Red Star Express

2026 ANNUAL Report & Accounts

SON

ISO 9001:2015

CERTIFIED COMPANY

NATIONAL CERTIFICATION SCHEME

Certificate No.:0000076

TABLE OF CONTENTS

CORPORATE PROFILE

Red Star Express remains the flagship, in the pick-up and delivery of express documents and parcels within the domestic and international markets. It is the sole licensee of FedEx Corp. in Nigeria.

Principal Officer
AUWALU BADAMASI BABURA
Group Managing Director/Chief Executive Officer

Ownership Structure
WHOLLY NIGERIAN

International Partner
Federal Express Corporation (FedEx)

Begin Operations:
OCTOBER, 1992

Plc Status: **JULY, 2007** | Listing: **NOVEMBER, 2007**

NATIONWIDE NETWORK

- 150 Offices within Nigeria
- Deliveries to over 1,500 communities
- Employs over 1,700 highly trained professional staff with over 700 vehicles fleet.

VISION:
"To be the company of first choice in the logistics service industry in Nigeria"

MISSION:
"To provide best-in-class logistics solutions delivering sustainable value to all stakeholders"

CORE VALUES:

Accountable

- To accomplish and focus on the 4 P's of Accountability – people, purpose, performance, and progression
- Each of us is responsible for our commitments to all our stakeholders
- To foster better work relationships, improve job satisfaction, and help teams work more effectively together

Ethical Practice

- Trustworthy and honest in all dealings
- Confidentiality of stakeholders' information
- Consistency of actions, values, methods, measures, principles, expectations, and outcomes

Excellence

- Services that constantly exceed standards and expectations
- Customers first in all considerations and every promise made is delivered.
- Customer-centric
- Professionalism

Innovative

- Providing superior logistics solutions
- Agility and resilience
- Developing products or services and adapting them to customer demands.
- Having foresights into future industry disruptions.

Red Star Express Plc seeks to further meet its clients' demands and ever changing needs by setting up subsidiaries to handle the peculiarities of each segment of the market.

Red Star Freight

Red Star Freight Limited provides specialized air and sea freight solutions, offering efficient, secure, and cost-effective logistics for businesses across various industries. Its services cover general cargo services for both domestic and international airlines, air and sea freight , and freight forwarding.

As a member of the International Freight Logistics Network (IFLN), Red Star Freight leverages access to over 160 countries and a global network of 180,000 logistics professionals, ensuring seamless cargo movement across borders.

Red Star Logistics

Red Star Logistics is our ground haulage delivery service division. It consists of Haulage of Domestic Heavyweights, Trucking, Cargo Consolidation, Ancillary and Warehousing Services. With a fleet of heavy-duty trucks delivering shipments across Nigeria, this subsidiary provides manufacturers with better logistics integration and speed to market. Other services include home/office relocation and cold chain logistics for temperature-controlled goods.

Red Star Support Services

Red Star Support provides outsourcing services to companies in various sectors of the economy. The service involves the provision of dedicated personnel and material resources for the day-to-day running of their customers' operations.

Offerings include Mailroom Management, Dedicated Dispatch, Executive Drivers, Fleet Management, HR Outsourcing, Printing and Packaging, Dedicated Shuttle Services, and Food Delivery Services.

CORPORATE INFORMATION

Board of Directors:	Suleiman Barau (OON)	Chairman
	Auwalu Badamasi Babura	Group Managing Director/CEO
	Ejekam Charles	Executive Director
	Chioma Sideso	Independent Non-Executive Director
	Sulaiman Lawan Koguna	Non-Executive Director
	Peter Surulere Aletor	Non-Executive Director
	Chukwuemeka Ndu	Non-Executive Director

Registered Office: 70, International Airport Road, Lagos.
Tel: 02 01 3303170
Email: enquiries@redstarplc.com
http://www.redstarplc.com

Registration Number: RC No. 200303

FRC Number: FRC/2012/0000000000253

Company Secretary: Frances Ndidi Akpomuka
70, International Airport Road Lagos.

