

RIROY COMPANY LIMITED

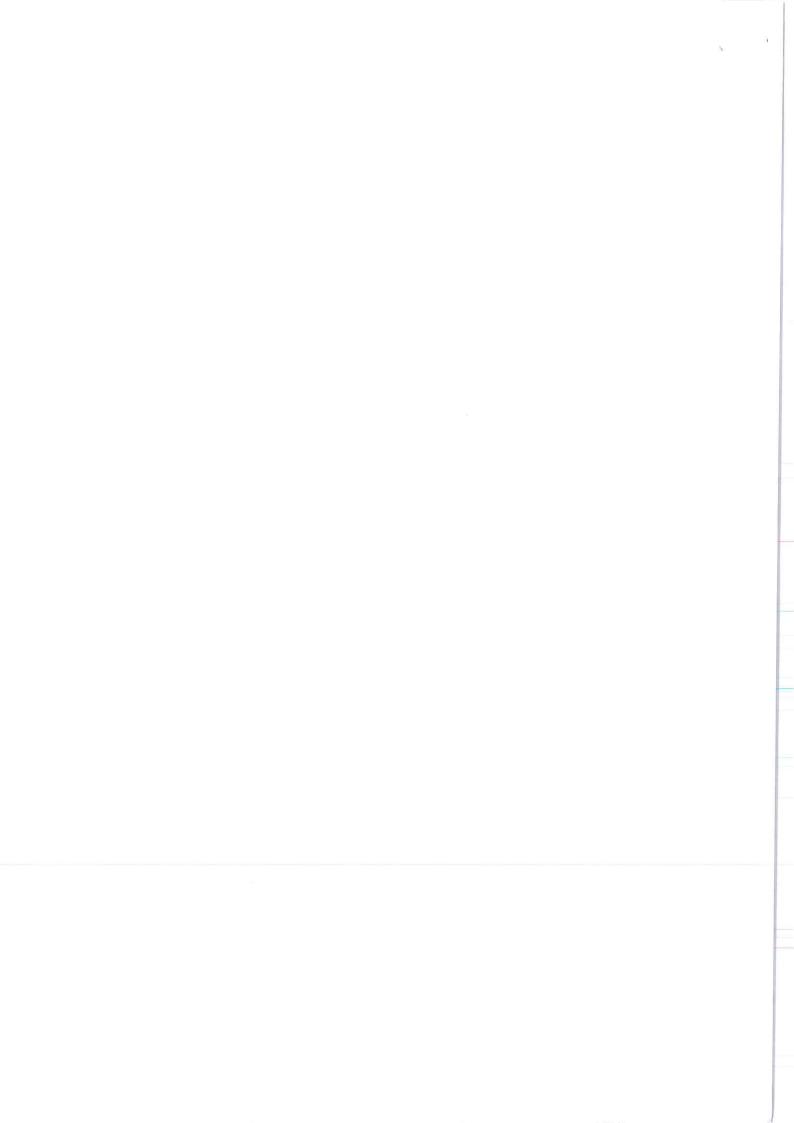
ANNUAL REPORT

<u>AND</u>

FINANCIAL STATEMENTS

31 DECEMBER 2022





RIROY COMPANY LIMITED ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 31ST DECEMBER, 2022

	<u>PAGE</u>
COMPANY INFORMATION	1
DIRECTORS' REPORT	2
STATEMENT OF DIRECTORS' RESPONSIBILITIES	3
AUDITOR'S REPORT	4 - 5
STATEMENT OF COMPREHENSIVE INCOME	6
STATEMENT OF CHANGES IN EQUITY	7
STATEMENT OF FINANCIAL POSITION	8
STATEMENT OF CASH FLOWS	9
NOTES TO THE FINANCIAL STATEMENTS	10 - 18



RIROY COMPANY LIMITED COMPANY INFORMATION

REGISTERED OFFICE

Imenti House

Tom Mboya Street P.O Box 1296-00600

DIRECTORS

Mrs.Catherine Njeri Kamuyu

Mr. Nicholas Kinyua Gacharii

0

COMPANY SECRETARY

AUDITORS

Nahashon Ngugi & Associates

Certified Public Accountants (K)

P.O Box 2188- 10100

Nyeri.

