba, Lagos.

Proxy Form

STAMP DUTY PAID

gsk do more feel better live longer

50TH ANNUAL GENERAL MEETING OF GLAXOSMITHKLINE CONSUMER NIGERIA PLC TO BE HELD AT 11.00 A.M. ON THURSDAY, 27 MAY 2021 AT ITS HEAD OFFICE, GSK NIGERIA HOUSE, 1, INDUSTRIAL AVENUE LAGOS.

I/We*.. being a member/members of GLAXOSMITHKLINE CONSUMER NIGERIA PLC.; hereby appoint Mr. Edmund Onuzo or failing him, Mr. Kunle Oyelana or failing him, Mr. Samuel Kuye or failing him, Mrs. Oludewa Edodo-Thorpe or failing her, Sir. Sunny Nwosu or failing him, Mr. Nornah Awoh or failing him, Mr. Kolawole Durojaiye or failing him, Mr. Adekunle Adedoyin as my/our Proxy to act and vote for me/us at the Annual General Meeting of the Company to be held on 27th May 2021 and at any adjournment thereof.
Dated this..................day of...............................2021

Signature ....

NOTES:

I. Further to the directive of the Federal and State Governments on the restriction on mass gatherings due to COVID-19 pandemic, the Corporate Affairs Commission (the Commission") has approved that the Annual General Meeting (AGM) be conducted through the use of proxies by shareholders of the Company. Members are therefore advised that attendance at the AGM shall only be by proxy as approved by the Board and the Commission. A member of the Company entitled to attend and vote at the meeting is entitled to appoint any of the approved proxy to attend and vote in his / her / its place. In view of the above, members should appoint a proxy of their choice from the following proxies to represent them at the meeting:

Mr. Edmund Onuzo		Mr. Kunle Oyelana	
Mr. Samuel Kuye		Mrs. Oludewa Thorpe	
Sir. Sunny Nwosu		Mr. Nornah Awoh	
Mr. Kolawole Durojaiye		Mr. Adekunle S. Adedoyin	

II. Please sign this form and deposit it with the Registrar, Greenwich Registrars & Data Solution Limited, 274 Murtala Muhammed Way, Alagomeji, Yaba, Lagos, or via E-mail: proxy@gtlrgistrars.com not later than 48 hours before the commencement of the meeting. If executed by a corporation, this form should be sealed with its common seal.

III. For the appointment of the proxy to be valid for the purposes of the meeting, the Company has made arrangements to bear the cost of stamp duties on the instruments of proxy.

RESOLUTIONS	FOR	AGAINST	ABSTAIN
Ordinary Business (Ordinary Resolution)			
1. To declare a Final Dividend.			
2. To elect / re-elect Directors:			
I. Mr. Oussama Abbas			
II. Mr. Edmund Onuzo			
III. Mr. Mark Pfister			
IV. Mr. Bosco Kirugi			
3. To authorize the Directors to fix the remuneration of the Auditors.			
4. To disclose the remuneration of Managers of the Company.			
5. To elect Members of the Audit Committee.			
Special Business (Ordinary Resolution)			
6. To fix the remuneration of Directors.			
7. To authorize the Company to procure goods and services necessary for its operations from related companies.			

Please indicate with 'X' in the appropriate space how you wish your votes to be cast on the resolutions set out above. Unless otherwise instructed, the proxy will vote or abstain from voting at his/her discretion.

GLAXOSMITHKLINE CONSUMER NIGERIA PLC 50TH ANNUAL GENERAL MEETING ADMISSION CARD

Please admit the shareholder on this form or his/her duly appointed proxy to the Annual General Meeting of the Company to be held at the corporate Head Office, GSK Nigeria House, 1, Industrial Avenue, Ilupeju, Lagos at 11.00 a.m. on Thursday, 27th May 2021.

.... Name of Shareholder/Proxy & Address

.... Number of shares held

Signature of person attending : ....

Uche Uwechia, Esq.
Company Secretary

Note: *This card is to be signed at the venue in the presence of the Registrars*

Shareholders Admission Form

Affix
N50.00 Postage Stamp
Here

The Managing Director
Greenwich Registrars & Data Solutions Limited
(Formerly GTL Registrars Ltd)
274, Murtala Muhammed Way
Yaba, Lagos.

Application Form

Dear Shareholder(s)

SHAREHOLDER'S DATA UPDATE

In our quest to update shareholders data with the current technology in the capital market i.e. e-Bonus and e-Dividend, we require you to complete this form with the following information:-

Tel Nos: ______ CSCS A/C No: ______ STOCK BROKING FIRM ______

E-Mail Add: ______ Name of Bank ______

Branch of Bank ______ Bank Acct No ______ Branch Code ______

No of Units held ______

NAME OF SHAREHOLDER/ CORPORATE SHAREHOLDER ______

PRESENT/NEW ADDRESS: ______

REGISTRAR'S USE

Name: ....

Signature: ....

Date: ....

NAME OF COMPANY IN WHICH YOU HAVE SHARES

GLAXOSMITHKLINE CONSUMER NIGERIA PLC

Please notify our Registrars, Greenwich Registrars & Data Solutions Limited of any change in telephone, address and bank whenever it occurs.