Company Registrar: Apel Asset Limited
6, Alhaji Bashorun Street,
Off Norman Williams Street,
S.W. Ikoyi Lagos

Company Solicitor: Uwensuyi Edosomwan & Co.
254A, Ikorodu Crescent
Dolphin Estate, Ikoyi, Lagos

Independent Auditor: KPMG Professional Services
KPMG Tower
Bishop Aboyade Cole Street
Victoria Island, Lagos.

Bankers:
Access Bank Plc
Alpha Morgan Bank Limited
Ecobank Nigeria Plc
Fidelity Bank Plc
First Bank of Nigeria Limited
First City Monument Bank Plc
Guaranty Trust Bank Limited
Jaiz Bank Plc
Keystone Bank Limited
Parallex Bank Limited
Polaris Bank Limited
Providus Bank Limited
Stanbic IBTC Bank Plc
Sterling Bank Plc
The Alternative Bank Limited
United Bank for Africa Plc
Union Bank of Nigeria Plc
Unity Bank Plc
Wema Bank Plc
Zenith Bank Plc

Tax Identification Number: 02460096-0001

BARAU, SULEIMAN (OON, FCIB, FNIM) (CHAIRMAN)

Suleiman Barau OON, FCIB, FNIM Suleiman graduated from Ahmadu Bello University. He also obtained graduate degree and certificates from the University of Jos and the University of Bradford respectively.

Suleiman, a two term Deputy Governor of the Central Bank of Nigeria (CBN), served on the Boards of the Central Bank of Nigeria, Nigerian Security Printing and Minting PLC., Federal Inland Revenue Service, Pension Commission and the Nigerian Interbank Settlement System where he was the Chairman. Currently Chairman, Guaranty Trust Holding Company PLC (GTCO).

Over the course of his professional banking career, he made significant contributions towards far reaching reforms in the banking sector, payment system, monetary policy and/or internal capacity reforms of the CBN from 2005 to 2017. He was for over 11 years the Coordinator of the Financial System Strategy (FSS) 2020, a member of the CBN's Monetary Policy Committee and Financial Stability Committee from 2007 to 2017.

In January 2019, Suleiman was appointed by the President of the Federal Republic of Nigeria, as a member of the Presidential Technical Advisory Committee (PTAD) on the Implementation of Minimum Wage.

He has attended over 3 dozen courses in major global institutions such as Euromoney, Insead, IMD, Wharton, Harvard, Kellogg and Stanford Universities. He is an Alumnus of Harvard Kennedy and IMD Business Schools.

BABURA, BADAMASI AUWALU (FCA)
(GROUP MANAGING DIRECTOR/CHIEF EXECUTIVE OFFICER)

Auwalu Badamasi Babura is the Group Managing Director/Chief Executive Officer of Red Star Express Plc, a listed member of the Nigerian Stock Exchange.

An accomplished, versatile, innovative, highly motivated, and result-oriented financial expert, with a proven track record of managing organizational resources and delivering sustainable financial results. Reliable Business Executive with unique competencies in Finance and Customer management.

Auwalu joined Red Star Express in 1994 and has served in various capacities, leading teams in Finance, Internal Control and Processes Management, Credit Management, and Administration.

Auwalu holds a first Degree in Accounting (B.Sc.) from Bayero University Kano, an MBA in Business Administration (MBA) from the Lagos State University, and a Mini MBA from London School of Business and Finance.

He has attended Senior training programmes cutting across Controls, Planning, and Leadership amongst others both locally and abroad.

He is a fellow of the Institute of Chartered Accountants of Nigeria, a member of the Institute of Directors (IOD). He is also an alumnus of Lagos Business School and The London School of Economics.