BANKERS

Equity Bank



RIROY COMPANY LIMITED DIRECTORS' REPORT

The Directors submit their report together with the audited financial statements of the Company for the year ended 31st December, 2022

PRINCIPAL ACTIVITIES

Principle activity of the company is to deal in selling wholesale & retail of goods.

RESULTS FOR THE YEAR

The results for the year are as shown on page 6.

The net profit for the year of Kshs. 1,735,548/- (2021: profit of Kshs. (721,035/-) has been transferred to retained earnings.

DIVIDENDS

The directors do not recommend the payment of dividends for the year.

DIRECTORS

The directors who served office during the year and to the date of this report were:-

Mrs.Catherine Njeri Kamuyu

Mr. Nicholas Kinyua Gacharii

AUDITORS

Nahashon Ngugi & Associates, the auditor will not retire from office and have indicated their willingr continue in office in accordance with section 159(2) of the Kenyan Companies Act (CAP 486).

continue in office in accordance with section 10%	2) of the Renjum companies (***)
By order of the board	
 Director	N WGBQT
Date:	13/ 0101

RIROY COMPANY LIMITED STATEMENT OF DIRECTORS' RESPONSIBILITIES

The Kenyan Companies Act requires the directors to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the company as at the end of the financial year and of the company's operating results for that year. It also requires the directors to ensure the company keep proper accounting records which disclose with reasonable accuracy at any time the financial position of the company. They are also responsible for safeguarding the assets of the company.

The directors accept responsibility for the preparation and fair presentation of financial statements that are free from material misstatement whether due to fraud or error. They also accept responsibility for designing, implementing and maintaining internal controls relevant to the preparation and fair presentation of the financial statements, selecting and applying appropriate accounting policies and making accounting estimates and judgements that are reasonable in the circumstances.

The directors are of the opinion that the financial statements give a true and fair view of the state of the financial affairs of the company as at 31st December 2022 and of its profit/loss and cash flows for the year then ended in accordance with the International Financial Reporting Standard for Small and Medium-sized Entities and the requirements of the Kenyan Companies Act.

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

Approved by the board of directors on	and signed on its behalf by:
Director	
	(I

Director _



REPORT OF THE INDEPENDENT AUDITOR TO THE MEMBERS OF RIROY COMPANY LIMITED

1. We have audited the accompanying financial statements of Riroy Company Limited, set out on pages 5 - 18 which comprise the statement of financial position as at 31st December 2022, the statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

2. Director's Responsibility for the Financial Statements

As stated on Page 3, the Directors are responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standard for Small and Medium-sized Entities and the requirements of the Kenyan Companies Act. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

3. Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on our audit. Except as noted in Noted 4, we conducted our audit in accordance with International Standards on Auditing. Those standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance whether the financial statements are free from material misstatement.

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

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

4. Limitation of scope

We were not able to acertain the closing stock amount as at 31st December, 2022due to limitations placed on the scope of our work by the company. Owing to the nature of the company's records we were unable to satisfy ourselves as to the closing stock values by other audit procedures. The closing stock figures have been provided by the directors.

5. Opinion

In our opinion, the accompanying financial statements give a true and fair view of the state of financial affairs of Dhurvs Distributors Limited as at 31st December 2022, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standard for Small and Medium-sized Entities and comply with the Kenyan Companies Act (CAP 486).

6. Report on Other Legal Requirements

As required by the Kenyan Companies Act we report to you, based on our audit, that:

- i) we have obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit;
- ii) in our opinion proper books of account have been kept by the company, so far as appears from our examination of those books; and
- iii) the company's statement of financial position and statement of comprehensive income are in agreement with the books of account.

The engingement partner responsible for the audit resulting in this independent auditor's report is CPA Nahashon Ngugi P/No. 1990.

