Unilever Nigeria Plc RC113

Unilever

ANNUAL REPORT AND FINANCIAL STATEMENTS 2024

Knorr — eat for good

closeup — knock out bad breath

Pepsodent — complete family protection

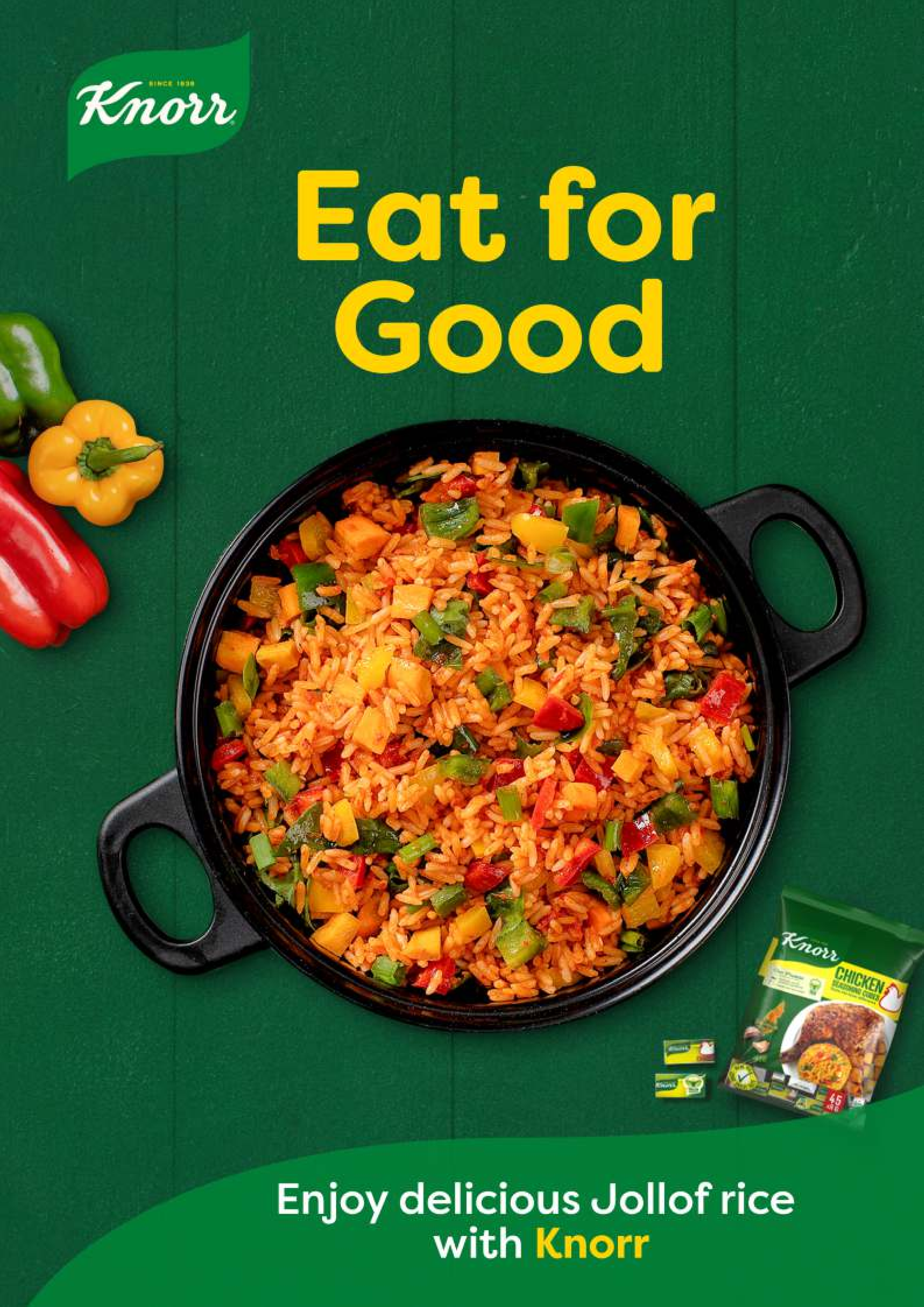
Rexona — stay dry and fresh for longer

Vaseline — skin to live in

Pears — pure mild and gentle

Royco — good food is home

unilevernigeria.com


Knorr
Eat for Good
Knorr
CHICKEN
Enjoy delicious Jollof rice with Knorr

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Our Purpose
Our Values

GROWTH ACTION PLAN 2030

OUR GROWTH ACTION PLAN 2030*

PURPOSE: BRIGHTEN EVERYDAY LIFE FOR ALL

GOAL: DELIVER BEST-IN-CLASS PERFORMANCE WITH MARKET-MAKING, UNMISSABLY SUPERIOR BRANDS

STRATEGY

FOCUS	EXCEL	ACCELERATE
Power brands Top markets	Unmissably superior brands Social first demand generation Multi-year scalable innovations Premiumisation Growth channels	Science & Technology Lean agile supply chain Net productivity Scaled Artificial Intelligence

SUSTAINABILITY

Climate	Nature	Plastics	Livelihoods
Towards Net Zero emissions	Resilient and regenerative ecosystems	Work to end plastic waste	Enhanced livelihoods for people in our value chain

CULTURE

Values	People	Behaviours
Pioneering, Respect, Integrity, Responsibility	Best talent, Inclusive leaders, Truly diverse, Most engaged	Care deeply, Focus on what counts, Stay three steps ahead, Deliver with excellence

*Unilever Global Strategy

Our Brands

Unilever Corporate Profile

Unilever Nigeria Plc.

Unilever Nigeria is where great people, terrific brands and proud traditions converge, to meet and satisfy the needs of people and families across Nigeria. We anticipate the aspirations of our consumers and customers and respond creatively and competitively with branded products and services that are good for them and good for others.

Unilever Nigeria is a member of the Unilever Plc family, one of the world's leading consumer goods companies whose food, home and personal care brands are used by over half of the families on the planet each day.

Unilever Nigeria Plc was established in 1923 as a soap manufacturing company – Lever Brothers West Africa. Today, it is the longest serving manufacturing organisation in Nigeria. Unilever Nigeria commemorated its centenary milestone in 2023 with stakeholders – consumers, regulators, partners, Key Distributors and community leaders. The Company was quoted on the Nigerian Stock Exchange in 1973.

Many of Unilever Nigeria's brands are household names and very much a part of Nigeria's history: Knorr, Closeup, Pepsodent, Royco, Rexona, Vaseline and Pears.

Unilever's commitment to the development of the Nigeria economy remains resolute. Over the years, the company has contributed immensely to Nigeria's socio-economic development in the following key areas:

- Employment generation & skills development
- Enhancing local manufacture through foreign direct investment
- Building local capacity for regional export
- Ensuring full compliance with fiscal regulatory requirements
- Providing support for enhanced social living
- Localised manufacturing of brands

Our aim is to continue to add value to Nigeria not only through continued investments in local manufacturing and localisation, but also through various social projects specifically aligned to the Sustainable Development Goals (SDGs) on improving livelihoods. Through this commitment to improving livelihoods, we have empowered over 13,000 women across 26 states including the Federal Capital Territory (FCT) in the country, partnered with Wecyclers to collect over 13,000 tonnes of plastic and reaching 700,000 young people across higher institutions in partnership with UNICEF Generation Unlimited with 500 internship opportunities in a circle of three years.

Board of Directors, Officers and other Corporate Information

Directors

Name	Position	Appointment	Resignation
Mr. Bolaji Balogun	Chairman	May 2024	
Mr. Tim Kleinebenne	Managing Director	May 2023	31 December 2024
Mr. Tobi Adeniyi	Managing Director	January 2025	
Mr. Ben Langat	Non-Executive Director	January 2024	
Mrs. Abiola Alabi	Non-Executive Director	December 2015	31 December 2024
Madam Ammuna Lawan Ali, OON	Independent Non-Executive Director	December 2015	31 December 2024
Mr. Michael Ikpoki	Independent Non-Executive Director	February 2021	
Mr. Chika Nwobi	Non-Executive Director	January 2019	
Mrs. Folake Ogundipe	Executive Director	April 2022	
Mr. Obinna Emenyonu	Executive Director	January 2024	
Mr. Mutiu Sunmonu, CON	Independent Non-Executive Director	December 2015	18 April 2024
Ms. Ngozi Edozien	Independent Non-Executive Director	May 2024	
Mrs. Umma Aboki	Independent Non-Executive Director	January 2025	
Mrs. Adenike Ogunlesi	Independent Non-Executive Director	March 2025	

Company Secretary
Mr. Peter Dada

Registered Office
1 Billings Way Oregun
Oregun
Ikeja, Lagos
Tel: +234 1 279 3000 & +234 803 906 6000
Email: Consumercare.nigeria@unilever.com
Website: www.unilevernigeria.com

Company Registration Number
RC 113

Board of Directors, Officers and other Corporate Information

Tax Identification Number (TIN)
01056346-0001

Independent Auditors
KPMG Professional Services
KPMG Towers
Bishop Aboyade Cole Street
Victoria Island
Lagos.

Registrar and Transfer Office
Greenwich Registrars and Data Solutions Ltd.
274, Murtala Muhammed Way
Alagomeji, Yaba, Lagos
Tel: +234 01 279 3161- 2 & +234 01 813 1925
info@gtlregistrars.com

Bankers

Access Bank	Guaranty Trust Bank	Citi Bank
Rand Merchant Bank	Coronation Bank	Stanbic IBTC Bank
Globus Bank	Standard Chartered Bank	First Bank
Sterling Bank	First City Monument Bank	United Bank for Africa
Ecobank Nigeria	Zenith Bank	


Unilever
Vaseline
BLUESEAL
pure petroleum jelly
original
EMBRACE
EVERY SEASON
WITH CONFIDENCE
THE RESTORING POWER OF
Vaseline

Results at a glance

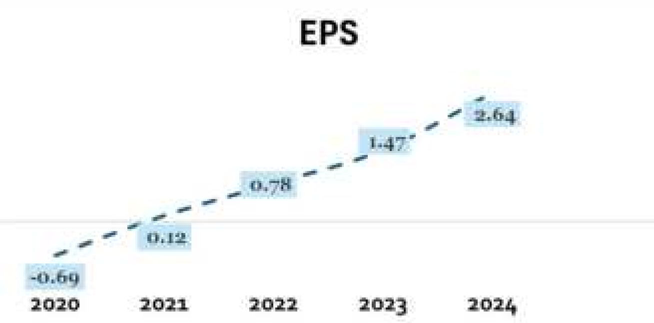
	2024 N'000	2023 N'000
Revenue	149,522,596	103,879,730
Operating profit	18,360,768	20,259,990
Profit before taxation	22,649,553	21,891,792
Taxation	(7,506,399)	(5,477,382)
Profit from continuing operations	15,143,154	16,414,410
Loss from discontinued operation (net of tax)	-	(7,974,515)
Profit for the year	15,143,154	8,439,895
Total Equity	85,106,080	74,509,103
Capital expenditure	6,384,971	2,245,874
Depreciation of property, plant and equipment	2,754,719	2,809,131
Cash and cash equivalents	68,439,134	56,698,640
Earnings per share (Naira)	2.64	1.47
Net Assets per share (Naira)	14.81	12.97
NSE share price at 31 December	32.95	11.60
Ratio % Revenue		
Operating costs	(25)%	(14)%
Operating profit	12%	20%
Profit for the year	10%	8%

Results at a glance (continued)

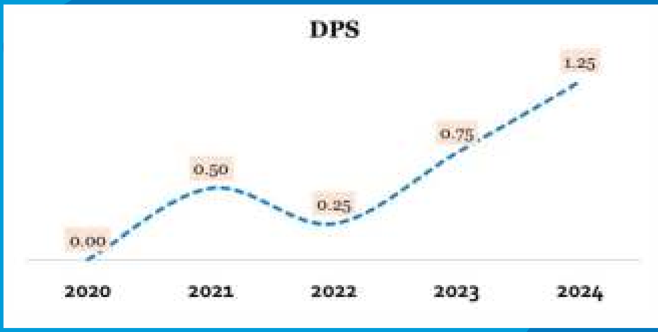
(i) Revenue

(ii) Profit after tax

(iii) Earnings per share



(iv) Dividend per share



Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the One hundredth (100th) Annual General Meeting of Unilever Nigeria Plc. will be held at the Shell Hall, Muson Centre, Marina, Lagos on Friday 9 May 2025 at 10.00am for the following purposes:

Ordinary business:

1. To lay before the Members, the Report of the Directors, the Audited Financial Statements for the year ended 31 December 2024 together with the Reports of the Audit Committee and the Independent Auditors thereon.
2. To declare a Dividend.
3. To elect and re-elect Directors, to wit:
   i. To elect Mr. Bolaji Balogun, Ms. Ngozi Edozien, Mrs. Umma Yusuf Aboki, and Mrs. Adenike Ogunlesi, being directors elected since the last Annual General Meeting
   ii. To re-elect the following Directors retiring by rotation:
      - Mr. Chika Nwobi
      - Mrs. Folake Ogundipe
4. To disclose the remuneration of Managers of Unilever Nigeria Plc.
5. To appoint Forvis Mazars as the Company's new Independent Auditors and to authorise the Directors to fix their remuneration.
6. To elect members of the Audit Committee.

Special business: By Ordinary Resolution

7. To consider and if thought fit, to pass the following as ordinary resolution:
   "That the remuneration of the Non-Executive Directors of Unilever Nigeria Plc for the year ending December 31, 2025 be and is hereby fixed at N120 Million (One Hundred and twenty Million Naira) only as Directors Fees. In addition, sitting allowances will be paid at standard agreed rates for each meeting attended".

8. To consider and if thought fit, pass the following resolution as an ordinary resolution of the Company:
   "That, pursuant to Rule 20.8 of the Rulebook of The Exchange, 2015 (Issuers Rules), a general mandate be and is hereby given authorizing the Company during the 2025 financial year and up to the date of the next Annual General Meeting, to procure goods, services, and financing and enter into such incidental transactions necessary for its day-to-day operations from its related parties or interested persons on normal commercial terms consistent with the Company's Transfer Pricing Policy. All transactions falling under this category which were earlier entered into in 2025 prior to the date of this meeting are hereby ratified."

NOTES:

Proxy
A member of the Company entitled to attend, and vote is entitled to appoint a proxy instead of him/her. A proxy need not also be a member. A detachable Proxy Form is enclosed and if it is to be valid for the purpose of the meeting, it must be completed and deposited at the office of the Registrars, Greenwich Registrars and Data Solutions Ltd. 274, Murtala Muhammed Way, Alagomeji, Yaba, Lagos P. M.B. 12717, Lagos or via E-mail: **proxy@gtlregistrars.com** not later than forty-eight (48) hours before the time of the meeting. NOTE: All instruments of proxy shall be at the Company's expense.

Dividend warrants and Closure of Register
The Board has recommended dividend payment which if approved, is payable less withholding tax. Dividend warrants will be payable on Monday, 12 May 2025 to the shareholders who are on the Company's Register of Members at the close of business on Friday 25th April 2025.

Notice of Annual General Meeting (continued)

The Register of Members and Transfer Books of the Company will be closed from Monday 28th April – Friday 2nd May 2025 (both dates inclusive) to enable the preparation of payment of the dividend.

Nominations for the Audit Committee

The Audit Committee comprises three (3) shareholders and two (2) Non-Executive Directors. In accordance with Section 404 (6) of the Companies and Allied Matters Act 2020, any shareholder may nominate another shareholder as a member of the Audit Committee by giving notice in writing of such nomination to the Company Secretary at least twenty-one (21) days before the date of the Annual General Meeting. Section 404 (5) of the Companies and Allied Matters Act 2020 provides that all members of the Audit Committee shall be financially literate and at least one member shall be a member of a professional accounting body in Nigeria established by an Act of the National Assembly.

Unclaimed Dividends

Shareholders are hereby informed that some dividend warrants have been returned to the Registrars as unclaimed while some have neither been presented to the Banks for payment nor to the registrar for revalidation. A list of such unclaimed dividends will be circulated with the Annual Reports and Financial Statements. The list will also be available on Unilever Nigeria Plc website **www.unilevernigeria.com.** Affected members are by this notice, advised to contact the Registrars at Greenwich Registrars and Data Solutions Ltd., 274 Murtala Muhammed Way, Alagomeji, Yaba, Lagos P. M.B. 12717, Lagos. Tel: 01 279 3161 - 2 & +234 01 813 1925.

E-Dividend/Bonus Mandate

Pursuant to the Directive of the Securities and Exchange Commission, notice is hereby given to all shareholders to open bank accounts, stockbroking accounts, and CSCS accounts for the purpose of e-dividend/bonus. A detachable application form for e-dividend is attached to enable shareholders to furnish particulars of their accounts to the Registrars as soon as possible. The Forms can also be downloaded from the Registrars' website. Shareholders are also advised to update their records with the Registrars. All mandates and records updates should be deposited at Greenwich Registrars and Data Solutions Ltd., 274 Murtala Muhammed Way, Alagomeji, Yaba, Lagos.

Rights of Securities' Holders to ask Questions

Securities' Holders have a right to ask questions not only at the Meeting but also in writing prior to the Meeting and such questions must be submitted to the Company via the Company Secretary on or before Friday 25 April 2025.

Electronic Annual Report

The electronic copy of the 2024 Annual Report is accessible on **www.unilevernigeria.com** and circulated by email to all Shareholders who have provided their email addresses to the Registrars. The Reports are also dispatched to Shareholders via their addresses in the shareholders' register. Shareholders who are interested in receiving an electronic copy of the 2024 Annual Report by email should request via: **info@gtlregistrars.com.**

Live Stream of the Annual General Meeting

The Annual General Meeting will be streamed live, and a link will be provided on the Company's website subsequently for this purpose.

Profile of Directors Standing for Election/re-election

The profiles of the Directors standing for election/re-election are contained in the Annual Report.

Notice of Annual General Meeting (continued)

General Mandate
In line with the provisions of the Rules Governing Transactions with Related Parties or Interested Persons, the interested persons, their representatives, associates, or their proxies shall abstain from voting on Resolution 8.

Dated this 24th March 2025

By order of the Board

Peter Dada, Esq.

Ag. Company Secretary
FRC/2014/PRO/NBA/002/00000006571

Registered Office
1, Billings Way,
Oregun, Ikeja,
Lagos.

Chairman's Statement

Against the backdrop of a dynamic and sometimes challenging business environment, I am pleased to report a strong performance for 2024. This success reflects our well-considered strategy and unwavering focus on our key brands, following the discontinuation of our homecare and skin cleansing businesses at the close of 2023. In 2024, revenue increased by 44% to N149.7 billion. Although operating profit declined by 9.4% to N18.4 billion, primarily due to an increase in operating costs resulting from cost inflation, impact of currency devaluation, impairment provision and increased investment in marketing our brands. Profit after tax improved significantly by 79% to N15.1 billion. Our company has thus remained profitable for the last three consecutive years. Our financial performance is a testament to strategic foresight, collaborative teamwork, and continuous efforts to achieve cost efficiencies, including localisation of inputs and product logic savings.

MR. BOLAJI BALOGUN – INDEPENDENT NON-EXECUTIVE DIRECTOR/ CHAIRMAN

Chairman's Statement (continued)

Fellow Shareholders, distinguished ladies and gentlemen, it is my pleasure to welcome you to the 100th Annual General Meeting of Unilever Nigeria Plc. Today we present our Annual Report and financial statements for the year ended 31st December 2024, reflecting our performance and our resilience in today's challenging business environment. I am truly honoured to address you at this first meeting of our shareholders since my appointment as Chairman of Unilever Nigeria Plc.

Against the backdrop of a dynamic and sometimes challenging business environment, I am pleased to report a strong performance for 2024. This success reflects our well-considered strategy and unwavering focus on our key brands, following the discontinuation of our homecare and skin cleansing businesses at the close of 2023. In 2024, revenue increased by 44% to N149.7 billion. Although operating profit declined by 9.4% to N18.4 billion, primarily due to an increase in operating costs resulting from cost inflation, impact of currency devaluation, impairment provision and increased investment in marketing our brands. Profit after tax improved significantly by 79% to N15.1 billion. Our company has thus remained profitable for the last three consecutive years. Our financial performance is a testament to strategic foresight, collaborative teamwork, and continuous efforts to achieve cost efficiencies, including localisation of inputs and product logic savings.

ECONOMIC OUTLOOK AND BUSINESS ENVIRONMENT

In 2024, the global economy expanded by approximately 3.2%, fuelled by robust domestic demand and a thriving technology cycle. Although some regions experienced strong performance, others faced a slower recovery owing to market challenges. While inflation moderated and labour markets remained strong, risks including geopolitical tensions and bond yield fluctuations persisted.

In Nigeria, our foreign exchange market was notably volatile, particularly during the first half of the year, with the naira depreciating by about 5.6%. This volatility was driven by inflationary pressures, ongoing economic reforms, and broader global market conditions. Fortunately, measures implemented by the government and the Central Bank of Nigeria helped stabilise the exchange rate from July through December. Headline inflation in Nigeria increased from 28.92% in December 2023 to 34.80% in December 2024, primarily due to rising costs in food, utilities, and transport. In response, the Central Bank raised the Monetary Policy Rate from 18.75% in 2023 to 26.25% by May 2024, eventually reaching 27.50% by year's end.

Notwithstanding these challenges, the economy showed remarkable resilience. Nigeria's Gross Domestic Product (GDP) grew by 3.46% year-on-year in real terms during the third quarter of 2024, a notable improvement from both the 2.54% growth recorded in Q3 2023 and the 3.19% in Q2 2024. This growth was predominantly driven by the Services sector, which expanded by 5.19% and contributed 53.58% to the aggregate GDP. In addition, the oil sector recorded a 5.17% growth in Q3 2024, a significant turnaround from a contraction of 0.85% in Q3 2023, although it was lower than the 10.15% growth observed in Q2 2024. Daily average oil production increased modestly, reaching 1.47 million barrels per day. Between 2023 and 2024, public debt rose from N97.34 trillion to N121.67 trillion, primarily reflecting new borrowings to fund the 2024 budget deficit and the securitisation of some of the Central Bank's overdrafts. Nonetheless, economic reforms have boosted government revenues and exports, with FAAC disbursements climbing to N1.87 trillion. These improvements are further underscored by Fitch Ratings upgrading Nigeria's credit rating to 'Positive' and a 114% growth in foreign direct investments.

Looking ahead, the International Monetary Fund (IMF) projects a GDP growth of 3.2% for 2025, an improvement on the estimated 2.9% in 2024, accompanied by a decline in inflation from 33.8% to 25%. This optimistic forecast is underpinned by increased oil production, higher global oil prices, continued economic reforms, diversification efforts across agriculture, manufacturing and services, and significant infrastructure investments in transport and energy.

Chairman's Statement (continued)

SUSTAINABILITY UPDATE

In parallel with our commercial achievements, we have remained steadfast in our commitment to sustainability and social responsibility. Our focus on livelihoods is delivered through four key pillars: Shakti (a programme to empower women entrepreneurs), the Youth Initiative (via the Future-X Campus Ambassadors Programme, FUCAP), Localisation, and Plastics management.

Our Shakti programme, which empowers female entrepreneurs to act as last-mile distributors in their communities, now enrols over 13,000 women across 22 states, including the FCT. Importantly, we have also onboarded 170 persons with disabilities and plan to further scale this inclusive initiative.

In partnership with UNICEF Gen U, the Future-X Campus Ambassadors Programme (FUCAP) has been designed to enhance the employability of young Nigerians by equipping 700,000 students with essential workplace skills. Since its launch in July 2023, we have already engaged more than 295,000 young people, a 62% increase over our pilot target.

Localisation remains a cornerstone of our approach. We have engaged over 10,000 cassava farmers through our cassava sorbitol initiative, thereby economically empowering local communities. We are proud to reveal that today over half of our raw material inputs are sourced locally.

In our commitment to addressing environmental challenges, we have made significant strides in plastics management. In November 2024, we achieved the milestone of recovering more plastics than our manufacturing processes introduced into the environment. Through our continued partnership with Wecyclers and various circular economy initiatives, we remain determined to further reduce plastic pollution.

PROPOSED DIVIDEND

In view of our solid financial performance, your Board of Directors resolved to propose a dividend payment of N1.25k per ordinary share for the year ended 31 December 2024. The proposed dividend, if approved by shareholders, is payable on Monday 12 May 2025. This proposal reflects our prudent approach to capital allocation and our commitment to reinvesting in the business, its people, and our brands for sustainable long-term growth. The Board is also advocating for the implementation of an electronic dividend and bonus payment system in line with the Securities and Exchange Commission's guidelines, to ensure prompt and secure disbursement to our shareholders.

BOARD CHANGES

This year has seen significant leadership transitions at Unilever Nigeria Plc, underscoring our commitment to robust governance and sustainable growth. Permit me to acknowledge my predecessor as Chairman of the Board, His Royal Majesty, Igwe Nnaemeka Alfred Achebe, CFR, Obi of Onitsha, for his long tenure and service to Unilever Nigeria. I wish to thank Mr. Michael Ikpoki, who served as Interim Chairman. During the past year, Mr. Mutiu Sunmonu, CON resigned as Independent Non-Executive Director while Madam Ammuna Lawan-Ali, OON, retired as Independent Non-Executive Director and Mrs. Abiola Alabi retired as Non-Executive Director. On 16th May 2024, Ms. Ngozi Edozien and Mr. Bolaji Balogun joined the Board as Independent Non-Executive Directors, with Mr. Balogun appointed Chairman of the Board.

The Board accepted the resignation of our Managing Director, Mr. Tim Kleinebenne, effective 31st December 2024. Under his stewardship, Unilever Nigeria achieved remarkable growth in turnover and profitability. I am proud to welcome Mr. Tobi Adeniyi who was appointed as the new Managing Director (the first Nigerian to hold this position in a while) and Mrs. Umma Yusuf Aboki, who was appointed as an Independent Non-Executive Director, both effective 1st January 2025. Mrs. Adenike Ogunlesi was appointed as an Independent Non-Executive Director with effect from 24 March 2025. These leadership transitions herald a new chapter for our company and reflect our commitment to ensuring a seamless and robust governance framework.

Chairman's Statement (continued)

FUTURE OUTLOOK

As we embark on the next phase of our journey, Unilever Nigeria remains resolute in its dedication to sustainable growth and innovation. Our strategic priorities will be to:

- Strengthen our core brands and product portfolio.
- Drive impactful Innovations
- Accelerate operational efficiencies to enhance profitability.
- Deepen our sustainability initiatives to create enduring value for all stakeholders.

Despite the uncertainties in the business environment, we are confident in our ability to navigate challenges, capitalise on opportunities, and secure long-term success.

CONCLUSION

On behalf of the Board, I would like to express my appreciation to all our stakeholders, particularly our management and staff who were fundamental to the delivery of 2024's results. I would also like to thank all our people for remaining committed in a challenging economic environment. Our key partners, namely our distributors, customers, transporters, suppliers, banks, business partners and other service providers equally deserve our appreciation for their support throughout 2024.

I thank all our shareholders for their support, encouragement and unwavering confidence in Unilever Nigeria Plc, as we have worked to build a more robust company for the good of all our stakeholders. Our largest shareholder, Unilever Plc., continues to provide substantial commercial and technical support to our operations, for which we remain grateful. Finally, I thank my colleagues on the Board for their steadfast commitment to the Company and our Shareholders. Their insight and commitment continue to guide the Company through this challenging time. We have a business that is increasingly better prepared for a challenging economic environment, and we see many opportunities to grow our business further and accelerate our objectives.

Distinguished shareholders, my colleagues on the Board, ladies and gentlemen, once again I welcome you to the 100th AGM of your Company and invite you to actively participate in the agenda of the meeting.

Thank you.

Mobolaji Balogun
Chairman

Managing Director's Report

In 2024, we delivered impressive top- and bottom-line growth. Revenue grew by 44% to N149 billion, while gross margin improved to 37%, up from 31% in the previous year. Net profit rose by 79%, from N8.4 billion to N15.1 billion—marking our third consecutive year of profitability growth, despite persistent macroeconomic challenges.

This performance reflects the success of our 2023 strategic pivot to focus on high-growth segments—particularly Foods and Personal Care. That decision enabled sharper prioritization, increased value-adding innovation, and greater alignment with evolving consumer needs.

MR. TOBI ADENIYI – MANAGING DIRECTOR

Managing Director's Report

Strengthening Our Core, Innovating for Growth

Distinguished Shareholders,
It is my pleasure to present the Managing Director's Report for 2024. The period was defined by the lingering effects of economic reforms and the introduction of new policies, which gradually stabilized the business environment. Against this backdrop, your company—Unilever Nigeria Plc—remained resilient, executing our strategy with discipline and focus. We anchored our efforts on three strategic priorities: strengthening our core portfolio, expanding the market through innovation and distribution, and enhancing gross margin through operational efficiency. These priorities have driven meaningful transformation across our business, resulting in strong performance and reinforcing our commitment to long-term value creation.

Financial Performance
In 2024, we delivered impressive top- and bottom-line growth. Revenue grew by 44% to N149 billion, while gross margin improved to 37%, up from 31% in the previous year. Net profit rose by 79%, from N8.4 billion to N15.1 billion—marking our third consecutive year of profitability growth, despite persistent macroeconomic challenges.
This performance reflects the success of our 2023 strategic pivot to focus on high-growth segments—particularly Foods and Personal Care. That decision enabled sharper prioritization, increased value-adding innovation, and greater alignment with evolving consumer needs.

Dividend Declaration
In recognition of your unwavering support and the company's strong financial performance, the Board of Directors has proposed a dividend of N1.25 per ordinary share for the year ended December 31, 2024. This represents a significant increase over prior years and reflects our commitment to rewarding shareholders, even as we continue to reinvest for future growth.

Building Brands, Serving Consumers
At the heart of our strategy is a commitment to delivering exceptional products that enhance everyday life and build brand loyalty across Nigeria. We sustained strong investments in our brands—both in-market and through media—to increase visibility and deepen consumer engagement.

A notable example is the relaunch of Closeup, now fortified with a powerful anti-bacterial zinc formula, offering consumers a complete freshness experience. Pepsodent continued its leadership in oral hygiene advocacy—our schools programme has now reached nearly 10 million children, while the "Talk to a Dentist" campaign has impacted more than 200,000 Nigerians.

In Foods, we advanced the Knorr "Eat for Good" campaign, promoting healthier eating habits nationwide through culturally resonant, localized messaging. This strengthened engagement and reaffirmed Knorr's position as a national catalyst for nutrition and wellness.

Local Sourcing & Operational Excellence
We intensified our local sourcing agenda, with over 50% of materials now procured locally. This has reduced our foreign exchange exposure and supported local industry development with the backing of our Research & Development expertise. Simultaneously, we deployed manufacturing excellence tools and a digital factory operating system, enhancing plant efficiency and optimizing our cost base.

Our route-to-market operations were also optimized. Improved distributor partnerships and operational efficiencies have led to lower Cost-to-Serve and broader market coverage—creating value for both Unilever and our trade partners.

Managing Director's Report (continued)

Equity, Diversity & Inclusion

We remain steadfast in our commitment to equity, diversity, and inclusion (EDI). We've cultivated a workplace that values diverse perspectives and offers equal opportunity to all, regardless of background. We proudly report that over 40% of our management employees are now female.

Our internal employee networks—like the Super Moms Group and the Neurodiversity Support Group for Parents—play a key role in fostering belonging. In recognition of our HR excellence, Unilever Nigeria was named the #1 Top Employer in Nigeria in 2024.

Sustainability

Our purpose-led agenda continued to deliver impact through four sustainability pillars: Shakti (women empowerment), Future-X Campus Ambassadors Programme (FUCAP), Localisation, and Plastics.

Key milestones include:

- Empowering over 13,000 women through Shakti (now extended to include persons with disabilities)
- Collecting more plastic from the environment than we generate through our manufacturing process
- Surpassing our multi-year target with over 700,000 students equipped with essential workplace skills through
- FUCAP

Further details are available in our dedicated Sustainability Report.

Leadership Transition

On January 1, 2025, I formally assumed the role of Managing Director, following a seamless leadership transition with my predecessor, Mr. Tim Kleinebenne, throughout 2024. His visionary leadership was instrumental in restoring confidence and driving performance, particularly through our "Idan" cultural transformation journey.

As I take the baton, I do so with a deep sense of responsibility and optimism. I am committed to building on the strong foundation laid by Mr. Kleinebenne and unlocking even greater potential for Unilever Nigeria.

Outlook

Our path forward aligns with Unilever's Global Growth Action Plan (GAP), focused on:

- Focusing on our core power brands
- Excelling with unmissable superior brands and impactful innovations
- Accelerating our route-to-market and leveraging digital tools for agility
- Doubling Down on our Sustainability & Culture transformation journey

My approach will be guided by the principles of virtuous leadership. As an organization, we will continue to uphold our values (Integrity, Respect, Responsibility, Pioneering) and operate by our core behaviours: focusing on what counts, caring deeply, staying steps ahead, and delivering with excellence.

Appreciation

I wish to express my sincere appreciation to our consumers—the ultimate "boss"—for their continued patronage. I also thank our employees for their relentless commitment, our partners for their collaboration across the value chain, and you, our shareholders, for your trust and confidence. Together, we will continue to deliver outstanding results and move closer to fully realizing the greatness of Unilever Nigeria Plc.

Oderoyobi

Warm Regards
Oluwatobi Adeniyi


TRIPLE PROTECTION 1 2 3
COMPLETE
FAMILY
PROTECTION
1 ANTI-CAVITY
2 WHITE TEETH
3 FRESH BREATH
Pepsodent
TRIPLE PROTECTION 1 2 3
COMPLETE
Every Smile Matters
NIGERIA
DENTAL
ASSOCIATION
Visit Pepsodent Nigeria's
Facebook page

MR. BOLAJI BALOGUN
– INDEPENDENT NON-EXECUTIVE DIRECTOR/ CHAIRMAN

Bolaji is Founder and Chief Executive Officer of Chapel Hill Denham and Chief Investment Officer of the Nigeria Infrastructure Debt Fund. Bolaji is a leading advocate for crowding in institutional capital to accelerate Nigeria's economic growth. He has over thirty-five years of experience in investment banking, investment management, investing and mobile telecommunications.

Chapel Hill Denham, which he founded in April 2005, is Nigeria's leading investment bank, its leading alternatives investment manager and impact investment firm focused on areas accretive to Nigeria and Africa's sustainable development with funds in Infrastructure, Renewables, Real Estate, Gender, Venture and Creative Economy.

Bolaji spent over a decade with FCMB Group, in investment banking and securities trading, until January 2001, when he left to be a co-founder and Director of Econet Wireless Nigeria, now Airtel Nigeria. Econet Wireless was Nigeria's first mobile network to launch commercial service. From April 1993 to January 2001, he was Executive Director/Chief Operating Officer at CSL Stockbrokers Limited. Bolaji was Executive Director at FCMB Capital Markets from January 1996.

Bolaji led the capital raising and license bid auction for Econet Wireless Nigeria's USD285 million GSM license. He was Chief Business Development & Strategy Officer and was appointed Chief Marketing Officer in October 2001. The US1.67 billion sale of Econet Wireless to Celtel in 2005, remains Nigeria's single largest successfully exited private investment. Bolaji left mobile telecommunications and returned to financial services when he founded Chapel Hill in 2005.

Bolaji is a leader and one of the largest domestic investors in Nigeria's venture and start-up ecosystem. Bolaji co-promoted Nigeria's leading gender lens-investing platform, SME.NG, which owns Nigeria's only all-female accelerator, She Works Here.

Bolaji is the Chairman of Unilever Nigeria Plc and Endeavor Nigeria. He is also a Board Member of the United Nations Global Compact and is Co-Chair of the Private Sector Advisory Group on the SDGs, which is working with the Nigerian government on tax credits financing from the private sector to support basic education. He is a Director of Trustfund Pensions, one of Nigeria's largest pension fund managers. He is a former Chairman of Lafarge Africa Plc and Nahco FTZ Limited, a former Director of Nahco Aviance Plc and NASD OTC Plc. Bolaji was appointed to the Johannesburg Stock Exchange, Africa Advisory Board in September 2009.

Bolaji is an Economics (Honours) graduate of the London School of Economics and is President of the LSE Nigeria Alumni Association. He was educated at Charterhouse, Godalming, Surrey, United Kingdom and at Igbobi College, Lagos, Nigeria.

He was appointed as Independent Non-Executive Director and Chairman of the Board of Unilever Nigeria Plc in May 2024.

MR. TIM KLEINEBENNE (GERMAN) - MANAGING DIRECTOR

Mr. Tim Kleinebenne is a purpose driven leader, delivering high performance year after year through clear business strategies, operational excellence and building inclusive & talented teams.

Mr Kleinebenne has 31 years of international experience in the Fast-Moving Consumer Goods industry across three continents at Unilever. This includes senior sales and marketing roles as well as over 10 successful years as Managing Director of Unilever businesses, two of which were publicly listed.

He successfully led Unilever Caribbean Limited before moving to Ethiopia in 2016, where he established the Unilever business and made it become the leading business in this emerging market. In 2021, he moved to West Africa where he became the Managing Director of Unilever Côte d'Ivoire in 2022 and delivered a most successful business turnaround. In May 2023, he joined Unilever Nigeria Plc as Managing Director.

Mr. Tim Kleinebenne graduated in Business Economics at the University of Hamburg in Germany.

He resigned from the Board of Unilever Nigeria Plc effective 31 December 2024

MR. TOBI ADENIYI – MANAGING DIRECTOR

Mr. Adeniyi began his career in 2009 as a Unilever Future Leader who has amassed experience within the Supply Chain and Commercial operations aspects of the business. He is an advocate for virtuous leadership and has over the years successfully steered complex business environments across West Africa, Singapore, Philippines, and Indonesia, delivering strong business performance.

He has led large-scale commercial and operational turnarounds through innovation, cost optimization, and governance, to drive value. He has spearheaded initiatives in digital transformation, route-to-market expansion, P&L margin optimization, successfully integrating AI-driven forecasting, trade partnerships, and cost-efficient logistics models. His leadership in commercial and operational roles has helped position multiple Unilever entities for long-term success and drive competitive edge, more recently leading an integrated business planning approach for Unilever Nigeria to successfully navigate the wave of Covid-19 pandemic and forex volatility.

Mr. Adeniyi is passionate about industry advocacy for Nigeria's non-oil export sector, and mentoring. He serves as current Vice Chairman of Manufacturers Association of Nigeria Export Promotion Group (MANEG) and is a member of the Institute of Directors (IOD). He also actively supports startup innovation and talent development initiatives, fostering the next generation of leaders.

Mr. Adeniyi holds a Bachelor of Science Degree in Computer Engineering from Kwame Nkrumah University of Science & Technology Ghana. He has completed executive training at Columbia Business School, MIT Sloan, and Dartmouth's Tuck School of Business.

After serving previously as Supply Chain Director and later Sales Director, he assumed the position of Managing Director and was appointed to the Board of Unilever Nigeria Plc in January 2025.

