SEVEN-UP BOTTLING COMPANY PLC

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Annual Report & Accounts

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Board of Directors and Corporate Information

Chairman	–	Faysal El-Khalil, O.O.N. (Lebanese)
Managing Director	–	Sunil Sawhney (Indian)
Directors	–	Chief Farid El-Khalil (Lebanese) Otunba (Dr.) Adekunle Ojora, O.F.R., C.O.N. *Alternate* - Adegboyega Ojora Alhaji Ahmadu Yaro Chief Emmanuel N. Nwokoro Mallam Mohammed Hayatu-Deen, O.O.N. Ziad A. El-Khalil (Lebanese) Femi Mokikan
Secretaries	–	Equity Services Limited, Jimade House, 2, Ojuelegba Road, Yaba, Lagos.
Registered Office	–	247, Moshood Abiola Way, Ijora, Lagos.
Registrar And Transfer Office	–	Union Registrars Limited 2, Burma Road, Apapa – Lagos.
Auditors	–	Egunjobi, Adegbite & Co. (Chartered Accountants), 9, Turton Street, Yaba, Lagos.
Members Of The Audit Committee	–	Chief Emmanuel Osikoya - (Chairman) N. O. Oladimeji S. K. Bada (Mrs.) Otunba (Dr.) Adekunle Ojora, O.F.R., C.O.N. Chief Farid El-Khalil Femi Mokikan

Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the 50th Annual General Meeting of the Members of Seven-Up Bottling Company Plc will be held at the Agip Recital Hall, Muson Centre, 8/9, Marina, Onikan, Lagos on Wednesday 4th November, 2009 at 11.00 o'clock in the forenoon to transact the following business:

ORDINARY BUSINESS

1. To receive the report of the Directors and the audited Financial Statements for the year ended 31st March, 2009 and the reports of the Auditors and Audit Committee thereon.
2. To declare a Dividend.
3. To re-elect retiring Directors.
4. To approve the remuneration of the Directors.
5. To authorise the Directors to fix the remuneration of the Auditors.
6. To elect Members of the Audit Committee.

BY ORDER OF THE BOARD

A. OLUKOYA
PP: EQUITY SERVICES LIMITED
(Secretaries)

Dated: 28th August, 2009.

PROXY

A member of the Company entitled to attend and vote at the Annual General Meeting is entitled to appoint a proxy to attend and vote instead of him/her and such proxy need not be a member of the Company. To be effective, proxy forms should be duly completed and stamped and must be deposited at either the Registered Office of the Company or the office of The Registrar not less than 48 hours before the time for holding the meeting. A detachable proxy form is at the end of the Annual Report booklet sent to each shareholder.

NOMINATION FOR AUDIT COMMITTEE

Pursuant to section 359(5) of the Companies and Allied Matters Act Cap C20, Laws of the Federation of Nigeria 2004 any member may nominate a shareholder as a member of the Audit Committee by giving notice in writing of such nomination to reach the Company Secretary at least 21 days before the Annual General Meeting.

CLOSURE OF REGISTER AND TRANSFER BOOKS

The Register of Members and Transfer Books will be closed from Monday 28th September, 2009, to Friday 9th October, 2009 both days inclusive.

PAYMENT OF DIVIDEND

If the dividend recommended by the Directors is approved, it will be paid net of appropriate withholding tax to shareholders whose names appear on the Register of Members at the close of business on Friday 25th September, 2009 and the warrants will be posted on 11th November, 2009.

Chairman's Statement

Eminent Chiefs, distinguished Shareholders, Ladies and Gentlemen, it is indeed my pleasure to welcome you to the Fiftieth Annual General Meeting of Seven-Up Bottling Company Plc and to present before you the Annual Report and Accounts for the year ended 31st March, 2009.

REVIEW OF ACTIVITIES

The improvement witnessed in the economy in the previous year continued till the first half of the year under review. The macroeconomic variables such as inflation, interest and exchange rates remained stable during this period and had a positive impact on the economy. The major contributor to the stability of the economy was the high price of crude oil which peaked to ₦147 per barrel in July 2008. However, this led to a sharp increase in the domestic price of diesel, which resulted in a significant increase in the operating cost.

We witnessed in the second half of the year, the sudden collapse of Lehman Brothers and the close to bankruptcy situation of the major international banks and other financial institutions. This triggered the unprecedented global economic meltdown described by the former Federal Reserve Board Chairman, Alan Greenspan, as "once in a century" financial crisis which saw the World's major economies going into a tail spin. The bailout packages and fiscal measures announced by the governments of these countries averted a complete collapse and a possibility of another Great Depression. While the global financial crisis was having crippling effects on the World's economies, the Nigerian economy remained largely unaffected by this economic downturn. The Naira exchange rate remained stable against the US dollar up to November while the World's major currencies depreciated significantly against it.

As the global financial crises deepened towards the end of 2008, the demand for oil declined and as a result the international crude oil prices crashed to $37 per barrel, a level probably no one could have ever imagined only few months ago. This sharp decline in oil prices, restiveness in the Niger Delta, flight of capital and declining foreign exchange reserves made the situation worse, thus putting the Naira under immense pressure. This situation led to a sudden devaluation of the Naira by almost 25%. As the international stock markets crashed, the Nigerian Stock Exchange share price index also tumbled. The significant exposure of Nigerian banks to the capital market and cancellation of foreign credit lines led to a tight liquidity position, forcing the banks to raise interest rates and in some cases call up the loans. The high exchange and interest rates pushed the cost of imported materials substantially and the rising inflation also led to price increase in general.

The congestion at the ports also began to take its toll on imports and the resulting delay in the clearance of goods from the ports had its attendant effect on the availability and prices of raw materials and also led to stockpiling.

The above challenges were further compounded by perennial power outages, poor state of infrastructure and worsening security situation. Security to life and property is still a major problem across the country. We look forward to the efforts of the government in tackling these problems.

TRADING RESULTS

Despite these monumental challenges, the company has been able to achieve good results largely by devising and successfully implementing innovative marketing and cost saving strategies, with particular emphasis on energy conservation.

The turnover of the company rose to ₦34.864 billion in 2009 from ₦30.572 in 2008 representing an increase of 14 % over the previous year. The operating profit equally increased from ₦3.283 billion in 2008 to ₦4.138 billion in 2009 showing an increase of 26% over the prior year. However, our profit before tax declined from ₦2.481 billion in 2008 to ₦2.223 billion in 2009 due to exchange losses incurred on foreign currency loans after sudden devaluation of Naira in December 2008 and higher interest cost on Naira loans. The profit after tax declined marginally from ₦1.609 billion in 2008 to ₦1.530 billion in 2009.

FUTURE OUTLOOK

Nigeria faced its share of challenges in the first half of 2009, as the full effects of the global crisis kicked in. Initial feelings that Nigeria may not be significantly affected by the crisis have turned out to be misplaced. The economy does not appear to be out of the woods just yet, with oil production levels continually threatened, militant activities more rife than ever, and challenging times ahead for the financial system. However, the initiatives that the Central Bank of Nigeria (CBN) has taken including the ₦420 billion bailout package should restore stability and provide confidence in the financial markets. The Capital Market appears to have gone through the worst and the forecasts indicate a gradual improvement in the index and market performance.

Given the above scenario, I am pleased to assure you that our company is well positioned to weather the current economic situation. We are committed to carry on with our growth agenda, introducing new products and packages to meet the expectations of the marketplace and consumers. The company has invested substantial resources to expand and upgrade its manufacturing capacity and strengthen sales and distribution systems. This has and will continue to enable us deliver value to our end consumer. The sales and marketing initiatives taken by the company will put us in a good position to harness the opportunities that will arise in the market place. We anticipate that, despite the tough business climate, the financial results for the current year will be in line with our expectations.

CONCLUSION

In conclusion, I would like to thank all the numerous customers and consumers who have supported us through the year with their patronage and we assure them of our commitment to continue delivering value to them. I also take this opportunity to thank the Board, the Management and Staff of the company in displaying a very strong commitment and professionalism to the business. Lastly, but not the least, I thank all of you, our shareholders, for the confidence and trust that you have entrusted in your company. This commitment from all our stakeholders gives us greater resolve to accomplish and surpass our goals in the years to come.

FAYSAL EL-KHALIL
Chairman

Financial Highlights

	2009 ₦000	2008 ₦000
Turnover	34,864,287	30,572,218
Profit Before Taxation	2,223,436	2,480,798
Profit After Taxation	1,529,674	1,608,910
Dividend Proposed	768,708	768,708
Capital Expenditure	6,428,683	4,695,291
Capital Employed/Shareholders' Fund	7,984,017	7,223,047
Earnings Per Share (Kobo)	298	314
Proposed Dividend Per Share (Kobo)	150	150
Net Assets Per Share (Kobo)	16	14
Dividend Cover (Times)	2	2

Report of the Directors

The Directors are pleased to submit to the members of the Company their report together with the audited financial statements for the year ended 31st March, 2009.