Nanashon Ngugi & Associates Certified Public Accountants (K)

Nyeri

12024

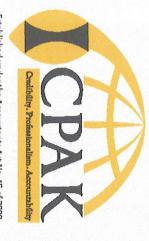
Page 4

RIROY COMPANY LIMITED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31ST DECEMBER, 2022

	Share capital	Retained earnings	Total
	Kshs.	Kshs.	Kshs.
At 1st January, 2021 As previously stated	100,000		100,000
Net profit for the year	-	721,032	721,032
At 31st December, 2021	100,000	721,032	821,032
At 1st January, 2022			100 mg - 100
As previously stated	100,000	721,032	821,032
Net profit for the year		1,735,548	1,735,548
At 31st December, 2022	100,000	2,456,580	2,656,580







FIRM ANNUAL PRACTISING LICENSE - 2024 Established under the Accountants Act No. 15 of 2008

This is to certify that

(Category 'C' Composite License)

NAHASHON NGUGI & ASSOCIATES - Nyeri Branch

PF/309

licensed to practice in Kenya as a Certified Public Accountant Firm under Practising Firm Number

Having complied with the provisions of the Accountants Act No. 15 of 2008 is hereby

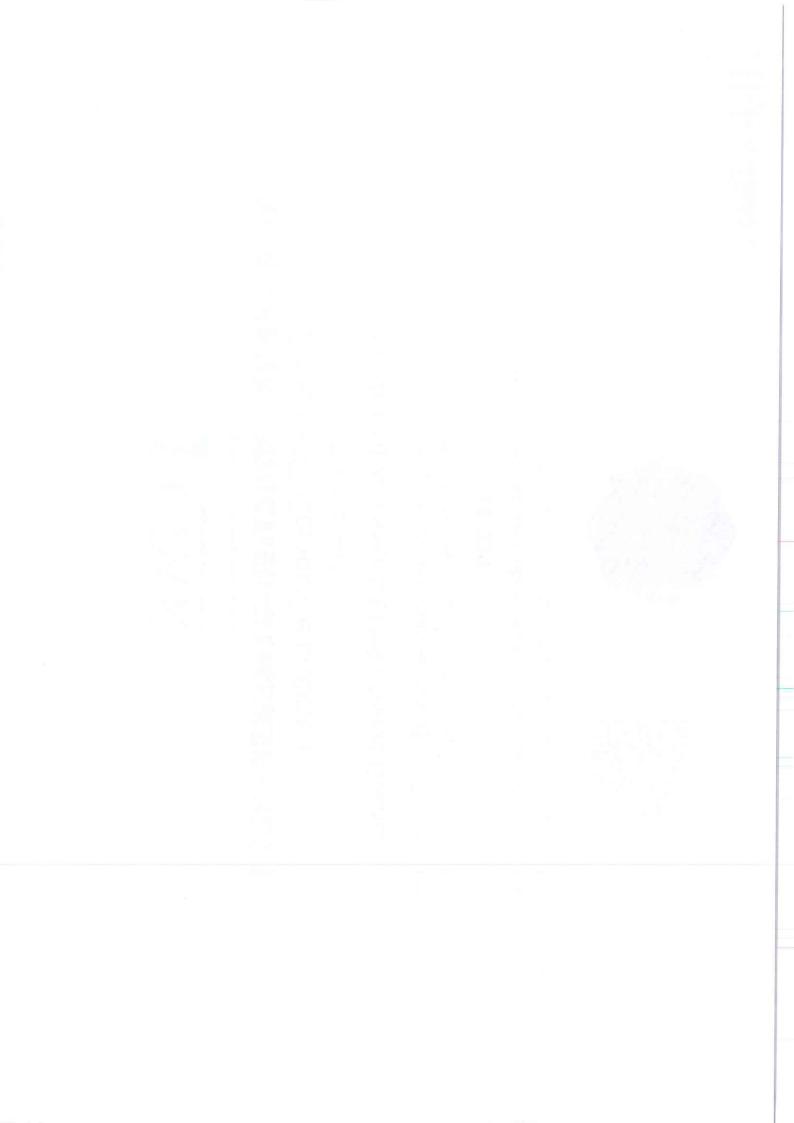
Given under our hand and the common seal of the Institute of Certified Public Accountants of Kenya This Authority is valid up to 31st day of December 2024 and is renewable annually.