MR. BEN LANGAT (KENYAN) – NON-EXECUTIVE DIRECTOR

Mr. Benard Langat assumed the position of Executive Vice President of Unilever East and West Africa region on 1st January 2024.

He has over 30 years' experience from holding different capacities in multinationals across Africa. He started his career at Unilever Tea Kenya in 1993 and later Unilever Malawi before rising to the position of Finance Director in Kenya and Ghana. In 2009 he moved to be CFO at Coca Cola Hellenic Nigeria, where he was subsequently appointed MD in 2012. In 2017 he joined Friesland Campina where he became the MD of FrieslandCampina WAMCO Nigeria Plc and was promoted in 2021 to Managing Director FrieslandCampina Sub-Saharan Africa Cluster, a position he held till December 2023 when he resigned to rejoin Unilever.

He has extensive experience across African markets where he has consistently led businesses to accelerate performance and build long term growth strategies. He has overseen the businesses to deliver strong results during volatile times. He has a strong legacy of talent development and continuously seeks to bring the best out of people.

He is past Vice President of the Association of Foods Beverage and Tobacco Employers of Nigeria (AFBTE) and an active member of several industry advocacy groups.

Mr. Langat holds a Bachelor of Commerce Degree from the University of Nairobi, Master of Business Administration from Edinburgh Business School – Heriot Watt University, Scotland UK and is a certified Public-Accountant of Kenya CPA (K). He is a member of the Institute of Certified Public Accountants of Kenya (ICPAK). He is an alumnus of Harvard Business School Advance Management Program AMP191, Boston USA, the London Business School as well as IMD Lausanne Switzerland.

He was appointed to the Board of Unilever Nigeria Plc in January 2024

MRS. ABIOLA ALABI – NON-EXECUTIVE DIRECTOR

Mrs. Abiola Alabi is a Partner at Acasia Ventures, a Venture Capital fund focused on providing early-stage capital to innovative African founders solving local, regional, and global problems. She is an active angel investor and advisor to African technology and media companies.

She has been involved in myriad start-ups as a board member, advisor, and investor. True to her reputation as a leader in the community, and fueled by her passion to support up-and-coming talent, Biola is also the founder of Grooming for Greatness (G4G), a fellowship and mentorship program aimed at cultivating leadership skills in young, aspiring professionals and entrepreneurs. She is an award-winning executive producer, and founder of Biola Alabi Media – a pan-African media and technology advisory firm that has worked extensively with local and global companies, governments, and development agencies in the Telcom, Media, and Technology (TMT) space.

As Managing Director of M-Net Africa, Biola transformed the broadcasting, and film industry on the continent, launching seven Africa Magic channels, and the Africa Magic Viewers' Choice Awards, widely regarded as the "African Oscars".

Abiola graduated from the University of Cincinnati with a degree in Public and Community Health and has completed executive education programs at Harvard University's Kennedy School of Government, Yale University's Jackson Institute of Global Affairs, and Saïd Business School, University of Oxford.

She retired from the Board of Unilever Nigeria Plc. effective 31st December 2024.

MADAM AMMUNA LAWANI ALI, OON –INDEPENDENT NON-EXECUTIVE DIRECTOR

Madam Ammuna Lawan Ali, a retired Federal Permanent Secretary, commenced her Civil Service career in 1977 as a Planning Officer in the Borno State Ministry of Lands and Survey, Maiduguri, where she rose to the position of Permanent Secretary. In 1995, Ammuna Lawan Ali transferred her services to the Federal Civil Service as a director and served in the Ministry of Women Affairs and Social Development and Finance.

In January 2001, Ammuna Lawan Ali was appointed a Permanent Secretary and served in various Ministries, including those of Commerce, Petroleum Resources, Transportation, Works, Environment, Housing and Urban Development, amongst others. She retired from service in December 2009.

Ammuna Lawan Ali is a proud recipient of a national honour, Order of the Niger (OON) and a member of the National Institute of Policy and Strategic Studies (NIPSS) Kuru. She holds a BA (Hons) and Master's Degree in Public Administration. She is the Chairman of Synapse Services Ltd., the Patron of Women in Energy Network, (WIEN) Nigeria, and Chairperson Board of Trustees of African Women Entrepreneurship Programme (AWEP), Nigeria.

She retired from the Board of Unilever Nigeria Plc. effective 31 December 2024.

MR. MICHAEL IKPOKI–INDEPENDENT NON-EXECUTIVE DIRECTOR

Michael Ikpoki is an accomplished Multinational Business Executive and leader with over twenty-five (25) years experience across regulatory, commercial, operational, leadership and consulting/ advisory roles in the African telecom Industry. Michael has proven experience in successfully managing and growing telecom/ consumer businesses in the largest economies in Africa. Key roles held in his 14-year career in MTN Group include Sales Director in MTN Nigeria, Chief Executive Officer of MTN Ghana and Chief Executive Officer of MTN Nigeria (in addition to being a member of the MTN Group Executive Committee).

Since 2016, he founded and now leads Africa Context Advisory Partners in consulting on Telecom/ICT in Africa; serving as a Senior Resource/Adviser to significant local/pan-African investors/businesses in Nigeria/West Africa across ICT/Fintech and other consumer-related industries. Areas of expertise include market insights & analysis, business strategy development, commercial due diligence, Growth and business operations oversight, policy & regulatory advice, and Board Advisory support. In this vein, he is presently an Adviser to ONAFRIQ which is the largest Pan-African Digital Payments hub primarily to support their growth and expansion in West Africa.

He is the Chairman of the Boards of Capricorn Digital Limited (a digital distribution company in Nigeria owned by Onafriq) and Amplitude Telecoms Africa Limited (an African infrastructure management company). He also sits on the Advisory Board of TERRAGON, a UK company creating sustainable, biodiversity compliant Bamboo forests in Africa. He also serves as a Board Adviser to some progressive Nigerian-owned businesses in the Marketing, Hospitality, Fintech and Investment sectors.

He was appointed to the Board of Unilever Nigeria Plc in February 2021

MR. CHIKA NWOBI – NON-EXECUTIVE DIRECTOR

Mr. Chika Nwobi is the founder and CEO of Decagon where brilliant young Nigerians are trained to be world-class software engineers then connected to local and global opportunities. Before Decagon, Chika has been involved in incubating over 20 startups including Babybliss - Nigeria's top omni-channel platform for mom and baby, Jobberman and Cheki.

Chika was the founder of MTech where he launched Nigeria's first mobile internet service with MTN Nigeria in 2001 and helped pioneer the Mobile VAS industry. Chika has also led consulting engagements for Ford Foundation and IFC. Chika is also venture partner in Rise Capital, an emerging markets focused venture capital firm.

Chika has a BA in Economics and a B.Sc. in Computer Science and is in the MSc Software Engineering program at University of Oxford. He also completed the Stanford University SEED transformation program. Chika is passionate about education and developing young people and has been invited to speak at Wharton, NYU and Lagos Business School. He has also served as judge and mentor for entrepreneurship programs of the Federal Government of Nigeria and the World Bank XL startup program.

He was appointed to the Board of Unilever Nigeria Plc in January 2019

MRS. FOLAKE OGUNDIPE - EXECUTIVE DIRECTOR

Mrs. Folake Ogundipe currently serves as Executive Director and National Finance Director of Unilever Nigeria Plc. She has vast knowledge and experience in leading finance functions to deliver corporate objectives that maximize stakeholders value. She possesses hands-on experience as Chief Finance Officer with remarkable leadership skills and strong accounting capabilities including IFRS, and GAAP with proven knowledge of delivering end-to-end financial procedures, designing effective and efficient controls, improving regulatory compliance, reporting, and minimizing risks.

She is adept at steering and establishing robust financial management capability as well as formulating effective strategies to drive strong financial governance. In her career, she has proven to be a strong leader who is enthusiastic and result driven.

She has built a formidable career working in various organizations both in Nigeria and the United Kingdom. Prior to joining Unilever Nigeria Plc, she was the Chief Financial Officer for PES (Pivot Energy Services) Group - A Honeywell Company based in Lagos, Nigeria, Financial Controller for Nigerdock Nigeria Ltd. She has other experience working at Subsea7 S.A UK, Phillips Consulting Ltd and Investment Banking & Trust Company (IBTC) Limited.

Mrs. Ogundipe holds a B.Sc. Accounting from Obafemi Awolowo University, Ile-Ife, Nigeria and M.Sc. Management from University of Leicester, UK. She is a Fellow of the Institute of chartered Accountants of Nigeria (ICAN) and an Associate member of the Chartered Institute of Management Accountants, UK (CIMA).

She was appointed as to the Board of Unilever Plc. in April 2022.

MR. OBINNA EMENYONU – EXECUTIVE DIRECTOR

Mr. Obinna Emenyonu is a seasoned Procurement and Supply Chain professional with an impressive 22-year track record in management and leadership. He has consistently delivered successful margin improvement initiatives, showcasing expertise in strategic planning, business process reengineering, budget management, Forex Neutrality, P&L Impact, Contract Manufacturing, Aggregation Models, Restructuring, Cost Savings Initiatives, human resources, and working capital improvement.

As the Procurement Director of the Unilever West Africa region since September 1, 2019, he oversees Nigeria, Ghana, and Ivory Coast, driving excellence in Execution & Budget Planning, Supplier Engagement, Negotiation, Risk Management, Contract Management, Customer Client Management, and Procurement Process management. His leadership is marked by a strong focus on team building and execution.

With a background in reputable multinationals across Africa, Mr. Emenyonu previously served as the Head of Procurement at Lafarge Africa Plc and PZ Cussons. At PZ Cussons, he rose through the ranks from Head of Procurement Nigeria to eventually becoming the Head of Procurement for Africa, overseeing operations in Nigeria, Ghana, and Kenya.

He holds a Bachelor of Manufacturing Engineering Degree from the University of Salford, Manchester, United Kingdom, and a Post Graduate Certificate from Warwick University. He is a member of the Chartered Institute of Purchasing and Supply and the Institute of Electrical and Electronics Engineers (UK).

He was appointed to the Board of Unilever Nigeria Plc in January 2024

MR. MUTIU SUNMONU CON, FNSE – INDEPENDENT NON-EXECUTIVE DIRECTOR

Mutiu Sunmonu sits as Chairman on the boards of Petralon Energy Nigeria, San Leon Energy UK, Julius Berger Nigeria Plc and Imperial Homes Mortgage Bank.

He joined Shell Petroleum Development Company of Nigeria Limited (SPDC) in August 1978 and served in various capacities in Nigeria, UK and the Netherlands. After 36 years of meritorious service, Mr. Mutiu Sunmonu retired from Shell as the Managing Director of SPDC, and Country Chair of Shell Companies in Nigeria. Since his retirement, he continues to be active in the Oil and Gas Industry.

Mutiu Sunmonu, CON graduated from the University of Lagos in 1977 with a first-class degree in Mathematics and Computer Sciences.

He resigned from the Board of Unilever Nigeria Plc. effective 18 April 2024.

MS. NGOZI EDOZIEN - INDEPENDENT NON-EXECUTIVE DIRECTOR

Ngozi Edozien is currently the Managing Director of InVivo Partners Ltd, an advisory firm providing strategy, operations and ESG consulting and investment support. She is a Partner to ESG in Action Africa (Nigeria) and Competent Boards, (Canada). Both focus on ESG training and consulting.

Ms. Edozien is a seasoned Non-Executive Director sitting on the Boards of several large, listed companies in Africa and the UK. Prior to launching InVivo Partners Ltd she served as Managing Director of Actis LLP's West Africa business – a leading private equity firm across emerging markets. She draws on her over 35 years of experience in finance, strategy consulting, operational management, and board governance in corporations globally to bring value to her investee companies and clients.

Ms. Edozien's experience is broad based, having been a Wall Street executive first at Solomon Brothers and then at JP Morgan. Post her MBA, Ms. Edozien worked for McKinsey & Co. in London and Paris where she became an Associate Principal. In 1999, she joined Pfizer, Inc in New York City, where she was Vice President Strategic Planning and Business

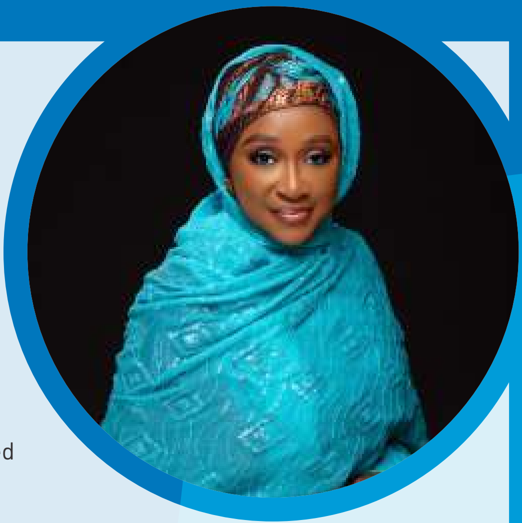
Development until 2005 when she was transferred to Nigeria as the Regional Director, Pfizer Pharmaceuticals Group for Anglophone East, West, and Central Africa.

Ms. Edozien currently sits on several Boards including: Bank of Africa, BMCE Group (Morocco); Imperial Brands PLC (United Kingdom), Guinness Nigeria/Diageo PLC (Nigeria); Ikeja Hotels PLC (Nigeria) and subsidiaries of the Nigerian Stock Exchange in addition to some small privately held businesses within her investment portfolio.

Ms. Edozien's past board roles include: Stanbic IBTC Holdings (Nigeria) of Standard Bank Group; Barloworld Plc (South Africa); PZ Cussons PLC (United Kingdom),Vlisco Group (Netherlands), Seven Energy (Nigeria), UAC (Nigeria), Diamond Bank Plc (Nigeria) and Mouka Foam (Nigeria). She advises several African early-stage businesses in various sectors including healthcare, FMCG, Financial Services and Technology.

She was appointed to the Board of Unilever Nigeria Plc. in May 2024.

MRS. UMMA YUSUF ABOKI – INDEPENDENT NON-EXECUTIVE DIRECTOR



Mrs. Umma Yusuf Aboki is an accomplished leader with over 25 years of diverse experience across the public and private sectors, specializing in banking, investment promotion, and public-private partnerships (PPP). She has a proven track record of driving economic growth, fostering strategic partnerships, and managing high-value client portfolios.

Her extensive banking experience includes roles at Guaranty Trust Bank, Sterling Bank, and Habib Nigeria Bank. She possesses expertise in financial management, risk assessment, regulatory compliance, and delivering tailored banking solutions that drive profitability and enhance client satisfaction.

She was the Executive Secretary/CEO at the Kaduna Investment Promotion Agency (KADIPA) and was Commissioner for Planning and Budgeting in Kaduna State (April 2022 – May 2023), She is a member of some professional bodies including Chartered Institute of Bankers, Institute of Chartered Economists in Nigeria and the Institute of Islamic Banking & Insurance, London. She has attended various Management and professional courses.

She was appointed to the Board of Unilever Nigeria Plc in January 2025.

MRS. ADENIKE OGUNLESI – INDEPENDENT NON-EXECUTIVE DIRECTOR

Adenike Ogunlesi's educational journey spans globally renowned institutions, including IE Business School, Lagos Business School, and Gordon Institute of Business Science, where she honed her expertise in corporate governance, strategic leadership, and retail management.

She is a trailblazing entrepreneur, corporate leader, and changemaker whose visionary leadership has redefined Nigeria's fashion, retail, and manufacturing industries. As the Founder and Chief Responsibility Officer of Gatimo Limited, she has built a legacy of innovation and excellence, establishing Ruff 'n' Tumble as a premier fashion brand celebrated for its craftsmanship, creative ingenuity, and deep-rooted commitment to African heritage.

With over three decades of transformative leadership, Adenike has pioneered modern retail practices, garment manufacturing, and brand storytelling, positioning Nigeria on the global stage while nurturing a generation of entrepreneurs. Her work transcends business—she is a mentor, public speaker, and advocate for sustainable enterprise, women's leadership, and ethical governance.

Adenike's leadership at Gatimo Ltd. has transformed the company into Nigeria's leading garment manufacturing powerhouse, producing over 1,500 garments daily. Under her stewardship, the company has set new benchmarks for quality, sustainability, and African-inspired fashion, driving an industry-wide shift towards homegrown excellence.

As the Founding President of the Network of Entrepreneurial Women (NNEW), she established a groundbreaking platform that empowers women entrepreneurs through mentorship, funding access, and advocacy, creating pathways for female-led enterprises to flourish.

Adenike's influence extends beyond fashion, serving on the boards of Lafarge Holcim Plc, Enterprise Development Centre (EDC) at Lagos Business School, WISCAR (Women in Successful Careers), and Garment and Accessories Manufacturers of Nigeria (GAMAN). Through these roles, she drives policy advocacy, ethical governance, and industrial development, shaping Nigeria's business landscape for sustainable growth.

Adenike is a sought-after keynote speaker and thought leader, inspiring audiences with her profound insights on entrepreneurship, leadership, and the future of African industries. She is a certified Family and Life Systems Coach and Neuro-Linguistic Programming Coach, equipping individuals and businesses with tools for transformative success.

She was appointed to the Board of Unilever Nigeria Plc in March 2025.

MR. PETER DADA – AG. COMPANY SECRETARY

Mr. Peter Dada is an astute Legal professional and experienced executive business leader and Chartered Secretary with over 20 years' experience in various roles and organizations, helping corporations to succeed profitably in Nigeria and West Africa. His expertise cuts across different aspects of law including Intellectual Property Law, Corporate Law and Governance, Regulatory Advisory and Compliance, Labour & Employment, Brand Protection etc.

Mr. Dada began his career working with commercial law firms and later joined GlaxoSmithKline Consumer Nigeria PLC as the Assistant Company Secretary and Suntory Beverage & Food Nigeria Limited as the Head of Legal and Company Secretary, respectively. He is a member of the Nigerian Bar Association, Society for Corporate Governance of Nigeria and the Institute of Chartered Secretaries and Administrators of Nigeria.

He is an alumnus of the University of Lagos (LLB), Nigerian Law School (BL) and the University of Cumbria, UK (LLM). He joined Unilever Nigeria Plc. in 2022 as the Senior Counsel Brand Protection West Africa.

He was appointed as the Ag. Company Secretary of Unilever Nigeria Plc. in October 2024

Leadership Team

Mr. Tobi Adeniyi
Managing Director

Mrs. Folake Ogundipe
Finance Director

Mr. Obinna Emenyonu
Head of Procurement, West Africa

Mr. Peter Dada
Ag. Company Secretary

Leadership Team (continued)

Mr. Abayomi Alli
Manufacturing Director, Nigeria

Mr. Michael Duah
Human Resources Director East and West Africa

Mrs. Bolanle Kehinde-Lawal
EWA Head of Demand Creation, Nutrition

Mr. Uchenna Nwakanma
Personal Care R & D Head of Africa

Leadership Team (continued)

Mr. Chidobem Mgbachi
IT Manager, West Africa

Mr. Godfrey Adejumoh
Communication and Sustainability Manager, Nigeria

Report of the Directors

The Directors hereby present their Report together with the audited financial statements for the year ended 31 December 2024.

Legal Status

Unilever Nigeria Plc. is incorporated in Nigeria as a public limited liability company under the Companies and Allied Matters Act 2020 (CAMA 2020) and is domiciled in Nigeria. The company's shares are listed on the Nigerian Exchange Ltd. (NGX).

Principal activities

The company is principally involved in the manufacture and marketing of Nutrition, Beauty & Wellbeing and Personal Care products. It has manufacturing sites in Oregun, Lagos State and Agbara, Ogun State

Results

The results for the year are summarized as follows:

	2024	2023
	N'000	N'000
Revenue	149,522,596	103,879,730
Operating profit	18,360,768	20,259,990
Profit before taxation	22,649,553	21,891,792
Taxation	(7,506,399)	(5,477,382)
Profit before taxation	15,143,154	16,414,410
Profit from continuing operations	(237,423)	(59,257)
Other comprehensive (loss)/income	—	(7,974,515)
Loss from discontinued operations	14,905,731	8,380,638
Proposed dividend	1.25k per share	75K per share

Dividend

The Directors recommend to the shareholders the payment of a dividend in respect of year ended 31 December 2024 of N7,181,256,250 (Seven billion, One hundred and eighty-one million, Two hundred and fifty-six thousand, Two hundred and fifty naira) that is 1.25k gross per share which is payable on Monday 12 May, 2025 subject to the deduction of appropriate withholding tax.

Corporate Governance Report

Framework

Unilever Nigeria Plc. operates within a Corporate Governance framework established on the provisions of the following governance documents:

1. Companies and Allied Matters Act 2020.
2. The Rule Book of the Nigerian Exchange for the time being in force
3. The Investment and Securities Act 2007
4. Securities and Exchange Commission (SEC) Rules for the time being in force
5. The Nigerian Code of Corporate Governance 2018
6. Securities and Exchange Commission (SEC) Corporate Governance Guideline 2020
7. The Memorandum and Articles of Association of Unilever Nigeria Plc.

Report of the Directors (continued)

8. The Board Charter
9. The Unilever Code of Business Principles and Code Policies.
10. Subsidiary Governance of Unilever document.

From the above, the Corporate Governance Policy of Unilever Nigeria Plc can be summed up as follows:

a. Unilever conducts its operations with integrity, openness and respect for human rights and the legitimate interests of its employees, business partners and stakeholders.
b. As a Unilever Group company, it strives to comply with the laws and regulations of the countries in which it operates.
c. Unilever focuses on the long-term sustainability of its business for the benefit of multiple stakeholders. The Company is committed to building trust and transparency across all its operations with stakeholders.
d. Unilever will conduct its operations in accordance with internationally accepted principles of good corporate governance. The Company will provide timely, regular and reliable information on its activities, structure, financial situation and performance to its shareholders and other stakeholders.

Compliance with the above principles is a critical element of the Unilever business success and all Unilever employees and business partners are mandated to comply with these principles.

During the year 2024, Unilever Nigeria Plc. continued to embed the principles of good corporate governance encapsulated in the Nigerian Code of Corporate Governance 2018, the Securities and Exchange Commission Corporate Governance Guideline 2020 and global best practices.

Board composition

The Directors who held office during the year 2024 and up to the date of this report are:

Mr. Bolaji Balogun	Independent Non-executive Director and Chairman (Appointed w.e.f. May 2024)
Mr. Tim Kleinebenne	Managing Director (Resigned w.e.f. 31 December 2024)
Mr. Tobi Adeniyi	Managing Director (Appointed w.e.f. 1 January 2025)
Mr. Ben Langat	Non-Executive Director
Mrs. Abiola Alabi	Non- Executive Director (Retired w.e.f. 31 December 2024)
Madam Ammuna Lawan Ali, OON	Independent Non-Executive Director (Retired w.e.f. 31 December 2024)
Mr. Michael Ikpoki	Independent Non-Executive Director
Mr. Chika Nwobi	Non-Executive Director
Mrs. Folake Ogundipe	Executive Director
Mr. Obinna Emenyonu	Executive Director
Mr. Mutiu Sunmonu	Independent Non-Executive Director (Resigned w.e.f. 18 April 2024)
Ms. Ngozi Edozien	Independent Non-Executive Director (Appointed w.e.f. May 2024)
Mrs Umma Yusuf Aboki	Independent Non-Executive Director (Appointed w.e.f. 1 January 2025)
Mrs. Adenike Ogunlesi	Independent Non-Executive Director (Appointed w.e.f 24 March 2025)

Board responsibilities

The Board has the apex responsibility for leadership, direction and performance of the company and has the powers, authority and duties vested in it by the relevant laws and regulations of the Federal Republic of Nigeria and the Articles of Association of Unilever Nigeria Plc. The Board has oversight responsibility for the management of risk and for reviewing the effectiveness of the internal control and risk management system within the company.

Report of the Directors (continued)

The Board has delegated to the Managing Director all its powers, authority and discretions which relate to the day-to-day operations of Unilever Nigeria Plc.

The powers, authority and discretions exclusively within the remit of the Board and which currently have not been delegated include making or approving the following:

1. Structural and constitutional powers
   a. Alteration of Articles of Association
   b. Alteration of the capital of the company
   c. Significant asset disposal

2. Governance
   a. Convening of meetings of the shareholders of Unilever Nigeria Plc. and the setting of the agenda thereof and generally ensuring that a satisfactory dialogue with shareholders takes place.
   b. Presentation of the annual report and financial statements to shareholders.
   c. Reviewing and approving proposals from the Governance, Remuneration and Risk Management Committee.
   d. Proposals to the general meetings of shareholders of Unilever Nigeria Plc. on the Board remuneration policy within the authority set by the general meeting of shareholders.
   e. The review of the functioning of the Board and its committees.
   f. Overall responsibility for compliance with all relevant laws, regulations and Code of Corporate Governance.
   g. The Operating Framework.

Board Appointment, Evaluation & Training
Unilever Nigeria Plc. appoints Directors in line with its Board recruitment process. The basic principle underlining the process of recruitment of Directors in Unilever Nigeria Plc. are the qualifications, ability and skills required for the role and the ability to make visible and independent contribution to the governance of Unilever Nigeria Plc. in accordance with Unilever global, regional and local strategy, Unilever Diversity and Inclusion principles and the relevant local legal requirements.

The governance process in Unilever Nigeria Plc. entails robust induction and training of Directors. Accordingly, Directors are taken through relevant and apposite training programmes to equip and empower them for the role on an ongoing basis. In 2022, the Unilever Business Integrity Director, Africa facilitated a Board Knowledge session on 'Unilever Code of Business Principles and Code Policies' to reinforce Unilever values and the standard of conduct expected of all Unilever employees, Board members and business partners. Some members of the Board also went through relevant Trainings to sharpen their Corporate Governance knowledge, skills and capabilities.

Unilever Nigeria Plc. provides the right atmosphere for its Directors to demonstrate leadership and enhance their experiences. It further provides relevant governance information to its Directors and facilitates circulation of essential governance documents to the Board from time to time to keep them abreast of all relevant legal, regulatory and corporate governance developments and trends.

The Board of Directors of Unilever Nigeria Plc. is evaluated locally and at the Unilever Africa Cluster level on an annual basis. The Board and individual Directors are benchmarked against the requirements of the Unilever Code of Business Principles, the Code Policies, the laws and regulations of Nigeria, the Nigerian Code of Corporate Governance, the SEC Corporate Governance Guideline and other relevant governance provisions. The scope of evaluation covers diversity and inclusion, leadership, compliance, contribution to the Board agenda for the year, attendance at meetings, quality of discussions at Board meetings, level of engagement with government and the community, business performance and entrepreneurial acumen.

Report of the Directors (continued)

In line with the Unilever Governance standards and in compliance with the Nigerian Code of Corporate Governance, the SEC Corporate Governance Guideline, the Board of Unilever Nigeria Plc. conducted an internal evaluation exercise in respect of the period ended 31 December 2024 to review the performance of the Board, individual Directors, and Board Committees together with the Corporate Governance framework of Unilever Nigeria Plc. The Board and Corporate Governance Evaluation Report show that Unilever's governance procedures and practices during the year ended 31 December 2024 were essentially in compliance with the provisions of applicable laws, regulations, corporate governance Code and international best practices. Actions points from the Evaluation will be addressed in the course of 2024

Directors Retiring By Rotation

In accordance with Article 90 of the company's Articles of Association Mr. Chika Nwobi, and Mrs. Folake Ogundipe will retire by rotation and being eligible, offer themselves for re-election.

In addition, the following directors Mr. Bolaji Balogun, Ms. Ngozi Edozien and Mrs. Umma Yusuf Aboki, Mrs. Adenike Ogunlesi who were appointed since the last Annual General Meeting will retire at this meeting and being eligible offer themselves for re-election.

The profiles of all the six (6) Directors standing for re-election are contained on pages 23 - 31 of this Annual Report and Financial Statements.

Board committees

In line with the Code of Corporate Governance, the Board of Directors operates through the following committees/ Teams:

a. Leadership Team (LT)

The Leadership Team comprises of the Executive Directors and Senior Executives who occupy strategic roles in the organization. The Leadership Team is responsible for delivering the corporate targets of the company, establishing priorities, allocating resources, and seeing to the operations of the company on a day-to-day basis. The Leadership Team is chaired by the Managing Director/Chief Executive Officer of the company. Current members of the leadership team are as follows:

1. Mr. Tobi Adeniyi - Managing Director
2. Mrs. Folake Ogundipe - National Finance Director
3. Mr. Obinna Emenyonu - Head of Procurement, West Africa
4. Mr. Peter Dada - Ag. Company Secretary
5. Mr. Abayomi Alli - Manufacturing Director, Nigeria
6. Mr. Michael Duah - Human Resources Director East and West Africa
7. Mrs. Bolanle Kehinde-Lawal - EWA Head of Demand Creation, Nutrition
8. Mr. Uchenna Nwakanma - Personal Care R & D Head of Africa
9. Mr. Chidobem Mgbachi - IT Manager, West Africa
10. Mr. Godfrey Adejumoh – Communication and Sustainability Manager, Nigeria

Report of the Directors (continued)

b. The Audit Committee

The Audit Committee, established in accordance with the provisions of Section 404(2) of the Companies and Allied Matters Act 2020, comprises of three (3) shareholders' representatives and two (2) Directors' representatives (both of whom are non–executive Directors). The Chairman of the Audit committee is a shareholders' representative. During the year under review, the committee met five (5) times.

The functions of the Audit Committee are governed by the provisions of Section 404(7) of the Companies and Allied Matters Act 2020. The Members of the Audit Committee and the Report of the Audit Committee to the members are contained on page 67.

c. The Governance, Remuneration and People Committee

The Governance, Remuneration and People Committee comprises solely of Non-Executive Directors. The Committee's Terms of Reference are in line with the Nigerian Code of Corporate Governance 2018. Members of the Committee during the year ended 31 December 2024 were:

i. Mr. Michael Ikpoki
ii. Madam Ammuna Lawan Ali, OON
iii. Mr. Jaime Aguilera
iv. Mr. Ben Langat
v. Mr. Mutiu Sunmonu

d. The Finance, Audit and Risk Committee

The Finance, Audit and Risk Committee comprises solely of Non-Executive Directors. The Committee's Terms of Reference are in line with the Nigerian Code of Corporate Governance 2018. The Committee had its inaugural meeting in Quarter four (4) 2024. Members of the Committee during the period ended 31 December 2024 were:

I. Ms. Ngozi Edozien
ii. Mr. Michael Ikpoki
iii. Mr. Ben Langat
iv. Mr. Chika Nwobi

Report of the Directors (continued)

In 2024, all the above committees discharged their roles effectively and in line with their terms of reference.
Board meetings

During 2024, the Board held Seven (7) meetings. The record of Directors' attendance is presented below:

Name	Meeting date 18 Jan. 2024	Meeting date 14 March 2024	Meeting date 18 April 2024	Meeting date 16 May 2024	Meeting date 18 July 2024	Meeting date 17 Oct. 2024	Meeting date 29 Nov. 2024	Total Attendance
Mr. Bolaji Balogun	NYA	NYA	NYA	NYA	✓	✓	✓	3 meetings
Mr. Tim Kleinebenne	✓	✓	✓	✓	✓	✓	✓	7 meetings
Mr. Jaime Aguilera	✓	NLB	NLB	NLB	NLB	NLB	NLB	1 meeting
Mr. Ben Langat	✓	✓	✓	✓	✓	✓	✓	7 meetings
Mrs. Abiola Alabi	✓	✓	✓	✓	✓	✓	✓	7 meetings
Madam Ammuna Lawan Ali, OON	✓	✓	✓	✓	✓	✓	✓	7 meetings
Mr. Michael Ikpoki	✓	✓	✓	✓	✓	✓	✓	7 meetings
Mr. Chika Nwobi	✓	✓	✓	✓	✓	✓	✓	7 meetings
Mrs. Folake Ogundipe	✓	✓	✓	✓	✓	✓	✓	7 meetings
Mr. Obinna Emenyonu	✓	✓	✓	✓	✓	✓	✓	7 meetings
Mr. Mutiu Sunmonu, CON	✓	✓	NLB	NLB	NLB	NLB	NLB	2 meetings
Ms. Ngozi Edozien	NYA	NYA	NYA	NYA	✓	✓	✓	3 meetings

✓-Present; X -Absent with apologies; NYA - Not yet appointed; NLB -No longer on the Board.

Governance, Remuneration and People Committee
The Governance, Remuneration and People Committee held eight (8) meetings in 2024. The record of members' attendance is presented below:

Name	Meeting date 18 Jan. 2024	Meeting date 14 March 2024	Meeting date 18 April 2024	Meeting date 14 May 2024	Meeting date 18 July 2024	Meeting date 4 Oct. 2024	Meeting date 29 Nov. 2024	Meeting date 29 Nov. 2024	Total Attendance
Mr. Michael Ikpoki	✓	✓	✓	✓	✓	✓	✓	✓	8 meetings
Madam Ammuna Lawan Ali OON	✓	✓	✓	✓	✓	✓	✓	✓	8 meetings
Mr. Jaime Aguilera	✓	NLB	NLB	NLB	NLB	NLB	NLB	NLB	1 meeting
Mr Ben Langat	NYA	NYA	✓	✓	✓	✓	✓	✓	6 meetings
Mr Mutiu Sunmonu	✓	✓	NLB	NLB	NLB	NLB	NLB	NLB	2 meetings

✓-Present; X -Absent with apologies; NYA - Not yet appointed; NLB -No longer on the Board.

Report of the Directors (continued)

Finance Audit and Risk Committee meetings
The Finance Audit and Risk Committee held one (1) meeting in s in 2024. The record of members' attendance is presented below:

Name	Meeting date 15 October 2024	Total Attendance
Ms. Ngozi Edozien	✓	1 meeting
Mr. Ben Langat	✓	1 meeting
Mr. Michael Ikpoki	✓	1 meeting
Mr. Chika Nwobi	✓	1 meeting

✓ - Present: X– Absent with apologies

Audit Committee
The Audit Committee held five (5) meetings in 2024. The record of members' attendance is presented below:

Name	Meeting date 17 Jan. 2024	Meeting date 13 March 2024	Meeting date 17 April 2024	Meeting date 17 July 2024	Meeting date 16 Oct. 2024	Total Attendance
Mr. David Oguntoye	✓	✓	✓	✓	✓	5 meetings
Alhaji W. Ajani	✓	✓	✓	✓	✓	5 meetings
Mr. Kolawole Durojaiye	✓	✓	✓	✓	✓	5 meetings
Mrs. Abiola Alabi	✓	✓	✓	✓	✓	5 meetings
Mr. Chika Nwobi	✓	✓	✓	✓	✓	5 meetings

Record of Directors' attendance at Board meetings
The record of the Directors' attendance at meetings during 2024 as listed above is available for inspection at the Annual General Meeting.

Directors' interests in contracts
No Director notified the company for the purpose of section 303 of the Companies and Allied Matters Act 2020, of their direct or indirect interest in contracts or proposed contracts with the company during the year.

Directors' shareholding
In accordance with Section 301 of the Companies and Allied Matters Act 2020, the Register of Directors' interests in the share capital of the company will be open for inspection at the Annual General Meeting.

The direct and indirect interest of Directors in the issued share capital of the company as recorded in the Register of Directors' Shareholdings and/or as notified by them for the purposes of sections 301 and 302 of the Companies and Allied Matters Act 2020 and the listing requirements of the Nigerian Exchange Ltd. are as follows:

Report of the Directors (continued)

Director	Number of Shares held at 31 December 2024 & up to 31 March, 2025	Number of shares held at 31 December 2023
Mr. Bolaji Balogun	Nil	Nil
Mr. Tim Kleinebenne	Nil	Nil
Mr. Tobi Adeniyi	Nil	Nil
Mr. Ben Langat	Nil	Nil
Mrs. Abiola Alabi	Nil	Nil
Madam Ammuna Lawan Ali	Nil	Nil
Mr. Michael Ikpoki	Nil	Nil
Mr. Chika Nwobi	Nil	Nil
Mrs. Folake Ogundipe	Nil	Nil
Mr. Obinna Emenyonu	Nil	Nil
Mr. Mutiu Sunmonu, CON	Nil	Nil
Ms. Ngozi Edozien	Nil	Nil
Mrs. Umma Yusuf Aboki	Nil	Nil
Mrs. Adenike Ogunlesi	Nil	Nil

According to the register of members at 31 December 2024, the following shareholders of the company held more than 5% of the issued share capital of the company. Except as disclosed below, no other shareholder holds 5% and above of the Company's shares.

Shareholder	Number of Shares	Percentage held (%)
Unilever Overseas Holdings B.V.	4,364,161,812	75.96

Immediate and Ultimate Parent Companies
Unilever Overseas Holdings B.V. and Unilever Plc. United Kingdom

Share Dealing Policy
In accordance with the Post-Listings Rules of the Nigerian Stock Exchange, Unilever Nigeria Plc. has a share dealing policy which regulates securities transactions by its Directors, Employees and other Insiders on terms which are no less exacting than the required standard set out in the Nigerian Stock Exchange Rules. The Policy and Closed Periods are communicated periodically to drive compliance. In respect of the year ended 31 December 2024, the Directors of Unilever Nigeria Plc. hereby confirm that:

1 A code of conduct regarding securities transactions by all Directors has been adopted by the Company.

2 Specific enquiry of all Directors has been made during the reporting period and there is no incidence of non-compliance with the listing rules of the Nigerian Exchange Ltd, and Unilever Nigeria's code of conduct, regarding securities transactions by Directors.

Complaints Management Policy Framework
In compliance with the Securities and Exchange Commission Rule Relating to the Complaints Management Framework of the Nigerian Capital Market ("SEC Rules") 2019, Unilever Nigeria Plc. continues to strengthen its complaints management procedure. The Company has a formal Complaints Management Policy by which complaints arising from issues covered under the Investment and Securities Act 2007 (ISA) are registered, promptly resolved and quarterly submission of same is made to the Nigerian Exchange Regulation Ltd.

Report of the Directors (continued)

Unilever Code of Business Principles
Unilever Nigeria Plc. has zero tolerance for illegality, corruption and unethical practices. Accordingly, the Company mandates its employees and business partners to adhere to all applicable laws and regulations, the Unilever Code of Business Principles and Code Policies. Unilever Code of Business Principles (COBP) prescribes a uniform standard of conduct expected of every Unilever operating company, employee and business partner. This helps us put our core values of integrity, respect, responsibility and pioneering into practice.

The COBP covers matters such as Obeying the law, Conflict of interest, Business integrity, Business partners, Shareholders and public activities, Fair Competition, Data Protection and Responsibility to our consumers. In addition to the COBP, there are 24 supporting Code Policies which provide a framework of simple 'Musts' and 'Must Nots' designed to be readily applied by employees in their day-to-day work.