BOARD OF DIRECTORS
Who held office during the Financial Year

EJEKAM, UCHE CHARLES (FNIMN)
(GROUP EXECUTIVE DIRECTOR, SALES AND MARKETING)

Charles is an accomplished professional with over 23 years of experience in various aspects of business management, including Logistics, Sales & Marketing, Operations, and Human Capital Development. He embarked on his career as a Commercial Executive at Red Star Express and progressed through roles in Territorial & Regional Management, Key Accounts, Marketing, Brand & Public Relations. Charles later served as Divisional Managing Director in Red Star Express and Red Star Logistics respectively before attaining his current position with the primary responsibility of driving revenue and market share goals. Additionally, he is a member of the Risk Management, Strategy, and Business Development Board Committees.

Charles holds a Bachelor Degree in Political Science from the University of Nigeria, Nsukka (Second Class Honours Upper Division), and a Master Degree in Public & International Affairs from the University of Lagos. Committed to professional growth, he is an alumnus of the prestigious University of Oxford; where he completed the Oxford Advanced Management & Leadership Programme (OAMLP) at the Said Business School. He also had his Advanced Management Programme (AMP 30) at the Lagos Business School; with the international module at IESE Business School, Barcelona, Spain. He also had a leadership certificate programme at the Wharton School (University of Pennsylvania), and successfully finished the 2016 FedEx GSP 3 class in Memphis, USA.

Beyond his responsibilities at Red Star Express Plc, Charles is a Fellow of: The National Institute of Marketing of Nigeria (NIMN); the Courier and Logistics Management Institute (CLMNI); the National Institute of Credit Administration (NICA) and the Institute of Management Consultants (IMC-Nigeria). He is a member of the Institute of Directors (IOD).

Charles enjoys a fulfilling life. He's an avid golfer, passionate traveler, and nature enthusiast who loves spending quality time with family and friends.

KOGUNA, LAWAN SULAIMAN
(NON-EXECUTIVE DIRECTOR)

Mr. Koguna is a graduate of Economics from the Eastern Mediterranean University Cyprus and holds a Post Graduate Diploma in Finance and Management from Loughborough University, Leicestershire, UK. He is an experienced Insurance professional and a member of the Chartered Insurance Institute UK.

He was a Council member of the Standards Organization of Nigeria (SON). He is the Executive Director, Marketing, Koguna Babura Insurance Brokers Limited. He is also Founder/Director of e-Insurance Solutions Centre Limited, e-Training Institute and e-Island Solutions Limited.

SIDESO, CHIOMA
(INDEPENDENT NON-EXECUTIVE DIRECTOR)

Chioma is a senior corporate and financial services executive with more than 23 years' experience of strategic leadership in the financial services sector. She has led a pan African company as CEO and is also an accomplished Non-Executive Director, with a strong track record of delivering change. Having been awarded the chartered directorship, the flagship qualification of the IoD UK held by a handful of women of minority descent, she has certified board skills for continued success as a modern board member. She currently sits on a number of boards in various industries notably logistics, insurance, asset management and financial services.

Drawing on broad technical skills, commercial acumen and a deep understanding of regulation and governance, Chioma drives transformation, enhances controls, reduces costs, updates infrastructure and leads key strategic projects that introduce efficiencies and maximise revenue.

Relationships are crucial to Chioma's success. She inspires trust and builds high-performing teams by establishing an open culture, where every voice is significant. She is always seeking win-win solutions and is not afraid to confront inherited thinking with an independent point of view. As a leader, Chioma leads from the front, adopting a collegiate approach, combining an understanding of stakeholder drivers and regulatory imperatives while retaining a keen focus on the end goal. She impacts key decisions at Board level and implements robust frameworks.

Most recently, Chioma was the founding CEO of OMW, an oil and gas services firm, where she set up a lean business from scratch in a highly regulated and onerous sector. She built an outstanding team which secured two contracts with major global firms and positioned the company for a successful sale which realised 2 x ROI in three years. This gave Chioma a detailed overview of some of the key regulatory, governance and finance issues in the industry, and of how to develop innovative solutions to rapidly scale a business in a very competitive sector.