PRINCIPAL ACTIVITIES

The Company is principally engaged in bottling and marketing of soft drinks including the brands – 7Up, Mirinda, Pepsi, Teem Lemon, Mountain Dew and Aquafina bottled water. The various brands and products continued to enjoy consumers preference.

RESULTS FOR THE YEAR

	31/03/09	31/03/08
	₦'000	₦'000
TURNOVER	34,864,287	30,572,218
Profit before Taxation	2,223,436	2,480,798
Taxation	(693,762)	(871,888)
Profit After Taxation	1,529,674	1,608,910

LEGAL FORM

The Company was incorporated as a Private Limited Liability Company on 25th June, 1959 under the name Seven-Up Limited. On 16th May, 1960, the name was changed to Seven-Up Bottling Company Limited and in 1978 it became a Public Company. The name "Seven-Up Bottling Company Plc" was adopted on 26th November, 1991 in compliance with the provisions of the Companies and Allied Matters Act 1990. Currently, the Company's shares are quoted on the floor of the Nigerian Stock Exchange.

DIVIDEND

The Directors recommend to members the payment of a dividend of ₦768,708,435 representing ₦1.50k per share. If the dividend recommended by the Directors is approved by members, it will be paid subject to deduction of withholding tax at the appropriate rate.

BOARD OF DIRECTORS

The names of the Directors are listed on page 2 of this report.

Since the last Annual General Meeting, Mr. Malcolm Jay Gibbons resigned as Managing Director of the Company, having served the company very well in that capacity.

The Board of Directors expresses its deep gratitude to Mr. Gibbons for his invaluable contributions to the growth of the Company and wishes him the best in his future endeavours.

On 22nd May, 2009, Mr. Sunil Sawhney became the new Managing Director of the Company in place of Mr. Gibbons. In accordance with the Companies and Allied Matters Act, Mr. Sunil Sawhney will retire at the forthcoming Annual General Meeting and being eligible offers himself for re-election.

In accordance with the Company's Articles of Association, Mr. Faysal El-Khalil, OON and Mallam Mohammed Hayatu-Deen, OON, are the Directors retiring by rotation and being eligible they offer themselves for re-election.

DIRECTORS' INTERESTS

(1) **Interests in Shares** – The interests of the Directors in the issued and paid up share capital of the Company as recorded in the Register of Members and/or as notified by them for the purposes of sections 275 and 276 of the Companies and Allied Matters Act, Cap C20 Laws of the Federation of Nigeria 2004 are as follows:

NAMES	HOLDINGS	
	28/8/2009	31/8/2008
Alhaji Ahmadu Yaro	334,091	440,295
Otunba (Dr.) A. Ojora O.F.R., C.O.N	1,802,108	1,802,108
Chief Emmanuel N. Nwokoro	1,171,875	1,171,875
Mallam Mohammed Hayatu-Deen O.O.N	-	-
Mr. Faysal El-Khalil O.O.N	-	-
Chief Farid EL-Khalil	-	-
Mr. Malcolm Jay Gibbons	-	-
Mr. Ziad A.El-Khalil	-	-
Mr. Femi Mokikan	-	-
Mr. Adegboyega Ojora (Alternate)	55,458	55,458

There was no change in the above holdings up to 28th August, 2009.

(2) **Interests in Contracts** - None of the Directors has notified the Company of any declarable interest in contracts with which the Company was involved during the year ended 31st March, 2009 for the purpose of section 277 of the Companies and Allied Matters Act Cap C20 Laws of the Federation of Nigeria 2004.

DIRECTORS' RESPONSIBILITIES

In accordance with the provisions of Sections 334 and 335 of the Companies and Allied Matters Act Cap C20 Laws of the Federation of Nigeria 2004 the Company's Directors are responsible for the preparation of Financial Statements which give a true and fair view of the affairs of the Company as at the end of the financial period and its results for that period and comply with the provisions of the Act. These responsibilities include ensuring that:

(i) adequate internal control procedures are instituted to safeguard assets, prevent and detect frauds and other irregularities;

(ii) proper accounting records are maintained;

(iii) applicable accounting standards are followed and

(iv) suitable accounting policies are used and consistently applied.

CORPORATE GOVERNANCE

Seven-Up appreciates the importance of good corporate governance as a veritable tool for sustaining business growth as well as protecting and enhancing stakeholders' interests.

The company is committed to strictly adhering to the code of best practices on corporate governance in the conduct of its business, complying with all statutory requirements and adopting best ethical practices in its operations that will have positive effects on its workforce as well as the environment in which it operates.

The Board has in place the following committees:

(1) **MANAGEMENT COMMITTEE**
The Management Committee is an executive committee which comprises of three members of the Board of Directors including the Managing Director who is the Chairman of the Committee. It is responsible for taking urgent ad-hoc management decision on behalf of the Board.

(2) **AUDIT COMMITTEE**
In accordance with section 359(2) of the Companies and Allied Matters Act Cap C20 Laws of the Federation of Nigeria 2004, the Audit Committee of the Company comprises of three Directors and three shareholders who were elected at the last Annual General Meeting of the Company. The Committee is chaired by a member representing the shareholders and meets regularly to carry out its functions as stipulated in section 359(6) of the Act.

FINANCIAL CONTROLS

As required by the Nigerian Statements of Accounting Standards, the company gives priority to the establishment of financial, operational and internal controls in order to ensure that relevant and reliable financial information are generated for use in decision-making and also to ensure that the company's assets are safeguarded and that proper accounting records are maintained.

SHAREHOLDERS RIGHTS

The company maintains cordial relationship with shareholders and indeed, all stakeholders. Shareholders are provided with information on the Company's performance through copies of the Annual Report and Accounts produced and circulated after the year end together with the notice of Annual General Meeting. At each general meeting, issues relating to the performance of the company are discussed and shareholders have the opportunity to ask questions and pass comments on the accounts laid before them and the affairs of the Company in general.

CORPORATE SOCIAL RESPONSIBILITY

As a socially responsible organization, the Company remains convinced that accountability for social and environmental performance should move in sympathy with enhanced shareholders value. As such, the company is committed to implementing policies and processes that clearly relate a strong sense of our obligations to the community in which we operate with business growth. We focus our attention on youth development, care of the less privileged and improvement of lives of children among others. Review of these areas of focus is an on-going exercise not only to ensure that they align with the company's policy, but also to identify areas that require improvement.

In line with the company's environmental policy, we are mindful of the impact of our manufacturing operations as well as the distribution of our products. Some key plants are now powered by natural gas while out treatment of industrial effluent meet the standard set by environmental authorities.

ANALYSIS OF SHAREHOLDINGS AS AT 31ST MARCH, 2009.

RANGE			NO. OF HOLDERS	PERC.	UNITS	PERC.
1	-	5,000	32,292	92.54%	33,197,054	6.48%
5,001	-	10,000	1,333	3.82%	9,570,047	1.87%
10,001	-	50,000	989	2.83%	20,413,850	3.98%
50,001	-	100,000	114	0.33%	8,066,914	1.57%
100,001	-	500,000	135	0.39%	28,681,522	5.60%
500,001	-	1,000,000	13	0.04%	8,938,631	1.74%
1,000,001	and Above		20	0.06%	403,604,272	78.76%
Grand Total			34,896	100.00%	512,472,290	100.00%

SUBSTANTIAL SHAREHOLDER

As contained in the Register of Members, AFFELKA S.A. held 370,187,852 ordinary shares representing 72.2% of the issued share capital of the company as at 10th August, 2009. No other shareholder held 5% or more of the share capital of the company as at that date.

FIXED ASSETS

Fixed assets worth ₦6,428,683,538 were acquired in the year under review. Detailed information on fixed assets is contained in Note 5 to the accounts. It is the opinion of the Directors that the market value of the company's fixed assets is not less than the value shown in the accounts.

DONATIONS/CHARITABLE GIFTS

The Company expended the sum of ₦4,630,000 by way of donations and charitable gifts during the year under consideration. The analysis is as follows:

	AMOUNT ₦
Seeing is Believing - Eradication of Blindness	2,000,000
Children Day Celebration 2008	100,000
Obafemi Awolowo University - 3rd Annual Workshop	820,000
Abete Youths	60,000
Rehabilitation of Road - Ijora Oloye/Apapa	1,650,000
	4,630,000

No donation was made to any political party or for any political purpose.