Employees of Unilever Nigeria Plc. go through regular mandatory trainings, Annual Declarations and focused discussions to reinforce the COBP and Code Policies standards and drive compliance. Compliance with the COBP and Code Policies is mandatory and monitored at the highest level of the organization. Internal and external confidential reporting platforms are available to encourage reporting of breaches and sanctions are consistently applied for these breaches. Unilever has a dedicated Business Integrity (BI) organization which focuses on Code compliance and related matters. The BI organization provides an effective framework which includes clear policies, guidelines and related learning materials, as well as robust procedures and controls to prevent, detect and respond to any inappropriate behaviour. Unilever also makes it mandatory for all its business partners to sign up to compliance with its Responsible Partner Policy or to ethical standards no less than those provided in the Policy.

Human Resource Board Report
Our Human Resource drive is to unlock organizational capacity, people potential and organisation that is cost effective, agile responsive and digitally enabled in supporting Unilever to achieve our ambition of doubling our business. Our interventions are targeted to ensure employees capabilities are future-fit, equipped with relevant skills for our mainstream markets' ambition and to dial-up the organization's culture of owner's mindset and one-team spirit amongst employees. To continue to create advantage for the business and its people, we will dial-up simplification, automation and flexibility for a digitally enabled organization fit for today and our growth ambition.

Employment Policy
At Unilever Nigeria, we strongly believe that to win in the marketplace, we must win with people and through people. This unwavering premise continues to guide us in the way we work and culminates in our policies and practices at every stage of our employment cycle. Thus, we strive to remain an equal opportunity employer who is passionate about diversity and inclusivity, mutual respect as well as encouraging vibrant communication and consultation between employees and the leadership team.

Our core values and Code of Business Principles define what we stand for and the framework with which we do business. These are values hinged on professional integrity, attaining and maintaining a pioneering mindset of innovation and continuous improvement, a responsibility to make a positive impact in the society in which we operate, and respect for all our stakeholders. These non-negotiables together with our standards of leadership define the kind of people that drive our business; people with Purpose and Service, Personal Mastery, Agility, a Passion for High Performance, Consumer Love with Business Acumen and those who have the ability to be Talent Catalyst.

Talent Development
With the dynamic changes in these uncertain times, it has become increasingly imperative that we continue to leverage on the technology and expertise available to us, to equip our business and employees with all that is needed

Report of the Directors (continued)

to win and to grow. We have intensified efforts to empower more agile & flexible employees that prioritise, execute, and learn at speed not only to bring our Purpose-Led, Future-Fit Compass to life, but to deliver on our growth agenda.

Preparing employees for the Future of Work continued to be at the heart of our learning agenda in 2024 and into 2025. We focused on accelerating skill building across the business and ensured all our people understand the skills they need to focus on to ensure they are future fit. Through our shape your on adventure program, we drove the novel approach to learning where employees have a personalised development plan embedding their purpose, wellbeing focus areas and the requisite skills they need to be fully effective in their current roles and help them to be more prepared for what the future will bring by clarifying skills, experiences, performance and leadership capability they need to develop to access the transparent global career opportunities available within the Unilever ecosystem and elsewhere. This allows employees to take ownership of their personal development both now and in the future.

We have continued to utilise our robust technology enabled systems to help them develop better leadership, professional and general skills to enhance engagement and productivity. In addition to our focus on being Future Fit we continue to drive experiential development through on-the job deliverables as we implement various initiatives to complement other traditional learning methodologies, with our business leaders being at the forefront of this drive.

We rolled out the functional academies across the business in 2024, which ensured that focus is given to core functional capabilities within the organization. These academies were deployed through expert or leader-led sessions with persons with the right experiences, which served as a form of coaching. In addition, self-learning remained an enabler to ensuring the realization of the objectives of the functional academies.

Diversity & Inclusion

Unilever Nigeria is committed to fostering a work environment that champions diversity, inclusion, ongoing learning, and equal opportunities for individuals from diverse backgrounds. We are dedicated to ensuring that our employees thrive in a setting that values diversity and upholds principles such as mutual trust, respect for human rights, fair treatment, and equal opportunities, with no tolerance for any form of unlawful discrimination or victimization.

We ensure that everyone is treated with fairness and equity, regardless of factors such as race, age, gender, ethnicity, religion, disability, and more. This commitment extends to all aspects of employment, including recruitment, promotion, training, and retirement, where decisions are based solely on merit.

Our efforts to eliminate barriers encompass various actions, including providing reasonable accommodations to enhance accessibility as needed, ensuring equal pay for equal work, conducting training sessions for employees and line managers on bias and discrimination, targeting the recruitment of underrepresented groups, offering parental support, implementing mentoring and sponsorship programs, fostering an environment where employees feel encouraged to speak up and have a sense of belonging, and organizing events that celebrate diversity.

We have set ambitious goals for ourselves in various aspects of diversity, including gender diversity. We have a commitment to achieving and maintaining a 50% representation of both genders at the management level. To ensure accountability, we have established a mechanism that reports progress to the Executive Committee (EXCO) and Regional Leadership. In 2024, we renovated our on-site creche to make it more fit-for-purpose; where employees can leave their wards under the care of trained paid nannies, this allows them regular access to their wards, boosting their wellbeing. Consequently, in the spirit of equity, we extended this benefit to our colleagues on the field where they get paid an allowance to enable them to access the services of a creche or nanny in their locations.

Report of the Directors (continued)

We launched the Super Moms Group in 2024, which is a platform where working class mothers are brought together for purposes of knowledge sharing and building a community of support for one another, as they navigate the complex web of combining work and duties of the family. The gender representation as at end of 2024 was 40.9% for management employees; and we are confident that with the continued implementation of our strategies and plans, we shall record significant progress on female representation at management level and for total business.

We continue to give focus to the area of disability inclusion, ensuring the workplace is a safe space for all persons, with the basic reasonable accommodation in place for those who need it. Our recruitment platforms remain an avenue where we make bold our commitment to persons with disability and invite them to apply for available opportunities within the organisation. With the growing focus on neurodiversity, we took the initiative of organizing sessions with our employees, building their knowledge around the matter, and affirming the Company's willingness to support them where possible.

Industrial Relations
Unilever Nigeria Plc placed a strong emphasis on fostering positive industrial practices within the workplace as a key aspect of its industrial relations goals. This involved close collaboration with accredited representatives of the registered trade union, which actively championed and supported the interests of the company's employees.

In the face of persistent macro-economic risks affecting businesses across the country, Unilever Nigeria Plc acknowledged the substantial impact of global factors on its operations – volatile oil prices, forex scarcity, and unfavourable fiscal policies, particularly in the Fast-Moving Consumer Goods (FMCG) industry in Nigeria, where organizations were significantly affected. The disruptions in the global supply chain, coupled with material cost inflation and increased operational expenses, led to reduced competitiveness and profitability in the market space. These economic challenges exposed the business to the risk of losing market share and profitability, thereby weakening its competitive strengths, with certain categories experiencing a dilution in profitability. In March 2024, there was a global announcement of the Productivity Programme, with three core principles – market segmentation, accelerated simplification and tech-enabled transformation. The effects of the program were felt in all Unilever markets across the world, characterized by job cuts, towards driving simplification and operation efficiency. In Nigeria, we separated with 10 employees in the Phase 1 of the program, while Phase 2 gets implemented in June 2025.

Despite the economic headwinds, management at Unilever Nigeria Plc successfully maintained a peaceful industrial climate in 2024, credited to a cooperative partnership with union leadership, advocating for employees and supporting measures addressing economic impact. This underscores a commitment to navigate challenges while safeguarding both the workforce and business interests.

Since the inception of the Central Working Committee (CWC) comprising the Chairmen, we've prioritized and resolved employee matters, fostering industrial harmony. Joint Consultative Committee (JCC) meetings address Blue-Collar issues promptly, maintaining a peaceful workplace. Open communication channels between management and the union ensure a cooperative environment.
To boost leadership capabilities, executives attended the 2024 Industrial Relations Conference, representing Unilever and networking with industry peers. These efforts were well-received, evident in positive engagements with the union executives.

Employee Engagement
'People First' remains the focus of our proposition to employees since 2020. We create a working environment for employees to feel valued by being informed and engaged. Despite the hybrid working structure which involves employees working from home 2 days a week, we deliver people engagements experiences that are interactive, inclusive, and impactful.

Report of the Directors (continued)

Engagement Highlights of 2024

- We started off the year by supporting and ensuring that employees had a clear line of sight of what there is to be delivered in the year, through goal setting clinics.
- The erstwhile clusters of West Africa (where Nigeria belonged) and East Africa were merged to form what we refer to as the East and West African (EWA) cluster today. The formation of this cluster was to enhance simplification, and operational effectiveness in the business, and to benefit from synergies within the amalgamated cluster.
- To strengthen our hold in the market, we conducted a Customer Development (CD) Academy for members of the CD team to enhance their capabilities in making a difference in the market. The learning session included facilitation from various CD and business subject matter experts (SMEs) including leaders from HR, Legal etc for a week. This exercise has stepped up capability of the team and is an investment we believe would reflect returns in our profitability
- We participated in the Top Employer (TE) survey to review and test our processes and ways of working versus peers in the market. The survey reviewed all aspects of our processes including employee experience, reward, performance management, Learning, data and information management, sustainability etc. We were recognized in 2024 as a Top Employer, and this reflects the strength of our brand equity
- We participated in our annual UNIVOICE survey, conducted in all Unilever markets to give employees a voice and get feedback from them on areas of improvement and continuation. Nigeria had an 86% response rate and the feedback received formed part of the action planning functional leaders took to improve the experiences in their various functions.
- To support our employees in the face of increased cost of living, the business approved payment of basic salaries from 80 – 100% of basic salary to our employees, as well as reviewed the value of product packs that employees can receive. This is in addition to our compliance to the new minimum wage introduced by the government which was implemented for all our NFTEs across the business.

Our people continue to be the core of Unilever, we are committed to creating workplace experiences that ensure their wellbeing, drive motivation, and inspire pioneering behaviours at Unilever.

Employer Branding

As part of our Future of Work commitment, Unilever globally committed to preparing 10 million youths (15-24) across the globe for a meaningful career from 2022 to 2030 through provision of work opportunities, volunteering opportunities and learning/upskilling opportunities. Employer Branding has a key role to play in delivering this ambition, given we are at the forefront of engaging young talent externally, and already attract talent into work opportunities. Moreover, we are in the unique position to combine the engagement of young talent which already takes place, with providing them with learning/upskilling opportunities.

As part of our Youth commitment, the Future-X Unilever Campus Ambassadors Program (FUCAP) was launched in partnership with UNICEF to reach 3 million Nigerian youth and equip 700,000 of them between the ages of 16 and 24 with the requisite skills to succeed in the workplace of the future by 2026. The FUCAP initiative was launched on UNICEF's Yoma and U-Report Platforms, a youth-centred platform, to ensure an extensive reach of young people in universities and other institutions of higher learning across Nigeria.

Unilever Nigeria was recognized as a Top Employer in Nigeria for the eighth time in a row, awarded by the Global Top Employers Institute. We also participated in the Children International School (CIS Lekki) career day where our talent and people experience team showcased our brand and products, and also enlightened young children of the kind of opportunities that can be attained in Unilever.

Report of the Directors (continued)

We remain committed to attracting top talent, championing youth employability initiatives that equip the youth, retaining big bet talents and ensuring recognition for best-in-class practices as an employer.

Safety, Health and Environmental (SHE) Report

In 2024, our organization continued to prioritize Safety, Health and Environment (SHE) as a critical aspect of our operations which aligned with our commitment to fostering a sustainable and resilient workplace.

Our manufacturing sites in Oregun and Agbara in 2024 ensured zero harm, promoted employee wellbeing and achieved sustainable growth.

Key Achievements:

Safety: Unilever employs robust management systems with continuous improvements, engaging employees through behavioural safety observations (SBO) and visible leadership through deep compliance audits (DCA). We start each week with SHE talks and promote safety through various campaigns and trainings.
Collaborations with regulatory agencies enhanced our training programs. We maintained high safety standards, benchmarked against Unilever SHE framework standards. We recorded accident-free days, complied with SHE regulations, and remained accountable to local communities. Notably, we improved near miss reporting by 50%, increased quality safety behavioural observations by 21%, maintained zero TRFR, and conducted 100% safety drills.

Health: We conducted mental and general health awareness sessions and the Healthier U program which improved employees' health status. We also organized a community medical outreach, providing free checkups and treatments for 402 individuals, and completed 98% of our 2024 Health and Wellbeing activities.

Environment: Reduced emissions through operational improvements and energy efficiency initiatives. Enhanced waste management practices with 57% improvements on recycling wastes.

IMT: The Incident Management Team (IMT), including leadership, security, manufacturing, logistics, and commercial teams, was established to manage business continuity plans. We conduct thorough incident investigations and implement corrective actions across sites. The unwavering support of the leadership team, heading various safety and health subcommittees, ensures the success of all SHE programs.

2025 Plans

- Enhance SHE training programs and engagement at all organizational levels
- Enhance environmental performance through efficient and cost-saving strategies.
- Ensure drive to zero road safety strategy.

Quality Report

As businesses continue to navigate present economic realities, with daunting future economic indicators, we have resolved to pursue even more ambitious and bolder goals. Our vision is to consistently deliver superior products to our customers and consumers through our range of iconic brands. Our ultimate aim is to provide superior experiences, great value for money, and consumer satisfaction.

In 2024, we maintained our seven-year record of zero marketplace and regulatory incidents, demonstrating our commitment to quality and dedication to strengthening systems and processes that prevent failures.

Report of the Directors (continued)

Our supply partners are critical to our success. We fostered collaboration and provided technical support to improve their processes. We offered robust and effective training programs covering a wide range of key topics to ensure our partners continue to deliver superior products and services. As a result, we achieved a 100% reduction in supplier-related consumer safety incidents, successfully localized Rexona roll-on, and attained a 100% compliance rating for our third-party manufacturing partners.

To further strengthen our manufacturing control gates and ensure our site delivers globally certified safe products, the Agbara Nutrition factory was successfully re-certified to the Food Safety System Certification (FSSC 22000 V6.0) scheme with zero critical audit findings.

We acknowledge that maintaining product quality in the marketplace is non-negotiable and that key distributors (KDs) are pivotal to achieving this. We made tremendous strides by auditing our KDs and distribution centers across all regions in Nigeria. We collaborated with the Customer Development team to close all audit gaps, improve warehousing and storage conditions, ensure product availability at the right quality, and resolve complaints promptly.

We continue to drive our digital transformation agenda with greater rigor and curiosity to achieve effective and seamless quality operations across all our sites. We saw wider adoption of current digital solutions across all platforms and introduced digital solutions to previously uncharted areas such as market feedback reporting.

The annual World Quality Week celebration was successfully held in November as part of the global event. The event provided an opportunity to engage senior leaders, employees, partners, customers, and consumers on the message of driving superior quality in the marketplace for all our brands. The event featured a kickoff with senior leaders in attendance, visits from customers and consumers to our factories, engagement with shop-floor teams, and market visits.

Looking forward to 2025, we remain confident, resolute, and determined in the face of daunting economic realities to brighten everyday life for Nigerians by delivering unmissably superior quality products that make us all feel good, look good, and get the best out of life.

Corporate Social Responsibility

	2024	2023
	N'000	N'000
Unilever Secondary school scholarship programme	10,300	10,500
Ogun State Government - Children's foundation support and Ministry of Commerce and Industry	1,000	1,498
UN Global Compact Network of Nigeria	-	2,500
Manufacturers Association of Nigeria	1,350	9,840
Total	**12,650**	**25,688**

*Included in donation amount of N289million (2023: 57 million) in note 5 is N12.6 million (2023: N25 million) relating to corporate social responsibility.

Report of the Directors (continued)

Region	Name
Care Global GT	Care Global Consumer Limited Abuja
Core North	Naheem Heights Limited
Core North	Nahuwa General Enterprise
Core North	Lawalti General Enterprise
Core North	S C Okafor Nigeria Limited
Core North	A D Basharu And Sons (Nig) Limited
Core North	Al-Babello Trading Company Ltd - Katsina
Core North	Al-Babello Trading Company Limited
Core North	Al-Babello Gasau
Core North	Albabello Trading Co. Ltd Kebbi
Core North	Salihu Usman Matazu & Sons
Core North	Said Abubakar
Core North	Samjoe & Brothers Vent (Nyangwa Kef
Core North	Water Valley General Merchandise
Core North	Alh Imrana Ibrahim & Sons Ltd
Core North	Chris F Okenna Nig Ltd
Core North	Alh Sani Sale Kunini
Core North	Kaudimi General Enterprises
Core North	Rahusa Ventures
Core North	A. A Fugu & Sons Nig Ltd
Core North	Mazaf Mini Depot Stores
Core North	Qubah Global Ventures
Core North	A.D.Y. Enterprises
Core North	Tukur Sabaru
Core North	Hamir Investment
Core North	Njy Chris Inv Com
Core North	M.Delight Singer Stores
Core North	Usman Bello K/Atiku
Core North	Sirajo Abu Zamau
Core North	Bello Faru And Sons Nig Ent.
Core North	Laka Illaika
Core North	Alh. Abubakar A.B Sons Ent.
Core North	Litnan General Marchant
Core North	Kabiru S Maizare
Core North	Umar Mohammed Jalo Enterprise
Core North	Albawa International Investment
Core North	Alh. Amadu Hussaini Group
Core North	SANDA TIREDA LIMITED
Core North	YUHAZ MERCHANTS COMPANY LIMITED
Core North	KAZALLAMALLUNTU G. ENTERP
Core North	ABUBAKAR ADAMU INTEGRATED
Core North	GAMI EKANGURU GLOBAL CONCEPTS LTD

Report of the Directors (continued)

Core North	BBC INTEGRATED SERVICES VENTURES
Core North	IBRAHIM ISAH DANBABA GEN. ENT.
Core North	NGARAMU PRIME AGRIC SERVICES
Core North	A. I. MAI TEBUR VENTURES
Core North	ALH. IBRAHIM USMAN ACHIDA & SONS LTD
Lagos	Mutkeem Concept
Lagos	Chrislanbolu Trade & Eng. Serv. Ltd
Lagos	Sam And Martha Investment Ltd
Lagos	Renuzi Ventures
Lagos	Renuzi Ventures -Lekki
Lagos	Suara & Company
Lagos	Maquahm Nigeria Limited - Kd
Lagos	Funmi Stores Nig. Ltd Kd3
Lagos	J A Onabowale Lagos
Lagos	Itura Ventures Limited
Lagos	Tsq Alayo & Sons Nigeria Ltd
Lagos	Lobic Global Merchantile Coy
Lagos	Vancrest Global Ventures
Lagos	Angel Leo
Lagos	Iya Idaya Store
Lagos	Kingpex Store
Lagos	Galzarof Store
Lagos	Vicsajvic Nigeria Ltd
Lagos	Iya Tawa Store
Lagos	Wf Amoo Store
Lagos	Tradedepot Limited
Lagos	Ambol Divine Stores
Lagos	Salutate Ventures
Lagos	Great Speedyon Store
Lagos	Favour Stores
Lagos	Akin Adefola Enterprises
Lagos	Pufago Enterprise
Lagos	Mamfast Global Enterprises
Lagos	Sholly Babe Global Store
Lagos	Salsbury Worldwide Enterprises
Lagos	Trell Multiservice Ltd
Lagos	Sunvic Kenny
Lagos	Dansam Store
Lagos	Lymos Rehoboth Venture
Lagos	Deratop

Report of the Directors (continued)

Lagos	Expeacel Venture Nig Ltd
Lagos	Wharton Business Solutions
Lagos	Vancrest Ebute-Metta
Lagos	Debascross Stores
Lagos	Judy Candour Store
Lagos	Omonabiese Enterprises
Lagos	Ogunsanya Trading Store
Lagos	Senatis Glory
Lagos	Madam Onwa
Lagos	Tranzz6 Universal
Lagos	Alhaja Jaji Foodstuffs
Lagos	Sitej International Com. Enterp
Lagos	OLA-BETIS GLOBAL CONCEPT LTD
Lagos	GLORY MODEL NIG LTD
Lagos	ADEWESCO NIG. ENTERPRISES
Lagos	DIAMOND MARKETING ENT
Middle Belt	Iduh Integrated Services Nig Ltd Abuja
Middle Belt	J.O Adebiyi & Sons Nigeria Ltd
Middle Belt	Ifjane Nigeria Limited
Middle Belt	J J Nnoli And Sons
Middle Belt	Olayiwola Gbadamosi Company Nigeria Ltd.
Middle Belt	Rickmen Healthcare Limited
Middle Belt	Alakass Nigeria Enterprises
Middle Belt	Lasun Dan Mama Nigeria Limited
Middle Belt	J A Onabowale And Sons Limited
Middle Belt	Sidi And Sons
Middle Belt	Muabsa Integrated Services
Middle Belt	Iduh Integrated Services Nig Ltd
Middle Belt	Olonaasunde Ventures
Middle Belt	Alh Jafar Sidi Nig Ltd (Alh Jafar Sidi)
Middle Belt	Al-Ihsan Enterprise (Olayiwola Nasiru)
Middle Belt	Peter C Awuzie (Petcomfo Nig Ltd)
Middle Belt	Fabiana Plastic Ventures
Middle Belt	J.O David Global Company
Middle Belt	Qualba Services
Middle Belt	E.C Ezue Global Enterprise
Middle Belt	Emeka Gold Ventures
Middle Belt	Petruth Pharm Ltd
Middle Belt	Jays Enterprise
Middle Belt	Rahaab Transport Services
Middle Belt	Anchad Integrated Ltd
Middle Belt	Salihu Danhalima

Report of the Directors (continued)

Middle Belt	Olasunkanmi Na'Allah
Middle Belt	D & S Multipro
MIDDLE BELT	Asadco Global Investment Ltd
MIDDLE BELT	B.C.C Limited
MIDDLE BELT	Blessed Chuks
MIDDLE BELT	Chukwudi Emmanuel
MIDDLE BELT	Fumechi Nigeria Ltd
MIDDLE BELT	Unique Marian Memorial Company Ltd
Middle Belt	Zoveen Integrated Services
Middle Belt	Mama Khaleed Trading Store
MIDDLE BELT	Nerissa Ventures
MIDDLE BELT	Ndubuisi Ekeigwe Ventures
Middle Belt	EJEM NIGERIA LIMITED
Modern Trade	Care Global Consumer Limited Mt
Modern Trade	FAREAST IMPERIAL BRANDS NIG LTD - LAG
OmniBiz	OMNIRETAIL TECHNOLOGY LIMITED
South Central	Cok Royal Link Ventures Kd3
South Central	Honsco Enterprise
South Central	Blessed Iyke Stores
South Central	Humphrey Okechukwu Nwoji Enterprise
South Central	Steve Sylver Nigeria Limited
South Central	Ibokies Nigeria Company
South Central	Ursulasam Ventures
South Central	Tivo Corporate Services Int'L Ltd Sapele
South Central	Tivo Corporate Services Int'L Ltd
South Central	Rickafe Services Limited
South Central	Sylika Global Resources Enterprises
South Central	Charles Aman Nigeria Limited
South Central	Burnae Ventures
South Central	Madam Lynda(Ibok Okemute Lynda)
South Central	Emeka Ezuh
South Central	Jackite Ventures(Fortune Omokinioyo)
South Central	Prince Odili(Odili Ezenekwe)
South Central	Willymama Investment Ltd
South Central	Ubachukwu Integrated(Nzemechi Chinw
South Central	E. U. Justus Enterprise (Urom Justu
South Central	Udodeme Gregory(Obiamaka Udodeme)
South Central	Sprinkles Foods
South Central	Lincona Concept
South Central	So High Bookshop Enterprises

Report of the Directors (continued)

South Central	Ukamaka Investment(Ukamaka Obi)
South Central	Bellwey Logistics
South Central	E & E Resources Company
South Central	Okenmuo Daniel Chidubem
South Central	Arizona World Ventures(Arinze Uwaez
South Central	Chidi Enugu Enterprise
South Central	Ojawa Nig Ent
South Central	Margaret Oduvwu Trading Store(M.O.T.S)
South Central	Omorose Kelly Nigeria Enterprises
South Central	Bennelly Investment
South Central	Okeoghene Stores
South Central	Nwudi Lois
South Central	Pearl Chain Enterpris
South Central	Fideliagom Igbokwe Nig Enter.
South Central	Jaaziel Shalom Impex
South Central	Mmc Cornerstone Ventures
South Central	Benzon Ent Nig Ltd
South Central	Buttings And Towers Limited
South Central	Mouna Frances
South Central	Niziko Nigeria Limited
South Central	Divine Dikaibe Invest Co.Ltd
South Central	Nana Enterprise(Nancy Ogbonna)
South Central	God'S Own Concept
South Central	Ehigiamusoe Enterprise
South Central	Goshen Tiles Enterprises
South Central	Christian C Ozioko & Sons Ent(Oziok
South Central	Ozor Georgina Holding
South Central	His Grace Ventures(Chiagbaizu Charles
South Central	Felcyn Enterprise
South Central	Favos Enterprises Limited
South Central	Meljo Int'L Resources Ltd
South Central	Ozy Dates Nig Ltd
South Central	Chinedum Vivy Enterprise
South Central	Eberedinma & Dera Ventures
South Central	TOBI & TOBI INTERBIZ
South Central	STEPHENSON GLOBAL VENTURE
South Central	JWON CO. GENERAL MERCHANT NIG LTD
South Central	CHIMIC INTEGRATED VENTURES
South Central	CHYBYKE VENTURES LIMITED
South East	Kaima Integrated Network Ventures Ltd
South East	B N Igwe And Sons

Report of the Directors (continued)

South East	Theo And Powell Services Limited
South East	G.N Chukwu & Sons Enterprises
South East	Isangette Enterprises
South East	Lyg Enterprise - Supermarket
South East	Tomiesha Pro Resources Ltd
South East	P O Konyeha And Sons
South East	Jancy Integrated Services
South East	Wise Prince Service(Wisdom Princewi
South East	Maxwilliams Stores(Maxwell Iwuchukw
South East	Ime Stores(Ekpo Basseygabriel)
South East	Joota Universal Services Ltd
South East	Celella Medical Enterprise(Uche Oyi)
South East	Lekwas Cosmetics(Lekwauwa Ohuonu)
South East	Gisfasifonia Enterprise(Iniobong Ak
South East	Moonstone Woods Limited
South East	Reward Group Investment
South East	Jar - Obiakor Nig Ventures
South East	Ochiagha Udo Ventures
South East	Uwakawill Enterprises
South East	Vitadamsyl Industries Nig Ltd
South East	Gavin Universal Services
South East	Guezbanc Intergrated Services
South East	Dave-Onyi Ventures(Onyeka Obiora)
South East	Topmart Ventures
South East	Nnams Oil& Gas Ltd
South East	Buffalo Works
South East	Jumos Integrated Services
South East	Ag Global Resources Services
South East	Jaa-Real Enterprise
South East	Ht Mciver Co Ltd
South East	Willvine Resources Nig Ltd
South East	Pinnacle Logistics & Trading Worldwide
South East	Blessed Aku Resources
South East	Stelios International Services Ltd
South East	Jackadex Lt
South East	De G&J Services
South East	Surf Synergy & Allied Services Limited
South East	White Horse Integrated Project Co
South East	FELLYMEZ GLOBAL RESOURCES
South East	PURE DUNAMIS RESOURCES
South East	OLIVEGLORY VENTURES
South East	NECESSITY GLOBAL RESOURCES LTD
South East	EUGIL & VIGIL NIG LTD

Report of the Directors (continued)

South East	IMACALS INTEGRATED SERVICES
South East	JACKADEX LTD PH
South East	Mandapat Global Nigeria Ltd
South East	FLEUR DE CERISIER LTD
West	Marzab Multiventures
West	The Lords Doing G.C.S Ltd
West	Dan Sarat Company Nig Ltd
West	Estfrans Ventures Limited
West	Debby Mega Merchants Limited
West	R.S. Abimbola Enterprises (Osogbo)
West	R S Abimbola (Nigeria) Enterprises
West	Ajoke Dominion Services Limited
West	Niji Global Concept Limited
West	Yuran International Comp Ltd
West	Bisi Ventures
West	All The Best Global Concepts Ent.
West	It Is The Lord Doing Ventures
West	Ayomigbade Ventures
West	Ariyike Global Concept
West	Soap World
West	Rejoice Store
West	Olivescent Store
West	T. D Venture
West	Gods Grace Store
[redacted]	[redacted]
West	Yteesh Wardrobe
West	Olakanbe Nig Ltd
West	Sammercy Global Ventures
West	Tee Investment Company Ltd
West	His Mercy Trading Store
West	Fat Far Nigeria Enterprise
West	Topian Multiventures
West	Aromolaran Sola Enterprises
West	Olanike Store
West	Mactosh & Rolo Global Services Ltd
West	Ola Jesu Nigeria Enterprises
West	Tripple F Ventures
West	Pebs Product Nig Enterprises
West	First Rehoboth Star Multipurpose Ent.
West	Merit Mutibiz Ventures
West	Jlk Ventures
West	Babs Adeline Enterprises

Report of the Directors (continued)

West	Eddiemoney Multiventures
West	Lola Ire Great Nig Ent
West	Misasco
West	Sulgold Nigeria Limited
West	Ba Adelana
West	Hullings Magnate Ent
West	Ismail Enterprises
West	Bisimillah Billah
West	Ogundare Adesola Titilayo Enterpris
West	VIPIS MULTI-SERVICES COMPANY LTD OSOG
West	AKEUSHOLA STORE
West	SOFT CARESS CONSULT NIGERIA LIMITED
West	ALERZO LIMITED
West	CGCL - HULLINGS AND MAGNATE
West	MGY IMPERIAL CONCEPT LTD

Independent auditors

Messrs. KPMG Professional Services (KPMG) acted as the Company's Independent Auditor during the year under review. KPMG will be retiring as Independent Auditor in accordance with Section 401 (2) of the Companies and Allied Matters Act 2022. Forvis Mazars would be appointed as independent auditors at the next annual general meeting of the Company.

By order of the Board

Mr. Peter Dada
Ag. Company Secretary
FRC/2014/PRO/NBA/002/00000006571
24th March 2025

Sustainability Report

About the Report

The 2024 Unilever Nigeria sustainability report provides our stakeholders with an overview of our sustainability performance and initiatives for the period from 1 January to 31 December 2024. This is our sixth standalone sustainability report. The theme of this year's report is Doubling Down on Our Sustainability Ambition. The report covers Unilever's operations in Nigeria and highlights our progress towards actualising our corporate sustainability commitments and meeting stakeholder expectations and our goals and targets in key focus areas.

This report is primarily scripted adopting the requirements of International Financial Reporting Standards (IFRS) Sustainability Disclosure Standards, (namely IFRS S1 and S2), the applicable Sustainability Accounting Standards Board (SASB), and the Global Reporting Initiative (GRI) framework, the United Nations Global Compact (UNGC), the Nigerian Stock Exchange (NGX) Sustainability Disclosure Guidelines, and the Securities and Exchange Commission (SEC) Sustainable Financial Principles for the Nigerian Capital Market.

The report also introduces Unilever GAP, our strategy and Growth Action Plan. Sustainability remains at the core of our business, and our action plan outlines the steps we will take to drive faster growth, drive productivity and simplicity, and dial up our performance culture. At Unilever, our approach to sustainability is about delivering impact and taking urgent and systemic action across our big four sustainability priorities: Climate, Plastics, Nature, and Livelihoods. We are stepping up our focus across each area, driving fewer priorities, doing them better, and having a greater impact.

At Unilever Nigeria, sustainability is woven into our strategy and everything we do. This report highlights our performance and progress across our environmental, social, and governance ("ESG") pillars and outlines how we engage with our stakeholders. It is intended to provide meaningful updates to our stakeholders in Nigeria and around the world on the commitments we made for 2024 and provides an understanding of our sustainability strategy and approach.

Highlights of Our 2024 Impact

Plastics

- Through our partnership with Wecyclers, we have collected over 13,000 tonnes of plastic since 2014.
- In 2024, we collected more plastics than what was put into the environment by our manufacturing processes.

Shakti

- We have enrolled 13,490 women in our Shakti program.
- We have enrolled 170 persons with disability (PWDs) into our Shakti program.

Future-X Unilever Campus Ambassadors Programme (FUCAP)

- 49,469 students in 20 Universities were taught how to market their talent and skills through curriculum vitae (CV) building clinics.
- Engaged and equipped 296,934 young people with essential skills.

Sorbitol Localisation

- Local input into our manufacturing is over 50%.
- Impacted over 10,000 households through smallholder farmers.

Sustainability Report (continued)

Pepsodent Brush Day and Night School Campaign

- In 2024, the Pepsodent Schools Program reached 2,103,307 pupils in 4,951 schools across Kano, Lagos, Ogun, and Oyo states. Since the initiative's commencement, we have reached over 9 million children.

  Pepsodent celebrated World Oral Health Day in 2024, reaching 101,918 Nigerians with oral health education, sampling, oral screening, and treatment.

Our Approach to Materiality

Unilever Nigeria must ensure it has a holistic view of the materiality of sustainability matters that may have an impact on the organisation, its stakeholders, the environment, or society. Our materiality assessment process identifies key issues that are pivotal to our stakeholders and business. It ensures we are focused on the most important sustainability issues, trends, stakeholder concerns, competitive drivers, regulatory trends, risks, and opportunities.

Following our process, issues were identified as material to Unilever and were scaled as medium, high, and major based on their degree of importance to the business and their impact on stakeholders. The material issues identified and ranked are indicated in the matrix below. The materiality matrix below illustrates the significance of each topic, representing its importance to our stakeholders and impact on the business. Sixteen (16) issues were identified, and five (5) issues were ranked as having high importance to the business and a high impact on the stakeholders. These included Livelihoods, Nutrition, Health, Plastics, Climate and Nature.

Sustainability Report (continued)

Stakeholder Engagement
To make our purpose and plans a reality, we work closely with our stakeholders: employees, consumers, shareholders, investors, business partners, suppliers, regulators, government, and communities. Building and maintaining strong communication channels with our stakeholders is key to achieving our purpose at Unilever. We actively engage with our stakeholders and integrate their feedback into our operations to ensure alignment with stakeholder expectations and enhance our performance. We remain committed to upholding the principles of transparency, responsibility, respect, accountability, and integrity in all our stakeholder engagement.

The table below shows a summary of how we engaged with various stakeholders in 2024 and the issues raised by these stakeholders during our engagement.

Material Topic	What it is about
Livelihoods	Creating income opportunities, and providing access to skills, finance, and technology to empower our network of retailers and smallholder farmers to earn a living wage or income.
Health and nutrition	Encouraging people to make nutritious choices by offering nutritionally improved, delicious products that taste good and make people feel good.
Plastics	Rethinking our approach to packaging to use less, better, or no plastic, and transitioning towards a circular economy.
Climate	Advocating for widescale systemic changes, focusing on emissions reduction, and using cleaner energy to tackle climate change.
Nature	Restoring and regenerating nature by building on our long-term commitment to local and sustainable sourcing, reversing biodiversity loss, and minimising our environmental footprint.
Product affordability and accessibility	Ensuring we offer healthier options that are affordable and accessible to all in every part of the nation including remote areas.
Supply chain impact	Working within our business and with external partners to ensure a deforestation-free supply chain and increase the traceability and transparency of our supply chain.
Water management	Minimising manufacturing water use and acting to accelerate water security and access to hygiene and sanitation for all.
Energy management	Improving the eco-efficiency of our manufacturing sites to minimise our energy usage and transitioning to renewable sources of energy.
Diversity and inclusion	Building an equitable workplace that recognises the dignity and worth of every individual and gives them the freedom and opportunity to fulfil their potential.
Youth employability	Helping young people develop the skills they need to find meaningful work and encouraging them to take a purposeful approach to their future.
Corporate governance	Responsible corporate governance based on transparency, accountability, and integrity and focused on the sustainable and long-term success of the company.

Sustainability Report (continued)

Employee health and safety	Providing a safe and healthy work environment for all employees and protecting and promoting the occupational health and safety of our people.
Business ethics	Bringing our values to life for all employees, and helping them apply our ethical standards in their day-to-day work
Community engagement	Engaging our people and communities to make a positive impact and create a more equitable and sustainable world.
Product labelling and marketing	Building trust through responsible practices and transparent communication – both directly to consumers and indirectly through other key stakeholders and thought leaders.

Our Disclosures

Our Planet

Unilever Nigeria is committed to minimising its environmental footprint, leaving little to no environmental adverse effects and promoting sustainable living practices. We are reducing virgin plastic use, transitioning to renewable energy sources, waste and water management, and collaborating with our partners to enhance plastic recycling efforts.

Plastics

Reducing and recycling plastic waste has been a long-standing priority for us at Unilever Nigeria. We have collaborated with partners such as Wecyclers, made commitments and efforts to reduce our use of virgin plastic, and worked diligently to ensure that we remove more plastic than we put into the environment through our manufacturing operations.

Through our partnership with Wecyclers, we have collected over 13,000 tons of plastic since 2014. And in November 2024, we recycled more plastics than what was put into the environment through our manufacturing process that year.

Plastic packaging	2024	2023	2022
Total weight of plastic packaging (tonnes)	217	311	309
Recycled plastic used in our plastic packaging portfolio (tonnes)	79	155	332
Percentage of packaging that is recyclable	0.2	0.1	0.04

Table depicting Unilever Nigeria plastic packaging data (2022 – 2024)

Energy and Renewables

We regularly monitor our energy consumption and carbon emissions while setting ambitious targets to reduce our reliance on fossil fuels. Our carbon footprint reduction and promotion of renewable energy sources improve energy efficiency across our operations and support the transition to a low-carbon future

Sustainability Report (continued)

Energy consumption within the organisation (GJ)	2024	2023	2022
Oregun Head Office	3,843.75	N/A	4063.57
Agbara Factory	70,059.50	117,645.17	178,664.43
Total Energy Consumption/ Use (GJ)	73,903.25	117,645.17	182,728.00

Table depicting Unilever Nigeria energy consumption based on location (2022 – 2024)

Sources of Energy Consumption (GJ) in our Agbara factory	2024	2023	2022
Natural Gas (CNG)	63,681.72	101,217.26	148,045.56
Diesel	3554.44	8,828.83	19,079.17
Electricity	9,702.11	15,385.65	11,539.69
Total Energy Consumption/ Use (GJ)	70,059.50	117,645.17	178,664.43

Table depicting Unilever Nigeria energy consumption based on source (2022 – 2024)

GreenHouse Gas (GHG) Emissions

Unilever Nigeria is committed to reducing its environmental impact, including significantly lowering its greenhouse Gas (GHG) emissions. We regularly report on GHG emissions progress in our annual sustainability report, demonstrating our commitment to transparency and accountability. Our ambition is to deliver net zero emissions across our value chain.

Total Direct CO2 Emission (Tonnes CO2) in our Agbara factory	2024	2023	2022
Agbara Factory Total Direct CO2 Emission (Tonnes CO2) - Scope 1	370.59	6,055.29	9,693.79

Table depicting Unilever Nigeria GHG emissions from Agbara factory location (2022 – 2024)

Water Management

We prioritise water stewardship, implementing efficient water management practices to minimise consumption and protect water resources. Our key initiatives include reducing water consumption in our operations and promoting water conservation to our stakeholders. The company aims to minimise its water footprint and ensure the long-term availability of water for all.