From 2006 to 2018, Chioma led NSIA Insurance as CEO. She drove a pan-African expansion from eight to 52 offices and achieved a 1000% increase in sales. She was instrumental in signing Nigeria's first ever bancassurance deal and introduced ground-breaking market segmentation techniques which contributed to a huge increase in the corporate client base. This period was a huge success for Chioma and for NSIA and she further developed a comprehensive global network in the insurance sector and a reputation as a market leader in Africa.

Previously, she was an Executive Director for the same firm from 2004 to 2006, having originally started her career in London in 1999.

Chioma is passionate about people. Recognising that performance relies on the whole team, mentoring colleagues has become a significant part of her role. She enjoys sharing her technical and commercial knowledge to raise performance and capabilities, often at times of transformation and change. She also works with young people and women across Africa to support their journeys towards financial independence.

Chioma brings thought leadership and energy to top management. She is dedicated to making a positive impact, reducing risk, strengthening efficiencies and facilitating multiple income streams.

PETER SURULERE ALETOR
(NON-EXECUTIVE DIRECTOR)

Peter Aletor is an accomplished professional with a background in accounting, finance, and business administration with over two decades' experience in the investment banking sector. He began his career at Capital Express Securities Limited, where he worked as a pioneer staff member and eventually ascended to the position of Managing Director. During his time there, he gained valuable experience and expertise in securities dealing and advisory services.

In 2008, Peter Aletor started Apel Asset Limited, a brokerage firm which grew to a prominent investment banking outfit in Nigeria. His business management proficiency has seen the company acquire other licences in the investment banking space, covering Trusteeship, Funds Management, Registrarship, Advisory and Issuing House. Over the years, Peter has evolved into a well-rounded investment banker.

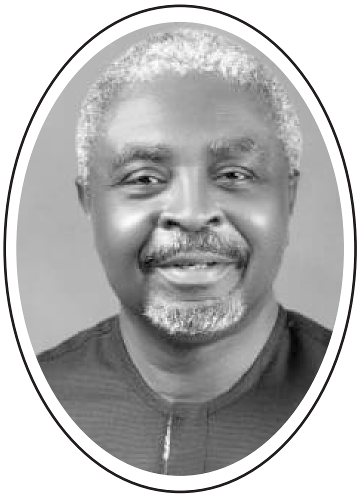
As the Group Managing Director of Apel, Peter Aletor holds a position of significant responsibility. He oversees the entire organisation, ensuring its smooth operation and strategic direction. His leadership skills and industry experience contribute to the success of the company and its clients.

Peter Aletor is recognised as a Fellow of the Chartered Institute of Stockbrokers with over 20 years' experience, highlighting his commitment to professional excellence and adherence to the highest ethical standards in the field of stockbroking, having won numerous awards within the industry.

To further enhance his business acumen, Peter Aletor has actively pursued professional development opportunities. He is an alumnus of the prestigious Lagos Business School, a leading institution for business education in Nigeria. Additionally, he has attended the Reimagining Strategy Course at Harvard Business School, a program that equips executives with innovative strategies and insights, and several other courses both locally and internationally.

Peter is a director in several organizations including Red Star Express Plc, Veritas Glanvills Pensions Limited, Metal Securities Products Limited, UTIB Insurance Brokers Limited and so on.

Overall, Peter Aletor's extensive experience, professional certifications, and commitment to ongoing learning make him a highly respected figure in the Nigerian financial industry.



CHUKWUEMEKA NDU
(NON-EXECUTIVE DIRECTOR)

Chukwuemeka Ndu is a Fellow of the Chartered Institute of Accountants and an alumni of the University of Nigeria Nsukka, Chief Executive's Programme of the Lagos Business School and the Rotman School of Management, University of Toronto Canada. Mr Ndu has well over 40 years' experience in Accounting, Money Market and Project Finance, Audit, Tax and Consulting.