PERSONNEL

The Company's employment position as at the end of the year was as follows:

	31/03/09	31/03/08
Management	161	164
Senior	413	377
Junior	2,944	2,917
	3,518	3,458

EMPLOYMENT OF DISABLED PERSONS

The Company adheres strictly to its policy of non-discrimination in considering applications for employment including those of disabled persons. Employment positions in the company are based on merit and applicants ability to perform. There were two physically challenged persons in the employment of the company in the year under consideration.

HEALTH, SAFETY AND WELFARE

The Company places great emphasis on the safety of its employees and others connected with its operations. As such, all practicable measures are taken to prevent personal injury and to provide and maintain healthy and safe environment in all its operations.

Employees are safety conscious in all they do and they are well trained in the use of fire fighting and other safety equipment.
Canteens, where nutritious meals are served at highly subsidized rates, are provided at every plant for the benefit of all employees.
The Company continues to maintain and improve upon the healthcare services provided to all employees and their nuclear families through its well equipped clinics at the plants and other healthcare centres retained by the Company.

EMPLOYEES INVOLVEMENT AND TRAINING

The relationship between the company and its employees is cordial. Regular dialogue takes place between Management and representatives of the staff union on the goings –on in the organization and on matters which particularly affect them as employees. Effective channels of communication exist to keep employees abreast of the company's performance and progress and to encourage them in making meaningful contributions to the growth of the organization.
Employees attend both in-house and external training courses while deserving ones are sent on overseas courses under the Pepsi International Training arrangement.

PRODUCT DISTRIBUTION

The Company distributes its products through its depots located throughout the country.

ACQUISITION OF OWN SHARES

The Company did not acquire its own shares during the year under review.

AUDITORS

The Company's Auditors, Messrs Egunjobi, Adegbite & Co have expressed their willingness to continue in office as required under section 357(2) of the Companies and Allied Matters Act, CAP C20 Laws of the Federation of Nigeria 2004. A resolution will be proposed at the Annual General Meeting authorizing the Directors to determine their remuneration.

BY ORDER OF THE BOARD

A. OLUKOYA.
PP: EQUITY SERVICES LIMITED
(COMPANY SECRETARIES)

DATED: 28th August, 2009.

Report of Independent Auditors

Egunjobi, Adegbite & Co.
CHARTERED ACCOUNTANTS

9, TURTON STREET, YABA
G.P.O. BOX 7625
LAGOS, NIGERIA
TEL: 7744149, 4731475
Email address: egunade2004@yahoo.com
OTHER OFFICES: KADUNA AND IBADAN

TO THE MEMBERS OF SEVEN-UP BOTTLING COMPANY PLC

We have audited the financial statements set out on pages 17 to 31 which have been prepared on the basis of the accounting policies set out on page 14-16.

RESPONSIBILITY OF DIRECTORS FOR THE FINANCIAL STATEMENTS

As stated on page 8, the company's Directors are responsible for the preparation of the financial statements in accordance with Nigerian Statements of Accounting Standards and with the requirements of the Companies and Allied Matters Act, CAP C20 LFN 2004.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, either due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

AUDITORS' RESPONSIBILTY

Our responsibility is to express an independent opinion on the financial statements based on our audit. We conducted our audit in accordance with International Standards on Auditing. These Standards require us to comply with ethical requirements and plan and perform our audit to obtain reasonable assurance that the financial statements are free from material misstatement.

An audit involves performing tests and procedures to obtain audit evidence about the amounts and disclosures in the financial statements. The tests and procedures selected would depend on the auditors' judgment, including the assessment of the risks of material misstatement of the financial statement, whether due to fraud or error. In making those risk assessments, the auditors consider internal control relevant to the entity's preparation and fair presentation of the financial statements in order to design audit tests and procedures that are appropriate, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.

An audit also includes evaluating the appropriateness of accounting policies used and the reasonableness of accounting estimates made by the 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.

OPINION

In our opinion, the financial statements give a true and fair view of the state of affairs of the company at 31st March, 2009 and of the Profit and Cash flow for the year ended on that date in accordance with Nigerian Statements of Accounting Standards and in manner required by the Companies and Allied Matters Act, CAP C20 LFN 2004.

REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS.

Compliance with the requirements of Schedule 6 of the Companies and allied Matters Act of Nigeria:

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

In our opinion, proper books of account have been kept by the Company and the Company's Balance sheet, the profit and loss account are in agreement with the books of accounts.

Egunjobi, Adegbite & Co
CHARTERED ACCOUNTANTS
Lagos, Nigeria.
28th August, 2009

INSTITUTE OF CHARTERED ACCOUNTANTS OF NIGERIA
179830

Partners: P. O. Maitanmi B. F. Kujimiyo B. O' James O. Adebanjo

Report of the Audit Committee

TO THE MEMBERS OF SEVEN-UP BOTTLING COMPANY PLC.

In accordance with the provisions of section 359(6) of the Companies and Allied Matters Act CAP C20 LFN 2004, we the members of the Audit Committee of Seven-Up Bottling Company Plc, having carried out our statutory functions, hereby report as follows:

1. That the accounting and reporting policies of the company are in accordance with legal requirements and agreed ethical practices.

2. That the scope and planning of the audit for the year ended 31st March, 2009 were adequate.

3. That having reviewed the External Auditors' findings and recommendations on management matters, we are satisfied with management's responses thereto.

4. That the External Auditors have issued an unqualified opinion in their Report set out on page 12.

Dated this 31st August, 2009

Chief Emmanuel Osikoya
Chairman, Audit Committee

MEMBERS OF THE AUDIT COMMITTEE

Chief Emmanuel Osikoya *(Chairman)*
N. O. Oladimeji
Otunba (Dr.) Adekunle Ojora, (O.F.R., C.O.N.)
S. K. Bada (Mrs)
Chief Farid El-Khalil
Femi Mokikan

Statement of Accounting Policies

1. BASIS OF PREPARATION OF ACCOUNTS

The Company's accounts are prepared under the historical cost convention except for fixed assets which would be carried at revalued amounts where there is revaluation of such assets by professional valuers.

2. FIXED ASSETS

2.1 Plant and Machinery

Plant and Machinery are stated at cost or at the revalued amount less accumulated depreciation.

- Any Borrowing costs that are directly attributable to Plant and Machinery are capitalised up to the point they are put into use.
- Plant and Machinery under construction are categorised as capital work-in-progress. Cost of construction comprises of those costs that are directly related and other expenses attributable to such construction.

2.2 Other Fixed Assets

(i) These are also stated at cost or valuation less accumulated depreciation.

(ii) Other fixed assets under construction like Buildings are also disclosed as capital - work in progress from where they are reclassified at completion.

2.3 Fixed Assets Revaluation Reserves

Surpluses/(deficits) arising from revaluation of Individual Fixed Assets are credited/(debited) to the fixed assets revaluation reserve account which is non-distributable.

Revaluation deficits in excess of the amount of prior revaluation surpluses on the same assets are charged to the profit and loss account.

2.4 On disposal of previously revalued fixed assets an amount equal to the revaluation surplus attributable to such assets is transferred from the Fixed Assets revaluation reserve to Revenue Reserve.

2.5 The company's Fixed Assets were last revalued by Professional Valuers on the basis of free Market Value as at 31st March, 1980. The assets involved have been fully depreciated to date. Subsequent additions were stated at cost.

2.6 Depreciation

Depreciation of fixed assets has been calculated on a straight line basis at the following principal annual rates in order to write off the cost or valuation of the assets over their expected useful lives:

Freehold Land	Nil
Buildings	5%
Plant and Machinery	15%
Motor Vehicles	20%
Furniture, Fittings & Equipment	10%
Advertising and Computer Equipments	25%

(i) Assets are not depreciated until they are put into use.

(ii) Capital work in progress is not depreciated. Upon completion the attributable cost of each asset is transferred to the relevant assets category immediately the asset is available for use and depreciated accordingly.

(iii) Gains or losses on disposal of fixed assets are included in the profit and loss account.

Statement of Accounting Policies (Contd.)

3. **STOCKS**

Stocks are valued at the lower of cost and net realisable value except for finished product which is valued at direct cost of materials and appropriate portion of overheads as follows:-

Raw Materials	-	Actual cost of purchase or landed cost.
Finished products and products in process	-	average cost of direct materials and labour plus a proportion of production overheads based on normal level of activity.
Returnable packaging materials (Bottles, cases and pallets)	-	Deposit Value which is equal to the net realisable value.

4. **DEBTORS**

Debtors are stated net of provision for bad and doubtful debts (where such debts are doubtful of recovery).