Secretary to Council









RIROY COMPANY LIMITED STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31ST DECEMBER, 2022

	Notes	2022 Kshs.	2021 Kshs.
Sales	3	23,318,966	52,224,405
Cost of sales	4	(16,106,230)	(43,009,934)
Gross profit		7,212,736	9,214,471
Administrative expenses	5	(5,029,464)	(7,740,348)
Other operating expenses	6	(316,104)	(404,153)
Profit from operations		1,867,168	1,069,970
Finance costs	7	(19,032)	(31,018)
Profit before tax		1,848,136	1,038,952
Income tax expenses	12	(112,588)	(317,920)
Profit for the year attributable to the owners of the	company	1,735,548	721,032
Other comprehensive income			-
Total comprehensive income for the year attributa owners of the company	ble to the	1,735,548	721,032

The notes on page 10 to 18 form part of these financial statements.



RIROY COMPANY LIMITED STATEMENT OF FINANCIAL POSITION AS AT 31ST DECEMBER, 2022

	Notes	2022 Kshs.	2021 Kshs.
Current Assets			
Cash in hand and at bank	9	45,863,875	51,337,684
		45,863,875	51,337,684
Non Current Assets			
Property, plant and equipment	10	1,312,009	1,628,114
		1,312,009	1,628,114
TOTAL ASSETS		47,175,885	52,965,798
LIABILITIES AND EQUITY			
Current Liabilities			
Trade and other payables	11	490,261	1,072,653
Taxation	12	112,588	317,920
Directors account	13	44,016,456	50,733,301
	-	44,619,305	52,123,874
Equity			
Share capital	14	100,000	100,000
Retained earnings		2,456,580	721,032
		2,556,580	821,032
TOTAL EQUITY & LIABILITIES		47,175,885	52,944,906

The financial statements on pages 6 to 19 were approved for issue by the board of directors on ____ and were signed on their behalf by:

Director	Director

NN & A P. O. DON 58791-00200, IMIR@age 7

RIROY COMPANY LIMITED STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31ST DECEMBER, 2022

	2022 Kshs.	2021 Kshs.
Profit before tax Adjustments for non-cash income and expenses:-	1,848,136	1,038,952
Depreciation	316,104	404,153
Interest expense	19,032	31,018
Gain on disposal of property, plant & equipment		æ.
Operating profit before working capital changes Changes in operating assets and liabilities:	2,183,272	1,474,123
Decrease/(increase) in inventories		
Decrease/(increase) in trade and other receivables		
Increase/(decrease) in trade and other payables	(582,392)	
Increase/(decrease) in directors account	(6,716,845)	
Cash generated from operations	(5,115,965)	
Interest paid	(19,032)	(31,018)
Tax paid		(1,044,488)
Net cash from operating activities	(5,134,997)	
CASH FLOWS FROM INVESTING ACTIVITIES:		
Proceeds from sale of property, plant & equipment		
Purchase of property, plant & equipment		
Net cash used in investing activities		
CASH FLOWS FROM FINANCING ACTIVITIES:		
Proceeds/(Repayment) of borrowings		
Net cash used in financing activities		
Net increase / (decrease) in cash and cash equivalents	(5,134,997)	
Cash and cash equivalent at beginning of year (Note 14)	51,337,684	
Cash and cash equivalent at end of year (Note 14)	45,863,875	51,337,684



GENERAL INFORMATION

Riroy Company Limited is incorporated and domiciled in Kenya under the Kenyan Companies Act as a private company limited by shares, and is domiciled in Kenya. The address of its registered office and principal place of business is Imenti Tom Mboya Street, P.O Box 1296-00600 Nairobi. The principal activities of the company is to deal in selling of wholesale & retail.