Water in manufacturing (m3)	2024	2023
Groundwater used in manufacturing sites (Borehole and Well Water)	37,949	87,520
Total water usage in our manufacturing sites	37,949	87,520
Total water abstracted in our manufacturing sites per tonne of production (m3/tonne of production)	1.49	1.85

Table depicting Unilever Nigeria sources of water used in manufacturing (2023 – 2024)

Waste Management

We are focused and deliberate about waste reduction across our operations. We have long recorded and maintained zero waste to landfill across our operations and locations in Nigeria. We engage our stakeholders on recycling, waste, packaging, and plastic reduction to minimise waste across our value chain and reduce our environmental footprint.

Sustainability Report (continued)

Manufacturing waste	2024	2023	2022
Total waste generated (excluding reuse) (tonnes)	546	688	845
Total waste reused (tonnes)	1,355	816	826
Total waste recycled (tonnes)	544	679	837
Total waste disposed (tonnes)	1,863	1,546	1,671
Total non-hazardous waste disposed to landfill (tonnes)	44	224.34	247
Total hazardous waste disposed (tonnes)	4	0	3
Waste material reused, recycled and recovered (% total waste)	1380%	918%	1243%
Disposed hazardous waste (kg/tonne of production)	1.25	0.0217	0.428
Disposed non-hazardous waste (kg/tonne of production)	75.25	133.799	93.623

Table depicting Unilever Nigeria manufacturing waste volumes (2022 – 2024)

Our People

We are committed to building a high-performing and inclusive workplace where our employees can thrive. We prioritise their long-term success by fostering a world-class work environment that provides equal opportunities for all, adheres to all relevant labour laws and regulations, and creates a balanced work-life environment. We invest in our people by offering best-in-class training programs, supporting career growth, and monitoring key human capital metrics to ensure employee satisfaction and retention.

Diversity, Equity and Inclusion

As a signatory of the United Nations Global Compact, we are dedicated to advancing the Sustainable Development Goals (SDGs). We uphold a culture of equal opportunity in all aspects of employment. Our hiring decisions are based solely on merit, competence, and cultural fit. We ensure a fair and unbiased recruitment process, free from discrimination based on gender, ethnicity, religion, political affiliation, or any other factor. At Unilever Nigeria, we believe that diverse perspectives fuel innovation. We foster an inclusive environment where everyone feels valued and respected, regardless of their background.

Workforce	2024 Count
Total number of employees (male and female) as at 31 December	603- Full- time
Total workforce (total and %)	
Female	111
Male	492
Non-management staff (total and %)	
Female	29
Male	372
Senior management (total and %)	
Female	20
Male	28

Sustainability Report (continued)

Executive management (total and %)	
Female	2
Male	7
Board (total and % of Board)	
Female	4
Male	6
New starters	
Female	7
Male	26
Oregun Head Office	3
Agbara Factory	16
Age: 18-29	3
Age: 30-49	29
Age: 50 and over	1
Leavers	
Female	22
Male	27
Oregun Head Office	32
Agbara Factory	9
Age: 18-29	4
Age: 30-49	41
Age: 50 and over	4
Permanent Employees	
Total	603
Female	111
Male	492
Oregun Head Office	80
Agbara Factory	288
Age: 18-29	29
Age: 30-49	488
Age: 50 and over	86
Expatriates	
Total	2
Female	0
Male	2
Oregun Head Office	2
Agbara Factory	0
Age: 18-29	0
Age: 30-49	0
Age: 50 and over	2

Figure depicting Unilever Nigeria employee diversity

Sustainability Report (continued)

Our Communities
We believe that the highest standards of corporate behaviour towards our communities and societies in which we live breeds success. Engaging our people and communities, at Unilever Nigeria means responsibly managing a multiplicity of relationships daily with employees, consumers, shareholders, suppliers, governments, local communities and many others in wider society. We always strive to make a positive impact within our communities. Our community engagements are guided by our commitment towards creating a more equitable and sustainable world.

Shakti Women
We believe empowering women with economic autonomy can facilitate long-lasting improvements in their political, social, and financial status. We launched the Shakti program in 2014, a women empowerment initiative that adopts a door-to-door sales model that employs vulnerable and underprivileged women, or 'Shakti ladies' to distribute and sell Unilever products within their community as a way of improving their livelihood, earning prospects and where possible achieve financial freedom. We envision a world where all families and communities have the resources needed to determine and realise their dreams. By 2024, the 10th anniversary of the Shakti program, we have enrolled 13,490 women, including 170 PWDs, in the Shakti program since 2014.

Pepsodent Brush Day and Night School Campaign
Over the years, Unilever, through its brand Pepsodent, has embarked on a series of initiatives to boost awareness of oral health. Pepsodent Schools Program has been designed to encourage primary school children to develop the vital practice of brushing day and night with fluoride toothpaste. In 2024, the Pepsodent Schools Program reached 2,103,307 pupils in 4,951 schools across Kano, Lagos, Ogun, and Oyo states. So far, we have reached 9 million plus children since the commencement of the initiative. Initiatives such as the Pepsodent Talk to Dentist Campaign, organized in partnership with the Nigerian Dental Association, reached 189,491 Nigerians in eight local government areas in Osun and Ondo State to improve access to dental services.

Pepsodent celebrated World Oral Health Day in 2024 in collaboration with the Federal Ministry of Health, the Nigerian Dental Association, and other stakeholders to communicate the brand's commitment to eradicating oral health diseases and aiding easier access to dentists in Nigeria. The celebration extended to 26 states and the FCT through the state chapters of the NDA, reaching 101,918 Nigerians with oral health education, sampling, oral screening, and treatment.

Statement of Directors' responsibilities for the year ended 31 December 2024

The directors accept responsibility for the preparation of the annual Financial Statements that they give a true and fair view in accordance with the International Financial Reporting Standards (IFRS) and in the manner required by the Companies and Allied Matters Act 2020 and the Financial Reporting Council (FRC) of Nigeria (Amendment) Act, 2013.

The directors further accept responsibility for maintaining adequate accounting records as required by the Companies and Allied Matters Act 2020 and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement whether due to fraud or error.

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

SIGNED ON BEHALF OF THE BOARD OF DIRECTORS BY:

Mobolaji Balogun
Chairman
FRC/2013/CISN/00000004945

Tobi Adeniyi
Managing Director
FRC/2025/PRO/DIR/003/163876

Folake Ogundipe (Mrs)
Finance Director
FRC/2019/PRO/ICAN/001/00000019604

24th March 2025

Report of the Audit Committee to the members of Unilever Nigeria Plc

In accordance with the provisions of Section 404 (4) & (7) of the Companies and Allied Matters Act 2020, the members of the Statutory Audit Committee of Unilever Nigeria Plc. hereby report as follows:

We have exercised our statutory functions under Section 404(7) of the Companies and Allied Matters Act 2020, and we acknowledge the cooperation of management and staff in the conduct of these responsibilities.

We confirm that:

1. The accounting and reporting policies of the Company are consistent with legal requirements and agreed ethical practices.
2. The internal audit programmes are extensive and provide a satisfactory evaluation of the efficiency of the internal control systems.
3. We have considered the independent auditors' post-audit report in respect of year ended 31 December, 2024 and management responses thereon, and are satisfied thereto.

Members of the Audit Committee are:

1.	Mr David Oguntoye FRC/2013/PRO/ANAN/004/00000002787	-	Chairman & Shareholders' Representative
2.	Alhaji Wahab A. Ajani FRC/2022/002/00000023641	-	Shareholders' Representative
3.	Mr Kolawole Durojaiye FRC/2019/ICAN/00000019789	-	Shareholders' Representative
4.	Mrs Abiola Alabi FRC/2022/003/00000023136	-	Non-Executive Director (Retired w.e.f 31 December 2024)
5.	Mr Chika Nwobi FRC/2021/PRO/DIR/003/00000023137	-	Non-Executive Director

Dated this 24th March 2025

Mr David Oguntoye
Chairman
FRC/2013/PRO/ANAN/004/00000002787

Corporate Responsibility for Financial Reports for the year ended 31 December 2024

Further to the provisions of section 405 of the Companies and Allied Matters Act (CAMA), 2020, We hereby certify that we have reviewed the audited financial statements for year ended 31 December 2024 and based on our knowledge

i the 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 the 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 further certify that the Officers who signed the Financial Statements:

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

ii have evaluated the effectiveness of the company's internal controls within 90 days prior to the date of its audited financial statements; and

iii certify that the company's internal controls are effective as of that date;

In addition, we certify that the officers who signed the audited financial statements have disclosed the following information to the Company's Independent Auditors and Audit Committee that:

i there are no significant deficiencies in the design or operation of internal controls which could adversely affect the Company's ability to record, process, summarise and report financial data; and

ii there is no fraud that involves management or other employees who have a significant role in the Company's internal control.

SIGNED BY:

Tobi Adeniyi
Managing Director
FRC/2025/PRO/DIR/003/163876
24th March 2025

Folake Ogundipe (Mrs)
Finance Director
FRC/2019/PRO/ICAN/001/00000019604
24th March 2025

Certification of Management's Assessment of Internal Control Over Financial Reporting

I, Tobi Adeniyi, certify that:

a. I have reviewed the Report on the Effectiveness of Internal Control over Financial Reporting as of 31 December 2024 of Unilever Nigeria Plc ("the Company");

b. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

c. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the entity as of, and for, the periods presented in this report;

d. The Company's other certifying officer and I:

1) are responsible for establishing and maintaining internal controls;

2) have designed such internal controls and procedures, or caused such internal controls and procedures to be designed under our supervision, to ensure that material information relating to the Company, particularly during the period in which this report is being prepared;

3) have designed such internal control system, or caused such internal control system to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS Accounting Standards;

4) have evaluated the effectiveness of the Company's internal controls and procedures as of a date within 90 days prior to the report and presented in this report our conclusions about the effectiveness of the internal controls and procedures, as of the end of the period covered by this report based on such evaluation.

e. The Company's other certifying officer and I have disclosed, based on our most recent evaluation of internal control system, to the Company's auditors and the audit committee:

1) That there are no significant deficiencies or material weaknesses in the design or operation of the internal control system which are reasonably likely to adversely affect the Company's ability to record, process, summarize and report financial information; and

2) That there is no fraud, whether or not material, that involves management or other employees who have a significant role in the Company's internal control system.

The Company's other certifying officer and I have identified in the report whether or not there were significant changes in internal controls or other facts that could significantly affect internal controls subsequent to the date of our evaluation

24th March 2025

Tobi Adeniyi
Managing Director
FRC/2025/PRO/DIR/003/163876

Certification of Management's Assessment of Internal Control Over Financial Reporting

I, Folake Ogundipe, certify that:

a. I have reviewed the Report on the Effectiveness of Internal Control over Financial Reporting as of 31 December 2024 of Unilever Nigeria Plc ("the Company"):

b. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

c. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the entity as of, and for, the periods presented in this report;

d. The Company's other certifying officer and I:

1) are responsible for establishing and maintaining internal controls;

2) have designed such internal controls and procedures, or caused such internal controls and procedures to be designed under our supervision, to ensure that material information relating to the Company, particularly during the period in which this report is being prepared;

3) have designed such internal control system, or caused such internal control system to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with IFRS Accounting Standards;

4) have evaluated the effectiveness of the Company's internal controls and procedures as of a date within 90 days prior to the report and presented in this report our conclusions about the effectiveness of the internal controls and procedures, as of the end of the period covered by this report based on such evaluation.

e. The Company's other certifying officer and I have disclosed, based on our most recent evaluation of internal control system, to the Company's auditors and the audit committee:

1) That there are no significant deficiencies or material weaknesses in the design or operation of the internal control system which are reasonably likely to adversely affect the Company's ability to record, process, summarize and report financial information; and

2) That there is no fraud, whether or not material, that involves management or other employees who have a significant role in the Company's internal control system.

3) The Company's other certifying officer and I have identified in the report whether or not there were significant changes in internal controls or other facts that could significantly affect internal controls subsequent to the date of our evaluation.

24th March 2025

Folake Ogundipe (Mrs)
Finance Director
FRC/2019/PRO/ICAN/001/00000019604

Report on the Effectiveness of Internal Control over Financial Reporting as of 31 December 2024

The management of Unilever Nigeria Plc is responsible for establishing and maintaining adequate internal control over financial reporting as required by the Investment and Securities Act 2007 and the Financial Reporting Council (Amendment) Act, 2023.

The management of Unilever Nigeria Plc assessed the effectiveness of our internal control over financial reporting as of 31 December 2024 using the criteria set forth in Internal Control—2013 Integrated Framework issued by the Committee of Sponsoring Organizations of the Treadway Commission ("the COSO Framework") and in accordance with the SEC Guidance on Implementation of Sections 60 – 63 of Investments and Securities Act, 2007.

As of 31 December, 2024, the management of Unilever Nigeria Plc did not identify any material weakness in its assessment of internal control over financial reporting.
As a result, management has concluded that, as of 31 December 2024, the Company's internal control over financial reporting was effective.

The Company's independent auditor, KPMG Professional Services, who audited the financial statements included in this Annual Report, issued an unmodified conclusion on the effectiveness of the Company's internal control over financial reporting as of 31 December 2024 based on the limited assurance engagement performed by them. KPMG Professional Services' limited assurance report appears on pages 47 - 48 of the Annual Report.

Changes in Internal Control Over Financial Reporting

There were no changes in our internal control over financial reporting that occurred subsequent to the date of our evaluation of the effectiveness of internal control over financial reporting that significantly affected, or are reasonably likely to significantly affect, the Company's internal control over financial reporting.

Tobi Adeniyi
Managing Director
FRC/2025/PRO/DIR/003/163876

Folake Ogundipe (Mrs)
Finance Director
FRC/2019/PRO/ICAN/001/00000019604

KPMG Professional Services
KPMG Tower
Bishop Aboyade Cole Street
Victoria Island
PMG 40014, Falomo
Lagos

Telephone 234 (1) 271 8955
234 (1) 271 8599
Internet home.kpmg/ng

Independent Auditor's Limited Assurance Report

To the Shareholders of Unilever Nigeria Plc

Report on Limited Assurance Engagement Performed on Management's Assessment of Internal Control Over Financial Reporting

Conclusion

We have performed a limited assurance engagement on whether internal control over financial reporting of Unilever Nigeria Plc ("the Company") as of 31 December 2024 is effective in accordance with the criteria established in *Internal Control - Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission ("the COSO Framework")]* and the Securities and Exchange Commission Guidance on Implementation of Sections 60 – 63 of Investments and Securities Act 2007.

Based on the procedures performed and evidence obtained, nothing has come to our attention to cause us to believe that Unilever Nigeria Plc's internal control over financial reporting as of 31 December 2024 is not effective, in all material respects, in accordance with the criteria established in the COSO Framework and the Securities and Exchange Commission Guidance on Implementation of Sections 60 – 63 of Investments and Securities Act 2007.

Basis for conclusion

We conducted our engagement in accordance with International Standard on Assurance Engagements (ISAE) 3000 (Revised), *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information* issued by the International Auditing and Assurance Standards Board (IAASB) and the Financial Reporting Council of Nigeria Guidance on Assurance Engagement Report on Internal Control over Financial Reporting.

Our responsibilities are further described in the "Our responsibilities" section of our report.

We have complied with the independence and other ethical requirements of the International Code of Ethics for Professional Accountants *(including International Independence Standards)* issued by the International Ethics Standards Board for Accountants (IESBA).

Our firm applies International Standard on Quality Management (ISQM) 1, *Quality Management for Firms that Perform Audits or Reviews of Financial Statements, or Other Assurance or Related Services Engagements*, issued by the IAASB. This standard requires the firm to design, implement and operate a system of quality management, including policies or procedures regarding compliance with ethical requirements, professional standards and applicable legal and regulatory requirements.

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

Other matter

We have audited the financial statements of Unilever Nigeria Plc in accordance with the International Standards on Auditing, and our report dated 29 March 2025 expressed an unmodified opinion of the financial statements.

Our conclusion is not modified in respect of this matter.

Responsibilities for Internal Control over Financial reporting
The Board of Directors of Unilever Nigeria Plc is responsible for maintaining effective internal control over financial reporting, and for its assessment of the effectiveness of internal control over financial reporting, included in the accompanying management's report. Our responsibility is to express a conclusion on the Company's internal control over financial reporting based on our assurance engagement.

Our responsibilities
The Financial Reporting Council of Nigeria Guidance on Assurance Engagement Report on Internal Control over Financial Reporting ("the Guidance") requires that we plan and perform the assurance engagement and provide a limited assurance report on the Company's internal control over financial reporting based on our assurance engagement.

<u>Summary of the work we performed as the basis for our conclusion</u>
We exercised professional judgment and maintained professional skepticism throughout the engagement. As prescribed in the Guidance, the procedures we performed included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our engagement also included performing such other procedures as we considered necessary in the circumstances. We believe the procedures performed provide a basis for our report on the internal control put in place by management over financial reporting.

The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.

Definition and Limitations of Internal Control Over Financial reporting
A company's internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal control over financial reporting includes those policies and procedures that:

(i) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company;
(ii) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and
(iii) provide reasonable assurance regarding prevention or timely detection of unauthorised acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

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

Signed

Uzodinma G. Nwankwo, ACA
FRC/2013/ICAN/00000000803
For: KPMG Professional Services
Chartered Accountants
29 March 2025
Lagos, Nigeria

INSTITUTE OF CHARTERED ACCOUNTANTS OF NIGERIA
ICAN
0312556

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Unilever Nigeria Plc

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Unilever Nigeria Plc ("the Company"), which comprise:

- the statement of financial position as at 31 December 2024;
- the statement of profit or loss and other comprehensive income;
- the statement of changes in equity;
- the statement of cash flows for the year then ended; and
- the notes, comprising material accounting policies and other explanatory information.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Company as at 31 December 2024, and ofits financial performance and its cash flows for the year then ended in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards) and in the manner required by the Companies and Allied Matters Act (CAMA), 2020 and the Financial Reporting Council of Nigeria (Amendment) Act, 2023.

Basis for Opinion

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

Key Audit Matters

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

<table>
<tr><td colspan="2">Revenue recognition – Rebate accrual</td></tr>
<tr><td colspan="2">Refer to material accounting policies (Note 2.16) and related disclosures (Note 18.i, 18.vii) of the financial statements.</td></tr>
<tr><td>The key audit matter</td><td>How the matter was addressed during our audit</td></tr>
<tr><td>The Company earns revenue from the sale of food and beauty/personal care consumer goods to customers. Revenue is recognized net of rebates, which includes rebate accrual paid based on achievement of targets by distributors. The Company makes an accrual at year end for rebates yet to paid based on the estimate of targets achieved by distributors achieved at year end. The actual payout is made after reconciliation with the distributors subsequent to year end.

The determination of the rebate accrual therefore</td><td>Our procedures included the following:
• Obtained an understanding of the rebate accrual and any significant changes in rebate/discount schemes given to customers from prior year.
• Evaluated the design and implementation of the controls instituted by management around revenue recognition and rebate accrual processes, including anti-fraud controls.
• Performed a retrospective review by comparing the rebate accrual as at 31 December 2023 to the actual settlement made</td></tr>
</table>

includes an estimate of variable consideration which is complex as a result of diversity in the terms of contractual arrangements with customers. The unsettled portion of the variable consideration results in rebate discounts due to customers at year end The Company recognized revenue of N149.5 billion for the year ended 31 December 2024. The revenue amount is net of rebate accrual, which includes an amount of N994.7 million accrued at year end. The accounting for rebates is a key audit matter as it presents a significant risk of fraud in revenue recognition due to potential management intervention, including under or over-accruing rebate amounts given the judgment and estimation uncertainty involved in estimating accruals relying on sales projections, performance metrics, and historical trends..	during the year ended 31 December 2024 to ascertain the completeness of prior accruals. • Recalculated the rebate amount for the year using the company's trade terms policy and validated inputs to assess their completeness and accuracy. • For rebate accruals as at 31 December, agreed subsequent settlements made to 28 February 2025 to accrued amounts to ascertain the completeness of accrual. • For post-year-end rebate accruals, we evaluated amounts to ascertain that no additional rebate accrual is required as at 31 December 2024.

Other Information

The Directors are responsible for the other information. The other information comprises the Unilever Values, Corporate Profile, Board of Directors, Officers and other Corporate Information, Results at a glance, Board Profile, Report of the Directors, Sustainability Report, Statement of directors' responsibilities in relation to the financial statements for the year ended 31 December 2024, Report of the Audit Committee to the members of Unilever Nigeria Plc, Statement of Corporate Responsibility For Financial Statements for the year end 31 December 2024, Certification of Management's Assessment of Internal Control over Financial Reporting, Management's Report on the Effectiveness of Internal Control over Financial Reporting as of 31 December 2024 and Other National Disclosures which we obtained prior to the date of this auditor's report, but does not include the financial statements and our auditor's report thereon.

Other information also includes the Notice of Annual General Meeting, Chairman's Statement and Shareholder's Information, together the "Outstanding Reports", which are expected to be made available to us after that date.

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

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

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

When we read the outstanding reports, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of the Directors for the Financial Statements
The Directors are responsible for the preparation of financial statements that give a true and fair view in accordance with IFRS Accounting Standards and in the manner required by the Companies and Allied Matters Act (CAMA), 2020 and the Financial Reporting Council of Nigeria (Amendment) Act, 2023 , and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

Compliance with the requirements of Schedule 5 of the Companies and Allied Matters Act (CAMA), 2020

i. We have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purpose of our audit.

ii. In our opinion, proper books of account have been kept by the Company, so far as appears from our examination of those books.

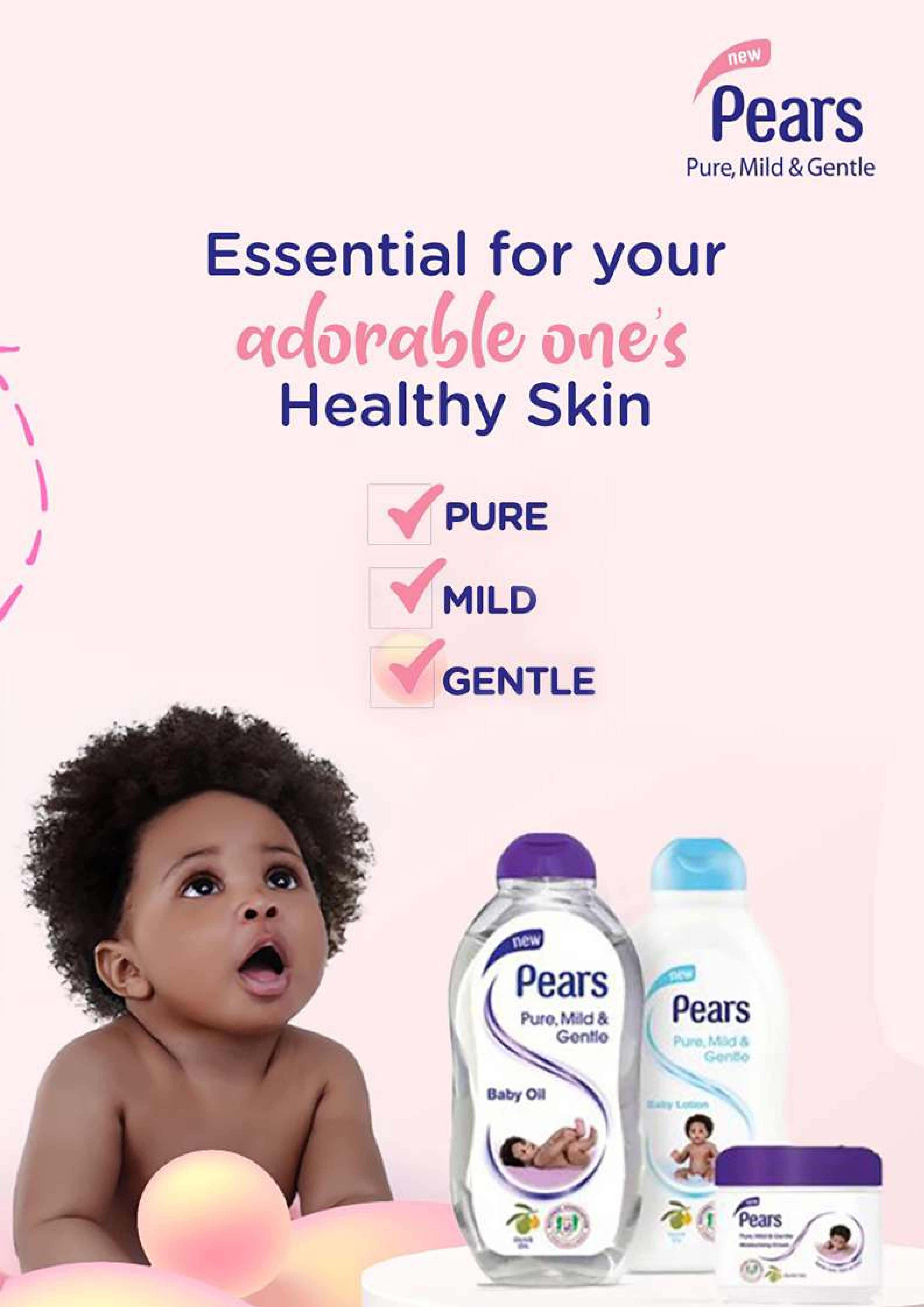
iii. The Company’s statement of financial position and statement of profit or loss and other comprehensive income are in agreement with the books of account.

Compliance with FRC Guidance on Assurance Engagement Report on Internal Control over Financial Reporting

In accordance with the requirements of the Financial Reporting Council of Nigeria, we performed a limited assurance engagement and reported on management’s assessment of the Company's internal control over financial reporting as of December 31, 2024. The work performed was done in accordance with ISAE 3000 (Revised) *Assurance Engagements Other Than Audits or Reviews of Historical Financial Information* and the FRC Guidance on Assurance Engagement Report on Internal Control over Financial Reporting. We have issued an unmodified conclusion in our report dated 29 March 2025.That report is included on pages 47 and 48 of the annual report.

Signed:

Uzodinma G. Nwankwo
FRC/2013/ICAN/00000000803
For: KPMG Professional Services
Chartered Accountants
29 March 2025
Lagos, Nigeria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Statement of profit or loss and other comprehensive income for the year ended 31 December

	Note	2024 ₦'000	2023** ₦'000
Continuing Operations			
Revenue	4	149,522,596	103,879,730
Cost of sales	5	(94,373,870)	(69,367,664)
Gross profit		55,148,726	34,512,066
Selling and distribution expenses	5	(6,203,078)	(4,088,063)
Marketing and administrative expenses	5,9	(29,551,570)	(14,523,997)
Impairment (loss)/reversals on trade & other receivables	18(vi)	(1,655,228)	3,426,719
Other income	6	621,918	933,265
Operating profit		18,360,768	20,259,990
Finance income	10	6,830,932	4,674,027
Finance cost	11	(2,542,147)	(3,042,225)
Net finance income		4,288,785	1,631,802
Profit before taxation		22,649,553	21,891,792
Income tax expense	12(i)	(7,506,399)	(5,477,382)
Profit from continuing operations		15,143,154	16,414,410
Discontinued operations			
Loss from discontinued operation (net of tax)	32	—	(7,974,515)
Profit for the year		15,143,154	8,439,895
Other comprehensive income			
Items that will not be reclassified to profit or loss:			
Remeasurement of post-employment benefit obligations	25(vi)	(354,363)	(88,444)
Related tax	12(ii)	116,940	29,187
Other comprehensive loss, net of tax		(237,423)	(59,257)
Total comprehensive income		14,905,731	8,380,638
Earnings per share for profit attributable to equity holders:			
Basic and diluted earnings per share (Naira)	13	2.64	1.47
Basic and diluted earnings per share (Naira) - continuing operations	13	2.64	2.86

The accompanying notes are an integral part of these financial statements.

*Comparative information for the profit or loss and the related notes have been re-presented to achieve fairer presentation (Note 33).

Statement of financial position as at 31 December

	Note	2024 ₦'000	2023 ₦'000
Assets			
Non-current assets			
Property, plant and equipment	14	22,376,767	18,770,920
Investment property	14.1	192,530	209,257
Intangible assets	16	2,311	2,696
Other financial assets	15	1,569,634	1,240,056
Retirement benefit surplus	25(v)	55,084	—
Prepayment	19	1,176,111	—
		25,372,437	**20,222,929**
Current assets			
Inventories	17	30,799,580	13,021,361
Trade and other receivables	18	7,786,362	12,284,377
Advance and prepayments	19	9,198,499	14,030,577
Cash and cash equivalents	20	68,439,134	56,698,640
Other financial assets	15	50,684	44,460
		116,274,259	**96,079,415**
Total assets		**141,646,696**	**116,302,344**
Liabilities			
Current liabilities			
Current tax liabilities	12	10,640,990	1,493,572
Trade and other payables	21	39,989,652	32,075,796
Deferred income	22	217,033	227,678
		50,847,675	**33,797,046**
Non-current liabilities			
Loans and borrowings	23	2,830,268	1,539,968
Unfunded retirement benefit obligations	25	877,350	380,449
Retirement benefit deficit	25(v)	—	425,988
Long service award obligations	25	613,393	558,955
Deferred income	22	216,056	216,056
Deferred tax liabilities	24	942,864	4,874,779
Lease liabilities	26	213,010	—
		5,692,941	**7,996,195**
Total liabilities		**56,540,616**	**41,793,241**
Equity			

Statement of financial position as at 31 December (continued)

Equity			
Ordinary share capital	31	2,872,503	2,872,503
Share premium	31	56,812,810	56,812,810
Retained earnings		25,420,767	14,823,790
Total equity		**85,106,080**	**74,509,103**
Total equity and liabilities		**141,646,696**	**116,302,344**

The financial statements were approved for issue by the Board of Directors on 24th March 2025 and signed on its behalf by:

Bolaji Balogun
Chairman
FRC/2013/CISN/00000004945

Tobi Adeniyi
Managing Director
FRC/2025/PRO/DIR/003/163876

Folake Ogundipe
Finance Director
FRC/2019/PRO/ICAN/001/00000019604

The accompanying notes are an integral part of these financial statements

Statement of changes in equity for the year ended 31 December 2024

	Share capital ₦'000	Share premium ₦'000	Retained earnings ₦'000	Total ₦'000
Balance at 1 January 2023	2,872,503	56,812,810	7,879,403	67,564,716
Total comprehensive income for the year				
Profit for the year	—	—	8,439,895	8,439,895
Other comprehensive income				
Remeasurement of post employment benefit obligations (Note 25(vi))	—	—	(88,444)	(88,444)
Tax effect (Note 12(ii))	—	—	29,187	29,187
Other comprehensive income, net of tax	—	—	(59,257)	(59,257)
Total comprehensive income	—	—	8,380,638	8,380,638
Transactions with owners				
Contribution and distributions				
Dividend declared (Note 21 (ii))	—	—	(1,436,251)	(1,436,251)
Total transactions with owners of the company	—	—	(1,436,251)	(1,436,251)
At 31 December 2023	2,872,503	56,812,810	14,823,790	74,509,103
Balance at 1 January 2024	2,872,503	56,812,810	14,823,790	74,509,103
Total comprehensive Income for the year				
Profit for the year	—	—	15,143,154	15,143,154
Other comprehensive income				
Remeasurement of post employment benefit obligations (Note 25(vi))	—	—	(354,363)	(354,363)
Tax effect (Note 12(ii))	—	—	116,940	116,940
Other comprehensive income, net of tax			(237,423)	(237,423)
Total comprehensive income	—	—	14,905,731	14,905,731
Transactions with owners of the company				
Contributions and distributions				
Dividend declared (Note 21(ii)	—	—	(4,308,754)	(4,308,754)
Total transactions with owners of the company	—	—	(4,308,754)	(4,308,754)
At 31 December 2024	2,872,503	56,812,810	25,420,767	85,106,080

The accompanying notes are an integral part of these financial statements.

Statement of cash flows for the year ended 31 December 2024

	Note	2024 ₦'000	2023 ₦'000
Cash generated from/(used in) operations	27	16,140,204	(571,507)
Retirement benefits paid	25(iv)	(29,365)	(26,459)
Long service award obligations paid	25(iv)	(54,314)	(49,534)
Tax paid	12(iii)	(1,508,911)	(3,286,661)
Net cash flow generated from/(used in) operating activities		14,547,614	(3,934,161)
Cash flows generated from investing activities			
Interest received	10	3,283,215	3,761,403
Purchase of property, plant and equipment	14(i)	(6,044,392)	(2,245,874)
Proceeds from disposal of property, plant and equipment	14(ix)	98,509	26,647
Cash received from finance lease	15.1	44,460	39,000
Net cash flow (used in)/generated from investing activities		(2,618,208)	1,581,176
Cash flows generated from financing activities			
Lease interest payment	26	(22,686)	—
Lease principal payment	26	(127,569)	—
Interest payment on trade obligations with banks - continuing operations	11	(2,292,323)	(2,892,593)
Interest payment on trade obligations with banks - discontinued operations	32.1	—	(668,625)
Contribution to defined benefit asset	25 (v)	(427,600)	—
Proceeds from loans and borrowings	23.2	—	1,539,968
Dividend paid	21	(4,308,754)	(6,135,987)
Net cash flow used in financing activities		(7,178,932)	(8,157,237)
Net increase/(decrease) in cash and cash equivalents		4,750,474	(10,510,222)
Cash and cash equivalents at the beginning of the year		56,698,640	66,317,782
Effect of movement in exchange rate on cash and cash equivalents held		6,990,020	891,080
Cash and cash equivalents at the end of the year	20	68,439,134	56,698,640

The accompanying notes are an integral part of these financial statements

Notes to the financial statements

1. Basis of preparation

1.1 Reporting entity

Unilever Nigeria Plc (the Company) is incorporated in Nigeria as a public limited liability company under the Companies and Allied Matters Act 2020 (CAMA 2020) and is domiciled in Nigeria. The parent company of Unilever Nigeria Plc is Unilever Overseas Holdings B.V which holds 75.97% of the share capital of the company.

The Company is principally involved in the manufacture and marketing of Foods, Beauty, and personal care products. It has manufacturing sites in Oregun, Lagos State and Agbara, Ogun State.

1.1a Statement of compliance

The financial statements of Unilever Nigeria Plc ("Unilever" or "the Company") have been prepared in accordance with IFRS Accounting Standards as issued by the International Accounting Standards Board (IFRS Accounting Standards) and in the manner required by the Companies and Allied Matters Act (CAMA), 2020 and the Financial Reporting Council (FRC) of Nigeria (Amendment) Act, 2023.

These financial statements were authorised for issue by the Company's board of directors on 24th March 2025.

1.1b Basis of measurements

The financial statements have been prepared under the historical cost basis, except for the following items which are measured on an alternative basis on each reporting date:

Items		Measurement basis
Defined benefit obligation	—	Present value of the obligation
Plan asset of defined benefit obligation	—	Fair value

1.2 Functional and presentation currency

The financial statements are presented in Nigerian Naira, which is the Company's functional and presentation currency, rounded to the nearest thousand (₦'000) unless otherwise indicated.

1.3 Going concern

The financial statements have been prepared on the basis of going concern.

1.4 Composition of the financial statements

The financial statements consist of the following:

(i) Statement of profit or loss and other comprehensive income

(ii) Statement of financial position

(iii) Statement of changes in equity

(iv) Statement of cash flows

(v) Notes, comprising material accounting policies and other explanatory information

Notes to the financial statements (continued)

1.5 Standards and Interpretations issued but not yet effective

A number of new standards are effective for annual periods beginning after 1 January 2024 and earlier application is permitted; however, the Company has not early adopted the new or amended standards in preparing the Company's financial statements:

The following new and amended standards are not expected to have a significant impact on the Company's financial statements:

1.5a Lack of Exchangeability – Amendments to IAS 21 (issued August 2023)

The amendments clarifies:

- when a currency is exchangeable into another currency; and
- how a company estimates a spot rate when a currency lacks exchangeability. Assessing exchangeability: When to estimate a spot rate.

A currency is exchangeable into another currency when a company is able to exchange that currency for the other currency at the measurement date and for a specified purpose. When a currency is not exchangeable, a company needs to estimate a spot rate.

Estimating a spot rate: Meeting the estimation objective;

A company's objective when estimating a spot rate is only that it reflects the rate at which an orderly exchange transaction would take place at the measurement date between market participants under prevailing economic conditions. The amendments contain no specific requirements on how to estimate a spot rate.

Therefore, when estimating a spot rate a company can use:

- an observable exchange rate without adjustment; or
- another estimation technique. Under the amendments, companies will need to provide new disclosures to help users assess the impact of using an estimated exchange rate on the financial statements. This may include:
- the nature and financial impacts of the currency not being exchangeable
- the spot exchange rate used;
- the estimation process; and
- risks to the company because the currency is not exchangeable

The amendments are not expected to have a significant impact on the financial statements.

The amendments apply for annual reporting periods beginning on or after 1 January 2025

Notes to the financial statements (continued)

1.5b Classification and Measurement of Financial Instruments – Amendments to IFRS 9 and IFRS 7

The amendments clarify that a financial liability is derecognised on the 'settlement date' and introduce an accounting policy choice to derecognise financial liabilities settled using an electronic payment system before the settlement date.

Other clarifications include the classification of financial assets with ESG linked features via additional guidance on the assessment of contingent features. Clarifications have been made to non-recourse loans and contractually linked instruments.

Additional disclosures are introduced for financial instruments with contingent features and equity instruments classified at fair value through OCI.

The amendments apply for annual reporting periods beginning on or after 1 January 2026.

1.5c IFRS 18 Presentation and Disclosure in Financial Statements

IFRS 18 will replace IAS 1 Presentation of Financial Statements and applies for annual reporting periods beginning on or after 1 January 2027. The new standard introduces the following key new requirements.

- Entities are required to classify all income and expenses into five categories in the statement of profit or loss, namely the operating, investing, financing, discontinued operations and income tax categories. Entities are also required to present a newly-defined operating profit subtotal. Entities' net profit will not change.
- Management-Defined performance measures (MPMs) are disclosed in a single note in the financial statements.
- Enhanced guidance is provided on how to group information in the financial statements.

In addition. all entities are required to use the operating profit subtotal as the starting point for the statement of cash flows when presenting operating cash flows under the indirect method.

The Company is still in the process of assessing the impact of the new standard, particularly with respect to the structure of the Company's statement of profit or loss, the statement of cash flows and the additional disclosures required for MPMs. The Company is also assessing the impact on how information is grouped in the financial statements, including for items currently labelled as 'other'.

2. Material accounting policies

The Company has consistently applied the following accounting policies to all periods presented in the financial statements, except if mentioned otherwise.