5. **CASH AND CASH EQUIVALENTS**

Cash And Cash Equivalents include cash on hand, cash balances with banks. Commercial papers and investment in money market instruments.

6. **FOREIGN EXCHANGE TRANSACTIONS**

Transactions in foreign currencies during the year are converted to Naira at the exchange rates ruling at the transaction dates. Balances due to foreign creditors at year end (if any) are translated at the rate of exchange ruling at the Balance Sheet date. Profits and Losses arising therefrom (if any) are dealt with in the profit and loss account.

7. **INCOME TAX**

Income Tax is recognised in the profit and loss account. Current income tax is the expected income tax payable on the taxable income for the year using applicable statutory rates at balance sheet date.

8. **DEFERRED TAXATION**

Deferred Tax for all material timing differences is calculated by the liability method in accordance with the provision of the Nigerian Statement of Accounting Standard (SAS) No. 19 on income Taxes.

9. **TURNOVER**

Turnover represents the net value of sale of goods and services to third parties.

10. **RETIREMENT BENEFIT AND GRATUITY SCHEME**

10.1 The company operates contributory retirement benefits scheme for its Permanent staff based on the provisions of the New Pension Reform Act, 2004. The scheme is funded by contributions from Employees through payroll deductions while the company's contribution is charged to the profit and loss account. The rates applicable for each party is 7.5% Employees and 7.5% company, of the sum of Basic, Housing and Transport allowances.

10.2 The company also operates a gratuity scheme for its permanent Nigerian staff but the liability is recognised in full only on payment. The gratuity payable to staff upon retirement or resignation, are accrued for over the service lives of management and non-management staff of the company. The liability for employee retirement benefits is periodically determined by an independent actuarial valuation. This scheme is not funded but the company ensures that adequate arrangements are in place to meet its obligation under the scheme.

11. **PROVISIONS**

(i) A provision is recognised if, as a result of a past event, the company has a present obligations (legal or constructive) that can be reliably estimated. And it is probable that an outflow of economic benefits will be required to settle such obligation.

(ii) This is a new accounting policy arising from the Statement of Accounting Standard No. 23 (SAS23) issued by the Nigerian Accounting Standards Board on 1st June, 2006 and it became effective from 31st December, 2006. The effect of the adoption of this standard is shown in note 10.

12. **DIVIDENDS**

Dividends to Shareholders are recognised as liabilities only when declared by the Shareholders at the Annual General Meeting.

Profit and Loss Account

FOR THE YEAR ENDED 31ST MARCH, 2009

	NOTE	2009 ₦000	2008 ₦000
Turnover		34,864,287	30,572,218
Cost of Sales		(20,631,990)	(18,058,651)
Gross Profit		14,232,297	12,513,567
Selling & Distribution Expenses		(6,997,899)	(6,364,557)
Administration Expenses		(3,123,491)	(2,882,150)
		4,110,907	3,266,860
Other Income	2.3	27,066	16,511
Operating Profit		4,137,973	3,283,371
Interest Expenses & Similar Charges	1	(1,914,537)	(802,573)
Profit on Ordinary Activities before Tax		2,223,436	2,480,798
Tax on Profit on Ordinary Activities	3.1	(693,762)	(871,888)
Profit on Ordinary Activities after Tax Transferred to Revenue Reserves		1,529,674	1,608,910
Earning Per Share (Kobo)	17.1	298k	314k

Notes to the financial statements are on pages 20 to 28

Balance Sheet

AS AT 31 MARCH, 2009

	NOTE	2009 ₦000	2008 ₦000
FIXED ASSETS	5	18,592,815	14,240,755
CURRENT ASSETS			
Stocks	7	4,996,860	4,091,694
Debtors	8	4,083,530	3,193,034
Amount Awaiting Remittance To Overseas Suppliers		2,939,561	1,192,298
Cash at Bank & in Hand		1,267,085	1,264,429
		13,287,036	9,741,455
Creditors: Amount falling due within one year			
Borrowings	9	(8,869,448)	(4,215,212)
Trade Creditors		(1,618,142)	(1,310,765)
Other Creditors and Accruals	10	(609,977)	(748,002)
Taxation	3.2	(520,105)	(478,456)
		(11,617,672)	(6,752,435)
Net Current Assets		1,669,364	2,989,020
Total Assets Less Current Liabilities		20,262,179	17,229,775
Creditors: Amount falling due more than one year			
Borrowings	11	(7,356,784)	(5,871,415)
PROVISIONS FOR LIABILITY & CHARGES			
Retirement Benefit	12	(2,255,799)	(1,828,984)
Deferred Taxation	3.3	(2,665,579)	(2,306,329)
NET ASSETS		7,984,017	7,223,047
CAPITAL AND RESERVES			
Called Up Share Capital	13.2	256,236	256,236
Share Premium	14	299,140	299,140
Fixed Assets Revaluation Reserves	15	4,993	4,993
Revenue Reserves	16	7,423,648	6,662,678
SHAREHOLDERS' FUND		7,984,017	7,223,047

FAYSAL EL-KHALIL
SUNIL SAWHNEY
} Directors

Notes to the financial statements are on pages 20 - 28

Cash Flow Statement

	NOTE	2009 ₦000	2008 ₦000
CASH FLOW FROM OPERATING ACTIVITIES			
Cash Flow from Ordinary Activities			
Receipts from Customers		34,814,654	30,282,409
Payments to Employees/Suppliers/Services		(29,826,619)	(25,267,783)
Other Income - Staff loan Int., Rent Received, Management fee Received and Sales of Scrap	2.3	17,014	11,829
Taxes Paid		(292,863)	(420,475)
Net Cash Provided by Operating Activities	4.1	4,712,186	4,605,980
CASH FLOW FROM INVESTING ACTIVITIES			
Proceeds from Sales of Fixed Assets		4,060	1,110
Interest Received		5,992	3,576
Payment for Purchase of Fixed Assets		(6,428,683)	(4,695,291)
Net Cash Utilised in investing Activities		(6,418,631)	(4,690,605)
CASH FLOW FROM FINANCING ACTIVITIES			
Loan Interest and Similar Charges		(1,914,537)	(802,573)
Dividend Paid		(768,704)	(666,214)
Net Cash Utilised in Financing Activities		(2,683,241)	(1,468,787)
Net Increase/(Decrease) in Cash and Cash Equivalent		(4,389,686)	(1,553,412)
Cash and Cash Equivalent at Beginning of Financial Year		(7,629,900)	(6,076,488)
Cash and Cash Equivalent at End of Financial Year	4.2	(12,019,586)	(7,629,900)

Notes to the financial statements are on pages 20 to 28

		2009	2008
1.	**INTEREST EXPENSES AND SIMILAR CHARGES**	₦000	₦000
	Charges:		
	Bank Charges	197,503	129,267
	Interest on Overdraft	326,759	63,798
	Foreign exchange loss	625,580	-
	Interest Payable on bank loans repayable wholly within five years	764,695	609,508
		1,914,537	802,573
2.	**PROFIT BEFORE TAXATION**		
	Profit before taxation is arrived at:		
2.1	**After Charging:**		
	Depreciation of Fixed Assets	2,076,622	1,694,858
	Directors' Emoluments	6,078	5,040
	Exchange Loss	625,580	0
	Auditors fees	8,000	8,000
2.2	**After Crediting:**		
	Profit on Assets disposal	(4,060)	(1,107)
	Rental Income from Property	(349)	(349)
	Management Fee Received	(48)	(48)
	Interest Received	(5,992)	(3,576)
2.3	**Other Income**		
	Interest on staff loans	930	904
	Profit on disposal of Fixed Assets	4,060	1,107
	Rent Received	349	349
	Management Fee Received	48	48
	Interest Received	5,992	3,576
	Sales of Scrap	15,687	10,527
		27,066	16,511
2.4	**Directors' Emoluments:**		
	(a) The Aggregate emoluments of the Directors were:		
	Fees	700	700
	Other Emoluments	5,378	4,340
		6,078	5,040
	(b) The Chairman's Emoluments totalled	2,168	1,920
	(c) The Emoluments of the highest Paid Director amounted to	3,210	2,520

(d) The table below shows the number of Directors of the company (excluding the Chairman) whose remunerations excluding pension contribution fell within the range shown:

N		N	2009	2008
01	to	100,000	7	7
1,810,001	to	1,820,000	0	1
1,910,001	to	1,920,000	1	0
2,510,001	to	2,520,000	0	1
2,980,001	to	2,990,000	1	0
			9	9