1 BASIS OF PREPARATION AND SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

These financial statements have been prepared on a going concern basis and in compliance with the International Financial Reporting Standard for Small and Medium-sized Entities (IFRS for SMEs) issued by the International Accounting Standards Board. They are presented in Kenya Shillings(Kshs). The measurement basis used is the historical cost basis except where otherwise stated in the accounting policies below.

The financial statements of the previous year were prepared in accordance with full International Financial Reporting Standards. There are no prior period adjustments to be passed in accordance with the transition procedures set out in the IFRS for SMEs.

a Revenue recognition

Revenue from sales of goods is recognised when the goods are delivered and title has passed. Revenue from sale of services is recognised upon performance of the service and customer acceptance based on the proportion of actual service rendered to the total services to be provided. Revenue is measured at the fair value of the consideration received or receivable, net of discounts and VAT.

b Inventories

Inventories are stated at the lower of cost & selling price less costs to complete and sell. Cost is calculated using first-in, first-out (FIFO) method.

c Impairment of tangible assets

At each balance sheet date, the company reviews the carrying amount of its tangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

The recoverable amount represents the greater of the net selling price and the value in use. If the recoverable amount of an asset is estimated to be less than its carrying amount, the carrying amount of the asset is reduced to its recoverable amount. An impairment loss is recognised as an expense immediately, unless the relevant asset is carried at revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Where an impairment loss subsequently reverses, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but only to the extent that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognized for the asset in prior years. A reversal of an impairment loss is recognised in income immediately, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

d Property, plant & equipment

All categories of property, plant and equipment, including investment property, are measured at historical cost less accumulated depreciation and accumulated impairment losses.

1 SIGNIFICANT ACCOUNTING POLICIES (continued)

d Property, plant & equipment

Subsequent costs are included in the asset's carrying value 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. Repairs and maintenance is charged to the profit and loss account in the year to which it relates.

Depreciation is calculated using the reducing balance method to write down the cost of each asset to its residual value over its estimated useful life using the following annual rates:

Motor Vehicles 25%
Furniture, Fittings & Equipment 12.5%
ETR Machine 30%

If there is an indication that there has been a significant change in depreciation rate, useful life or residual value of an asset, the depreciation of that asset is revised prospectively to reflect the new expectations.

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

Gains and losses on disposal of property, plant and equipment are determined by reference to their carrying amount and are taken into account in determining operating profit.

e Borrowing costs

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

f Cash and Cash equivalents

These comprise cash on hand and at bank, bank overdrafts and short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to and insignificant risk of changes in value.

g Financial assets

Investments in quoted shares are initially recognised at the transaction price and subsequently measured at fair value, with changes in fair value being recognised in profit or loss. Fair value is determined using the quoted bid price at the reporting date.

Trade and other receivables are initially recognised at the transaction price. Most sales are made on the basis of normal credit terms, and the receivables do not bear interest. Where credit is extended beyond normal credit terms, receivables are measured at amortised cost using the effective interest method.

At the end of each reporting period, the carrying amounts of trade and other receivables are reviewed to determine whether there is any objective evidence that the amounts are not recoverable. If so, an impairment loss is recognised immediately in profit or loss.

h Financial liabilities

Debt and equity instruments are classified as either financial liabilities or as equity in accordance with the substance of the contractual arrangement.



1 SIGNIFICANT ACCOUNTING POLICIES (continued)

i Share capital, share premium and dividends

Ordinary shares are recognised at par value and classified as 'share capital' in equity. Any amounts received from the issue of shares in excess of the par value are classified as 'share premium' in equity. Dividends are recognised as a liability in the year in which they are declared.

j Provision

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

k Comparatives

Where necessary, comparative figures have been adjusted to conform with changes in presentation in the current year.

1 Income Tax

Income tax expense represents the sum of the tax currently payable and deferred tax. The tax currently payable is based on taxable profit for the year. Taxable profits defer from net profit as reported in the income statement as it is adjusted in accordance with the Kenyan Income Tax Act. The company's liability for current tax is calculated using tax rates that have been enacted by the balance sheet date.