Certain comparative amounts in the statement of profit or loss have been reclassified and represented as described in note 33

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

2.1 Property, plant and equipment

(i) Recognition, derecognition and measurement

The cost of an item of property, plant and equipment (PPE) is recognised as an asset if it is probable that future economic benefits associated with the item will flow to the entity and the cost can be measured reliably. All property, plant and equipment are stated in the statement of financial position at cost less accumulated depreciation and any accumulated impairment losses. Cost includes expenditures that are directly attributable to the acquisition of the asset. When significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

The carrying amount of an item of property, plant and equipment shall be derecognised on disposal or when no future economic benefits are expected from its use or disposal. Gains and losses on disposal of an item of property, plant and equipment are measured by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised in the statement of profit or loss.

The carrying amount of an item of PPE must be derecognised on disposal or when no future economic benefits are expected from its use or disposal. The gain or loss arising from the derecognition of an item of PPE are included in the income statement when the item is derecognised.

(ii) Subsequent costs

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of a replaced part is derecognised. All other repairs and maintenance are charged to the statement of profit or loss during the financial year in which they are incurred.

(iii) Depreciation

The estimated depreciation rates of property, plant and equipment for current and comparative periods are as follows:

Leasehold land	-	1%
Buildings	-	2.5%
Plant and machinery	-	7%
Furniture and equipment	-	7% - 25%
Motor vehicles	-	25%

Depreciation is calculated to write off the cost of items of property, plant and equipment less their estimated residual values using the straight-line method over their estimated useful lives and is generally recognized in the statement of profit or loss.

The capital work-in-progress represents buildings and plant and machinery under construction and other property, plant and equipment not available for use in the manner intended by management. These are depreciated only when they become available for use in accordance with the depreciation policy of the relevant asset class Depreciation method, assets' residual values and useful lives are reviewed and adjusted if appropriate, at the end of each reporting period.

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

2.2 Intangible assets

Computer software

Costs associated with maintaining computer software programmes are recognised as an expense as incurred. Development costs that are directly attributable to the design and testing of identifiable and unique software products controlled by the Company are recognised as intangible assets when the following criteria are met:

- it is technically and commercially feasible to complete the software product so that it will be available for use;
- management intends to complete the software product and use or sell it;
- there is an ability to use or sell the software product;
- it can be demonstrated how the software product will generate probable future economic benefits;
- adequate technical, financial and other resources to complete the development of the software product are available; and
- the expenditure attributable to the software product during its development can be reliably measured.

Directly attributable costs that are capitalised as part of the software product include the software development employee costs and an appropriate portion of relevant overheads.

Other development expenditures that do not meet these criteria are recognised as an expense as incurred.

Development costs previously recognised as an expense are not recognised as an asset in a subsequent period.

Computer software development costs recognised as assets are amortised on a straight line basis in the income statement over their estimated useful lives, which does not exceed eight and a half years. These costs are measured at cost less accumulated amortisation and any accumulated impairment losses.

Subsequent expenditure is capitalised when it increases the economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

Amortisation method, assets' residual values and useful lives are reviewed and adjusted if appropriate, at the end of each reporting period.

2.2.a Derecognition

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

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

2.3 Discontinued operations

A discontinued operation is a component of the Company's business, the operations and cashflows of which can be clearly distinguished from the rest of the Company and which;

– represents a separate major line of business or geographical area of operations;

– is part of a single coordinated plan to dispose of a separate line of business or geographical areas of operations; or

– is a subsidiary acquired exclusively with a view to resale and the disposal involves loss of control

Classification as a discontinued operation occurs at the earlier of the disposal or when the operation meets the criteria to be classified as held for sale.

When an operation is classified as a discontinued operation, the comparative statement of profit or loss and OCI is represented as if the operation had been discontinued from the start of the comparative year.

2.4 Impairment of non-financial assets

At each reporting period, the Company reviews the carrying amount of its non-financial assets (other than inventories) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

An impairment loss is recognised for non-financial assets when the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and value in use. Value in use is based on the estimated future cashflows, discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of the money and the risks specific to the asset or the CGU. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount. Non-financial assets that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.

Intangible assets not yet available for use are tested for impairment annually. Impairment losses are recognized in the income statement. All other non-financial assets are assessed for indicators of impairment at the end of each reporting period.

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

2.5 Investment property

Investment property is measured initially at cost, including transaction cost. Subsequent to initial recognition, investment property is stated at historical cost less accumulated depreciation and impairment. The depreciation method used is straight line method to determine the charge for the year.

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

2.5 Investment property (continued)

Any gain or loss on disposal of investment property (calculated as the difference between the net proceeds from disposal and the carrying amount of the item) is recognised in profit or loss. When investment property that was previously classified as property,plant and equipment is sold.

Rental income from investment property is recognised as other income on a straight line basis over the term of the lease. Lease incentives granted are treated as an integral part of the total rental income, over the term of the lease.

Transfers are made to (or from) investment property only when there is a change in use (such as an inception of an operating lease to a third party). For a transfer from investment property to owner-occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use. If owner-occupied property becomes an investment property, the Company accounts for such property in accordance with the policy stated under property, plant and equipment up to the date of change in use. Subsequent to initial recognition, the company continues to apply the subsequent recognition policy in accordance with the policy stated under property, plant and equipment.

i. Depreciation

The estimated depreciation rates of investment for current and comparative periods are as follows:

Factory Building - 2.5%

Depreciation is calculated to write off the cost of items of investment property less their estimated residual values using the straight-line method over their estimated useful lives and is generally recognized in the statement of profit or loss.

2.6 Financial instruments

2.6.1 Recognition and initial measurement

Financial instruments (i.e. financial assets and liabilities) are recognized when the Company becomes a party to the contractual provisions of the instrument. A financial asset or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

2.6.2 Classification and subsequent measurement

Management determines the classification of its financial instruments at initial recognition.

(i) Financial assets- classification

On initial recognition, a financial asset is classified as measured at: amortised cost; FVOCI - debt investment; FVOCI - equity investment; or FVTPL.

Financial assets are not reclassified subsequent to their initial recognition unless the Company changes its business model for managing financial assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

2.6.2 Classification and subsequent measurement (continued)

A financial asset is measured at amortised cost if it meets both of the following conditions and is not designated as at FVTPL:

- it is held within a business model whose objective is to hold assets to collect contractual cashflows; and
- its contractual terms give rise on specified dates to cashflows that are solely payments of principal and interest on the principal amount outstanding

Financial assets - Subsequent measurement and gains and losses

Financial assets at FVTPL	These assets are subsequently measured at fair value. Net gains & losses including any interest or dividend income are recognised in the statement of profit or loss.
Financial assets at amortised cost	These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in the income statement. Any gain or loss on derecognition is recognised in the statement of profit or loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in the income statement unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are never reclassified to the statement of profit or loss.

All financial assets not classified as measured at amortised cost or FVOCI are measured at FVTPL. This includes all derivative financial assets.

(ii) Derivative financial instruments

The Company holds derivative financial instruments to hedge its foreign currency and interest rate risk exposures. Embedded derivatives are separated from the host contract and accounted for separately if the host contract is not a financial asset and certain criteria are met.

Derivatives are initially measured at fair value. Subsequent to initial recognition, derivatives are measured at fair value, and changes therein are generally recognised in the income statement.

(iii) Financial Liabilities - Classification, Subsequent measurement and Gains and Losses

Financial Liabilities are classified as measured at ammortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition.

Financial liabilities at FVPTL are measured at fair value and net gain or losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at ammortised cost under the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

2.6.2 Classification and subsequent measurement (continued)

- **Financial assets**

Financial assets are derecognized when the contractual rights to receive cash flows from the assets have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership of the financial asset or the Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

- **Financial liabilities**

Financial liabilities are derecognized when the obligation specified in the contract is discharged, cancelled or expired. The Company also derecognises a financial liability when its terms are modified and the cashflows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

On derecognition of a financial liability, the difference between the carrying amount extinguished and the consideration paid (including any non-cash assets transferred or liabilities assumed) is recognised in the statement of profit or loss.

2.6.4 Offsetting financial instruments

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

2.7 Impairment of financial assets

Non- derivative financial assets

The Company recognises loss allowances for Expected Credit Loss (ECLs) on financial assets measured at amortised cost.

The Company measures loss allowances at an amount equal to lifetime ECLs, except for other debt securities and bank balances for which credit risk has not increased significantly since initial recognition which are measured at 12 month ECL.

The ECL for trade and other receivables are estimated using a provision matrix that is based on the Company's historical credit loss experience adjusted for factors that are specific to the debtors general economic conditions and an assessment of both current as well as forecast direction of conditions as at reporting date.

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

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

2.7 Impairment of financial assets (continued)

The Company assumes that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

The Company considers a financial asset to be in default when:

– the borrower is unlikely to pay its credit obligations to the Company in full without recourse by the Company to actions such as realising security (if any is held) or

– the financial asset is more than 180 days past due

Lifetime ECLs are the ECLs that result from all possible default events over the expected life of the financial asset

The Company considers intercompany receivables to have a lower credit risk when its credit risk rating is equivalent to the globally understood definition of "investment grade".

The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

Measurement of ECLs

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

ECLs are discounted at the effective interest rate of the financial asset. Credit- impaired financial assets

Credit- impaired financial assets

At each reporting date, the Company assesses whether financial assets carried at amortised cost are credit-impaired. A financial asset is "credit impaired" when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit-impaired includes the following observable data:

- significant financial difficulty of the borrower or issuer;
- a breach of contract, such as a default or being more than 180 days past due
- the restructuring of a loan or advance by the Company on terms that the Company would not consider otherwise;
- it is probable that the borrower will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for that financial asset because of financial difficulties.

Presentation of allowance for ECL in the statement of financial statements

Loss allowances for financial assets measured at amortised cost are deducted from the gross carrying amount of the assets. An impairment loss is recognised if the gross carrying amount of the assets exceeds its estimated recoverable amounts. Impairment losses are recognised in profit or loss.

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

2.7 Impairment of financial assets (continued)

Write-off

The gross carrying amount of a financial asset is written off when the Company has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. The Company individually makes an assessment with respect to the timing and amount of write-off based on whether there is reasonable expectation of recovery. The Company expects no significant recovery from the amount written off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Company's procedures for recovery of amounts due.

2.8 Fair value measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- In the principal market for the asset or liability, or
- In the absence of a principal market, in the most advantageous market for the asset or liability.

A number of the Company's accounting policies and disclosures require the measurement of fair values, for both financial and non-financial assets and liabilities.

The Company has an established control framework with respect to the measurement of fair values. This includes a valuation team that has overall responsibility for overseeing all significant fair value measurements, including Level 3 fair values, and reports directly to the Chief financial officer. The valuation team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the valuation team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of IFRS, including the level in the fair value hierarchy in which the valuations should be classified.

Fair Value Hierarchy

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

Level 1 — Quoted (unadjusted) market prices in active markets for identical assets or liabilities

Level 2 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable

Level 3 — Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable

The Company recognizes transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

2.9 Inventories

Inventories are measured at the lower of cost and estimated net realisable value less allowance for obsolete and damaged inventories. A detailed review of slow moving and obsolete stocks is carried out on a monthly basis and an allowance is booked based on a realistic estimate. Cost is based on moving average price that comprises direct materials and where applicable, directs labour costs and overheads that have been incurred in bringing the inventories to their present location and condition. Cost of raw materials, work in progress, cost of finished goods, engineering spares and other items of inventories is calculated using the weighted average method. Net realisable value represents the estimated selling price less all estimated costs of selling expenses.

The right to recover returned goods asset is measured at the former carrying amount of the inventory less any expected costs to recover goods and the right to recover returned goods is included in inventory (see note 17). The Company reviews its estimate of expected returns at each reporting date and updates the amounts of the asset and liability accordingly.

2.9(a) Inventory in transit

Inventories in transit are included in inventories on hand at the end of the period and classified in a relevant category of inventory such as raw materials or finished goods. They are not be taken into account in calculating the costs of goods sold or materials consumed.

2.10 Prepayments and Advance

Prepayments and advances are non-financial assets which result when payments are made in advance of the receipt of goods and services. They are recognised when the Company expects to receive future economic benefits equivalent to the value of the prepayments. The receipt or consumption of the services results in a reduction in the prepayment and a corresponding increase in expenses or assets for that reporting period.

2.11 Advance to Vendor

Advances to vendors that contain a financing component shall be recognized as a financial asset at fair value upon disbursement. The fair value is determined using the present value of future repayments, discounted at the prevailing market interest rate for similar arrangements.

Subsequent Measurement

- The advance is subsequently measured at amortized cost using the effective interest rate (EIR) method, recognizing interest income over the financing period.
- If the advance is repayable through goods or services, the carrying amount is adjusted upon receipt of the related inventory or service, with any difference recognized as finance income or expense.
- In the event of a default by a vendor, advances to vendors shall be assessed for impairment at each reporting date in accordance with IFRS 9 – Financial Instruments. The expected credit loss (ECL) model shall be applied, considering historical default rates, vendor creditworthiness, and macroeconomic factors.

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

2.11 Advance to Vendor (continued)

Presentation and Disclosure

- Advances with a financing component are presented as financial assets under "Other Receivables" or "Advances to Vendors," based on the nature of the arrangement.
- Interest income arising from the financing component is recognized in "Finance Income" over the financing period.
- Any impairment losses are recognized in "Expected Credit Losses" under operating expenses
- Advances that do not contain a financing component are accounted for as prepayments and expensed upon receipt of goods or services.
- This policy shall be reviewed periodically to ensure compliance with changes in accounting standards and business operations.

2.12 Cash and cash equivalents

Cash and cash equivalents in the statement of cash flows include cash at bank and in hand, restricted cash, plus short-term deposits less overdrafts and short-term working capital loans. Restricted cash represent unclaimed dividend held in a separate bank account and invested by the Company's registrar in line with SEC rules on dividend investment. Short-term deposits have a maturity of three months or less from the date of acquisition, are readily convertible to cash and are subject to an insignificant risk of change in value. Bank overdrafts are repayable on demand and form an integral part of the Company's cash management and are included as a component of cash and cash equivalents for the purpose of statement of cashflows.

2.13 Provisions, contingent liabilities and contingent assets

2.13.1 Provisions

Provisions are measured at the present value of management's best estimate of the expenditure required to settle the present obligation at the reporting date. The present value is derived by discounting the expected future cashflows at a pre-tax rate. The discount rate used to determine the present value reflects current market assessments of the time value of money and the risks specific to the liability. The increase in the provision due to the passage of time is recognised as finance cost.

Provisions are recognised when the Company has a present legal or constructive obligation as a result of a past event, and it is probable that the Company will be required to settle that obligation and the amount has been reliably estimated. Provisions for restructuring costs are recognised when the Company has a detailed formal plan for the restructuring that has been communicated to affected parties. Provisions are not recognised for future operating losses.

2.13.2 Contingent liabilities

Contingent liabilities are recognised where either the existence of the liability or the transfer of economic benefits arising is more than remote but not probable. Contingent liabilities are assessed continually whether an outflow of resources embodying economic benefits has become probable. Where this becomes the case, a provision is recognised in the period in which the change in probability occurs (except in the case where no reliable estimate can be made).

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

2.13.3 Contingent assets

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence and non-occurrence of one or more uncertain future events not wholly within the control of the Company.

2.14 Income tax

Income tax expense comprises current tax (company income tax, tertiary education tax, Nigeria Police Trust Fund levy) and deferred tax. It is recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income.

The Company had determined that interest and penalties relating to income taxes, including uncertain tax treatments, do not meet the definition of income taxes, and therefore are accounted for under IAS 37 Provisions, Contingent Liabilities and Contingent Assets.

(i) Current tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year, and any adjustment to tax payable or receivable in respect of previous years.

The amount of current tax payable or receivable is the best estimate of the tax amount expected to be paid or received that reflects uncertainty related to income taxes, if any. It is measured using tax rates enacted or substantively enacted at the reporting date and is assessed as follows;

- Company income tax is computed on taxable profits
- Tertiary education tax is computed on assessable profits
- Nigeria Police Trust Fund levy is computed on net profit (i.e. profit after deducting all expenses and taxes from revenue earned by the company during the year)

Total amount of tax payable under the Companies Income Tax Act is determined based on the higher of two components namely Company Income Tax (based on taxable income (or loss) for the year); and minimum tax. Taxes based on profit for the period are treated as income tax in line with IAS 12.

The Company offsets the tax assets arising from withholding tax (WHT) credits and current tax liabilities if, and only if, the entity has a legally enforceable right to set off the recognised amounts, and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously. The tax asset is reviewed at each reporting date and written down to the extent that it is no longer probable that future economic benefits would be realised.

(ii) Deferred tax

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised.

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

2.14 Income tax (continued)

Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

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 profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited to the income statement, except when it relates to items charged or credited to equity, in which case the deferred tax is also dealt with in equity.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Company intends to settle its current tax liabilities on a net basis.

Deferred tax assets and liabilities are presented as non-current in the statement of financial position.

(iii) Minimum tax

The Company is subject to the Finance Act 2020 as enacted, which amends the Companies Income Tax Act (CITA). Total amount of tax payable under this is determined based on the higher of two components; Company Income Tax on taxable income (or loss) for the year, and minimum tax (determined based on 0.5% of qualifying Company's turnover less franked investment income). Taxes based on taxable profit are treated as income tax in line with IAS 12, whereas minimum tax based on gross amount is outside the scope of IAS 12 and therefore not presented as tax expense in the statement of profit or loss.

The minimum liability is recognised under trade and other payables in the statement of financial position.

Where the minimum tax charge is higher than the Company Income Tax (CIT), a hybrid tax situation exists. In this situation, the CIT is recognised in the income tax expense line in the profit or loss and the excess amount is presented above the income tax line as minimum tax.

2.15 Employee benefits

(a) Post-employment benefit plans

The Company operates a defined contribution benefit scheme, an unfunded defined benefit service gratuity scheme for its employees; and a funded post-employment benefit plan.

(i) Defined contribution scheme

The Company operates a defined contribution plan in line with the Pension Reform Act 2014. The contributions are recognised as employee benefit expenses as services are provided by employees, employee contributions are funded through payroll deductions. The Company has no further payment obligation once the contributions have been paid. The contribution made towards securing the future benefits in the scheme is as follows:

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

2.15 Employee benefits (continued)

(a) Post-employment benefit plans (continued)

Staff	Management staff	Non-management
Employer	10%	10%
Employee	8%	10%

(ii) Defined benefit plans

The Company also operates a funded benefit plan. The level of benefit provided is based on the length of service and terminal salary of the person entitled. The defined benefit plan surplus or deficit in the statement of financial position comprises the total of the fair value of plan assets less the present value of the defined benefit obligation (using a discount rate based on federal government bonds in issue as at the reporting date).

The cost of defined benefit plans is determined using the projected unit credit method. The pension liability recognized in the statement of financial position is the present value of the defined benefit obligation at the end of the reporting period less the fair value of plan assets.

Actuarial valuations for defined benefit plans are carried out annually. The discount rate applied in arriving at the present value of the pension liability represents the market yield on government bonds at the calculation date and reflects the duration of the liabilities of the benefit plan.

Actuarial gains and losses are recognized in full in the period in which they occur, in other comprehensive income without recycling to the income statement in subsequent periods. Current service cost, the recognized element of any past service cost and the net interest cost arising on the pension liability are included in the same line items in the income statement as the related compensation cost.

(b) **Other long term employee benefits**

The Company measures long term employee benefits using the same accounting policies for defined benefit plans except for remeasurements which are recognised in income statement in the period in which they arise. The Company grants long service awards to employees who have served continuously well and loyally. Depending on the length of service, employees are granted both monetary and non monetary awards. Qualified employees have the option of monetising the non monetary awards.

The Company's net obligation in respect of the long term employee benefit is the future benefits that employees have earned in return for their service in the current and prior periods

(c) **Short term employee benefits**

Short term employee benefits are expensed as the related service is provided. A liability is recognised for the amount expected to be paid if the company has a present legal or constructive obligation to pay this amount as a result of past services provided by the employee and the obligation can be estimated reliably.

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

2.15 Employee benefits (continued)

(d) **Termination benefits**

Termination benefits are expensed at the earlier of when the Company can no longer withdraw the offer of those benefits and when the Company recognises costs for a restructuring. If benefits are not expected to be settled wholly within 12 months of the reporting date; then they are discounted.

2.16 Revenue

Revenue is measured based on the consideration specified in a contract with a customer and excludes amounts collected on behalf of third parties. The Company recognises revenue at a point in time when it transfers control over a product to a customer. The Company's net revenue is recognised as gross sales value net of rebates and discounts.

The Company principally generates revenue from the sale and delivery of its products. The sale and delivery of products are identified as one performance obligation and are not separately identifiable. The Company recognises revenue when the customer takes possession of the goods. This usually occurs when the customer signs the invoice/delivery note. The amount of revenue is adjusted for expected returns, which are estimated based on the historical data. In these circumstances, a refund liability and a right to recover returned goods assets are recognised.

The company offers rebates to customers, which consist of two components: on-invoice and accrued rebate (off-invoice rebates). These rebates are accounted for as a reduction of revenue in accordance with IFRS 15 – *Revenue from Contracts with Customers*.

1. **On-Invoice Rebate** – A fixed percentage is deducted upfront from the list price at the point of sale and recognized as a reduction in revenue.

2. **Accrued rebate** – Certain discounts are applied to goods sold during the year but are finalized only when the exact amounts are determined. As a result, revenue includes an estimate of variable consideration—representing discounts not directly deducted on the invoice. These discounts vary based on contractual terms with customers, such as key performance indicators. The unsettled portion of this variable consideration leads to rebate accruals as of 31 December 2024.

Rebate accruals are recognised monthly and settled within a three-month reconciliation period. Estimates are reviewed regularly to ensure accuracy.

See note 4 for details of revenue disaggregated by business category and geographical location.

2.17 Leases

At inception of a contract, the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

i. *As a lessee*

At commencement or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of its relative stand-alone prices. However, for the leases of property, the Company has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

2.17 Leases (continued)

The Company recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term, unless the lease transfers ownership of the underlying asset to the Company by the end of the lease term or the cost of the right-of-use asset reflects that the Company will exercise a purchase option. In that case the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate. Generally, the Company uses its incremental borrowing rate as the discount rate.

The Company determines its incremental borrowing rate by obtaining interest rates from various external financing sources and makes certain adjustments to reflect the terms of the lease and type of the asset leased.

Lease payments included in the measurement of the lease liability comprise the following:

- fixed payments, including in-substance fixed payments;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee; and
- the exercise price under a purchase option that the Company is reasonably certain to exercise, lease payments in an optional renewal period if the Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Company is reasonably certain not to terminate early.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Company's estimate of the amount expected to be payable under a residual value guarantee, if the Company changes its assessment of whether it will exercise a purchase, extension or termination option or if there is a revised in-substance fixed lease payment.

When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

The Company presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment' and lease liabilities in 'loans and borrowings' in the statement of financial position.

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

2.17 Leases (continued)

Short-term leases and leases of low-value assets

The Company has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases, including IT equipment. The Company recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

ii. As a lessor

At inception or on modification of a contract that contains a lease component, the Company allocates the consideration in the contract to each lease component on the basis of their relative standalone prices.

When the Company acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Company makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Company considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

When the Company is an intermediate lessor, it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Company applies the exemption described above, then it classifies the sub-lease as an operating lease.

If an arrangement contains lease and non-lease components, then the Company applies IFRS 15 to allocate the consideration in the contract.

The Company applies the derecognition and impairment requirements in IFRS 9 to the net investment in the lease. The Company further regularly reviews estimated unguaranteed residual values used in calculating the gross investment in the lease. The Company recognises lease payments received under operating leases as income on a straightline basis over the lease term as part of 'other income'.

2.18 Dividend distribution

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

2.19 Finance income and finance cost

Finance income and finance costs are recognised using the effective interest rate method.

Finance income includes interest received or receivable on balances and deposits with banks, exchange differences (excluding differences on payables to foreign suppliers which has been included in cost of sales) and exchange differences on trade and other receivables which have been included in administrative expenses.

Finance cost includes interest on borrowings, interest charge related to defined benefit plans, gains or losses arising on the early settlement of debt, exchange difference on non-derivative financial assets and liabilities

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

2.19 Finance income and finance cost (continued)

(excluding differences on payables to foreign suppliers which have been included in cost of sales) and derivative losses on derivative financial liabilities.

Interest income or expense is recognised using the effective interest method.

The 'effective interest rate' is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial instrument to:

- the gross carrying amount of the financial asset; or
- the amortised cost of the financial liability.

In calculating interest income and expense, the effective interest rate is applied to the gross carrying amount of the asset (when the asset is not credit-impaired) or to the amortised cost of the liability. However, for financial assets that have become credit-impaired subsequent to initial recognition, interest income is calculated by applying the effective interest rate to the amortised cost of the financial asset. If the asset is no longer credit-impaired, then the calculation of interest income reverts to the gross basis.

2.20 Share capital and share premium

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

When new shares are issued, they are recorded in share capital at their par value. The excess of the issue price over their par value is recorded in the share premium reserve.

All ordinary shares rank equally with regard to the Company residual assets. Holders of these shares are entitled to dividends as declared from time to time and are entitled to one vote per share at general meetings of the Company.

Incremental assets directly, attributable to the issue of ordinary shares are recognised as a deduction from equity net of any tax effects.

2.21 Operating Profit

Operating profit is the result generated from the continuing principal revenue-producing activities of the Company as well as other income and expenses related to operating activities. Operating profit excludes net finance costs, and income taxes.

Notes to the financial statements (continued)

2. Summary of material accounting policies (continued)

2.22 Foreign currency transactions

Transactions in foreign currencies are translated into the respective functional currencies of the Company by applying the exchange rate at the date of the transactions.

Monetary assets and liabilities denominated in foreign currencies are translated at the functional currency spot rates of exchange at the reporting date. Differences arising on settlement or translation of monetary items are recognized in profit or loss.

Non-monetary assets and liabilities in a foreign currency that are measured at historical cost are translated using the exchange rates at the date of the transaction. 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. Foreign currency differences are generally recognised in profit or loss and presented within finance costs.

The gain or loss arising on translation of non-monetary items measured at fair value is treated in line with the recognition of the gain or loss on the change in fair value of the item (i.e. translation differences on items whose fair value gain or loss is recognised in OCI or profit or loss are also recognised in OCI or profit or loss, respectively).

2.23 Earnings per share

Basic earnings per share is computed by dividing the profit or loss attributable to owners of the Company by the weighted average number of shares outstanding during the period.

Diluted earnings per share is calculated by dividing the profit or loss attributable to the owners of the Company, by the weighted average number of shares outstanding after adjusting for the effects of all dilutive potential ordinary shares.

2.24 Statement of Cashflows

The statement of cash flows shows the changes in cash and cash equivalents arising during the period from operating activities, investing activities and financing activities. The cash flows from operating activities are determined by using the indirect method. Net income is therefore adjusted by non-cash items, such as changes from receivables and liabilities. In addition, all income and expenses from cash transactions that are attributable to investing or financing activities are eliminated for the purpose of preparing the statement.

In the statement of cash flows, cash and cash equivalents includes cash in hand, deposit held at call with banks, other short term highly liquid investments with original maturities of three months or less and bank overdrafts. The cash flows from investing and financing activities are determined by using the direct method.

Notes to the financial statements (continued)

3. Critical accounting estimates and judgements

The preparation of financial statements requires management to make judgements, estimates and assumptions in the application of accounting policies that affect the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates. Estimates and judgements are continuously evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable. Revisions to accounting estimates are recognised in the period in which the estimate is revised and in any future period affected.

Information about critical judgements in applying accounting policies, as well as estimates and assumptions that have the most significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are:

Judgements

Lease term: whether the Company is reasonably certain to exercise extension options (Note 26)

Estimates

(i) Retirement benefit and long service award obligations

The cost of retirement benefit and long service award obligations are determined using actuarial valuations. An actuarial valuation involves making various assumptions which may differ from actual developments in the future. These include the determination of the discount rate, future salary increases and mortality rates.

Due to the complexity of the valuation, the underlying assumptions and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

In determining the appropriate discount rate, management considers the interest rates of government bonds with extrapolated maturities corresponding to the expected duration of the defined benefit obligation.

The mortality rate is based on the rates published in the A67/70 tables published jointly by the Institute and Faculty of Actuaries in the UK.

Future salary increases are based on expected future inflation rates in Nigeria. Further details about the assumptions are given in Note 25.

(ii) Estimate of expected returns (Note 4c)

(iii) Measurement of ECL allowance of trade and intercompany receivables - Key assumptions in determining

the rated average interest loss rate and expected credit loss (Note 28)

(iv) Allowance for slow moving, obsolete and damaged inventory (Note 17)

(v) Recognition and measurement of provisions and contingencies: key assumptions about the likelihood and magnitude of an outflow of resources (Note 34).

Notes to the financial statements (continued)

4 Revenue

In the following table, revenue from contracts with customers (including revenue related to a discontinued operation) is disaggregated by primary geographical market, major product/ service lines and timing of revenue recognition.

Disaggregation of revenue from contracts with customers

a.

Revenue for the year which arose from the sales of goods comprise:	**Continuing operations 2024**	**Continuing operations 2023**	**Discontinuing operations 2024**	**Discontinuing operations 2023**	**Total 2024**	**Total 2023**
	₦'000	**₦'000**	**₦'000**	**₦'000**	**₦'000**	**₦'000**
Domestic (within Nigeria)	145,652,934	102,067,793	—	9,618,656	145,652,934	111,686,449
Export (outside Nigeria)	3,869,662	1,811,937	—	865,964	3,869,662	2,677,901
	149,522,596	103,879,730	—	10,484,620	149,522,596	114,364,350

b. Major products/service lines:

	Continuing operations 2024	Continuing operations 2023	Discontinuing operations 2024	Discontinuing operations 2023	Total 2024	Total 2023
Nutrition	92,603,440	63,253,352	—	—	92,603,440	63,253,352
Home Care	—	—	—	10,484,620	—	10,484,620
Personal Care	43,970,844	33,119,251	—	—	43,970,844	33,119,251
Beauty & Wellbeing	12,948,312	7,507,127	—	—	12,948,312	7,507,127
	149,522,596	103,879,730	—	10,484,620	149,522,596	114,364,350

The Company recognises revenue at a point in time when it transfers control over a product to a customer.

As at end of 2024 the Company had 90 (2023: 88) active Key distributors that contributed 86% (2023: 95%) to gross sales value during the year.

c. Right of Return

A refund liability of ₦217 million (2023: ₦204 million) has been recognized for the right to return goods sold. Management has made an estimate based on the historical trend of likely sales returns by customers subsequent to year-end. The amount of revenue recognized is adjusted for expected returns. A refund liability (Note 22.2) and the right to recover returned goods assets ₦150 million (2023: ₦162 million) have been recognized (Note 17)

Notes to the financial statements (continued)

5. Expenses by nature

	2024 ₦'000	2023 ₦'000
Raw materials and consumables (Note 5.1)	81,672,151	49,616,577
Bought in products	2,774,724	3,142,612
Depreciation of property, plant and equipment (Note 14(i))	2,754,719	2,809,131
Amortisation of intangible assets (Note 16)	385	385
Employee costs (Note 8)	12,419,072	10,067,042
Net exchange (gain)/ loss on translation of foreign currency denominated balances (Note 5.4)	(263,744)	5,464,244
Brand and marketing (Note 9)	14,687,971	7,432,342
Royalties and Service Fees (Note 9)	3,975,890	1,848
Handling charges	96,243	43,394
Auditors' remuneration	86,884	56,534
Professional service fees (Note 5.2)	483,077	971,828
Utilities	4,005,529	2,629,546
Business travel	1,224,179	863,981
IT costs	1,073,067	524,841
Consumer market research	382,587	463,325
Third party services	601,363	447,808
Repairs and maintenance cost	2,717,374	2,454,590
Insurance	319,152	197,502
Donations	298,974	57,327
Trainings and meals	726,296	642,053
Impairment loss/(reversal) (Note 18(vi))	1,655,228	(3,426,719)
Office materials	92,625	92,813
Total cost of sales, selling and distribution, marketing and administrative expenses and impairment losses/(reversal)	131,783,746	84,553,005

Analysed as:

Cost of sales	94,373,870	69,367,664
Selling and distribution expenses	6,203,078	4,088,063
Impairment loss/(reversal) (Note 18(vii))	1,655,228	(3,426,719)
Marketing and administrative expenses	29,551,570	14,523,997
	131,783,746	84,553,005

**Comparative information for cost of sales have been represented in note 33 to achieve a fairer presentation.

Notes to the financial statements (continued)

5.1 Movement in raw materials and consumables is driven by material cost inflation, and depreciation of the naira.

5.2 The professional fees consist of consultancy, outsourcing and legal fees.

5.3 The total amount of non-audit services fee paid to KPMG Professional Services is ₦20 million (2023 N20 million). This is in respect of assurance services provided in connection with attestation of the internal control over financial reporting.

5.4 Net exchange (gain)/loss on translation of foreign currency denominated balances

	2024 ₦'000	2023 ₦'000
Included in cost of sales	2,498,021	8,977,116
Included in marketing and administrative expenses (Note 5.4.1)	(2,761,765)	(3,512,873)
	(263,744)	5,464,243

The Company recorded exchange gains and losses during the year, which have been classified into realized and unrealized amounts as follows:

Category	Realized ₦'000	Unrealized ₦'000	Total ₦'000
Administrative expense (Note 5.4)	(303)	(2,761,462)	(2,761,765)
Cost of sales (Note 5.4)	1,242,781	1,255,240	2,498,021
Finance income (Note 10)	(489,075)	(2,951,182)	(3,440,257)
Total exchange (gains)/losses	**753,403**	**(4,457,404)**	**(3,704,001)**

These amounts have been recognised in the respective financial statement line items as detailed in Notes 5, 5.4, and 10.

5.5 Profit before tax

The following items have been charged in arriving at the profit before tax;

	2024 ₦'000	2023 ₦'000
Profit before taxation	22,649,553	21,891,792
Depreciation of property plant and equipment (Note 14(i))	2,754,719	2,809,131
Amortisation of intangible assets (Note 16)	385	385
Impairment (reversal)/loss on trade and other receivables (Note 18 (vi))	1,655,228	(3,426,719)
Directors remuneration (Note 7.1)	744,885	788,803
Audit fees	86,884	56,534
Royalties and service fees	3,975,890	1,848
Foreign exchange (gain)/loss (Note 5.4)	(3,704,001)	4,583,850
Interest income on short term deposits (Note 10)	3,283,215	3,761,403
Interest expense on import finance facility (Note 11)	2,292,323	2,892,593

Notes to the financial statements (continued)

6 Other income

	2024 ₦'000	2023 ₦'000
Manufacturing service agreement (MSA) (Note 6 .1)	194,165	138,398
Promissory note on export expansion grant (Note 6 .2)	—	616,105
Rental income	66,155	31,000
Others (Note 6 .3)	361,598	147,762
	621,918	933,265

6 .1 Subsequent to the disposal of the Tea business in October 2021, Unilever Nigeria entered into a Transitional Service Agreement ("the Agreement") with the new owner (Ekaterra Plant based Ltd, now Lipton Teas and infusions Plant Based Limited) until June 2023. Effective 1st July, 2023, Unilever Nigeria entered into a Manufacturing Services Agreement for production of Tea with Lipton Teas and Infusions Plant Based Ltd in exchange for a fee. The amount reported represents fees earned on production of Tea for Lipton Teas and Infusions Plant Based Ltd.

6 .2 Included under other income is the income derived from discounting promissory note issued by the Federal Government of Nigeria, pertaining to prior-period Export Expansion Grants (EEG). A total amount of N616 million was received on the transaction in 2023.

6 .3. Included under others are sales of scrap assets, insurance compensation on assets damaged from flood, and other disasters.

7 Compensation of key management personnel and directors

Key management personnel comprises the directors (executive and non-executive) and other key management staff who are members of the Leadership Team.

Compensation to key management personnel was as follows:

(i) Directors remuneration

	2024 ₦'000	2023 ₦'000
The emoluments of the Chairman of Board of Directors	20,105	28,933
The emoluments of the highest paid director	213,709	312,731
Executive directors	421,223	370,661
Non executive directors	89,848	76,478
	744,885	788,803

The number of executive directors (excluding the highest paid director and the chairman), who received emoluments, were within the following range.

Notes to the financial statements (continued)

7. Compensation of key management personnel and directors (continued)

	2024 ₦'000	2023 ₦'000
N50,000,0000 - N100,000,000	2	2
N101,000,000 - N200,000,000	2	2
	4	4

(ii) Transaction to key management personnel was as follows
Key management personnel compensation comprised the following:

	2024 ₦'000	2023 ₦'000
Short-term employee benefits		
Members of the Leadership team (excluding executive directors)	746,409	751,285
Executive directors	744,885	788,803
	1,491,294	1,540,088
Long-term employee benefits		
Post-employee benefit	64,738	292,996
	1,556,032	1,833,084

8. Employee costs

	2024 ₦'000	2023 ₦'000
Salaries and wages	6,351,015	5,806,536
Pension contribution	475,761	773,285
Current service charge for unfunded retirement benefit obligation and long service awards (Note 25(vi))	58,241	34,640
Other employee allowances	5,534,055	3,452,581
	12,419,072	10,067,042

Other employee allowances include incentives, medical allowances, product packs and other benefits which are consistent with industry practice.

The average number of persons, excluding executive directors, employed by Unilever during the year was as follows:

	2024 Number	2023 Number
Administration	56	65
Technical and production	490	461
Sales and marketing	92	84
	638	610

Notes to the financial statements (continued)

8. Employee costs (continued)

The table below shows the number of direct employees of Unilever excluding executive directors, whose duties were wholly or mainly discharged in Nigeria, who received annual remuneration (excluding pension contributions and certain benefits) in the following ranges:

₦		₦	2024 Number	2023 Number
Below 1,750,000			14	6
1,750,001	-	2,000,000	—	1
2,000,001	-	2,250,000	2	—
2,250,001	-	2,500,000	2	2
2,500,001	-	2,750,000	3	0
2,750,001	-	5,000,000	92	164
5,000,001	-	10,000,000	347	291
10,000,001	-	15,000,000	70	46
15,000,001	-	20,000,000	25	36
20,000,001	-	30,000,000	38	25
30,000,001	-	40,000,000	22	13
40,000,001	-	60,000,000	19	18
60,000,001	-	80,000,000	4	3
Above 80,000,000			—	5
			638	610

9 Marketing and administrative expenses

(a) This is analysed as follows:

	2024 ₦'000	2023 ₦'000
Brand and marketing (Note 9.1)	14,687,971	7,432,342
Administrative expenses	10,887,709	7,089,807
Royalties and service fees (Note 9.2)	3,975,890	1,848
	29,551,570	14,523,997

9.1 Included in marketing and administrative expenses is ₦2.5 billion (2023: ₦3.5 billion) foreign exchange gain on translation of foreign currency denominated receivables(Note 5.4)

9.2 Previously, Unilever Nigeria Plc had agreements with Unilever Plc (UK) for Technology and Trademark licenses, whereina royalty of 2% of net sales value for Technology and 0.5% for Trade Mark was payable by Unilever Nigeria Plc. Effective February 2023, the exclusive intellectual property (IP) rights for these licenses were transferred to Unilever Global IP Limited and Unilever IP Holdings B.V. These new agreements executed with Unilever Global IP Limited and Unilever IP Holdings B.V. have been reviewed by NOTAP, and the Trademark Licence agreement is pending their approval.