		2009	2008
2.5	**Staff Emoluments**		
(a)	The aggregate number of persons employed (excluding Directors) during the year was as follows:		
	Management	161	164
	Senior Staff	413	377
	Junior Staff	2,944	2,917
		3,518	**3,458**

(b) The table below shows the number of employees of the company who earns over ₦60,000 in the year and which felt within the ranges stated:

₦		₦	2009	2008	₦		₦	2009	2008
230,001	to	240,000	4	7	570,001	to	580,000	55	42
240,001	to	250,000	6	2	580,001	to	590,000	21	18
250,001	to	260,000	148	158	590,001	to	600,000	19	15
260,001	to	270,000	72	80	600,001	to	610,000	38	42
270,001	to	280,000	78	65	610,001	to	620,000	11	8
280,001	to	290,000	73	69	620,001	to	630,000	65	70
290,001	to	300,000	68	74	630,001	to	640,000	8	6
300,001	to	310,000	24	29	640,001	to	650,000	63	57
310,001	to	320,000	25	28	650,001	to	660,000	28	21
320,001	to	330,000	46	51	660,001	to	670,000	9	4
330,001	to	340,000	85	72	670,001	to	680,000	48	54
340,001	to	350,000	51	38	680,001	to	690,000	12	19
350,001	to	360,000	327	319	690,001	to	700,000	2	3
360,001	to	370,000	228	242	700,001	to	710,000	42	48
370,001	to	380,000	163	121	710,001	to	720,000	6	9
380,001	to	390,000	61	48	720,001	to	730,000	17	13
390,001	to	400,000	69	72	730,001	to	740,000	49	51
400,001	to	410,000	85	88	740,001	to	750,000	8	4
410,001	to	420,000	51	66	750,001	to	800,000	101	96
420,001	to	430,000	34	38	800,001	to	850,000	52	47
430,001	to	440,000	79	85	850,001	to	900,000	61	65
440,001	to	450,000	73	82	900,001	to	950,000	71	88
450,001	to	460,000	22	19	950,001	to	1,000,000	71	76
460,001	to	470,000	24	27	1,000,001	to	1,050,000	82	93
470,001	to	480,000	47	54	1,050,001	to	1,100,000	43	42
480,001	to	490,000	31	25	1,100,001	to	1,150,000	31	36
490,001	to	500,000	52	59	1,150,001	to	1,200,000	24	27
500,001	to	510,000	33	26	1,200,001	to	1,250,000	11	15
510,001	to	520,000	58	54	1,250,001	to	1,300,000	22	16
520,001	to	530,000	17	14	1,300,001	to	1,350,000	10	12
530,001	to	540,000	29	32	1,350,001	to	1,400,000	9	10
540,001	to	550,000	22	19	1,400,001	to	1,450,000	11	8
550,001	to	560,000	47	41	1,450,001	to	1,500,000	8	6
560,001	to	570,000	11	18	Above		1,500,000	167	115

		2009	2008
3	**TAXATION**	₦000	₦000
3.1	Tax Charge (per profit and loss account) based on the profit for the year		
	Income Tax	248,216	232,915
	Education Tax	86,296	83,582
	Deferred Tax Account	359,250	555,391
		693,762	871,888
3.2	**Tax Liability (per Balance Sheet)**		
	Opening Balance:		
	Income Tax	357,916	471,499
	Education Tax	120,540	110,935
		478,456	582,434
	Payments during the year:		
	Income Tax	(209,281)	(346,498)
	Education Tax	(83,582)	(73,977)
		(292,863)	(420,475)
	Provision for the year:		
	Income Tax	248,216	232,915
	Education Tax	86,296	83,582
		334,512	316,497
	Closing Balance		
	Income Tax	396,850	357,916
	Education Tax	123,255	120,540
		520,105	478,456

The amount provided for Income Tax on the profit for the year has been computed on the basis of the Company Income Tax rate of 30% in line with the Finance (Miscellaneous Taxation Provisions) Act 32 of 1996. Education Tax represents 2% of Assessable Profit in accordance with Education Tax Act No. 7 of 1993.

3.3 **Deferred Taxation:**

	₦000	₦000
Balance at 1st April, 2008	2,306,329	1,750,938
Charge to Profit and loss Account	359,250	555,391
Balance at 31st March, 2009	2,665,579	2,306,329

In accordance with the accounting policy on page 15 item (8) full provision was made in the year for deferred tax.

4.1 RECONCILIATION OF NET PROFIT TO NET CASH PROVIDED BY OPERATING ACTIVITIES

	2009 ₦000	2008 ₦000
Net Profit After Tax	1,529,674	1,608,910
Adjustment to Reconcile Net Profit to Net Cash Provided:		
Depreciation	2,076,622	1,694,858
Interest Received	(5,992)	(3,576)
(Profit)/Loss On Disposal	(4,060)	(1,107)
Interest And Similar Charges	1,914,537	802,573
Changes In Asset And Liabilities		
Increase in Stocks	(905,166)	119,676
(Increase)/Decrease In Debtors	(890,496)	(257,042)
Increase/(Decrease) In Creditors And Accruals	169,353	(332,209)
Increase/(Decrease) In Taxation	41,649	(103,978)
Increase In Retirement Benefit	426,815	522,484
Increase In Deferred Tax Provision	359,250	555,391
	3,182,512	2,997,070
Net Cash Provided By Operating Activities	4,712,186	4,605,980

4.2(a) Reconciliation of Cash and Cash equivalents

	2009 ₦000	2008 ₦000
Cash and Bank Balances	4,206,646	2,456,727
Bank Overdraft	(5,910,441)	(1,546,811)
Commercial Papers and Bankers Acceptance	(1,568,609)	(1,668,401)
Medium term loan	(8,747,182)	(6,871,415)
	(12,019,586)	(7,629,900)

(b) The Limit of the Company's overdraft facility as at 31st March, 2009 was ₦6.35 billion. These facilities are unsecured and not chargeable if not utilized and are subject to annual renewal.

(c) The effective rate of interest on the Bank Overdraft as at year end was 19% (2008: 18%).

5. FIXED ASSETS

MOVEMENT	Work In Progress ₦000	Land & Building ₦000	Plant & Machinery ₦000	Motor Vehicles ₦000	Office Equipment ₦000	Total ₦000
COST/VALUATION						
Balance as at 1st April, 2008	249,066	4,116,462	10,300,285	5,096,343	2,473,086	22,235,242
Addition	982,524	136,050	3,656,459	1,207,925	445,725	6,428,683
Reclassification	(1,204,470)	360,981	786,263	57,226	0	0
Disposal	0	-	-	(133,002)	0	(133,002)
As at 31st March, 2009	27,120	4,613,493	14,743,007	6,228,492	2,918,811	28,530,923
ACCUMULATED DEPRECIATION						
As at 1st April 2008	0	535,380	3,803,332	2,152,124	1,503,652	7,994,488
Charge for the Year	0	194,148	1,091,903	682,374	108,197	2,076,622
Disposal	0	-	-	(133,002)	0	(133,002)
As at 31st March, 2009	0	729,528	4,895,235	2,701,496	1,611,849	9,938,108
Closing Bal. 31st March, 2009	27,120	3,883,965	9,847,772	3,526,996	1,306,962	18,592,815
Closing Bal. 31st March, 2008	249,066	3,581,082	6,496,954	2,944,220	969,433	14,240,755

	2009 ₦000	2008 ₦000
6 CAPITAL COMMITMENTS		
Authorised but not Contracted	4,500,000	2,500,000
7 STOCKS		
Raw Materials	1,479,179	1,282,675
Bottles, Cases and Pallets	1,320,205	992,338
Finished Goods	293,368	195,173
Spare Parts	1,314,174	1,074,614
Others	290,083	304,670
Goods in Transit	299,851	242,224
	4,996,860	4,091,694
8 DEBTORS		
Trade Debtors	224,686	175,053
Advance Payment to Suppliers	2,640,174	1,944,211
Debtors - Sundry	397,873	410,015
Staff Debtors	422,895	364,716
Prepayments	397,902	299,039
	4,083,530	3,193,034

		2009	2008
		₦000	₦000
9.	**BORROWINGS**		
	Bank Overdraft	5,910,441	1,546,811
	Commercial Papers and Bankers Acceptance	1,568,609	1,668,401
	Medium Term Loan (see Note 11)	1,390,398	1,000,000
		8,869,448	4,215,212
10.	**OTHER CREDITORS AND ACCRUALS**		
	Sundry Creditors	471,508	597,955
	Accruals	68,386	105,405
	Unclaimed Dividend	70,083	44,642
		609,977	748,002
11.	**BORROWINGS (unsecured loans)**		
	Amount falling due more than one year:		
	Medium Term Borrowing	8,747,182	6,871,415
	Less: Amount falling due within one year transferred to short term loan	(1,390,398)	(1,000,000)
		7,356,784	5,871,415

The loans which were by a negative pledge are repayable by instalment at various dates between September 2006 and December 2011 and are subject to interest at rates varying from 10% to 15% per annum. There is no convenant or subordination clause associated with the loans.