Deferred tax is the tax expected to be payable or recoverable on the differences between the carrying amounts of the assets and the liabilities in the financial statements on the corresponding tax bases used in the computation of the taxable profit (known as temporary differences), and is accounted for using the balance sheet liability method.

Deferred tax liabilities are recognised for all taxable temporary differences and deferred tax assets are recognised for all temporary differences that are expected to reduce taxable profits in the future and only to the extent that it is probable that future taxable profits will be available against which deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet 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 directly to equity, in which case the deferred tax is also dealt with in equity.

Deferred tax assets and liabilities are offset when they relate to income taxes levied by the same taxation authorities and an entity within the company intends to settle its current tax assets and liabilities on a net basis.

m Receivables

Receivables are carried at anticipated realisable value. An estimate is made for doubtful receivables based on a review of all outstanding amounts at the year end. Bad debts are written off in the year in which they are identified.

11(0) 1

1 SIGNIFICANT ACCOUNTING POLICIES (continued)

n Employee benefits - post-employment benefits

The company and its employees also contribute to the National Social Security Fund (NSSF), a national defined contribution scheme. Contributions are determined by local statute and the company's contributions are charged to profit or loss in the year to which they relate.

2 CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

The preparation of financial statements in conformity with International Financial Reporting Standard for Small and Medium-sized Entities requires the use of certain accounting estimates. It also requires management to exercise its judgement in the process of applying company's accounting policies. The critical areas of accounting estimates and judgments in relation to the preparation of these financial statements are as set out below:

a Property and equipment

Critical estimates are made by the directors in determining the useful lives and residual values of property, plant and equipment based on the intended useful lives of the assets. Subsequent changes in circumstances such as technological advances or prospective utilisation of the assets concerned could result in the actual useful lives or residual values differing from initial estimates.

b Inventories

Critical estimates are made by the directors in determining other costs to be included in the cost of inventories to the extent that they are incurred in bringing the inventories to their present location and condition.

3 <u>REVENUE</u>	2022 Kshs.	2021 Kshs.
Sales	23,318,966	52,224,405
	23,318,966	52,224,405
4 COST OF SALES		
Purchases	11,484,725	32,813,500
Direct expense	1,962,191	3,200,580
Direct wages	2,659,314	6,995,854
Closing stock		-
O statement of	16,106,230	43,009,934
Total cost of sales	16,106,230	43,009,934



Page 12

	2022	2021
5 <u>ADMINISTRATIVE EXPENSES</u>	Kshs.	Kshs.
Employment:		
Salaries and wages	240,000	565,32
Total employment costs	240,000	565,323
Other administration costs:		
Accountancy fees	24,000	24,000
Auditors remuneration	75,000	75,00
Computer expenses	375,425	415,45
Directors remuneration	950,000	950,000
Electricity and water	605,964	860,293
Insurance	130,098	420,758
Licences	10,000	222,880
Motor vehicle running expenses	898,659	1,050,200
Postage, telephone & internet	415,892	655,963
Printing & Stationery	536,985	886,978
Security expenses	415,895	625,284
Transport	125,854	589,526
Cleaning expenses	225,692	398,692
Total other administration expenses	4,789,464	7,175,027
Total administrative expenses	5,029,464	7,740,348
	-	
	2022	2021
OTHER OPERATING EXPENSES	Kshs.	Kshs.
Depreciation of property, plant & equipment	316,104	404,153
	316,104	404,153
FINANCE COSTS		
Paula danna and Paula		
Bank charges and interests	19,032	31,018
	19,032	31,018

8 PROFIT BEFORE TAX

The following items have been recognised as expenses (income) in determining profit before tax:

	2022 Kshs.
Depreciation of property, plant & equipment	316,104
Auditors remuneration	75,000

2021 Kshs. 404,153 75,000

	At 1st January 2021	Cash Flows	At 31st December 2022
	Kshs.	Kshs.	Kshs.
Cash in hand			
Cash at bank	51,337,684	(5,473,809)	45,863,875
	51,337,684	(5,473,809)	45,863,875
Bank overdraft	-		
	51,337,684	(5,473,809)	45,863,875