Notes to the financial statements (continued)

9. Marketing and administrative expense (continued)

Also, Unilever Nigeria has a central support and management services agreement with Unilever Europe Business Centre B.V for the provision of corporate strategic direction, and expert advice/support on legal, tax, finance, human resources and information technology matters. In consideration of this, a fee of 2% of profit before tax is payable as service fees. The agreement expired on 31 December 2022, renewal is in progress. (Note 30).

10 Finance income

	2024	2023
	₦'000	₦'000
Interest on call deposits and bank accounts	3,283,215	3,761,403
Net exchange gain on translation of foreign currency denominated balances	3,440,257	880,393
Interest income on lease receivables (Note 15.1)	56,284	13,213
Interest income on loan receivables (Note 15.2)	51,176	19,018
	6,830,932	**4,674,027**

11 Finance cost

	2024	2023
	₦'000	₦'000
Interest expense on lease liabilities	22,686	—
Interest expense on import finance facility	2,292,323	2,892,593
Interest charge on Employee benefits	227,138	149,632
	2,542,147	**3,042,225**

12 Taxation

(i) Income statement

	2024	2023
	₦'000	₦'000
Company income tax	9,528,199	1,258,318
Tertiary education tax	1,111,660	234,558
Nigeria Police trust fund	1,132	696
Prior year under provision- current income tax	680,383	553,284
	11,321,374	2,046,856
Origination and reversal of temporary difference (Note 24)	(3,814,975)	3,430,526
Tax charge to income statement - Continuing operations	**7,506,399**	**5,477,382**

Notes to the financial statements (continued)

12. Taxation (continued)

In 2023, the Company abandoned the manufacturing and sale of its product lines under the home care segment and presented it as a discontinued operation. The home care segment generated tax losses in the prior year. However, prior experience with the tax authorities indicates that the performance of the Company has always been assessed as a whole and not based on operating segment results due to the complexities arising from the appropriate allocation of income taxes across the various segments. On this basis, the Company has recognised income taxes on the performance of the Company as a whole, in which the tax losses from the discontinued operation have been utilised on its taxable profits from its continuing operations.

(ii) **Other comprehensive income**	**2024**	**2023**
	₦'000	**₦'000**
Deferred tax on temporary differences	(116,940)	(29,187)

iii) The movement in current income tax liabilities is as follows:

	2024 ₦'000	**2023 ₦'000**
At 1 January		
- Current income tax	1,493,572	2,972,361
Prior year under provision	680,383	553,284
Charge for the year - continuing operations:		
- Current income tax	9,528,199	1,258,318
- Tertiary education tax	1,111,660	234,558
- Nigeria Police trust fund	1,132	696
Tax paid:		
Cash	(1,508,911)	(3,286,661)
Withholding tax credit notes	(665,045)	(238,984)
At 31 December	10,640,990	1,493,572

iv) Reconciliation of effective tax to the statutory tax

	2024	**2023**
	₦'000	**₦'000**
Profit before tax - continuing	22,649,553	21,891,792
	22,649,553	21,891,792

Notes to the financial statements (continued)

12. Taxation (continued)

Tax calculated at the applicable statutory rate.	30%	6,794,869	30%	6,567,538
Tertiary education tax rate of 3%	3%	679,487	3%	656,754
Nigerian police trust fund levy	—%	1,135		—
Tax effects of expenses not deductible for tax purposes	3%	751,076	3%	745,218
Tax effects on tax incentives	(1)%	(214,942)	(2)%	(413,822)
Utilisation of tax losses from discontinued operation	—%	—	(12)%	(2,631,590)
Prior year under provision	3%	680,383	3%	553,284
Tax effects of Capital gains tax	(5)%	(1,185,609)		—
Tax charge in income statement	33%	7,506,399	25%	5,477,382

13 Earnings per share

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares outstanding during the year.

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all diluted potential ordinary shares.

(i) Profit attributable to ordinary shareholders (basic)

	2024			2023		
	Continuing operations	**Discontinued operations**	**Total**	**Continuing operations**	**Discontinued operations**	**Total**
Profit/(loss)for the year, attributable to the owners of the company	15,143,154	—	15,143,154	16,414,410	(7,974,515)	8,439,895
Profit/ (loss) for the year, attributable to ordinary shareholders (basic)	**15,143,154**	**—**	**15,143,154**	**16,414,410**	**(7,974,515)**	**8,439,895**

(ii) Weighted-average number of ordinary shares (basic)

	2024			2023		
	Continuing operations	**Discontinued operations**	**Company**	**Continuing operations**	**Discontinued operations**	**Company**
in thousands of shares Issued ordinary shares at 1 January	5,745,005	—	5,745,005	5,745,00	5,745,00	5,745,005
Number of ordinary shares at 31 December	**5,745,005**	**5,745,005**	**5,745,005**	**5,745,005**	**5,745,005**	**5,745,005**
Basic earnings per share (Naira)	**2.64**	**—**	**2.64**	**2.86**	**(1.39)**	**1.47**

Notes to the financial statements (continued)

13. Earnings per share (continued)

13.2 Diluted earnings per share

The calculation of diluted EPS has been based on the following profit attributable to ordinary shareholders and weighted average number of ordinary shares outstanding after adjustment for the effects of all dilutive potential ordinary shares.

(i) Profit attributable to ordinary shareholders (diluted)

	2024			2023		
	Continuing operations	Discontinued operations	Total	Continuing operations	Discontinued operations	Total
Profit/(loss) for the year, attributable to the owners of the company	15,143,154	—	15,143,154	16,414,410	(7,974,515)	8,439,895
Profit/(loss) for the year, attributable to ordinary shareholders (diluted)	**15,143,154**	**—**	**15,143,154**	**16,414,410**	**(7,974,515)**	**8,439,895**

(ii) Weighted-average number of ordinary shares (diluted)

	2024			2023		
	Continuing operations	Discontinued operations	Company	Continuing operations	Discontinued operations	Company
in thousands of shares						
Weighted average numbers of ordinary shares (basic)	5,745,005	—	5,745,005	5,745,005	5,745,005	5,745,005
Effect of conversion of convertible notes				—	—	—
Effect of share options on issue				—	—	—
Weighted average number of ordinary shares (diluted)	5,745,005	—	5,745,005	5,745,005	5,745,005	5,745,005
Diluted earnings per share (Naira)	**2.64**	**—**	**2.64**	**2.86**	**(1.39)**	**1.47**

There have been no transactions involving ordinary shares or potential ordinary shares between the reporting date and the date of approval of these financial statements.

14 Property, plant and equipment

Notes to the financial statements (continued)

(i)	Capital work-in-progress	Leasehold land	Buildings	Plant and machinery	Furniture and equipment	Motor vehicles	Right - of - use Assets	Total
Cost	**₦'000**	**₦'000**	**₦'000**	**₦'000**	**₦'000**	**₦'000**	**₦'000**	**₦'000**
At 1 January 2023	1,779,628	433,640	12,952,741	25,909,091	1,436,741	1,383,610	—	43,895,452
Additions	2,209,979	—	—	35,895	—	—	—	2,245,874
Disposals	—	—		(85,499)	(118,219)	(115,819)	—	(319,537)
Transfers between classes	(2,223,703)	—	184,642	830,362	403,256	805,443	—	—
Reclassification to investment properties (Note 14 (v))	—	—	(326,318)	—	—	—	—	(326,318)
Reclassification to lease receivables	—	—	—	(2,599,280)	(144,075)	—	—	(2,743,355)
At 31 December 2023	**1,765,904**	**433,640**	**12,811,065**	**24,090,569**	**1,577,703**	**2,073,234**	**—**	**42,752,116**
Balance as at 1 January 2024	1,765,904	433,640	12,811,065	24,090,569	1,577,703	2,073,234	—	42,752,116
Additions	5,793,077	—	—	76,041	—	—	515,853	6,384,971
Disposals	—	—	(351)	(2,428,449)	(136,785)	(210,292)	—	(2,775,877)
Transfers	(7,309,778)	—	208,320	5,483,267	604,436	1,013,755	—	—
At 31 December 2024	**249,203**	**433,640**	**13,019,034**	**27,221,428**	**2,045,354**	**2,876,697**	**515,853**	**46,361,210**

Accumulated Depreciation/impairment

Notes to the financial statements (continued)

14. Property, plant and equipment (continued)

At 1 January 2023	—	3,190	4,146,872	16,131,765	1,176,331	946,725	—	22,404,883
Depreciation charge for the year	—	49,095	369,499	1,753,740	371,189	265,608	—	2,809,131
Disposals	—	—	—	(85,428)	(118,040)	(115,522)	—	(318,990)
Impairment (Note 14 (vi))	—	—	24,099	1,348,977	4,818	1,520	—	1,379,414
Transfer between classes	—	4,461	(4,461)	—	—	—	—	—
Reclassification to investment properties (Note 14 (v))	—	—	(115,797)	—	—	—	—	(115,797)
Reclassification to lease receivables (Note 14 (vii))	—	—	—	(2,033,370)	(144,076)	—	—	(2,177,445)
At 31 December 2023	**—**	**56,746**	**4,420,212**	**17,115,684**	**1,290,222**	**1,098,331**	**—**	**23,981,197**
Balance as at 1 January 2024	—	56,746	4,420,212	17,115,684	1,290,222	1,098,331	—	23,981,197
Depreciation charge for the year	—	4,461	366,172	1,424,126	109,909	494,847	237,115	2,636,630
Impairment (Note 14 (vi))	—	—	266	117,823	—	—	—	118,089
Disposals	—	—	(180)	(2,425,867)	(134,934)	(190,492)	—	(2,751,473)
At 31 December 2024	—	61,207	4,786,470	16,231,766	1,265,197	1,402,686	237,115	23,984,443
Net book value:								
At 1 January 2023	**1,779,628**	**430,450**	**8,805,869**	**9,777,326**	**260,410**	**436,885**	**—**	**21,490,568**
At 31 December 2023	**1,765,904**	**376,894**	**8,390,853**	**6,974,885**	**287,481**	**974,903**	**—**	**18,770,920**
At 31 December 2024	**249,203**	**372,433**	**8,232,564**	**10,989,662**	**780,157**	**1,474,011**	**278,738**	**22,376,767**

Reconciliation of Purchase of property, plant and equipment in the statement of cashflows:

	2024	**2023**

Notes to the financial statements (continued)

14. Property, plant and equipment (continued)

	₦'000	₦'000
Additions to property, plant and equipment	6,384,971	2,245,874
Less: increase resulting from lease liabilities (Note 26)	(340,579)	—
	6,044,392	**2,245,874**

(ii) Security

As at 31 December 2024, no item of property, plant and equipment was pledged as security for liabilities (2023: nil).

(iii) Capital work-in-progress

The capital work-in-progress of N249 million (2023: N1.8 billion) represents buildings and plant and machinery under construction and other property, plant and equipment not available for use in the manner intended by management.

31 December 2024	**Land & Building**	**Plant & Machinery**	**Furniture and equipment**	**Motor vehicles**	**Total**
	₦'000	**₦'000**	**₦'000**	**₦'000**	**₦'000**
Capital work-in-progress	**29,335**	**10,835**	**149,371**	**59,662**	**249,203**

31 December 2023	**Land & Building**	**Plant & Machinery**	**Furniture and equipment**	**Motor vehicles**	**Total**
	₦000	**₦000**	**₦'000**	**₦'000**	**₦'000**
Capital work-in-progress	**86,065**	**1,498,092**	**116,227**	**65,521**	**1,765,905**

(iv) Capital commitments

Contractual commitments with respect to property, plant and equipment contracted for at the reporting date but not recognised in the financial statements:

	2024	**2023**
	₦000	**₦'000**
Capital commitments	**341,864**	**1,031,331**

(v) Reclassification of investment property

In the prior year 2023, the Company exited its Home Care (HC) segment and PPE (building) was transferred to investment property (see note (note 14.1) because it was no longer in use by the Company and it was decided that the building would be leased out to a third party.

	2024	**2023**
	₦'000	**₦'000**

Notes to the financial statements (continued)

14. Property, plant and equipment (continued)

Cost	—	326,318
Reclassification of investment property	—	(115,797)
	—	**210,521**

(vi) Impairment of property, plant and equipment

Management has recognised an impairment loss of N118 million (2023: N1.37 billion) relating to plant and equipment as a result of decommissioning sites and idle assets across its Agbara and Oregun factories; in order to reflect the recoverability of the assets recognised in its books.

(vii) Lease receivable

The Company leased some of its assets (plant and machinery) to a third party when it exited the home care business segment under finance lease in 2023, while in 2024 the lease receivable has been moved from property, plant and equipment. The below shows the carrying amount of the amount transferred to lease receivables (See Note 15.1).

	2024 ₦'000	**2023 ₦'000**
Cost	—	2,743,355
Accumulated depreciation	—	(2,177,445)
	—	**565,910**

(viii) `Temporary idle property, plant and equipment

There were no idle assets as of December 31 2024 (2023; 75 million).

(ix) Disposal of plant, property and equipment

	2024 ₦'000	**2023 ₦'000**
Proceeds from disposal of plant, property and equipment	98,509	26,647
Carrying amount of plant, property & equipment disposed	(24,404)	(547)
Gain/(loss) on disposal of plant, property & equipment	**74,105**	**26,100**

(x) Right of use assets.

Property, plant, and equipment includes the carrying amount of right-of-use assets of N279 million which relates to leased residence for key management personnel and warehouses.

14.1 Investment property

Notes to the financial statements (continued)

	Factory building ₦'000	Total ₦'000
Cost		
At 1 January 2023	—	—
Reclassification from property, plant and equipment	326,318	326,318
At 31 December 2023	**326,318**	**326,318**
At 1 January 2024	326,318	326,318
Additions	—	—
At 31 December 2024	**326,318**	**326,318**
Accumulated depreciation and impairment		
1 January 2023	—	—
Reclassification from property, plant and equipment (See note (14 (v))	(115,797)	(115,797)
Charge for the year	(1,264)	(1,264)
At 31 December 2023	**(117,061)**	**(117,061)**
At 1 January 2024	(117,061)	(117,061)
Charge for the year	(16,727)	(16,727)
At 31 December 2024	**(133,788)**	**(133,788)**
Carrying amount:		
At 31 December 2023	**209,257**	**209,257**
At 31 December 2024	**192,530**	**192,530**

Investment property primarily comprises factory buildings owned by the Unilever Nigeria Plc, which were utilized for the Home Care category now discontinued. (see note (32.1))

Subsequent to the company's exit from the Home Care category, the factory buildings have been leased to a third party for a duration of 10 years, with annual rental payments.

Income from operating leases, where the company serves as the lessor, are recognized in the income statement using a straight-line basis over the entire lease term. Rental income recognised by the Company in 2024 was ₦66 Million (2023: ₦31 million) and was included in other income (Note 6).

The depreciation method used is straight line method to determine the charge for the year, with carrying amount of ₦193 million (2023: ₦209 million) (Note 14.1). Determining the fair value of the building proves challenging given its age surpassing 10 years. Engaging a professional valuer becomes necessary for this assessment. However, based on initial surveys, establishing a prospective fair value proves impractical due to the building's integration within the company's existing manufacturing facilities for other product categories, making finding a lessee highly improbable.

The table below sets out a maturity analysis of lease payments, showing the undiscounted lease payments to be received after the reporting date.

Notes to the financial statements (continued)

14.1 Investment property (continued)

Maturity analysis of lease payments

	2024 ₦'000	2023 ₦'000
Less than one year	39,900	35,340
One to two years	45,600	39,900
Two to three years	52,440	45,600
Three to four years	59,280	52,440
Four to five years	68,400	59,280
More than five years	267,900	336,300
Total	**533,520**	**568,860**

15 Other financial assets

	2024 ₦'000	2023 ₦'000
Non-Current		
Loan receivable from Wecyclers (See note 15.2)	1,297,839	755,511
Less impairment (See note 18 (vi))	(311,960)	(93,610)
	985,879	661,901
Financial assets at amortised cost (See note 15.1)	367,699	362,099
Promissory note on export expansion grant (See note 15.3)	216,056	216,056
	1,569,634	**1,240,056**
Current		
Financial assets at amortised cost (See note 15.1)	50,684	44,460
	1,620,318	**1,284,516**

15.1 Financial assets at amortised cost

Finance lease receivables

Following the discontinuation of the Home Care business category, the Company leased the plant and machinery to a third party. These plants and machinery were previously used in the Home Care business category.

The lease has been accounted for as a finance lease in line with the provisions of IFRS 16. The lease term is for a period of 10 years after which ownership transfers to the lessee (Note 3).

Set out below is the carrying amount of the net investment in the lease and the movements during the year:

	2024	2023

Notes to the financial statements (continued)

15.1 Financial assets at amortised cost (continued)

	₦'000	₦'000
Finance lease receivables		
At 1 January	406,559	—
Net investment of the lease	—	432,346
Interest income (Note 10)	56,284	13,213
Lease receipts	(44,460)	(39,000)
At 31 December	**418,383**	**406,559**
At 31 December		
Non-current	367,699	362,099
Current	50,684	44,460
	418,383	**406,559**

Selling loss on finance lease assets		
PV of finance leased assets	—	432,346
Carrying amount of PPE	—	(565,910)
	—	**(133,564)**

Reconciliation of changes in other financial assets in the statement of cashflows:

	2024 ₦'000	2023 ₦'000
Movement in other financial assets	335,802	971,567
Net impairment charge on receivables (Note 18(vi))	44,460	—
Movement in other financial assets per statement of cash flow	380,262	971,567

The table below sets out a maturity analysis of lease receivables, showing the undiscounted lease payments to be received after the reporting date.

	2024 ₦'000	2023 ₦'000
Less than one year	50,684	44,460
One to two years	57,780	50,684
Two to three years	65,869	57,780
Three to four years	75,091	65,869
Four to five years	85,604	75,091
More than five years	484,667	570,271
Total undiscounted lease receivable	**819,695**	**864,155**
Unearned finance income	(401,312)	(457,596)
Net investment in the lease	**418,383**	**406,559**

15.2 Loan receivables from Wecyclers

In March 2023, Unilever Nigeria Plc in line with its sustainability strategy entered into a collaborative

Notes to the financial statements (continued)

agreement with Wecyclers Nigeria Ltd. (a for-profit social enterprise that promotes environmental sustainability, socioeconomic development, and community health by providing recycling services in densely populated urban neighbour hoods in developing countries) to improve the community environment and health/well-being through effective waste collection and management.

The Company provided Wecyclers with an outcome-based loan and grant aimed at promoting waste recovery and recycling rates across several states in Nigeria.

The loan is for a period of five (5) years with a single repayment of principal of the loan and interest at the end of maturity i.e. five (5) years.

The carrying amount of the loan and the movements during the period is as set out below:

	2024 ₦'000	2023 ₦'000
At 1 January	755,512	—
*Additions - Loan receivables	156,565	708,068
Loss on initial recognition (Day 1 loss)	—	(45,777)
Accrued interest income	51,176	19,018
Foreign exchange gain	334,586	74,203
	1,297,839	**755,512**
Less: Allowance for expected credit losses	(311,960)	(93,610)
At 31 December	**985,879**	**661,902**

Included within the loan receivable balance is a grant amount of ₦259 million (2023: ₦167 million). This grant component represents a non-repayable portion of the total balance and is recognized in profit or loss over the 5-year period of the sustainability initiative.

15.3 In February 2023, the Federal Government of Nigeria (FGN) through its Debt Management Office (DMO) issued Unilever Nigeria Plc two (2) promissory notes with a value of ₦216 million each and maturity date of 7th February 2025 and 7th February 2026 respectively. The promissory note is in full settlement of the Export Expansion Grant (EEG) claim for 2006 - 2016.

The Company has determined the impact of discounting is immaterial.

16 Intangible assets

Intangible assets comprise computer software

Cost:	2024	2023

Notes to the financial statements (continued)

	₦'000	₦'000
At 1 January	2,192,460	2,192,460
Additions	—	—
At 31 December	2,192,460	2,192,460
At 1 January	2,189,764	2,189,379
Charge for the year	385	385
At 31 December	2,190,149	2,189,764
Net book value as at 31 December	**2,311**	**2,696**

Intangible assets represent the Company's computer software and the amortisation charge for the year has been included in administrative expenses.

17 Inventories

	2024 ₦'000	2023 ₦'000
Raw and packaging materials	19,770,836	9,663,241
Work in progress	297,763	193,391
Finished goods	3,606,906	2,173,688
Engineering spares and other inventories	1,188,004	829,238
Goods in transit	5,785,887	—
Right to recover returned goods	150,184	161,803
	30,799,580	**13,021,361**

The cost of inventories recognised as an expense during the year and included in cost of sales was ₦81.7 billion (2023: ₦49.6 billion) as disclosed in Note 5. Included in 2023 inventory is a write off of ₦3 billion due to the discontinuation of Home Care (HC) business category product line on discontinued operations.

Furthermore, the Company makes estimates with respect to allowance for obsolete inventories. Total allowance recorded for inventory amounted to ₦818 million (2023: ₦603 million).

	2024 ₦'000	2023 ₦'000

Notes to the financial statements (continued)

17 Inventories (continued)

Raw materials and packaging materials written off		
Raw materials	302,900	2,544,353
Packaging materials	135,935	452,746
Semi finished goods	14,745	344,775
Slobs written off	327,171	3,484
Total RMPM written off	**780,752**	**3,345,358**
RMPM written off categorized by product line		
Attributable to Home Care (HC)	—	3,075,546
Attributable to Skin Cleansing (SC)	—	269,812
Nutrition	223,111	—
Oral	306,577	—
Beauty & Well-being	251,065	—
	780,753	**3,345,358**

Total raw material and packaging materials write off attributable to skin cleansing for 2024 is nil (2023:₦270 million) Skin cleansing does not meet the requirement for a disposal group or held for sale as the Company does not own the non-current assets used in the production of its products as the products are manufactured by a third party manufacturer.

Included in the finished goods inventory is a write down to Net Realisable Value (NRV) of ₦39 million (2023: ₦170 million). This has been included in cost of sales.

The right to recover returned goods represents the Company's right to recover products from customers where customers exercise their right of return under the Company's returns policy. The Company uses its accumulated historical experience to estimate the number of returns in a year using expected value method. Refund liabilities for the right to recover returned goods is disclosed in Note 21.

Reconciliation of changes in inventory in the statement of cashflows:

	2024 **₦'000**	**2023** **₦'000**
Movement in inventory	17,778,219	3,310,493

18 Trade and other receivables

(i) Trade and other receivables account is analysed as follows:

Notes to the financial statements (continued)

	2024 ₦'000	2023 ₦'000
Trade receivables: gross	4,208,308	8,309,456
Less: rebate accruals	(994,679)	(707,697)
Less: impairment	(1,150,130)	(1,258,856)
Trade receivables: net	2,063,499	6,342,903
Unclaimed dividend held with registrar	917,678	419,455
Interest receivable	558,762	304,552
Other receivables	206,801	452,446
Due from related parties (Note 30 (v))	4,039,622	4,765,021
	7,786,362	12,284,377

Reconciliation of changes in trade and other receivables in the statement of cashflows:

	2024 ₦'000	2023 ₦'000
Movement in trade and other receivables	4,498,015	(2,249,651)
Net impairment charge on receivables (Note 18(vi))	(1,655,228)	3,426,719
Withholding tax credit utilised (Note 12(iii))	(665,045)	(238,984)
Movement in trade and other receivables per statement of cashflows	2,177,742	938,083

(ii) Analysis for trade receivable

	2024 ₦'000	2023 ₦'000
Carrying amount not past due	1,698,396	5,954,481
Carrying amount past due less than 3 months	365,103	388,422
	2,063,499	6,342,903

(iii.) Movement in allowance for trade receivables:

	2024 ₦'000	2023 ₦'000
At 1 January	1,258,856	1,424,010
Impairment loss (18 (vi))	(108,726)	43,955
Bad debt written off	—	(209,109)
At 31 December	1,150,130	1,258,856

(iv.) Movement in allowance for intercompany receivables:

	2024	2023

Notes to the financial statements (continued)

18 Trade and other receivables (continued)

	₦'000	₦'000
At 1 January	792,000	4,356,284
Impairment loss/(write back) (18 (vi))	622,491	(3,564,284)
At 31 December	1,414,491	792,000

(v) Analysis of related parties receivables:

	2024 ₦'000	2023 ₦'000
Carrying amount not past due	929,536	576,207
Carrying amount past due less than 3 months	567,805	565,874
Carrying amount past due 3 - 6 months	2,229,596	3,115,697
Carrying amount past due 6 months & above	312,685	507,244
	4,039,622	4,765,022

Related party receivables arose from export sales, and exchange of services which are payable within 90 days. Receivables have been subjected to impairment assessment in line with IFRS 9 and the appropriate impairment loss recognised in the statement of profit or loss. Information about the Company's exposure to credit risk and impairment losses for intercompany receivables in included in (Note 28).

(vi.) Impairment loss on trade and intercompany receivables recognised in profit or loss

	2024 ₦'000	2023 ₦'000
Trade receivables (18 (iii))	(108,726)	43,955
Other receivables	1,141,464	93,610
Total impairment loss on trade receivables	1,032,738	137,565
Impairment loss/(write back) on Intercompany receivables	622,490	(3,564,284)
Total impairment loss/(write back) recognised in profit or loss (Note 5)	1,655,228	(3,426,719)

(vii.) Movement in rebate accruals

	2024 ₦'000	2023 ₦'000
Opening balance	707,697	580,948
Accrued in the year	8,194,671	5,344,299
Payout in the year	(7,668,540)	(4,803,831)
Excess reversed to income statement	(239,149)	(413,719)
Closing balance	994,679	707,697

Information about the Company's exposure to credit risk and impairment losses for trade receivables is included in note 28.1 (b)

19 Advances and prepayments

Notes to the financial statements (continued)

	2024 ₦'000	2023 ₦'000
Non-current		
Non-current prepayments	1,176,111	—
Current		
Advances and prepayments (Note 19(ii))	1,589,424	12,524,790
Deposit for imports (Note 19(iii))	7,888,994	1,505,787
Less impairment (Note 19(iv))	(279,919)	—
	9,198,499	—
	10,374,610	**14,030,577**

i. Non current prepayment represents advance payment for lease hold property located at Oregun, Lagos. The lease term is for 50 years and is expected commence in 2028.

ii. Included in advance and prepayment is a ₦792 million (2023: ₦12.5 billion) advance to Psaltry For the supply of Sorbitol and starch. This amount has considered the relevant financing component on the advance as substantial amount of time is required to complete delivery. This amount is backed by an FCMB bank guarantee expiring on July 22, 2025, and contains a significant financing component of ₦166 million. The amount is discounted to the present value of using the interest rate of 22.5%.

iii. Deposit for imports represents funds deposited to be used for funding letter of credits in respect of imported raw materials which were yet to be paid to suppliers as at year end.

iv. The balance represents impairment charge on undelivered foreign exchange forwards which have remained outstanding for over 365 days.

Reconciliation of changes in advance and prepayment in the statement of cashflows:

	2024 ₦'000	2023 ₦'000
Movement in advance and prepayment	3,655,967	(2,818,697)
Total movement in advance and prepayment	**3,655,967**	**(2,818,697)**

20 Cash and cash equivalents

	2024 ₦'000	2023 ₦'000
Cash at bank and in hand	41,574,390	25,609,620
Fixed deposit	23,624,382	27,810,497
Restricted cash	3,240,362	3,278,523
Cash and cash equivalents	68,439,134	56,698,640

20.1 Restricted cash

Notes to the financial statements (continued)

As at year end, cash and cash equivalents comprised of restricted cash which represents unclaimed dividend held in a separate bank account amounting to ₦3.2 billion (2023: ₦3.3 billion). The ₦3.2 billion was invested by the Company's registrar in line with SEC rules on dividend investment (2023: ₦3.3 billion).

Information about the Company's exposure to credit risk and impairment losses for trade receivables is included in note 28.1(b).

21 Trade and other payables

	2024 ₦'000	2023 ₦'000
Trade payables	16,571,346	12,037,625
Trade obligations with banks (Note 21(i))	3,241,867	2,022,651
Amount due to related companies (Note 31 (iv)	7,472,011	4,986,002
Dividend payable (Note 21 (ii))	3,975,301	3,689,040
Accrued liabilities	4,200,851	5,044,027
Accrued brand and marketing expenses	870,598	1,062,994
Accrued shipping and freight charges	1,404,828	736,513
Non trade payables	1,200,052	1,048,411
Statutory deductions	1,052,798	1,448,533
Total trade and other payables	**39,989,652**	**32,075,796**

Reconciliation of changes in trade and other payables in the statement of cashflows:

	2024 ₦'000	2023 ₦'000
Movement in trade and other payables	7,913,856	(19,886,687)
Dividend declared net of withholding tax	(3,882,027)	(1,321,028)
Dividend paid (Note 21 (ii))	3,882,027	6,135,987
Movement in trade and other payables per statement of cashflows	7,913,856	(15,071,728)

(i) The Company is involved in trade financing arrangements with some local banks where the banks agree to pay amounts to foreign vendors in respect of invoices owed by the Company and receives settlement from the Company at a later date. The principal purpose of the arrangement is to facilitate efficient payment processing to foreign vendors in view of the challenges being experienced with sourcing foreign currency in the Nigerian market. The arrangement enables the Company settle its foreign obligations in a timely manner to facilitate receipt of key input materials required in the production of finished goods.

(ii) Dividend payable

Notes to the financial statements (continued)

21 Trade and other payables (continued)

	2024 ₦'000	2023 ₦'000
As at 1 January	3,689,040	8,543,166
Dividend paid	(3,882,027)	(6,135,987)
Withholding tax payable	(426,727)	(115,223)
Cash paid to registrar in maintaining statutory minimum balance	—	(208,811)
Dividend unclaimed by shareholders	286,261	169,644
Dividend declared	4,308,754	1,436,251
As at 31 December	3,975,301	3,689,040

Unclaimed dividend returned by the registrar is invested in a portfolio managed by a fund manager (Stanbic IBTC Asset Management Limited). In line with SEC rules, this unclaimed dividend is not available to be used by the Company for its own business.

Included in dividend payable is ₦3.3billion (2023: ₦4.8billion) due to Unilever Overseas Holding (Note (21)(ii)

As at 31 December 2024, ₦917.7 million (2023: ₦419.5 million) of the total dividend was held with the Company's Registrar, GTL Registrars Limited.

(iii) There was no refund in the year (2023: ₦208 million which represents excess cash held with registrar).The Company's exposure to currency and liquidity risk related to trade and other payables is disclosed in Note 28.1.

22 Deferred income

	2024 ₦'000	2023 ₦'000
Non-current		
Promissory note (See note 15.3)	216,056	216,056
	216,056	**216,056**
Current		
Deferred rental income (See note 22.1)	—	23,460
Refund liabilities (See note 22.2)	217,033	204,218
	217,033	**227,678**

22.1 Deferred rental income comprises of advance rental income.

22.2 A refund liability of ₦217 million (2023: ₦204 million) has been recognised as deferred income.

Notes to the financial statements (continued)

23 Loans and borrowings

In March 2023, Unilever Nigeria Plc entered into a collaborative agreement with Wecyclers Outcomes Partnership Limited, United Kingdom for provision of funds in form of loan, which will be extended to Wecyclers Nigeria Limited to facilitate one of its sustainability goals of increasing waste recovery and recycling rates across several states in Nigeria.

The Principal amount of the loan is USD 1,615,500 which is repayable on outcome achieved.

The loan repayment (or the loan prepayment, as applicable) shall include principal repayment with accrued interest at 5% per annum for the period 2023 to 2028. Each outcomes payment under the loan agreement shall be treated as a payment of principal (and not interest) until the outcomes payments is equal to the principal loan.

The carrying amount of the loan and the movements during the year is as set out below:

23.1

	2024 ₦'000	2023 ₦'000
Non-Current	2,830,268	1,539,968
Total Loans and borrowings	**2,830,268**	**1,539,968**

23.2 Movements in Loans and borrowings

	2024 ₦'000	2023 ₦'000
As at 1 January	1,539,968	—
Drawdown	—	1,242,481
Interest accrued	200,587	74,532
Foreign exchange loss	1,089,713	222,955
As at 31 December	**2,830,268**	**1,539,968**

24 Deferred tax liabilities/ (assets)

Deferred tax is calculated using the statutory income tax rate of 33% (2023: 33%). The movement on the deferred tax balance is as follows:

The movement in deferred tax is as follows:

	2024 ₦'000	2023 ₦'000
Deferred tax liabilities/ (assets):		
At start of year	4,874,779	1,473,440
Changes during the year:		
- Charge to income statement (Note (12 i))	(3,814,975)	3,430,526
-Charge to other comprehensive income (Note (12 ii))	(116,940)	(29,187)
At end of year	942,864	4,874,779

Notes to the financial statements (continued)

24 Deferred tax liabilities/ (assets) (continued)

The movement in deferred tax account is as follows:

Deferred tax liabilities/ (assets)	Property, plant and equipment ₦'000	Employee benefit obligations ₦'000	Other temporary differences* ₦'000	Leases ₦'000	Exchange difference ₦'000	Total ₦'000
At 1 January 2023	4,606,505	(304,502)	(2,548,619)	(2)	(279,941)	1,473,440
Charge/(credit) to income statement	(530,941)	(116,890)	1,264,269	2	2,814,086	3,430,526
Charge to other comprehensive income	—	(29,187)	—	—	—	(29,187)
At 31 December 2023/1 January 2024	4,075,564	(450,579)	(1,284,350)	—	2,534,145	4,874,779
Charge/(credit) to income statement	841,651	(23,204)	(595,043)	21,690	(4,060,069)	(3,814,975)
Charge to other comprehensive income	—	(116,940)	—	—	—	(116,940)
At 31 December 2024	**4,917,215**	**(590,723)**	**(1,879,393)**	**21,690**	**(1,525,924)**	**942,864**

*Other temporary differences comprises provisions for trade receivables, inventories, and restructuring.

25 Retirement benefit obligation

(i) Retirement benefit obligation

Unilever operates a funded benefit scheme for retired employees. The funded benefit scheme is for retirees who have received pension. With effect from 1 January 2013, only employees who were employed prior to January 2006 and who had not opted out of the Unilever savings scheme are permitted entry into the funded benefit scheme. The plan asset of the scheme is funded by contributions from the retired employees. In addition, Unilever provides medical and soap pack benefits to retired employees.

(ii) Long service obligation

The Company grants long service awards to employees who have served continuously well and loyally. Depending on the length of service, employees are granted both monetary and non monetary awards. Qualified employees have the option of monetising the non monetary awards.

Notes to the financial statements (continued)

25 Retirement benefit obligation (continued)

(iii) *Summary of retirement benefits and long service award obligations*

	2024 ₦'000	2023 ₦'000
Funded retirement benefit obligation (Note 25 (iv))	(1,388,331)	(1,561,320)
Fair value of plan assets (Note 25 (v))	1,443,415	1,135,332
Retirement benefit (deficit/surplus)	55,084	(425,988)
Unfunded retirement benefit obligations (Note 25 (iv))	(877,350)	(380,449)
Long service award obligations (Note 25(iv))	(613,393)	(558,955)
	(1,435,659)	(1,365,392)

(iv) *Reconciliation of change in liabilities*

The movement in the obligations over the year is as follows:

	Funded Retirement Benefit Obligations		Unfunded Retirement Benefit Obligations		Long Service Award Obligations	
	2024 ₦'000	2023 ₦'000	2024 ₦'000	2023 ₦'000	2024 ₦'000	2023 ₦'000
1 January	(1,561,320)	(1,810,481)	(380,449)	(363,826)	(558,955)	(319,548)
Included in income statement	—	—	—	—	—	—
Current service charge	—	—	(168)	(62)	(58,073)	(34,578)
Interest cost	(211,895)	(201,906)	(54,789)	(50,000)	(95,137)	(28,049)
Actuarial gain/change in assumptions	—	282,650	—	—	—	—
Actuarial losses - experience	—	—	—	—	44,458	(226,314)
	(211,895)	80,744	(54,957)	(50,062)	(108,752)	(288,941)
Included in OCI Remeasurement (loss)/gain	—	—	—	—	—	—
Actuarial gain/change in assumptions	123,940	(99,678)	(471,309)	6,980	—	—
Actuarial gain	123,940	(99,678)	(471,309)	6,980	—	—
Others	—	—	—	—	—	—
Benefits paid	260,944	268,095	29,365	26,459	54,314	49,534
	260,944	268,095	29,365	26,459	54,314	49,534
At 31 December	(1,388,331)	(1,561,320)	(877,350)	(380,449)	(613,393)	(558,955)

Notes to the financial statements (continued)

25 Retirement benefit obligation (continued)

Benefit paid

	2024 ₦'000	2023 ₦'000
Funded & Unfunded Retirement Benefit Obligations	29,365	26,459
Long Service Award Obligations	54,314	49,534
Total benefit paid	83,679	75,993

(v) Reconciliation of change in assets

The plan assets relate to the funded retirement benefit obligation. The movement in the fair value of plan assets of the year is as follows:

	2024 ₦'000	2023 ₦'000
At January 1	1,135,332	1,519,277
Included in income statement		
Self contribution	—	2,865
Change in assumptions	—	(282,650)
Interest income on plan assets	148,422	159,681
Contributions during the year	427,600	—
Included in OCI		
Remeasurements - actuarial (losses)/gains	(6,994)	4,254
Others		
Benefits paid	(260,945)	(268,095)
	(260,945)	(268,095)
At December 31	1,443,415	1,135,332
Less: funded retirement benefit obligations (Note 25(iv))	(1,388,331)	(1,561,320)
Retirement benefit asset/(obligation)*	55,084	(425,988)

*The assets ceiling adjustment is not material to the financial statements, hence, the asset balance is fully recognized.

Notes to the financial statements (continued)

25 Retirement benefit obligation (continued)

(vi) Summary of items recognised in income statement and other comprehensive income

	2024			2023		
	Income Statement		OCI	Income Statement		OCI
	Current service Charge*	Net interest cost	Actuarial losses	Current service charge*	Net interest cost	Actuarial losses
	₦'000	₦'000	₦'000	₦'000	₦'000	₦'000
Funded retirement benefit obligations	—	211,895	123,940	—	201,906	(99,678)
Plan assets	—	(148,422)	(6,994)	—	(159,681)	4,254
Unfunded retirement benefit obligations	168	54,789	(471,309)	62	50,000	6,980
Long service award obligations	58,073	50,679	—	34,578	254,363	—
	58,241	168,941	(354,363)	34,640	346,588	(88,444)

*Current service charge disclosed above includes actuarial gains/(losses) on long service award obligations charged to profit or loss.