Yours faithfully,

GLAXOSMITHKLINE CONSUMER NIGERIA PLC

Note : Please be informed that by filling and sending this form to our Registrar, Greenwich Registrars & Data Solutions Limited for processing, you have applied for the e-Dividend and e-Bonus; thereby, authorizing GLAXOSMITHKLINE CONSUMER NIGERIA PLC to credit your account (in respect of dividends and bonuses) electronically.

PLEASE COMPLETE AND RETURN TO
Greenwich Registrars & Data Solutions Limited
(former GTL Registrars LTD)
274, Murtala Muhammed Way, Yaba, Lagos.

GLAXOSMITHKLINE CONSUMER NIGERIA PLC
(RC8726)

SIGNATURE/RIGHT THUMBPRINT OF SHAREHOLDER

In case of Corporate Shareholder, use company seal.

Affix
N50.00 Postage Stamp
Here

The Managing Director
Greenwich Registrars & Data Solutions Limited
(Formerly GTL Registrars Ltd)
274, Murtala Muhammed Way
Yaba, Lagos.

Electronic Delivery Mandate Form

Dear Sir/ Madam,

In line with the Company's Articles of Association and to enable you receive your Annual reports, Financial Statements and other documents promptly, please complete the below form and return to either of the following addresses.

OR

The Managing Director
Greenwich Registrars & Data Solutions Limited,
274, Murtala Muhammed Way, Yaba, Lagos.
info@gtlregistrars.com

The Company Secretary,
GlaxoSmithKline Consumer Nigeria PLC,
1, Industrial Avenue, Ilupeju, Lagos.
ng.investors@gsk.com

Uche Uwechia
Company Secretary

MY/OUR E-MAIL ADDRESS: ____________________

____

DESCRIPTION OF SERVICE

By enrolling in electronic delivery service, you have agreed to receive future announcements/ shareholder communication materials stated above by E-mail. These materials can be made available to you electronically either semi-annually or annually. Annual Report, Proxy Form, Prospectus and Newsletters are examples of shareholder communications that can be available to you electronically. The subscription enrolment will be effective for all your holdings in GlaxoSmithKline Consumer Nigeria Plc on an ongoing basis unless you change or cancel your enrolment.

This initiative is in line with our determination to help protect and sustain our planet's environment and the consolidated SEC Rule 128(6) of September 2011 which states that "A Registrar of a public company may dispatch Annual Reports and Notices of General Meetings to Shareholders by electronic means."

____________________ ____________________

Name (Surname first) **Signature and date**

Affix
N50.00 Postage Stamp
Here

The Managing Director
Greenwich Registrars & Data Solutions Limited
(Formerly GTL Registrars Ltd)
274, Murtala Muhammed Way
Yaba, Lagos.


gsk
Andrews®
Liver Salts
WORKS ON 6 SYMPTOMS OF HEARTBURN FAST
1 Sour Or Bitter Taste
2 Burning Sensation In The Throat
3 Burning Sensation In The Chest
4 Burning Sensation In The Stomach
5 Stomach Discomfort
6 Heaviness
*Due to acid indigestion or gastric acid
5g
Andrews®
Liver Salts
WORKS ON 6 SYMPTOMS OF HEARTBURN FAST
LEMON FLAVOUR
CHAWA/CHAND/0024/18
If symptoms persist after two days, consult your doctor
Andrews® Liver Salts (Sodium Bicarbonate 2.0 g, Citric Acid Anhydrous 1.866 g and Magnesium sulphate Dihydrate 0.873 g). For full prescribing information refer to the summary of product characteristics dated October 2006 as approved by NAFDAC. Made by GlaxoSmithKline Consumer Nigeria Plc RC. 8726 Igbesa Road, Agbara, Ogun State. Under licence from GlaxoSmithKline Plc, Brentford, England. Andrews and Andrews Liver Salt are registered trademarks of the GlaxoSmithKline Group of Companies. References: *Johnson S, Suralik J. A Comparison of the Effect of Regular ENO and Placebo on Intragastic pH. Practical Gastroenterology 2009. List of 6 Symptoms: 1. Bitter or sour taste in mouth, 2. burning sensation in throat, 3. burning sensation in chest, 4. burning sensation in stomach, 5. stomach discomfort and 6. Heaviness**.**Due to acid indigestion or gastric acid (** on "heaviness") . Roger Jones and Karen Ballard. Healthcare seeking in gastro-oesophageal reflux disease: a qualitative study. European Journal of Gastoenterology & Hapatology 2008, 20:260-275. FDA. 21 CFR 331.11(d). 2011

Notes

Notes

Anti-Bribery & Corruption Programme - ABAC

"Our attitude towards corruption is simple: it is one of zero tolerance."


CHUKWUDI
Empowering women in fish farming
gsk
HEADACHE
JOINT PAIN
BACKACHE
CHAWA/CHPAN/0047/18.
Panadol
Extra
Extra effective pain relief
Reduces fever
Gentle on the stomach
10x10 CAPLETS
RELIEVES
• HEADACHE • BACKACHE
• JOINT PAIN • TOOTHACHE
• MENSTRUAL PAIN
Always read the label. Contains Paracetamol and Caffeine.
Not recommended for use during Pregnancy & For Children under 12 years.
If symptoms persist after 2 days consult your doctor