		₦000	₦000
12.	**RETIREMENT BENEFITS**		
	Balance Brought Forward	1,828,984	1,306,500
	Provision In The Year	825,733	1,100,282
	Payment In The Year	(398,918)	(577,798)
	Balance Carried Forward	2,255,799	1,828,984
13.	**SHARE CAPITAL**		
13.1	**Authorised:**		
	520,000,000 Ordinary Shares at 50k each	260,000	260,000
13.2	**Issued and Fully Paid:**		
	512,472,290 Ordinary Shares at 50k each	256,236	256,236
14.	**SHARE PREMIUM ACCOUNT**	299,140	299,140

		2009	2008
		₦000	₦000
15.	**FIXED ASSETS REVALUATION RESERVES**		
	This represents the surplus on revaluation of properties	4,993	4,993
16.	**REVENUE RESERVES**		
	Retained Profit Brought Forward	6,662,678	5,719,982
	Profit after Tax for the Year transferred	1,529,674	1,608,910
	Effect of adoption of SAS 23:		
	2007 Dividend declared and paid in 2008	-	(666,214)
	Bonus shares issued in year 2007	-	-
	2008 Dividend declared and paid in 2009	(768,704)	-
	Retained Profit Carried Forward	7,423,648	6,662,678

16.1 **Dividend**

Statement of Accounting Standard No. 23 (SAS 23) was issued by the Nigerian Accounting Standards Board on June 1st, 2006 and it became effective from 31st December, 2006. Based on the requirements of this standard, provisions can only be recognised in the financial statements when an entity (The company) has a present obligation arising from a past event. Accordingly, proposed dividends in a year can only be recognised as a provision after such proposed dividends have been declared and approved by the shareholders at the Annual General Meeting (which usually falls in the following Accounting year). The Dividend and Revenue Reserves accounts are now being re-presented in line with the new Accounting policy consequent to the requirements of the new SAS 23.

16.2 The Directors proposed a dividend of 150 kobo per share (2008: 150 kobo per share) on the issued share capital of 512,472,290 ordinary shares subject to approval by the shareholders at the next Annual General Meeting.

17. **EARNINGS PER SHARE**

17.1 Earnings Per Share (EPS) has been calculated on the basis of the company's profit after taxation of N1,529,674 and on the basis of 512,472,290 ordinary shares of 50 kobo per share.

17.2 Basic Earnings Per Share (EPS) is being disclosed in this financial statements as the calculation have been made on the basis of actual shares in issue and ranking for dividend.

17.3 (i) There is no calculation for diluted earnings per share because the company have not incurred any obligations which may at some specified or unspecified future time result in the issue of additional equity or ordinary shares.

(ii) Diluted earnings per share is usually calculated and disclosed in the financial statements where the company has issued;

(a) a separate class of equity shares which will rank for dividend at some future time.

(b) debentures and/or loan stock and/or preference shares convertible into equity shares of the company.

(c) options to subscribe for equity shares of the company.

18. **GUARANTEES AND OTHER FINANCIAL COMMITMENTS**

18.1 **Employees' retirement benefits**

The Company operates end of service gratuity scheme for its local employees. The scheme ensures that gratuities are paid to any disengaged staff based on periods of service and salaries at the time of disengagement. Provisions for the scheme are made on accrual basis, based on independent acturial valuation on a projected benefit obligation basis.

The Company also operates a defined contributory pension scheme in accordance with the provisions of the new Pension Reform Act, 2004.
Included in other creditors was an amount of N81million representing employer and employees' contributions for the months of January to March, 2009 which were not remitted to the Pension Fund Administrators as at year end. This amount has been paid up by July, 2009.

18.2 **Contingent liabilities**

There are few litigations against the Company arising out of the Ordinary course of business and pending in various courts of law. However, the Company's legal advisers have advised that the Company is not expected to suffer any material loss arising from these lawsuits.
No provision has been made in the accounts for these contingent liabilities.

18.3 **Financial commitments**

The Directors are of the opinion that all known liabilities and commitments necessary in assessing the Company's state of affairs have taken into account in the preparation of these Financial Statements.

19. **PRINCIPAL ACTIVITIES**

The company bottles and market soft drinks. The brands include 7up, Mirinda, Pepsi, Teem Lemon, Mountain Dew and Aquafina bottled water.

20. **LEGAL FORM**

The company was incorporated as a Private Limited Liability Company on 25th June, 1959 under the name Seven Up Limited and was converted to public company under the name Seven Up Bottling Company Plc on the 26th November 1991.

21. **MAJOR SUPPLIERS**

The company obtains its materials at arm's length basis from overseas and local Suppliers. Among the Overseas and Local suppliers are Pepsi Cola International and Dangote Sugar Refinery Plc respectively.

22. **POST BALANCE SHEET EVENTS**

There were no post balance sheet events to our knowledge which could have had a material effect on the state of affairs of the Company as at 31st March, 2009.

23. **SEGMENTAL REPORTING**

.1 A business segment is a distinguishable component of an entity which is engaged in providing a product or service or a group of related products or services that is subject to risks and returns that are different from those of other classes of business. A segment would be considered material for reporting if one of the following conditions apply:

(a) Revenue of a segment is 10% or more of the total revenue of all segments.
(b) Assets of a segment are 10% or more of all the total assets of all segments.
(c) Where it is required by regulatory authorities.

.2 The company has one line of business mainly the production and distribution of soft drinks beverages. All operations and activities of the business are executed on a single segment basis without any distinguishable component that meets the requirement for disclosure as a reportable segment in line with SAS 24.

24. **APPROVAL OF FINANCIAL STATEMENTS**

The Financial Statements were approved by the Board of Directors of the Company on the 28th August, 2009.

Value Added Statement

FOR THE YEAR ENDED 31ST MARCH, 2009

	2009 ₦000	%	2008 ₦000	%
Turnover	34,864,287		30,572,218	
Bought in Materials and Services:				
Imported	(5,641,624)		(5,164,097)	
Local	(18,012,575)		(15,553,561)	
	(23,654,199)		(20,717,658)	
Wealth Created by Trading Operations	11,210,088		9,854,560	
Non-trading Items - Other Income	27,066		16,511	
Total Wealth Created	11,237,154	100	9,871,071	100
Distribution of Wealth Created:				
To Government				
Tax on Company Profit	693,762	6	871,888	9
To Employees:				
Wages, Salaries, Pension Contributions,				
Welfare and Related Expenses	5,022,559	45	4,892,842	50
To Providers of Finance:				
Interest on Bank Loan and Bank Overdraft	1,914,537	17	802,573	8
To Provide for Growth & Payment of-				
Dividend to Shareholders	1,529,674	14	1,608,910	16
Maintenance of Assets	2,076,622	18	1,694,858	17
	11,237,154	100	9,871,071	100

DISTRIBUTION OF WEALTH

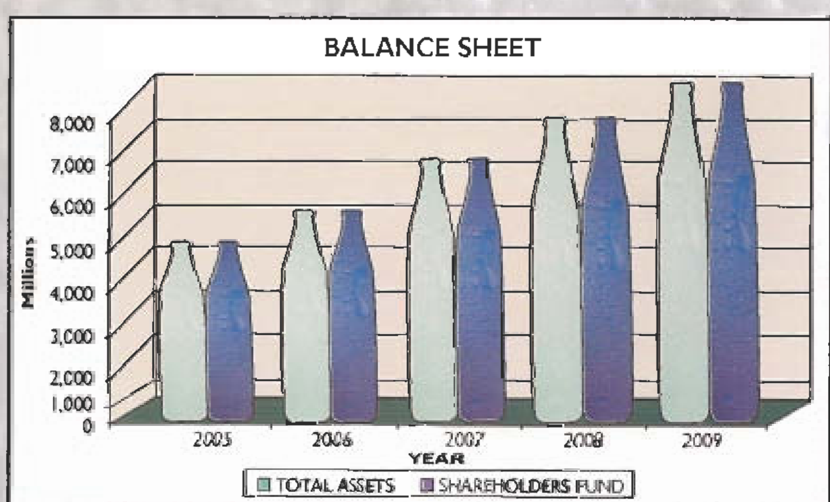
Five Year Financial Summary

BALANCE SHEET AS AT 31ST MARCH 2009

	2009 ₦000	2008 ₦000	2007 ₦000	2006 ₦000	2005 ₦000
Fixed Assets	18,592,815	14,240,755	11,240,326	8,098,747	7,282,981
Net Current Assets/Liabilities	1,669,364	2,989,021	2,583,210	472,510	(88,389)
Loan (Medium Term)	(7,356,784)	(5,871,415)	(4,485,746)	(947,256)	(694,082)
Retirement benefit	(2,255,799)	(1,828,985)	(1,306,500)	(1,169,493)	(918,770)
Deferred Taxation	(2,665,579)	(2,306,329)	(1,750,938)	(1,390,709)	(1,172,681)
Total Net Assets	7,984,017	7,223,047	6,280,352	5,063,799	4,409,059