(vii) Actuarial assumptions

The principal actuarial assumptions were as follows:

	Funded Retirement Benefit Obligation		Long Service Award and Unfunded Retirement Benefit Obligation	
	2024	2023	2024	2023
Discount rate	17.00%	14.90%	17.00%	15.50%
Inflation rate	16.00%	14.50%	16.00%	14.50%
Interest income rate	16.00%	14.00%	—%	—%
Future salary/pension increases	—%	—%	16.00%	14.50%

Assumptions on mortality rate for the funded retirement benefit obligation are based on the rates published in the A67/70 tables, published jointly by the Institute and Faculty of Actuaries, United Kingdom while that of the unfunded retirement benefit obligation and long service award obligation are based on the publications in the A67/70 Tables and PA (90)-1 Male table (UK annuitant table), published jointly by the Institute and Faculty of Actuaries in the United Kingdom.

Notes to the financial statements (continued)

25 Retirement benefit obligation (continued)

The assumption on future salary increase is not applicable to retirement benefit obligation.

The Company has developed policy guidelines for the allocation of assets to different classes with the objective of controlling risk. To achieve this, investments are well diversified, such that the failure of any single investment would not have a material impact on the overall level of assets.

For risk management purposes on the funded retirement benefit obligation, the obligations are funded by investments in liability matching assets. The assets are managed by external independent pension fund administrators. The plan assets comprised the following:

	2024 ₦'000	2023 ₦'000
Government Securities:		
FGN bonds	808,678	540,669
Treasury bills	632,494	554,458
	1,441,172	1,095,127
Fixed deposits/strict calls:		
Uninvested Cash/Money on Call	2,243	40,203
Asset	**1,443,415**	**1,135,330**

The expected return on plan assets is determined by considering the expected returns available on the assets underlying the current investment policy. Expected yield on fixed interest investments are based on gross redemption yields as at the end of the reporting period. Expected returns on government securities and quoted securities reflect long-term real rates of return experienced in the respective markets.

(viii) Sensitivity analysis on liability as at 31 December 2024

A 1% change in assumed rates will result in the following balances to the retirement benefit scheme.

Sensitivity analysis on liability as at 31 December 2024

	Unfunded retirement benefit obligations		Funded Retirement Benefit Obligations	
	₦'000	Impact (%)	₦'000	Impact(%)
Base figures	877,350	—%	1,388,331	—%
Discount rate (-1%)	923,782	5%	1,446,615	4%
Discount rate (+1%)	835,344	(5)%	1,334,752	(4)%
Salary/pension increase rate (-1%)	—	—%	—	—%
Salary/pension increase rate (+1%)	—	—%	—	—%
Price escalation rate (-1%)	827,763	(6)%	—	—%
Price escalation rate (+1%)	931,666	6%	—	—%
Mortality experience (-1 year)	813,032	(7)%	1,325,823	(5)%
Mortality experience (+1 year)	944,455	8%	1,451,187	5%

Notes to the financial statements (continued)

25 Retirement benefit obligation (continued)

Sensitivity analysis on liability as at 31 December 2023

	Unfunded retirement benefit obligations		Funded Retirement Benefit Obligations	
	₦'000	Impact (%)	₦'000	Impact(%)
Base figures	380,449	—%	1,561,320	—%
Discount rate (-1%)	402,406	—%	1,634,849	—%
Discount rate (+1%)	360,796	15%	1,494,262	15%
Price escalation rate (-1%)	357,498	—%	—	—%
Price escalation rate (+1%)	405,840	13%	—	13%
Mortality experience (-1 year)	354,642	7%	1,495,926	(4)%
Mortality experience (+1 year)	407,384	(7)%	1,626,140	4%

	Long Service Award Obligations -2024		Long Service Award Obligations -2023	
	₦'000	Impact (%)	₦'000	Impact(%)
Base figures	613,393	—%	558,955	—%
Discount rate (-1%)	651,628	6%	594,271	6%
Discount rate (+1%)	578,726	(6)%	527,007	(6)%
Salary/pension increase rate (-1%)	584,641	(5)%	532,798	(5)%
Salary/pension increase rate (+1%)	644,775	5%	587,543	5%
Price escalation rate (-1%)	603,837	(2)%	549,806	(2)%
Price escalation rate (+1%)	623,740	2%	568,904	2%
Mortality experience (-1 year)	610,997	—%	556,819	—%
Mortality experience (+1 year)	615,558	—%	560,881	—%

Assumptions for sensitivity analysis	**Base rates 2024**	**Base rates 2023**
Discount rate (unfunded retirement benefit obligation)	17.0%	14.5%
Discount rate (funded retirement benefit obligation)	17.0%	14.9%
Salary increase rate	16.0%	14.5%
Product/benefit inflation rate	16.0%	14.0%

The base figures used for the sensitivity analysis on liability is the funded retirement benefit obligation as of 31 December 2024 while the base figure for sensitivity analysis on service and interest cost is the projected net period benefit cost for 2024.

The retirement benefits and long service award obligations are based upon independent actuarial valuation conducted by Ernst and Young (Miller Kingsley FRC/2012/NAS/00000002392).

Notes to the financial statements (continued)

26 Leases

The Company leases warehouses in Abuja & Onitsha from third parties. The property lease was renewed in June 2024 and lease runs for a period of two years for each warehouse.

Extension Options

The Company assesses at lease commencement date, whether it is is reasonably certain to exercise the extension option. The Company reassesses whether it is reasonably certain to exercise the options if there is a significant event or significant changes in circumstances within its control.

The Company has determined that it is not reasonably certain that it will exercise the extension option and, thus would not result in an increase in lease liability.

Lease liabilities relate to the present value of the future lease payment on the Company's leased warehouses. The movement in the lease liability during the year is as follows:

Lease liabilities

	2024 ₦'000	2023 ₦'000
Opening balance	—	—
Additions	340,579	—
Interest on lease liabilities	22,686	—
Interest payment	(22,686)	—
Principal payment	(127,569)	—
	213,010	**—**

The table below set out a maturity analysis of lease liability, showing the undiscounted lease payment due after reporting period.

	2024 ₦'000	2023 ₦'000
Less than one year	163,045	
One to two years	74,629	—
Total undiscounted lease payments	**237,674**	**—**
Less: Finance cost	(24,663)	—
Present value of lease liabilities	**213,011**	**—**

Notes to the financial statements (continued)

26 Leases (continued)

(i) Right-of-use assets

Right-of-use assets related to leased properties that do not meet the definition of investment property are presented as property, plant and equipment (see note 14).

(ii) Leases of low value asset and short term

The Company has elected not to recognise right-of-use assets and lease liabilities for leases of low-value assets and short-term leases. The Company recognises the lease payments associated with the leases as an expense on a straight-line basis over the leases term.

27 Cash flows from operating activities

	2024 ₦'000	2023 ₦'000
Profit before tax	22,649,553	21,891,792
Profit/(loss) before tax - discontinued operations (Note 32.1)	—	(7,974,515)
Adjustment for non-cash items:		
- Depreciation of property plant and equipment (Note 14(i))	2,636,630	2,809,131
- Gain on disposal of property, plant and equipment (Note 14(ix))	(74,105)	(26,100)
- Amortisation of intangible assets (Note 16)	385	385
- Depreciation of investment properties (Note 14(i))	16,727	1,264
- Impairment loss/(reversal) on receivables (Note 18(vi))	1,655,228	(3,426,719)
- Impairment losses on property, plant and equipment (Note14.(vi))	118,089	1,379,414
- Interest income (Note 10)	(3,283,215)	(3,761,403)
- Interest expense on employee benefits (Note 11)	227,138	149,632
- Foreign exchange (gain)/loss	(5,900,260)	187,506
- Interest on loan (Note 23)	200,587	—
- Interest on lease liabilities (Note 11)	22,686	—
- Interest expense on import finance facility (Note 11)	2,292,323	2,892,593
- Selling loss on finance lease asset (Note 15.1)	—	133,564
	20,561,766	14,256,544
Changes in working capital:		
- Decrease in trade and other receivables	2,177,742	938,083
- Increase in other financial assets (Note 15)	(380,262)	(971,567)
- Decrease/(increase) in advance and prepayments	3,655,967	(2,818,697)
- (Increase)/decrease in inventories	(17,778,220)	3,310,493
- Increase/ (decrease) in trade and other payables (Note 21)	7,913,856	(15,071,728)
- Decrease in deferred income	(10,645)	(214,635)
Cash flows generated from operating activities	16,140,204	(571,507)

Notes to the financial statements (continued)

28 Financial risk management

The Company has exposure to the following risks arising from financial instruments:

(i) Market risk;
(ii) Credit risk; and
(iii) Liquidity risk

28.1 Risk management framework

The Company's board of directors has overall responsibility for the establishment and oversight of the Company's risk management framework. The board of directors has established the risk management committee, which is responsible for developing and monitoring the Company's risk management policies. The committee reports regularly to the board of directors on its activities.

The Company's risk management policies are established to identify and analyse the risks faced by the Company, to set appropriate risk limits and controls and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Company's activities. The Company, through its training and management standards and procedures, aims to maintain a disciplined and constructive control environment in which all employees understand their roles and obligations.

Unilever's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on Unilever's financial performance.

Risk management is carried out by a Treasury Department under policies approved by Board of Directors. Unilever's Treasury Department identifies, evaluates and manages financial risks in close co-operation with Company's operating units. The Board provides written principles for overall risk management, as well as written policies covering specific areas, such as foreign exchange risk, credit risk, use of derivative financial instruments and non-derivative financial instruments, and investment of excess liquidity. These policies are mostly Unilever Global Policies adopted for local use.

28.1 Financial risk factors

(a) Market risk

Market risk is the risk arising from changes in market prices – such as foreign exchange rates, interest rates and equity prices. It affects the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return.

Notes to the financial statements (continued)

28.1 Financial risk factors (continued)

(i) Currency risk - Transactions in foreign currency

Unilever is exposed to foreign exchange risk arising from various currency exposures. The currencies in which these transactions are primarily denominated are US dollars, Pound sterling, Euro and Rand. The currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate due to changes in foreign exchange rates.

During the year, the Company explored foreign currency official instruments available in the market to settle obligations denominated in foreign currencies and to manage foreign currency volatility. These include: Central Bank of Nigeria (CBN) forwards and CBN interventions in the interbank market.

As a result, the Company's transactions were settled at a range of rates during the year. As at year end the assets and liabilities were translated using the NAFEX rate which represented the rate at which the future cash flows represented by the balances could have been settled if those cash flows had occurred at year end.

The Company's exposure to currency risk as at 31 December 2024 is as follows;

2024

In thousands of	Euro	GBP	USD	ZAR
Financial Assets				
Trade and other receivables	2,229	—	428	—
Cash and cash equivalents	5,483	—	5,759	—
	7,712		6,187	
Financial Liabilities				
Trade and other payables	(2,104)	(294)	(2,799)	(64)
Loans and borrowings	—	—	(1,616)	—
	(2,104)	(294)	(4,415)	(64)
Net exposure	5,608	(294)	1,772	(64)

2023

In thousands of	Euro	GBP	USD	ZAR
Financial Assets				
Trade and other receivables	4,814	—	56	—
Cash and cash equivalents	4,859	5	6,409	—
	9,673	5	6,974	—
Financial Liability				
Trade and other payables	(2,721)	(1,155)	(2,469)	(373)
Net exposure	6,952	(1,150)	2,889	(373)

Notes to the financial statements (continued)

28.1 Financial risk factors (continued)

The following significant exchange rates have been applied.

	Average rate		Year-end spot rate	
	2024	**2023**	**2024**	**2023**
Euro 1	1619	697	1609	1103
GBP 1	1916	511	1942	1154
USD 1	1496	649	1549	907
ZAR 1	82	35	78	49

(ii) Sensitivity analysis

A reasonably possible strengthening (weakening) of the euro, US dollar, sterling and rand against all other currencies at 31 December would have affected the measurement of financial instruments denominated in a foreign currency and affected profit or loss by the amounts shown below. This analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

		Profit or Loss	
Effect in thousand of NGN		Strengthening	Weakening
31 December 2024			
EURO	(32% movement)	2,887,626	(2,887,626)
GBP	(32% movement)	182,701	(182,701)
USD	(32% movement)	878,345	(878,345)
ZAR	(32% movement)	1,597	(1,597)
31 December 2023			
EURO	(29% movement)	2,022,088	(2,022,088)
GBP	(29% movement)	384,853	(384,853)
USD	(29% movement)	760,109	(760,109)
ZAR	(29% movement)	5,331	(5,331)

(iii) Interest rate risk

Cash flow and fair value interest rate risk

Unilever's interest rate risk arises from bank overdrafts and import facilities. Overdrafts issued at variable rates expose Unilever to cash flow interest rate risk.

Unilever analyses its interest rate exposure on a dynamic basis. Various scenarios are simulated taking into consideration refinancing, renewal of existing positions and alternative financing. Based on these scenarios, Unilever calculates the impact on profit or loss of a defined interest rate shift. For each simulation, the same interest rate shift is used for all currencies. The scenarios are run only for liabilities that represent the major interest-bearing positions.

Notes to the financial statements (continued)

28.1 Financial risk factors (continued)

The average interest rate on local short-term borrowings in 2024 was 28% (2023: 21%)

Exposure to interest rate risk

The interest rate profile of the Company's interest-bearing financial instruments as reported to the management of the Company is as follows.

In thousand of NGN	Nominal Amount	
Fixed rate instruments	**2024**	**2023**
	₦'000	**₦'000**
Financial assets	1,620,318	1,284,516
Financial liabilities	(2,830,268)	(1,539,968)
	(1,209,950)	(255,452)

(b) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or a counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Company's receivables from customers, related parties receivable and other counter parties.

The carrying amounts of financial assets and contract assets represent the maximum credit exposure.

Impairment (reversal)/losses on financial assets recognised in the income statement were as follows:

	2024	2023
	₦'000	**₦'000**
Impairment (reversal)/loss on trade receivables (Note18 (vi))	(108,726)	43,955
Impairment loss on other receivables (Note18 (vi))	1,141,464	93,610
Impairment (reversal)/loss on intercompany receivables (Note 18 (vi))	622,490	(3,564,284)
	1,655,228	(3,426,719)

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

	2024	2023
	₦'000	**₦'000**
Trade receivables (Note 18 (i))	2,063,499	6,342,903
Other receivables (Note 18 (i))	206,801	452,446
Interest receivable (Note 18 (i))	558,762	304,552
Unclaimed dividend held with registrar (Note 18 (i))	917,678	419,455
Other financial assets (Note 15)	1,620,318	1,284,516
Cash and cash equivalents (Note 20)	65,198,772	56,698,640
Intercompany receivable (Note 30 (iv))	4,039,622	4,765,021
	74,605,452	**70,267,533**

Notes to the financial statements (continued)

28.1 Financial risk factors (continued)

All financial assets are exclusive of statutory receivables such as VAT receivable and WHT receivable.

(i) Trade receivables

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. However, management also considers the factors that may influence the credit risk of its customer base including the default risk associated with the industry and country in which customers operate.

The Company's risk management committee has established a credit policy under which each new customer is placed on a 3 month probation. Sales are made to these customers on a cash and carry basis during this period after which each customer is analysed individually for credit worthiness before the Company's standard credit and delivery terms are offered. The Company's review includes available financial information, industry information and bank references. Credit limits are established for each customer and reviewed quarterly.

Concentration of credit risk with respect to trade receivables is limited, due to the Company's customer base being diverse. Credit terms for customers are determined on individual basis. Credit risk relating to trade receivables is managed by reference to the customers' credit limit, inventory balance, cash position and secondary sales to final consumers.

In monitoring customer credit risk, customers are grouped according to their credit characteristics, distribution channel, geographic location and trading history.

The Company does not require collateral in respect of trade and other receivables. The Company does not have trade receivables for which no loss allowance is recognised because of collateral.

Expected credit loss assessment for customers

The Company uses an allowance matrix to measure the ECLs of trade receivables from customers, which comprise a very large number of small balances. Loss rates are calculated using a historical default method based on the probability of a receivable progressing through stages of delinquency to write-off. The historical default rates are calculated separately for exposures from the two classes of customers (General and Modern Trade) based on their credit risk characteristics.

Notes to the financial statements (continued)

28.1 Financial risk factors (continued)

The following table provides information about the exposure to credit risk and ECLs for trade receivables from General Trade customers as at 31 December.

	2024				2023			
	Weighted average loss rate	Gross carrying amount	Loss allowance	Credit impaired	Weighted average loss rate	Gross carrying amount	Loss allowance	Credit impaired
		₦'000	₦'000			₦'000	₦'000	
Current (not past due)	2%	2,289,989	(45,800)	No	2%	3,700,464	(87,115)	No
Less than 3 months past due	—%	—	—	No	%		—	No
3 - 6 months past due	22%	1,042,848	(228,857)	No	18%	328	(59)	No
More than 6 months past due	100%	365,102	(365,102)	Yes	100%	411,173	(411,173)	Yes
		3,697,939	**(639,759)**			**4,111,965**	**(498,347)**	

Loss rates are based on actual credit loss experience over the past three years.

The following table provides information about the exposure to credit risk and ECLs for trade receivables from Modern Trade customers as at 31 December.

	2024				2023			
	Weighted average loss rate	Gross carrying amount	Loss allowance	Credit impaired	Weighted average loss rate	Gross carrying amount	Loss allowance	Credit impaired
		₦'000	₦'000			₦'000	₦'000	
Current (not past due)	—%	—	—	No	—%	—	—	No
Less than 3 months past due	—%	—	—	No	—%	—	—	No
3 - 6 months past due	—%	—	—	No	—%	—	—	No
More than 6 months past due	100%	510,370	(510,370)	Yes	100%	558,683	(558,683)	Yes
		510,370	**(510,370)**			**558,683**	**(558,683)**	
Total trade receivables		**4,208,309**	**1,150,129**			**4,670,648**	**1,057,030**	

Loss rates are based on actual credit loss experience over the past three years.

Notes to the financial statements (continued)

28.1 Financial risk factors (continued)

The following table provides information about the exposure to credit risk and ECLs for other receivable as at 31 December.

	2024				2023			
	Weighted average loss rate	Gross carrying amount	Loss allowance	Credit impaired	Weighted average loss rate	Gross carrying amount	Loss allowance	Credit impaired
		₦'000	₦'000			₦'000	₦'000	
Current (not past due)	7%	14,148	(990)	No	7%	3,597,135	(238,972)	No
Less than 3 months past due	—%	—	—	No	12%	89,966	(11,124)	No
3 - 6 months past due	—%	—	—		—%	—	—	No
More than 6 months past due	—%				—%			Yes
		14,148	**(990)**			**3,687,101**	**(250,096)**	

Loss rates are based on actual credit loss experience over the past three years.

Movements in the allowance for the impairment in respect of trade receivables

The movement in the allowance for impairment in respect of trade receivables during the year was as follows.

	2024 ₦'000	2023 ₦'000
Balance at 1 January	1,258,856	1,424,010
Charged to income statement (Note 18 (iii))	(108,726)	43,955
Bad debt written off (Note 18 (iii))	—	(209,109)
Balance at 31 December	1,150,130	1,258,856

(ii) Other receivables

Other receivables comprise unclaimed dividend held with registrar, prepayments and advance payments to local vendors, interest receivable on fixed deposits, deposit for imports and other receivables. Prepayments and advance payments to local vendors and deposit for imports (deposit with foreign vendors for goods) and other receivables are non-financial assets while interest receivables on fixed deposits held with reputable financial institutions and have good credit ratings. The Company assessed the credit risk as low, hence, the expected credit loss is immaterial.

Notes to the financial statements (continued)

28.1 Financial risk factors (continued)

The unclaimed dividend held with registrar represents the Company's maximum credit exposure to the financial asset. The refund of this receivable is as stipulated by the Securities Exchange Commission's set guidelines. The Company's registrar is Greenwich Registrars and Data Solutions Limited, which is a reputable company. The Company has assessed the credit risk as low and the expected credit loss is immaterial.

(iii) Intercompany receivables

Intercompany receivables arise from export sales to and settlement of transactions on behalf of related entities. Related entities are entities within the Unilever Group. Credit terms for related entities are determined on individual basis and the Company does not require collateral in respect of intercompany receivables.

Expected credit loss assessment for related entities

The Company has applied a general approach in computing the Expected Credit Loss (ECL) for intercompany receivables. The company allocates each exposure to a credit risk grade based on data that is determined to be predictive of the risk of loss (including audited financial statements, cash flow projections), applying experienced judgement and historical default rates.

Lifetime probabilities of default are determined based on available data which reflects the loss rate of the related party.

Intercompany receivables and payables are offset and the net amount presented in the Statement of Financial Position when, and only when the Company has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and settle the liability simultaneously.

Movements in the allowance for the impairment in respect of intercompany receivables

	2024 ₦'000	2023 ₦'000
Balance at 1 January	792,000	4,356,284
Impairment (writeback)/loss	622,490	(3,564,284)
Balance at 31 December	1,414,490	792,000

Included in the impairment balance of ₦1.4 billion as at 31 December 2024 is a balance of ₦1.1 billion relating to impairment of long outstanding receivables from Unilever Cote D'Ivoire.

Subsequent to year end, ₦1.7 billion was received from Unilever Cote D'Ivoire for settlement of the long outstanding balances for which an impairment allowance has been recognized as at year end. These subsequent receipts have not been considered in the ECL assessment based on the requirements of IFRS 9 but is disclosed in the financial statements due to the potential impact on the following year's impairment allowance assessment.

Notes to the financial statements (continued)

28.1 Financial risk factors (continued)

(iv) Loan receivable

Expected credit loss assessment for loan receivables

The Company has also applied the general loss model in the computation of the expected credit loss on the loan receivable from Wecyclers Nigeria Ltd. The below shows the movement in the allowance for the impairment on loan receivable:

	2024 ₦'000	2023 ₦'000
Balance at 1 January	93,610	—
Impairment loss	218,350	93,610
Balance at 31 December	311,960	93,610

(v) Cash and cash equivalents

The Company held cash and cash equivalents of ₦68.4 billion as at 31 December 2024 (2023: ₦56.7 billion). The cash and cash equivalents are held with banks and financial institutions. Impairment on cash and cash equivalents has been measured on a 12-month expected loss basis and reflects short term maturities of the exposures. The Company considers that its cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties. The expected credit loss has been assessed as immaterial.

Credit Quality

The credit quality of financial assets that are neither past due nor impaired can be assessed by reference to external credit ratings (if available) or to historical information about counterparty default rates. The Company mitigates its credit risk of its bank balance and derivative financial assets by selecting and transacting with reputable banks with good credit ratings and a history of strong financial performance.

Bank ratings are based on fitch national long term rating (2024). The credit rating of the banks with the bank balances are shown below:

Cash at bank	**2024 ₦'000**	**2023 ₦'000**
AAA	7,491,017	14,501,239
AA	—	67,746
A+	6,104,466	2,574,204
Bbb+	27,978,907	12,336
B-	—	11,732,616
CC	—	2
	44,814,752	28,888,143
Others* (Note 20)	23,624,382	27,810,497
Cash and cash equivalent	**68,439,134**	**56,698,640**

Notes to the financial statements (continued)

28.1 Financial risk factors (continued)

*Others include short term deposit within 3 months. Included in this balance is a short term deposit for scholarship of N280 million in 2023. The scholarship scheme was not discontinued, but was liquidated and reinvested into fixed deposit.

AAA' ratings denote the lowest expectation of credit risk. They are assigned only in cases of exceptionally strong capacity for payment of financial commitments. This capacity is not significantly vulnerable to foreseeable events.

AA' ratings denote expectations of very low credit risk. They indicate very strong capacity for payment or financial commitments. This capacity is not significantly vulnerable to foreseeable events.

A' ratings denote expectations of low credit risk. The capacity for payment of financial commitments is considered strong. The capacity may, nevertheless, be more vulnerable to adverse business or economic conditions than is the case for higher ratings.

'BBB' ratings indicate that expectations of credit risk are currently low. The capacity for payment of financial commitments is considered adequate, but adverse business or economic conditions are more likely to impair this capacity.

B' ratings indicate that material credit risk is present.

Employee receivables

Employees are not considered a credit risk as amounts due from employees are deductible monthly from gross pay and upon resignation, deducted from final entitlements.

(c) Liquidity risk

Liquidity risk is the risk that Unilever will face difficulty in meeting its obligations associated with its financial liabilities. Unilever's approach to managing liquidity is to ensure that it will have sufficient funds to meet its liabilities when due without incurring unacceptable losses. In doing this management considers both normal and stressed conditions. A material and sustained shortfall in our cash flow could undermine Unilever's credibility, impair investor confidence and also restrict Unilever's ability to raise funds.

Cash flow from operating activities provides the funds to service the financing of financial liabilities on a day-to-day basis. Unilever seeks to manage its liquidity requirements by maintaining relationships with different financial institutions through short-term and long-term credit facilities.

Cash flow forecasting is performed in Unilever. Unilever's finance team monitors rolling forecasts of Unilever's liquidity requirements to ensure it has sufficient cash to meet operational needs while maintaining sufficient headroom on its undrawn committed borrowing facilities at all times so that Unilever does not breach borrowing limits or covenants (where applicable) on any of its borrowing facilities. Such forecasting takes into consideration Unilever's debt financing plans, covenant compliance and compliance with gearing ratios.

Notes to the financial statements (continued)

28.1 Financial risk factors (continued)

Where current liabilities exceed current assets, the Company seeks to manage its liquidity requirements by maintaining access to bank lending which are renewable annually.

At the reporting date, Unilever held cash in bank of ₦41.6 billion (2023: ₦25.6 billion). The undrawn facilities of ₦9.1 billion (2023: ₦11.8 billion). The facilities are unsecured and do not attract any cost if they are not utilised. The bank overdraft facilities are subject to annual renewal.

	2024	2023
The average interest rate on bank overdrafts at the year end is as follows:	28%	21%

(i) Maturity of financial liabilities

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Company's short-, medium- and long-term funding and liquidity management requirements. The Company manage liquidity risk by maintaining adequate reserves, banking facilities and reserve borrowing facilities, by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and liabilities

Exposure to liquidity risk

The following are the remaining contractual maturities of financial liabilities at the reporting date. The amounts are gross and undiscounted, and include contractual interest payments and exclude the impact of netting agreements.

The Company has disclosed a contractual maturity analysis for its financial liabilities, which is the minimum disclosure under IFRS 7 in respect of liquidity risk. As IFRS 7 does not mandate the number of time bands to be used in the analysis, the Company has applied judgement to determine an appropriate number of time bands.

2024	**Carrying amount**	**Contractual maturity amount**	**Less than 3 months**	**Between 3 months and 1 year**	**Between 1 and 2 years**	**Between 2 and 5 years**	**Over 5 years**	**Total**
	₦'000	**₦'000**	**₦'000**	**₦'000**	**₦'000**	**₦'000**	**₦'000**	**₦'000**
Trade and other payables (Note 21)	38,936,854	38,936,854	38,936,854	—	—	—	—	38,936,854
Loans and borrowings (Note 23.1)	2,830,268	3,128,697	—		1,143,600	2,542,859	—	3,128,697

2023	**Carrying amount**	**Contractual maturity amount**	**Less than 3 months**	**Between 3 months and 1 year**	**Between 1 and 2 years**	**Between 2 and 5 years**	**Over 5 years**	**Total**
Trade and other payables (Note 21)	**₦'000**	**₦000**	**₦'000**	**₦000**	**₦'000**	**₦'000**	**₦'000**	**₦'000**
Loans and borrowings (Note 23.1)	30,627,263	30,627,263	30,627,263	—	—	_	—	30,627,263
Loans and borrowings (Note 23.1)	1,539,968	1,831,573			1,163,235	668,338		1,831,573

Notes to the financial statements (continued)

28.1 Financial risk factors (continued)

	At amortised cost	
	2024	2023
	₦'000	₦'000
Liabilities as per statement of financial position		
Trade and other payables (Note 21)*	38,936,854	30,627,263
Loans and borrowings (Note 23.1)	2,830,268	1,539,968
	41,767,122	32,167,231

*This analysis is required only for financial instruments. Accordingly, trade and other payables excludes statutory liabilities and refund liabilities.

28.2 Capital risk management

Unilever's objectives when managing capital are to safeguard Unilever's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, Unilever may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

Consistent with others in the industry, Unilever monitors capital on the basis of the gearing ratio. This ratio is calculated as total liabilities (non-current liabilities and current liabilities) over total assets (non-current assets and current assets), based on balances reported in the statement of financial position.

The gearing ratios at 31 December 2024 and 2023 were as follows:

	2024	2023
	₦'000	₦'000
Loans and borrowings	2,830,268	1,539,968
Equity	85,106,080	74,509,103
Gearing ratio (%)	3%	2%

28.3 Fair value measurement

IFRS 13 specifies a hierarchy of valuation techniques based on whether the inputs to those valuation techniques are observable or unobservable. Observable input reflect market data obtained from independent sources; unobservable inputs reflect the Company's market assumptions.

At the reporting date, the directors believe that the book value of the financial assets and liabilities except borrowings are not materially different from the fair value.

Notes to the financial statements (continued)

28.3 Fair value measurement (continued)

The valuation team regularly reviews significant unobservable inputs and valuation adjustments. If third party information, such as broker quotes or pricing services, is used to measure fair values, then the valuation team assesses the evidence obtained from the third parties to support the conclusion that these valuations meet the requirements of the Accounting Standards, including the level in the fair value hierarchy in which the valuations should be classified.

When measuring the fair value of an asset or a liability, the Company uses observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the inputs used in the valuation techniques as follows:

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2: inputs other than quoted prices included in Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
- Level 3: inputs for the asset or liability that are not based on observable market data (unobservable inputs)

	Carrying amount		**Fair Value**	
31 December 2024	**Amortized Cost**	**Total**	**Fair Value**	**Total**
Financial assets				
Trade and other receivables	7,786,362	7,786,362	7,786,362	7,786,362
Other financial assets current and non-current	1,620,318	1,620,318	989,527	989,527
Cash and cash equivalents	68,439,134	68,439,134	68,439,134	68,439,134
	77,845,814	**77,845,814**	**77,215,023**	**77,215,023**
Financial liabilities				
Trade and other payables	38,936,854	38,936,854	38,936,854	38,936,854
Loans and borrowings	2,830,268	2,830,268	2,627,873	2,627,873
	41,767,122	**41,767,122**	**41,564,727**	**41,564,727**

	Carrying amount		**Fair Value**	
31 December 2023	**Amortized Cost**	**Total**	**Fair Value**	**Total**
Financial Assets				
Trade and other receivables	12,284,377	12,284,377	12,284,377	12,284,377
Other financial assets current and non-current	1,284,516	1,284,516	1,284,516	1,284,516
Cash and cash equivalents	56,698,640	56,699	56,699	56,699
	70,267,533	**13,625,592**	**13,625,592**	**13,625,592**

Notes to the financial statements (continued)

28.3 Fair value measurement (continued)

Financial Liabilities				
Trade and other payables	30,627,263	30,627,263	30,627,263	30,627,263
Loans and borrowings	1,539,968	1,539,968	1,539,968	1,539,968
	32,167,231	**32,167,231**	**32,167,231**	**32,167,231**

*Trade and other payables excludes statutory liabilities.

Financial instruments in level 1 include the fair value of financial instruments that are traded in an active market for identical assets and liabilities.

Except for the long term financial instruments which will be received 12 months after the reporting date, trade and other receivables and trade and other payables are the Company's short term instruments. Accordingly, management believes that the fair values of these short term financial instruments are not expected to be materially different from their carrying values. Accordingly, no further disclosures have been made on these. The future cashflows are based on contractual amounts and considers the probability of occurrence of the cash flows. There are no significant unobservable inputs. The fair values were determined on the same basis in prior year and there have been no transfers between levels during the year.

29 Segment reporting

The chief operating decision-maker has been identified as the Leadership Team (LT) of Unilever Nigeria Plc. The Leadership Team reviews Unilever's monthly financial and operational information in order to assess performance and allocate resources. Management has determined the operating segments based on these reports. The Leadership Team consider the business from Food Products category and Home and Personal Care category.

Foods – including sales of tea and savoury products

Personal Care – including sales of fabric care, household cleaning, skin care and oral care products.

There are no intersegmental sales and Nigeria is the Company's primary geographical segment as it comprises 98% of the Company's sales.

The Leadership Team assesses the performance based on operating profits for each operating segment that is reviewed. Total financing (including interest income and expense), income taxes and retirement benefit obligations are managed on an entity-wide basis and are not allocated to operating segments.

Total segment assets exclude tax related assets. These are included in the reconciliation to the total assets on the Statement of financial position.

Notes to the financial statements (continued)

29 Segment reporting (continued)

2024	Food Products	Beauty & Wellbeing and Personal Care	Total
	₦'000		₦'000
Revenue (Note 4)	**92,603,440**	**56,919,156**	**149,522,596**
Depreciation and amortisation	(1,706,311)	(1,048,793)	**(2,755,104)**
Segmental operating profit	11,371,327	6,989,441	**18,360,768**
Finance income (Note 10)	4,230,583	2,600,349	**6,830,932**
Finance cost (Note 11)	(1,574,421)	(967,726)	**(2,542,147)**
Profit before taxation	**14,027,489**	**8,622,064**	**22,649,553**

2024	Food Products	Beauty & Wellbeing and Personal Care	Total
	₦'000		₦'000
Property, plant and equipment (Note 14)	13,858,545	8,518,222	22,376,767
Inventories (Note 17)	19,075,024	11,724,556	30,799,580
	32,933,569	20,242,778	53,176,347
Other non-current assets			2,311
Investment property			192,530
Cash and bank balances (Note 20)			68,439,134
Other current assets			7,786,362
Trade and other payables (Note 21)			(39,989,652)
Other short term payables			(217,033)
Income tax (Note 12(iii))			(10,640,990)
Other long term payable			(216,056)
Loans and borrowings (Note 29)			(2,830,268)
Deferred tax liabilities (Note 24)			(942,864)
Retirement benefit obligations (Note 25(iii))			(877,350)
Retirement benefit deficit (Note 25(iii))			55,084
Long service obligations (Note 25(iii))			(613,393)
Net assets			73,324,162
Capital expenditure	3,954,387	2,430,584	6,384,971

Notes to the financial statements (continued)

29 Segment reporting (continued)

2023	Food Products	Beauty & Wellbeing and Personal Care	Home Care	Total
	₦'000		₦'000	₦'000
Revenue (Note 4)	63,253,352	40,626,378	10,484,620	114,364,350
Depreciation and amortisation	(1,554,603)	(998,491)	(257,685)	(2,810,779)
Segmental operating profit/(loss)	12,336,500	7,923,490	(7,815,703)	12,444,287
Finance income (Note 10)	2,846,059	1,827,968	509,813	5,183,840
Finance cost (Note 11)	(1,852,440)	(1,189,785)	(668,625)	(3,710,850)
Profit/(loss) before taxation	**13,330,119**	**8,561,673**	**(7,974,515)**	**13,917,277**

2023	Food Products	Beauty & Wellbeing and Personal Care	Home Care	Total
	₦'000	₦'000	₦'000	₦'000
Property, plant and equipment (Note 14)	10,381,938	6,668,114	1,720,868	18,770,920
Inventories (Note 17)	7,201,936	4,625,661	1,193,764	13,021,361
	17,583,874	11,293,775	2,914,632	31,792,281
Other non-current assets				1,242,752
Investment property				209,257
Cash and bank balances (Note 20)				56,698,640
Other current assets				26,359,414
Trade and other payables (Note 22)				(32,075,796)
Other short term payables				(227,678)
Income tax (Note 12(iii))				(1,493,572)
Other long term payable				(216,056)
Loans and borrowings (Note 24)				(1,539,968)
Deferred tax liabilities (Note 25)				(4,874,779)
Retirement benefit obligations (Note 26(iii))				(380,449)
Retirement benefit deficit (Note 26(iii))				(425,988)
Long service obligations (Note 26(iii))				(558,955)
Net assets				74,509,103
Capital expenditure	1,242,162	1,003,712	—	2,245,874

Notes to the financial statements (continued)

30 Related party transactions

Unilever Nigeria Plc is controlled by Unilever Plc incorporated in the United Kingdom which is the ultimate party and controlling party of Unilever Nigeria Plc. There are other companies that are related to Unilever Nigeria Plc by virtue of their relationship to Unilever Plc (subsidiary) who is the ultimate controlling party.

The following transactions were carried out with related parties:

(i) Trade mark and technology licences

Previously, Unilever Nigeria Plc had agreements with Unilever Plc (UK) for Technology and Trademark licenses, wherein a royalty of 2% of net sales value for Technology and 0.5% for Trade Mark was payable by Unilever Nigeria Plc. Effective February 2023, the exclusive intellectual property (IP) rights for these licenses were transferred to Unilever Global IP Limited and Unilever IP Holdings B.V. These new agreements executed with Unilever Global IP Limited and Unilever IP Holdings B.V. have been reviewed by NOTAP, and the Trademark Licence agreement is pending their approval.

(ii) Central support and management services

Unilever Nigeria Plc has a Management Services Agreement with Unilever Plc, United Kingdom for the provision of corporate strategic direction, and expert advice/support on legal, tax, finance, human resources and information technology matters. Effective 1 June 2018, after an internal arrangement, the service provider was changed from Unilever Plc to Unilever Europe Business Centre B.V. In consideration of this agreement, a fee of 2% of profit before tax is payable by Unilever Nigeria Plc to Unilever Plc/Unilever Europe Business Center B.V.

Unilever Nigeria Plc was granted an exemption for 2023 and did not receive any invoice or charges for Trademark and Technology licences and the management service fees from the respective counter parties due to pending renewals and approvals by NOTAP.

Accordingly, no charge was recognised in the books for the prior year. The ₦1.8million reported in comparative year 2023 represent a true-up from the 2022 royalty and service fees due.