10 PROPERTY, PLANT AND EQUIPMENTS (refer Page 19)

11 TRADE AND OTHER PAYABLES	2022 Kshs.	2021 Kshs.
Trade payables	415,261	997,653
Accruals	75,000	75,000
	490,261	1,072,653



12	TAXATION	2022	2021
a	Income Statement	Kshs.	Kshs.
	Current tax applicable rate 30%	112,588	317,920
	Deferred tax		*
	Tax charge	112,588	317,920
b	Balance sheet		
	At 1st January		=
	Corporation tax for the year	578,967	1,383,300
	Withholding tax paid	(466,379)	:=
	At 31st December	112,588	317,920
			19
C	Reconciliation of tax charge to expected tax based on		
	accounting profit		
	Accounting profit before tax	1,848,136	1,038,952
	Tax applicable rate of 30%	554,441	311,686
	Tax effect of expenses not deductible for tax and non	33.7111	011,000
	taxable income	24,526	
	Deferred tax provision for the year	24,020	
	Current tax charge	578,967	311,686
13	DIRECTORS ACCOUNT	2022 Kshs.	2021 Kshs.
	Mrs.Catherine Njeri Kamuyu	21,470,088	24,582,416
	Mr. Nicholas Kinyua Gacharii	22,546,368	26,150,885
		44,016,456	50,733,301
14	SHARE CAPITAL AUTHORISED		
	1,000 Ordinary shares of Kshs 100 each	100,000	100,000
	ISSUED & FULLY PAID UP		,
	10 Ordinary shares of Kshs 100 each	100,000	100,000
	Advance towards share capital		
		100,000	100,000

10 PROPERTY, PLANT AND EQUIPMENT

	Land & Buildings	Motor Vehicles	Furniture, Fittings & Equipment	Office Equipment	Total
COST					
COST At 1st January, 2022		1,200,960	480,855	350,452	2,032,267
Additions		1,200,500	-	-	-
Disposals	_	-	-	_	
At 31st December, 2022	: .	1,200,960	480,855	350,452	2,032,267
DEPRECIATION					
At 1st January, 2022	=	300,240	60,107	43,807	404,154
Charge for the Year	-	225,180	52,594	38,331	316,104
Disposal	-		.e.	-	
At 31st December, 2022		525,420	112,701	82,137	720,258
CARRYING AMOUNT					
At 31st December, 2022		675,540	368,155	268,315	1,312,009
At 31st December, 2021		900,720	420,748	306,646	1,628,114



RIROY COMPANY LIMITED TAX COMPUTATION - 2022

W.D.V as at 31.12.2022

TAX COMPUTATION - 2022			
<u>PIN NO:</u> <u>P051318313U</u>			
	Kshs.	Kshs.	
Profit before tax		1,848,136	
Add:		f	
Depreciation	316,104		
		316,104	
•		2,164,240	
Less: Wear and tear deduction	(224.250)		
wear and tear deduction	(234,350)	(234,350)	
Adjusted taxable business profit		1,929,890	
Losses B/fwd	=		
Taxable profit	 =	1,929,890	
TAXABLE INCOME			
Total Tax liability@ 30%	=	578,967	
Witholding tax paid		(466,379)	
Tax Payable	_	112,588	
WEAR AND TEAR SCHEDULE			
	Class A	Class B	Total
	25% Kshs.	10.0% Kshs.	Kshs.
	KSHS.	NSIIS.	KSRS.
W.D.V as at 01.01.2022	675,540	654,654	1,330,194
Additions	# #	45. 12 1	\$ 0.00 \$
Disposals	s	**	-
	675,540	654,654	1,330,194
Wear and tear allowance	(168,885)	(65,465)	(234,350)
141 15 17 1 01 10 0000	FO/ / HH	F00 400	4 000 0

506,655

589,189



1,095,844