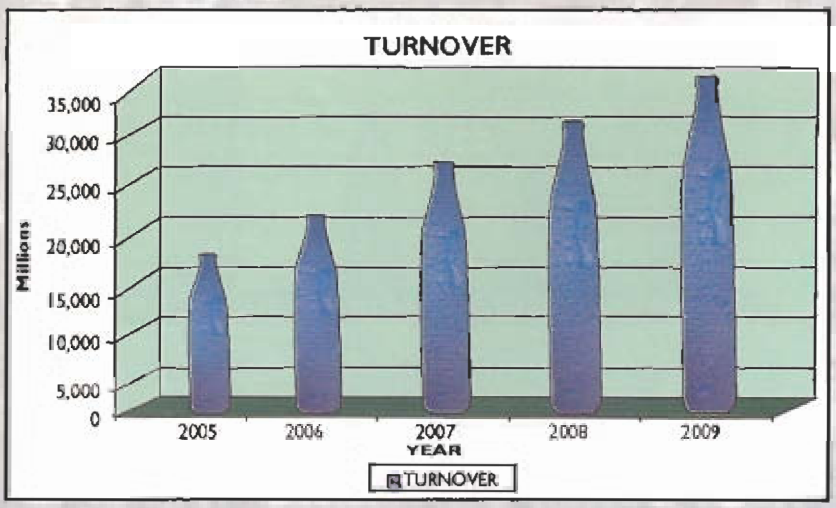
REPRESENTED BY:

	2009 ₦000	2008 ₦000	2007 ₦000	2006 ₦000	2005 ₦000
Share Capital	256,236	256,236	256,236	204,989	204,989
Capital Reserve	304,133	304,133	304,133	306,983	306,983
Revenue Reserve	7,423,648	6,662,678	5,719,983	4,551,827	3,897,087
Total Capital Employed	7,984,017	7,223,047	6,280,352	5,063,799	4,409,059

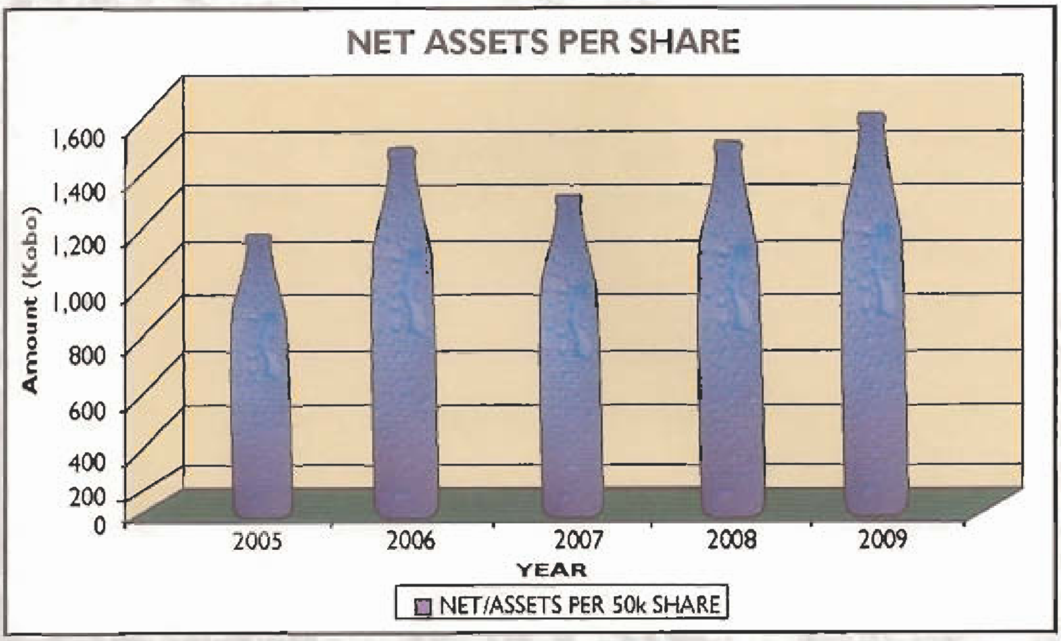


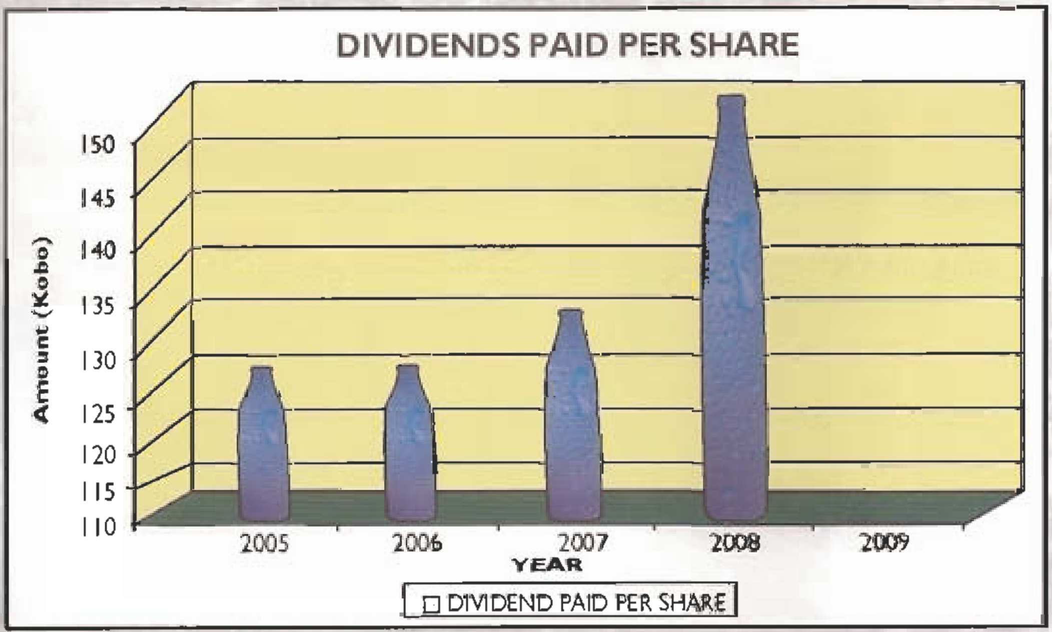
PROFIT AND LOSS ACCOUNT YEAR ENDED 31ST MARCH 2009