(iii) Sale of finished goods to related parties

	2024	2023
	₦'000	₦'000
Unilever Cote D'Ivoire	3,812,528	2,605,597
Unilever Asia Private Limited	191,935	72,305
Unilever Ghana Ltd	24,724	—
	4,029,187	**2,677,902**

(iv)Outstanding related party balances as at 31 December were:

	2024 ₦'000	2023 ₦'000
Receivables from related parties:		
Unilever Cote D'Ivoire Limited	4,144,211	4,380,711

Notes to the financial statements (continued)

30 Related party transactions (continued)

Unilever Ghana Limited	418,825	189,761
Unilever U.K. Central Resources Limited	40,210	—
Unilever South Africa	55,731	34,858
Unilever Asia Private Limited	271,491	327,815
Unilever Europe Business Center BV	—	543,249
West Africa Popular Foods Nigeria Limited	24,848	2,400
Unilever Ethiopia Plc	284,914	78,227
Unilever Kenya	80,224	—
Unilever Uganda Limited	42,956	—
Unilever Foods & Refreshments Global BV	90,702	—
Gross receivables	**5,454,112**	**5,557,021**
Less impairment	(1,414,490)	(792,000)
Amount due from related companies	**4,039,622**	**4,765,021**

	2024 ₦'000	**2023 ₦'000**
Payables to related parties:		
Unilever Plc	812,609	1,314,425
Unilever Poland Service	12,953	—
Unilever Turkey	57,420	—
Unilever Deutschland GmbH	1,074,433	—
Unilever Global IP Limited	511,708	—
Unilever IP Holdings B.V	1,243,706	—
Unilever Vietnam International Company Limited	24,699	—
Unilever U.K. Central Resources Limited	179,919	—
Unilever Europe Business Center BV	1,730,325	2,166,837
Unilever Cote D'Ivoire	265,718	945,443
Unilever Ghana Limited	163,134	33,669
Unilever Kenya	505,006	13,005
Unilever South Africa	29,186	14,099
Unilever Supply Chain Company AG	298,319	4,998
Unilever Industries Private Ltd.	103,914	79,205
Unilever Europe IT Services	451,949	351,639
Unilever Global Services, Inc.	7,012	62,682
Total amount due to related parties	7,472,011	4,986,002

Aside compensation paid to key management personnel which has been disclosed in Note 7, there were no other transactions between the Company and its key management personnel during the year.

Notes to the financial statements (continued)

30 Related party transactions (continued)

(v) Related party relationship

The nature of related party relationships with Unilever Nigeria Plc is as follows:

Related Party	Nature of relationship	Nature of service
Unilever UK Plc	Ultimate parent and controlling party	Service
Unilever Cote D'Ivoire	Fellow subsidiary	Trade and service
Unilever Ghana Limited	Fellow subsidiary	Trade and service
Unilever Asia Private Limited	Fellow subsidiary	Service
West Africa Popular Foods Nigeria Limited	Fellow subsidiary	Service
Unilever Ethiopia Plc	Fellow subsidiary	Service
Unilever Europe Business Center BV	Fellow subsidiary	Service
Unilever Kenya	Fellow subsidiary	Service
Unilever Supply Chain Company AG	Fellow subsidiary	Service
Unilever Industries Private Ltd.	Fellow subsidiary	Service
Unilever Europe IT Services	Fellow subsidiary	Service
Unilever Global Services, Inc.	Fellow subsidiary	Service
Unilever Finance International AG	Fellow subsidiary	Service
Unilever NV	Immediate parent	Service
Unilever Market Development (Pty) Limited	Fellow subsidiary	Service
Unilever South Africa (Pty) Limited	Fellow subsidiary	Service
Unilever Gulf Free Zone Establishment	Fellow subsidiary	Service

(Vi) Related party Transactions during the year

The related party transactions with Unilever Nigeria Pls during the year are shown below;

	Receivables	Payables
Unilever Cote D'Ivoire	5,304,433	(5,219)
Unilever Foods & Refreshments Global BV	90,702	—
Unilever Asia Private Limited	418,250	—
Unilever Ghana	574,566	(309,477)
Unilever Kenya	420,952	(683,755)
Unilever Uganda Limited	139,672	—
Unilever Ethiopia Manufacturing PLC	74,215	—
Unilever Europe Business Center BV	742,731	—
Unilever South Africa	—	(27,982)
Unilever U.K. Central Resources Limited	40,210	(506,259)
Unilever PLC	—	(1,264,137)

Notes to the financial statements (continued)

30 Related party transactions (continued)

Unilever Europe Business Center BV	—	(3,543,055)
Unilever Turkey	—	(57,420)
Unilever Supply Chain Company AG	—	(303,205)
Unilever Europe IT Services	—	(744,393)
Unilever Industries Private Ltd.	—	(177,116)
Unilever Vietnam International Company Limited	—	(24,699)
Unilever Global IP Limited	—	(976,227)
Unilever IP Holdings B.V	—	(1,550,442)
Unilever Global Services, Inc.	—	(4,816)
Unilever Global Service Inc.	—	(12,953)
Unilever Deutschland GmbH	—	(1,074,433)
Amount due to related parties	7,805,731	(11,265,588)

There were no transactions in the year for other related parties not included above.

31 Share capital and share premium

	Number of ordinary shares Units	Ordinary shares ₦'000	Share premium ₦'000
Balance as at December 2024	5,745,005	2,872,503	56,812,810
Balance as at 31 December 2023	5,745,005	2,872,503	56,812,810

The share capital of the Company is Two Billion, Eight Hundred and Seventy-Two Million, Five Hundred and Two Thousand, Seven Hundred and Eight Naira, Fifty Kobo (N2,872,502,708.50) divided into Five Billion, Seven Hundred and Forty-Five Million, Five Thousand, Four Hundred and Seventeen (5,4745,005,417) Ordinary shares of 50 kobo each.

32 Discontinued operations

On the 17th of March 2023, Unilever Nigeria Plc announced its intention to exit the Home care business categories in Nigeria. The Company exited homecare business category in September 2023. All production of Home Care products ceased in June 2023 and sales ceased in September 2023 following a strategic decision to place greater focus on the Company's margin accretive products.

The business categories have been evaluated by management for reporting in line with IFRS 5, Non-current assets held for Sale and Discontinued Operations. The Home care segment does not meet the requirement for a disposal group or held for sale, as the assets were not sold but leased out. However, it represents a separate major line of business and has been reported as discontinued operations.

Notes to the financial statements (continued)

32 Discontinued operations (continued)

The home care segment was not previously classified as a discontinued operation. The comparative statement of profit or loss and OCI has been re-presented to show the discontinued operation separately from continuing operations. The financial information relating to the discontinued operations for the year ended 31 December 2024 is set out below:

32.1 Results of discontinued operation

	2024	2023
	₦'000	₦'000
Turnover	—	10,484,620
Cost of sales	—	(15,893,530)
Gross profit	—	(5,408,910)
Selling and distribution expenses	—	(1,019,658)
Marketing and administrative expenses	—	(1,393,659)
Other income (Gain on sale)	—	6,524
Operating profit	—	(7,815,703)
Finance income	—	509,813
Finance cost	—	(668,625)
Loss before minimum taxation	—	(7,974,515)
Minimum tax	—	—
Loss before taxation	—	(7,974,515)
Taxation	—	—
Loss for the year from discontinued operations (net of tax)	—	(7,974,515)
Earnings per share for profit attributable to equity holders:		
Basic and diluted earnings per share (Naira)-discontinued operations	—	(1.39)

33 Representation

During the year 2024, certain changes were made with respect to presentation of exchange gain relating to trade and other receivables balances that were initially presented in cost of sales in the financial statements in the year 2023. This exchange gain is now presented in marketing and administrative expenses to achieve a fairer presentation. The representation does not impact the presentation of the statement of financial position, statement of changes in equity and cashflows statement in prior year. The following table summarises the impact on the Company's financial statements.

Notes to the financial statements (continued)

33 Representation (continued)

	As previously reported	Adjustments	As represented
Cost of sales	(67,855,455)	(1,512,209)	(69,367,664)
Gross profit	36,024,275	(1,512,209)	34,512,066
Marketing and administrative expenses	(16,036,206)	1,512,209	(14,523,997)

34 Contingencies

34.1 Pending litigation and claims

As at 31 December 2024, the company is engaged in several litigations that have arisen in the normal course of business. As at 31 December 2024, the Company had contingent liabilities of ₦573 million (2023: ₦412 million) and contingent assets of ₦157 million (2023: Nil) with respect to pending litigation In the opinion of the directors, it is not probable that an inflow or outflow of resources embodying economic benefits will be received or required to settle the obligations.

34.2 Letters of credit

As at 31 December 2024, the Company had letters of credits amounting to ₦3.6 billion (2023: N833 Million). These represent letters of credit which have been opened but shipment of items has not been initiated and as such the risks and rewards have not been transferred to the Company as at year end.

34.3 Financial commitments

The Directors are of the opinion that all known liabilities and commitments, which are relevant in assessing the state of affairs of company, have been taken into consideration in the preparation of these financial statements.

Summary of contingent liabilities

	2024	2023
	₦'000	₦'000
Various litigations and claims	573,000	412,058
Letters of credit	3,561,277	833,840
	4,134,277	1,245,898

35 Events after the reporting date

There are no events after the reporting date, which could have had a material effect on the state of affairs of the Company as at 31 December 2024 that have not been adequately provided for or disclosed in these financial statements.

Other national disclosures

Value added statement

	2024 ₦'000	%	2023 ₦'000	%
Revenue - Continued operations	149,522,596		103,879,730	
Revenue - discontinued operations	—		10,484,620	
Bought in materials and services:				
- local	(32,637,489)		(26,339,735)	
- imported	(83,972,079)		(63,643,560)	
	32,913,028		24,381,056	
Other income	621,918		939,789	
Interest income (Note 10)	6,830,932		5,183,840	
Value added	**40,365,878**	**100**	**30,504,685**	**100**
Applied as follows:				
To Government:				
Income taxes (Note 12(iv)) *	7,506,401	19	5,477,382	18
To Employees:				
Employee costs (Note 8)	12,419,072	31	10,067,042	33
To Providers of Finance:				
Finance costs (Note 11)	2,542,147	6	3,710,850	12
Retained in the Business:				
Depreciation and amortisation	2,755,104	7	2,809,516	9
To augment reserves	15,143,154	37	8,439,895	28
	40,365,878	**100**	**30,504,685**	**100**

*includes deferred taxes for the period

This statement represents the distribution of the wealth created through the use of the Company's assets through its own and employees' efforts.

Five year financial summary

	2024 ₦'000	2023 ₦'000	2022 ₦'000	2021 ₦'000	2020 ₦'000
Financial performance					
Revenue (Note 4)	149,522,596	103,879,730	68,637,363	70,523,695	61,959,678
Gross profit	55,148,726	34,512,067	26,600,607	20,361,911	11,074,422
Operating expenses	(37,409,876)	(15,185,341)	(18,229,781)	(19,269,879)	(16,795,983)
Other income	621,918	933,265	77,903	37,352	66,013
Net finance cost	4,288,785	1,631,802	273,609	931,468	1,250,435
Minimum tax expense (Note12(iv))	—	—	—	(182,169)	(131,940)
Profit/(loss) before taxation	22,649,553	21,891,793	8,723,338	1,878,683	(4,537,053)
Income tax (expense)/credit (Note12(i))	(7,506,399)	(5,477,382)	(3,344,820)	(1,190,417)	779,163
Profit/ (loss) after tax	15,143,154	16,414,411	5,379,518	688,267	(3,757,890)
(Loss)/profit from discontinued operation	—	(7,974,515)	(911,434)	2,720,908	(208,031)
Other comprehensive (loss)/ income	(237,423)	(59,257)	208,468	223,374	(493,380)
Total comprehensive income/ (loss)	**14,905,731**	**8,380,639**	**4,675,553**	**3,632,548**	**(4,459,301)**
Earnings/(loss) per share (Basic and diluted) - Naira	2.64	2.86	0.94	0.59	(0.69)
Capital employed					
Share capital (Note 31)	2,872,503	2,872,503	2,873,503	2,873	2,872,503
Share premium (Note 31)	56,812,810	56,812,810	56,813,810	56,813	56,812,810
Retained earnings	25,420,767	14,823,790	7,879,403	6,076	2,443,807
Shareholders' funds	**85,106,080**	**74,509,103**	**67,565,716**	**65,762**	**62,129,120**
Employment of capital					
Non-current assets	25,372,437	20,222,929	21,494,649	2,873	27,537,560
Net current assets	65,426,584	62,282,369	48,519,086	56,813	36,181,121
Non-current liabilities	(5,692,941)	(7,996,195)	(2,448,019)	6,076	(1,589,561)
	85,106,080	**74,509,103**	**67,565,716**	**65,762**	**62,129,120**
Net assets per share (Naira)	14.81	12.97	11.76	11.45	10.81

Shareholders Information

UNILEVER NIGERIA PLC SHARE CAPITAL HISTORY

S/N	YEAR	BONUS RATIO	SHARE CAPITAL
1	1975	NIL	6,800,000
2	1976	1:1	13,600,000
3	1977	11:4	51,000,000
4	1978	NIL	51,000,000
5	1979	1:4	63,750,000
6	1980	2:15	72,250,000
7	1981	NIL	72,250,000
8	1982	NIL	72,250,000
9	1983	NIL	72,250,000
10	1984	LIPTON MERGER	83,590,000
11	1985	1:4	104,487,500
12	1986	NIL	104,487,500
13	1987	NIL	104,487,500
14	1988	CHEESEBOROUGH MERGER	112,017,260
15	1989	1:2	168,025,890
16	1990	1:3	224,034,520
17	1991	NIL	224,034,520
18	1992	NIL	224,034,520
19	1993	1:3	298,712,693
20	1994	1:2	448,069,040
21	1995	1:4	560,086,300
22	1995	UNILEVER MERGER	672,586,300
23	1996	1:2	1,008,879,000
24	1997	NIL	1,008,879,000
25	1998	1:5	1,210,654,800
26	1999	NIL	1,210,654,800
27	2000	NIL	1,210,654,800
28	2001	NIL	1,210,654,800
29	2002	3:2	3,026,637,000
30	2003	NIL	3,026,637,000
31	2004	NIL	3,026,637,000
32	2005	NIL	3,026,637,000
33	2006	1:4	3,783,296,250
34	2007	NIL	3,783,296,250
35	2008	NIL	3,783,296,250
36	2009	NIL	3,783,296,250
37	2010	NIL	3,783,296,250
38	2011	NIL	3,783,296,250

Shareholders Information (continued)

UNILEVER NIGERIA PLC SHARE CAPITAL HISTORY

S/N	YEAR	BONUS RATIO	SHARE CAPITAL
39	2012	NIL	3,783,296,250
40	2013	NIL	3,783,296,250
41	2014	NIL	3,783,296,250
42	2015	NIL	3,783,296,250
43	2016	NIL	3,783,296,250
44	2017	RIGHTS ISSUE	5,745,005,417
45	2018	NIL	5,745,005,417
46	2019	NIL	5,745,005,417
47	2020	NIL	5,745,005,417
48	2021	NIL	5,745,005,417
49	2022	NIL	5,745,005,417
50	2023	NIL	5,745,005,417
51	2024	NIL	5,745,005,417

Shareholders Information (continued)

RANGE ANALYSIS AS AT DECEMBER 31, 2024

SHARE RANGE	NO. OF SHAREHOLDERS	% OF SHAREHOLDERS	SHARE HOLDING	% SHARE HOLDHOLDING
1-1000	39,322	41.81	15,825,433	0.28
1001-5000	31,373	33.36	82,577,783	1.44
5001-10000	9,097	9.67	70,092,975	1.22
10001-50000	10,574	11.24	236,971,014	4.12
50001-100000	2,118	2.25	152,847,522	2.66
100001-500000	1,398	1.49	236,655,971	4.12
500001-1000000	79	0.08	54,292,502	0.95
1000001- 99999999999999	90	0.10	4,895,742,217	85.22
TOTALS	**94,051**	**100**	**5,745,005,417**	**100**

SHAREHOLDERS WITH SHAREHOLDING VALUES OF 5% AND ABOVE AS AT DECEMBER 31, 2024

S/No	Shareholders Name	Shareholding	% Shareholding
1.	Unilever Overseas Holdings BV	3,321,138,208	57.81
2.	Unilever Overseas Holdings BV	1,043,023,604	18.16

Circular to shareholders seeking a general mandate authorizing transactions with related parties of value up to and more than 5% of Unilever Nigeria PLC net tangible assets

In accordance With Paragraph 20.8 Of the Nigerian Stock Exchange Rules Governing Transactions with Related Parties or Interested persons, Unilever Nigeria Plc, hereby seeks a general mandate from shareholders In general meeting, authorizing the Company to enter into recurrent transactions necessary for its day to day operations such as the purchase and sale of supplies and materials, procurement of goods and services, with its related parties to wit Unilever Overseas Holdings B.V., Unilever Plc. United Kingdom and other entities within the Unilever Group, up to transactions of a value equal to or more than 5% of Unilever Nigeria Plc's net tangible assets.

The following information is hereby provided in respect of the transactions for which the general mandate is sought:

i. Class of interested persons with which the entity at risk will be transacting:
   a. Parent Company— Unilever Plc
   b. Other Companies within the Unilever Group

ii. Nature of transactions contemplated under the mandate
   a. Import and export of raw materials and finished goods
   b. Import and export of materials
   c. Services— Cross charges of pension costs, international assignees costs and other services such as Trademark license, Technology License, Central Services and financial services.

iii. Rationale for, and benefit to the entity
   a. Access to Unilever logo and trademarks, up to date technology and service expertise
   b. Competitive sourcing prices through negotiated transfer pricing
   c. Seamless reconciliation of transactions and balances on a line-item level
   d. Pro-actively managed dispute resolution process
   e. Full transparency of all intercompany differences
   f. Enforced compliance with internal intercompany processes and external regulations.
   g. Adequate monitoring of receivables and payables
   h. Reduced financial risk
   I. Business continuity
   `

iv. Methods or procedures for determining transaction prices Transfer Pricing methods as follows:
   a. Comparable uncontrolled price.
   b. Resale price method.
   c. Cost plus method.
   d. Transactional net margin method.

v. We have received Independent financial advisers' opinion which confirmed that our transfer pricing methods or procedures are sufficient to ensure that the transactions shall be carried out on normal commercial terms and shall not be prejudicial to the interests of Unilever Nigeria Plc. and its minority shareholders.

vi. Unilever Nigeria Plc. shall obtain a fresh mandate from the shareholders if the transfer pricing methods or procedures become inappropriate; and

Circular to shareholders seeking a general mandate authorizing transactions with related parties of value up to and more than 5% of Unilever Nigeria PLC net tangible assets

vii. Unilever Overseas Holdings B.V and/or Unilever Plc. United Kingdom shall abstain and has undertaken to ensure that its associates shall abstain from voting on the Resolution approving the general mandate.

Dated this 24th March 2025

By order of the Board

Peter Dada, Esq.

Ag. Company Secretary
FRC/2014/PRO/NBA/002/00000006571

Registered Office
1, Billings Way,
Oregun, Ikeja,
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	
TIN	
Account Opening Date	DD / MM / YY

Shareholders Account Information

Surname/Company Name	**First Name**	**Other Name(s)**

Gender ☐ **M** ☐ **F** **Date of Birth** DD - MM - YY

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	
	Beta Glass PLC	
	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	
	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	

In consideration of your instruction to Greenwich Registrars & Data Solutions Limited (GRDS) via this Form, to pay all your dividends into the Bank Account provided in this Form, you hereby agree by signing this Form, to indemnify GRDS and person(s) acting on GRDS instructions against all liabilities, costs, expenses, damages and losses suffered or incurred by GRDS in connection with any threatened, pending or completed or future action, suit or proceeding, claim, whether civil, criminal, arbitrational, administrative or investigative (including an action by or in the right of any related or third party or lawful assignee) to which GRDS is, was or at any time becomes a party, or is threatened to be made a party, by reason of the fact that GRDS paid your dividends into the Bank Account provided in this Form.

THIS SERVICE COSTS ₦150.00 PER APPROVED MANDATE, PER COMPANY

Greenwich Registrars & Data Solutions
Website: www.gtlregistrars.com
Email: info@gtlregistrars.com

Contact Centre
+234-(0)1-7006700-2

Photo Gallery










Photo Gallery

Product Range

CLOSEUP

In Nigeria, Closeup is the most distributed oral care brand and accounts for 30% of the market share. It plays in the freshness and multi-benefit segments with Red Hot and Complete Fresh Protection variants, promising superior and long-lasting freshness, and protection. These variants come in several pack sizes: Closeup Red Hot comes in 130g, 90g, 35g and 8.5g while Closeup Complete Fresh Protection comes in 140g and 40g.

The brand's purpose is to act as a catalyst, bringing people closer together with a mission to celebrate all forms of closeness, as we firmly believe that everyone deserves the freedom to love.

Key activities of 2024 include leading mental awareness drive, trade volume and visibility drive, POSMs/visibility material deployment and branding of buildings in strategic locations pan Nigeria. Furthermore, mental availability was enhanced through improved radio promotions, TV commercials, digital marketing, and out-of-home (OOH) advertising. Our messaging focused on highlighting the brand's benefits.

To address the consumer's shrinking purchasing power, we launched Closeup 175g, as a discount pack-size in Q4, 2024. Throughout the year, Closeup strategically allocated resources to bolster the brand's reputation and strengthen consumer affinity. Notably, the brand secured a share of voice (SOV) of at least 45% year-to-date in 2024, contributing to a gradual recovery of brand influence.

Closeup, with its rich purpose, heritage, and promising growth prospects, actively engaged with consumers in 2024 through immersions and consumer feedback. Also, Closeup's Other Say project delivered 70m impressions and 3.9m engagements.

Product Range

PEPSODENT

Pepsodent is the leading brand promoting oral health awareness and access to dental care in Nigeria. Pepsodent meets every mother's desire of protecting her family's oral health and smiles, working with neighbourhoods, schools and communities to educate families to build healthy oral hygiene habits and ease access to dental care. The brand's mission extends globally: to promote outstanding oral health, empowering people to unlock the true power of their smiles. In Nigeria, where oral care diseases significantly impact school attendance, Pepsodent plays a vital role in mitigating this challenge.

Pepsodent is a key player in the essential and multi-benefit oral care market, offering two distinct variants, meticulously designed to cater to our consumers' diverse needs.

1. Pepsodent Triple Protection: A comprehensive solution for oral health.
2. Pepsodent Cavity Fighter: Specifically formulated to combat cavities.

Both variants are available in different pack sizes, ensuring flexibility and suitability for every consumer. Pepsodent's key activities in 2024 included the World Oral Health Day Campaign, School Programs, Dental Camps and distribution activities.

Pepsodent celebrated World Oral Health Day with a press conference to launch the theme of the year "#TalktoaDentist". The press conference had in attendance, Nigerian Dental Association, Federal Ministry of Health, other stakeholders and selected media outlets. The celebration extended to NDA's state chapters. Furthermore, a school education program was organized to educate school children on the importance of brushing twice daily. With pupils participating in the 21-day brush day and night challenge, to imbibe the habit of brushing day and night. For full year 2024, Pepsodent educated 2,103,307 pupils in 4,951 schools, and the brand gained +370bps in penetration

Pepsodent also activated various trade activities to improve the distribution level of the brand into channels and stores that matter. As at December 2024, Pepsodent gained weighted distribution by 14%, a significant impact from all activities in the year.

Product Range

PEARS

Pears is a family brand created for Nigeria babies and toddlers, the brand promise is Pure, Mild and Gentle. Pears' products are formulated to provide gentle and rash-free baby skin care resulting in a comfortable, and cheerful baby.

Pears achieves this vision with its core variants including baby lotion, baby oil and baby petroleum jelly which are, made up of carefully chosen pure and mild ingredients, including olive oil, which is known to be a natural, mild skin cleanser.

In 2024, the Pears' brand message was consistent across various digital platforms – Pears supports babies' growth by protecting their delicate skin as they explore the world.

When babies have optimal skincare with pure, mild, and gentle ingredients they can grow and develop healthily leaving their mothers with a happy baby.

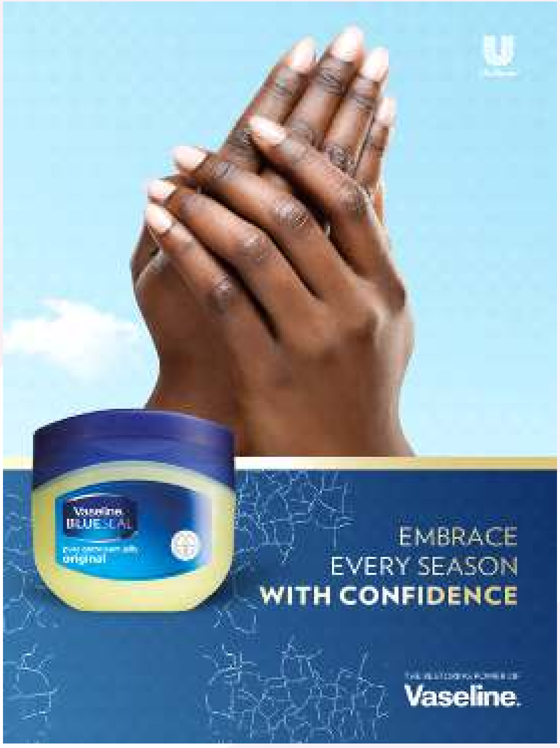
Product Range

VASELINE

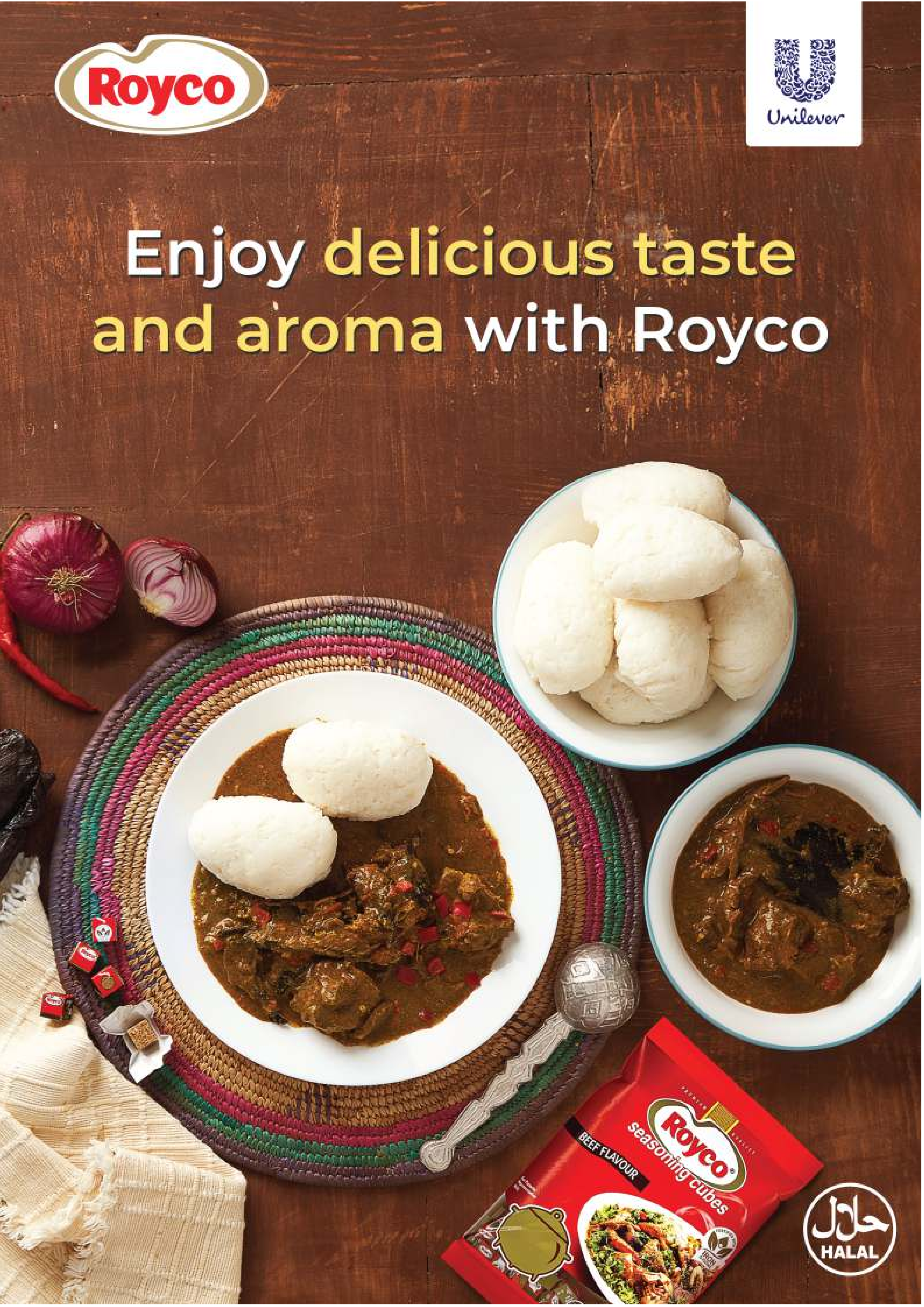
Vaseline is a 150 year old brand with a strong heritage in the Nigerian market, known for its consistent product delivery on the premise of skin healing and restoration. Vaseline believes that beautiful skin is healthy skin to live in without limits. In Nigeria, Vaseline is renowned for its petroleum jelly product which is trusted for its skin healing and restoring properties.

Vaseline Jelly in Nigeria is available in 3 tubs of its original variant: 50ml, 225ml, and 400ml. The lotion line is available in multiple variants for specific skin needs.

In 2024, Vaseline focused on driving awareness across all seasons for consumers through its Embrace Every Season campaign which reinforced that Vaseline was a product for all seasons.



Vaseline recorded double digit growth in 2024 due to the focus on driving awareness and mental availability of Vaseline petroleum jelly to consumers across both traditional and digital media channels, with focus on driving reach and engagement for Vaseline in social. In 2024 consumers were intimated about the multi-benefit and multi-functional use of Vaseline. This was layered up with our sampling campaign in the North which aimed to sensitize consumers on the multi-functional use of Vaseline.



Royco
Unilever
Enjoy delicious taste
and aroma with Royco
Royco
seasoning cubes
BEEF FLAVOUR
HALAL

Product Range

KNORR

2024 was a year of significant growth and impact for Knorr, as we deepened our connection with consumers through our "Eat for Good" mission. By reinforcing our commitment to health-conscious innovation, sustainability, and culturally relevant activations, we strengthened our position as a category leader in Nigeria.

Our performance this year reflects the strength of our brand, the effectiveness of our commercial strategies, and our ability to execute with excellence. With robust sales growth, increased market penetration, and continued consumer engagement, Knorr has successfully maintained its leadership in the seasoning category.

This report outlines our key achievements, marketing initiatives, and strategic priorities as we build on this momentum into 2025.

Business Performance Overview
In 2024, Knorr delivered a strong financial and market performance, demonstrating resilience and adaptability in a competitive environment.

Sales Growth & Profitability
Knorr recorded an impressive 39.5% growth in underlying sales (USG), a testament to the strength of our product offerings, expanded distribution, and effective marketing campaigns. Gross Margin (GM) also grew to 38.3%, reflecting improved cost management and pricing strategies.

Market Leadership
Our brand power reached 20.03%, reinforcing Knorr's leadership in the category. With a volume share of 11.4% and a value share of 10%, we continue to solidify our position in the Nigerian seasoning market, offering superior taste and nutrition to millions of households.

Distribution Expansion
A key driver of Knorr's growth was our expanded retail footprint, ensuring greater accessibility for consumers across Nigeria. We closed the year with 229,000 stores, a 9.6% increase from 209,000 stores at the beginning of the year. This growth was fueled by stronger retail execution, deeper market penetration, and strategic partnerships with key distributors.

Product Range

Knorr's continued success is anchored in purpose-driven marketing, consumer trust, and a relentless focus on quality, all of which have contributed to our strong market position and growth trajectory.

Key Brand & Marketing Initiatives
Influencer PR Rollout & "Eat for Good" Activation
At the start of the year, we reinforced our commitment to helping consumers make better food choices through a high-impact influencer marketing campaign.

The Eativist Movement:
We introduced the Eativist campaign, leveraging influencers to communicate the "Eat for Good" message through localized content and real-life meal inspirations.

Chop Beta Series:
The Chop Beta Series took Knorr's message to digital platforms, bringing together celebrities to share their favorite meals while reinforcing the importance of delicious, balanced eating habits.

March – Celebrating Special Moments
Throughout March, we tapped into key cultural moments to deepen consumer engagement.
Valentine's Day: Spread Love Through Food

Our campaign highlighted how food and love are deeply connected, making home-cooked meals an expression of care.

Mother's Day: Honoring the Backbone of Families
Knorr launched a Mother's Day TVC to celebrate the role of mothers in shaping food culture.

Ramadan: Sharing the Good
As families gathered to break their fast, Knorr partnered with AW Networks to provide nutritious meals during Iftar and amplify the "Eat for Good" message.

August – World Jollof Day Activation
World Jollof Day (August 22nd) is an important cultural celebration, and Knorr took the opportunity to reinforce its role in elevating the taste and quality of Jollof Rice.

We partnered with Chowdeck, Nigeria's largest food service app, to distribute specially curated Knorr Jollof gift boxes in high-traffic areas of Lagos.
Digital engagement was amplified with user-generated content and influencer collaborations.

Campaign highlights:

September – "Eat for Good" Out-of-Home (OOH) Expansion
To broaden our reach beyond digital platforms, Knorr executed a nationwide OOH advertising campaign, reinforcing our message through:
TVC & radio ads in major cities (Lagos, Ibadan, Enugu, Abuja, Kano).
Localized translations to improve consumer connection across regions.

Product Range

December – A Festive Season of Giving
The holiday season provided another opportunity to bring Knorr's purpose to life through meaningful acts of kindness.

Christmas "Share the Good" Initiative
Knorr distributed festive gift boxes to essential workers who worked through the holiday season. Influencers helped facilitate distribution and digital amplification.

Moments That Matter:
We reinforced Knorr's mission by sharing inspiring content about the joy of food during the holidays.

Conclusion
Knorr's performance in 2024 demonstrated strong business fundamentals, consumer loyalty, and brand equity growth. By leveraging purpose-driven marketing, deepening distribution, and staying ahead of consumer trends, we are well-positioned to accelerate growth in 2025.

As we continue this journey, our focus remains clear making the good stuff irresistible while ensuring every plate contributes to a better world.

REXONA

Rexona is a leading global deodorant brand that delivers superior non-stop protection from sweat and odour, giving consumers the confidence to move as much as they want. Rexona believes in the power of movement to transform lives and it's on a mission to inspire everyone to move more. The new Rexona roll-on was launched in Nigeria in March 2024 with a ground-breaking motion-activated formula that releases bursts of freshness the more you move. It comes in 4 variants: Shower Fresh, Bright Bouquet, Xtra Cool and Sport Defence.

Studies show that 62% of Nigerians see sweat and odour as a problem but less than 35% of them use deodorants. With this launch we are positioned to unlock value for Unilever Nigeria by growing category penetration through an offering that delivers effective, longlasting sweat and odour protection and by educating consumers for habit adoption.

To support this ambition, communication assets were deployed across digital and traditional media (TV, Radio and Outdoor), along with the Rexona School of Confidence activation which was deployed to directly engage and sample our target audience in secondary and tertiary schools, reaching 500,000 students as at end of

Product Range

2024. Availability was achieved in 50,000 stores in the first 3 months of launch, driven by sales team focus and in-store visibility was enhanced through Point of Sales Material deployment in 20,000 stores. We also excited retailers with trade engagement sessions that included brand education, sampling and selling story communication.

Product Range

Others Say and Partnerships
Social engagement is critical for our target group and to drive this, we leveraged influencers (under our Others Say Campaign) to land brand education and build advocacy. The campaign involved trusted voices, made up of 36 influencers with profiles that cut across Fitness, Lifestyle, Entertainment and Health/Well-being Expertise, creating meaningful conversations on their personal care tension points and brand experience. The campaign has reached 20 million consumers to date.

Partnerships included AFCON sponsorship in the first quarter of the year which gave us the opportunity to connect through a key passion point of our audience. We drove this with consumer promotion, experiential activations and always-on social engagement.


Rexona
Unilever
TRY NEW REXONA
STAY DRY
AND FRESH
FOR LONGER
It Won't Let You Down.
Rexona
Rexona

Notes

Notes

Proxy Form

100th ANNUAL GENERAL MEETING TO BE HELD AT 10.00 AM ON FRIDAY 9 MAY 2025 AT SHELL HALL, MUSON CENTRE, MARINA, LAGOS.

I/WE .... being a member/ Members of UNILEVER NIGERIA PLC, hereby appoint** ....
of ....or failing him, the Chairman of the meeting as my/our proxy to act and vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on 9 May 2025 and at any adjournment thereof:

Dated this .... day of 2025

Shareholder's Signature.......................................

IF YOU ARE UNABLE TO ATTEND THE MEETING

A Member (Shareholder) who is unable to attend the Annual General Meeting is allowed by law to vote on a poll by proxy. The above proxy form has been prepared to enable you to exercise your right to vote in case you cannot personally attend the Meeting.

Following the normal practice, the Chairman of the Company has been entered on the Form to ensure that someone will be at the Meeting to act as your proxy but if you wish you may insert in the blank space on the form (marked**) the name of any person, whether a member of the Company or not, who will attend the Meeting and vote on your behalf instead.

Please sign this proxy form and send it, so as to reach the address shown overleaf not later than 10.00 a.m. on 9 May 2025. If executed by a Corporation, the Proxy Form should be sealed with the Common Seal.

ORDINARY BUSINESS

RESOLUTION	FOR	AGAINST	ABSTAIN
To declare a dividend			
To elect Mr. Bolaji Balogun, Ms. Ngozi Edozien, Mrs. Umma Yusuf Aboki and Mrs. Adenike Ogunlesi, being directors elected since the last Annual General Meeting			
To re-elect Mr. Chika Nwobi as a Director			
To re-elect Mrs. Folake Ogundipe as a Director			
To appoint Forvis Mazars as the Company's new Independent Auditors and to authorise the Directors to fix their remuneration			
To elect Shareholders' Representatives on the Audit Committee			
SPECIAL BUSINESS			
RESOLUTION			
To fix the Directors' Fees at N120Million (One Hundred-and twenty-Million-naira gross per annum			
To approve a general mandate authorizing the Company during the 2025 financial year and up to the date of the next AGM, to procure goods and services necessary for its day-to-day operations from its related parties or interested persons on normal commercial terms consistent with the Company's Transfer Pricing Policy.			

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

For Company's use only	No. of Shares	

SECOND FOLD HERE

Please affix postage stamp

THE REGISTRAR
GREENWICH REGISTRARS & DATA SOLUTIONS,
274, MURTALA MUHAMMED WAY
ALAGOMEJI, YABA, LAGOS

THIRD FOLD HERE AND INSERT


Unilever
KNOCKOUT
BAD
BREATH
with NEW
closeup
ANTI-BACTERIAL
ZINC+
STAY FRESH +PROTECTED
BEST EVER*
closeup


MISSION
• Lead sustainable growth (consistent, responsible, competitive,profitable) with our best brands in Nigeria
VISION
• Digitise and automate for operational excellence across the value chain, Delight Nigerian consumers with winning mixes
• Achieve lasting success through continuous talent attraction, retention and upskilling
PURPOSE
ENHANCING NIGERIAN LIVES, DELIVERING SUSTAINABLE BRANDS INTO EVERY HOME.
idan
OUR CODE
BEHAVIOURS
Care deeply, Focus on what counts, Stay three steps ahead, Deliver with excellence
VALUES
Pioneering, Respect, Integrity, Responsibility
PEOPLE
Best talent, Inclusive leaders, Truly diverse, Most engaged