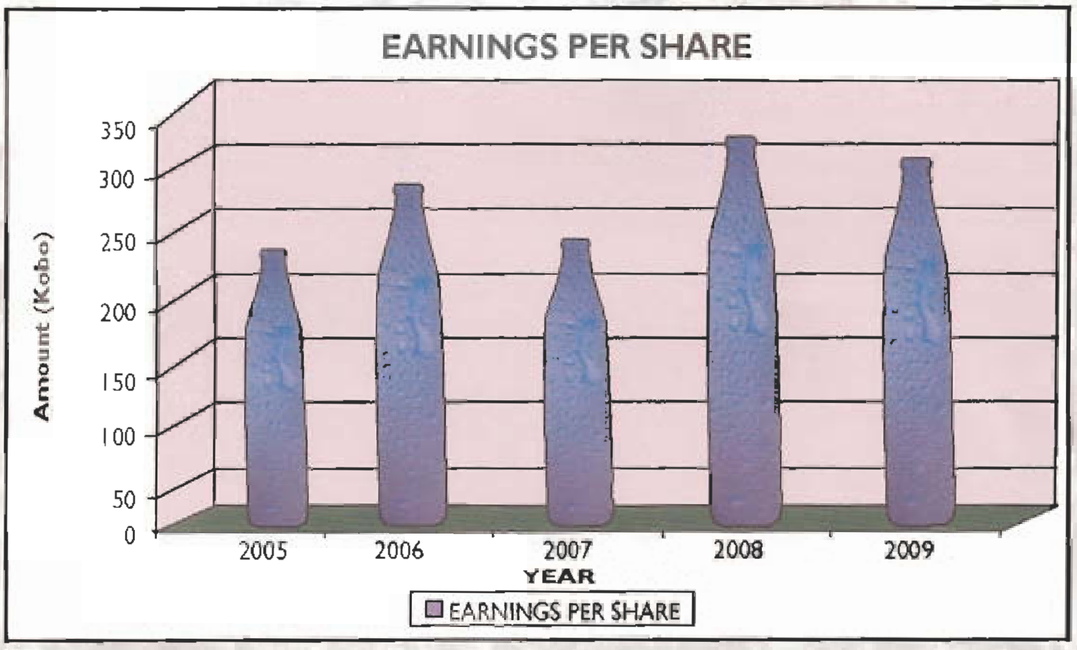
	2009 ₦000	2008 ₦000	2007 ₦000	2006 ₦000	2005 ₦000
TURNOVER	34,864,287	30,572,218	27,309,123	22,071,731	17,346,662
Profit before Taxation	2,223,436	2,480,798	1,960,711	1,705,992	1,519,526
Taxation	(693,762)	(871,888)	(741,309)	(538,779)	(565,230)
Profit after Taxation	1,529,674	1,608,910	1,219,402	1,167,213	954,296
Prior year Dividend declared and paid in the current year	-	(768,704)	(666,214)	(512,472)	(512,472)
Retained Profit for the Year	1,529,674	840,206	553,188	654,741	441,824
Earnings per 50k Share	298	314k	238k	285k	233k
Dividend per 50k Share	-	150k	130k	125k	125k
Net Assets per 50k Share	16k	14k	12k	14k	11k



PEPSI


NET ASSETS PER SHARE
Amount (Kobo)
1,600
1,400
1,200
1,000
800
600
400
200
0
2005
2006
2007
2008
2009
YEAR
NET/ASSETS PER 50k SHARE


DIVIDENDS PAID PER SHARE
Amount (Kobo)
150
145
140
135
130
125
120
115
110
2005
2006
2007
2008
2009
YEAR
DIVIDEND PAID PER SHARE


EARNINGS PER SHARE
Amount (Kobo)
350
300
250
200
150
100
50
0
2005
2006
2007
2008
2009
YEAR
EARNINGS PER SHARE

Shareholders' Information

SHAREHOLDINGS

As contained in the Register of Members, AFFELKA S.A. held 370,187,852 ordinary shares representing 72.2% of the issued share capital of the company as at 10th August, 2009. No other shareholder held 5% or more of the share capital of the company as at that date.

ANALYSIS OF SHAREHLODING AS AT 31 MARCH, 2009

Numbers of Holdings		Number of Shares	Percentage	Unit	Percentage
1	5,000	32,292	92.54%	33,197,054	6.48%
5,001	10,000	1,333	3.82%	9,570,047	1.87%
10,001	50,000	989	2.83%	20,413,850	3.98%
50,001	100,000	114	0.33%	8,066,914	1.57%
100,001	500,000	135	0.39%	28,681,522	5.60%
500,001	1,000,000	13	0.04%	8,938,631	1.74%
1,000,001	and Above	20	0.06%	403,604,272	78.76%
Grand Total		34,896	100.00%	512,472,290	100.00%

COMPANY SHARE CAPITAL HISTORY

DATE	AUTHORISED SHARE CAPITAL INCREASED		ISSUED AND FULLY PAID UP SHARE CAPITAL INCREASED		CONSIDERATION
	FROM	TO	FROM	TO	
21/03/1979	2,250,000	3,375,000	1,012,500	1,518,750	scrip
21/03/1979	-	-	1,518,750	3,375,000	Right Issue
28/10/1982	3,375,000	7,500,000	-	-	
13/07/1983	-	-	3,375,000	6,101,686	Right Issue
21/12/1983	-	-	6,101,686	6,393,332	Right Issue
21/03/1984	-	-	6,393,332	6,750,000	Right Issue
15/10/1987	7,500,000	13,500,000	6,750,000	11,535,408	Right Issue
25/05/1988	-	-	11,535,408	13,500,000	Right Issue
14/09/1989	13,500,000	27,000,000	-	-	
16/02/1990	-	-	13,500,000	27,000,000	Offer For Subscriptin
10/03/1993	27,000,000	54,000,000	27,000,000	54,000,000	Right Issue
05/12/1994	54,000,000	81,000,000	54,000,000	81,000,000	scrip
30/03/1996	81,000,000	182,250,000	81,000,000	141,750,000	Offer For Subscriptin
31/03/1999	-	-	141,750,000	163,991,000	Conversion of Debenture (of 1 for 1 ord. share)
31/03/2003	182,250,000	205,000,000	163,991,000	204,988,916	scrip
31/03/2006	205,000,000	260,000,000	204,989,000	256,236,145	scrip

TEN YEAR DIVIDEND HISTORY

Date declared	Total Amount	Dividend per share	Company Profit after Taxation
	N		N
11th Nov., 1999	114,793,793	35.00k	304,010
9th Nov., 2000	131,192,906	40.00k	375,820
13th Dec., 2001	163,991,133	50.00k	397,411
12th Dec., 2002	245,986,700	75.00k	1,151,394
12th Nov., 2003	307,483,374	75.00k	1,382,205
24th Nov., 2004	409,977,832	100.00k	1,143,995
23rd Nov., 2005	512,472,290	125.00k	954,296
21st Nov., 2006	512,472,290	125.00k	1,167,213
27th Nov., 2007	666,213,977	130.00k	1,219,402
3rd Dec., 2008	768,708,435	150.00k	1,608,910

Proxy Form

50th Annual General Meeting to be held at the Agip Recital Hall, Muson Centre, 8/9, Marina, Onikan, Lagos at 11.00 a.m., on Wednesday 4th November, 2009 and at any adjournment thereof.

I/We..

of..
being a member/members of the above Company hereby appoint

(I) ....
or when failing (2) the Chairman of the meeting as my/our Proxy to vote for me/us and on my/our behalf at the 50th Annual General Meeting of the Company.

Signed this........................ day of.., 2009

....
No. of shares held Sign. of Shareholder

NOTE: This Proxy

(a) If executed by a Corporation must be sealed.

(b) Is sent for convenience of Shareholders who are unable to attend the meeting.

(c) To be effective proxy must be received at the office of the Registrar, Union Registrars Limited, 2, Burma Road, Apapa, Lagos not later than 48 hours before the meeting.

RESOLUTION	FOR	AGAINST
1. To adopt the Report and Accounts		
2. To declare dividend		
3. To re-elect Retiring Directors:		
i. Mr. Sunil Sawhney		
ii. Mr. Faysal El-Khalil, O.O.N.		
iii. Mallam Mohammed Hayatu-Deen, O.O.N.		
4. To approve Directors Remuneration		
5. To authorise Auditors remuneration		
6. To elect Members of the Audit Committee		

Please indicate with "X" in the appropriate column how you wish your vote to be cast on the resolution set out above. Unless this is done the Proxy will use his discretion.

(Before posting the above card, tear this part and retain it)

ADMISSION CARD

SEVEN-UP BOTTLING COMPANY PLC (RC 1928)

Please admit.. to the Annual General Meeting of SEVEN-UP BOTTLING COMPANY PLC to be held at the Agip Recital Hall, Muson Centre, 8/9, Marina, Onikan, Lagos on Wednesday 4th November, 2009

IF YOU ARE UNABLE TO ATTEND THE MEETING

A Member (Shareholder) who is unable to attend an Annual General Meeting is allowed by law to vote by proxy and the above proxy card has been prepared for your use in case you cannot personally attend the meeting.

Following normal practice, the Chairman of the meeting has been designated on the card to ensure that someone will at the meeting act as your proxy, but if you wish, you may insert on the blank space on the card the name of any person, whether a Member (Shareholder) of this Company or not, who will attend the meeting and vote on your behalf instead of the Chairman.

IMPORTANT

(a) The name of the Shareholder must be written in BLOCK CAPITALS on the proxy card. Please stamp and sign the proxy form if you are not attending the meeting and seal with the Company Seal (if a Corporate Shareholder).
(b) The admission card must be produced by the Shareholder or his proxy in order to obtain entrance to the Annual General Meeting.
(c) Shareholders or their proxies are requested to sign admission cards before attending the Meeting.

Signature of person attending...
(Please sign before attending Meeting)

NUMBER OF SHARES HELD	

Equity Services Limited
Secretaries

UNION REGISTRARS LIMITED
2 BURMA ROAD, APAPA - LAGOS

Designed + Printed by Modern Design Ltd., Ikeja. 7744381, 8045235