Mr Ndu holds various directorships including BW Offshore Nigeria Limited, Petra Properties Limited, Imperial Homes Mortgage Limited and Traxport Rail Services Ltd. In addition to these, he is presently the Chairman Cordros Capital Limited and Vice Chairman C&I Leasing Plc.

PETER SURULERE ALETOR
(NON-EXECUTIVE DIRECTOR)

Peter Aletor is an accomplished professional with a background in accounting, finance, and business administration with over two decades' experience in the investment banking sector. He began his career at Capital Express Securities Limited, where he worked as a pioneer staff member and eventually ascended to the position of Managing Director. During his time there, he gained valuable experience and expertise in securities dealing and advisory services.

In 2008, Peter Aletor started Apel Asset Limited, a brokerage firm which grew to a prominent investment banking outfit in Nigeria. His business management proficiency has seen the company acquire other licences in the investment banking space, covering Trusteeship, Funds Management, Registrarship, Advisory and Issuing House. Over the years, Peter has evolved into a well-rounded investment banker.

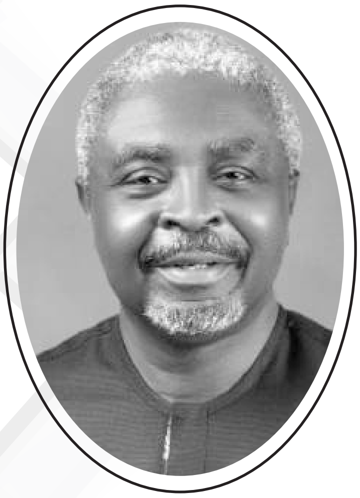
As the Group Managing Director of Apel, Peter Aletor holds a position of significant responsibility. He oversees the entire organisation, ensuring its smooth operation and strategic direction. His leadership skills and industry experience contribute to the success of the company and its clients.

Peter Aletor is recognised as a Fellow of the Chartered Institute of Stockbrokers with over 20 years' experience, highlighting his commitment to professional excellence and adherence to the highest ethical standards in the field of stockbroking, having won numerous awards within the industry.

To further enhance his business acumen, Peter Aletor has actively pursued professional development opportunities. He is an alumnus of the prestigious Lagos Business School, a leading institution for business education in Nigeria. Additionally, he has attended the Reimagining Strategy Course at Harvard Business School, a program that equips executives with innovative strategies and insights, and several other courses both locally and internationally.

Peter is a director in several organizations including Red Star Express Plc, Veritas Glanvills Pensions Limited, Metal Securities Products Limited, UTIB Insurance Brokers Limited and so on.

Overall, Peter Aletor's extensive experience, professional certifications, and commitment to ongoing learning make him a highly respected figure in the Nigerian financial industry.



CHUKWUEMEKA NDU
(NON-EXECUTIVE DIRECTOR)

Chukwuemeka Ndu is a Fellow of the Chartered Institute of Accountants and an alumni of the University of Nigeria Nsukka, Chief Executive's Programme of the Lagos Business School and the Rotman School of Management, University of Toronto Canada. Mr Ndu has well over 40 years' experience in Accounting, Money Market and Project Finance, Audit, Tax and Consulting.

Mr Ndu holds various directorships including BW Offshore Nigeria Limited, Petra Properties Limited, Imperial Homes Mortgage Limited and Traxport Rail Services Ltd. In addition to these, he is presently the Chairman Cordros Capital Limited and Vice Chairman C&I Leasing Plc.

NOTICE OF ANNUAL GENERAL MEETING

FOR THE YEAR ENDED 31 MARCH, 2026

NOTICE IS HEREBY GIVEN that the 33rd Annual General Meeting of Red Star Express Plc will hold virtually via https://redstarplc.com/rse-33rd-agm on Thursday September 17, 2026 at 11.00am to transact the following business:

ORDINARY RESOLUTION

1. To lay before members of the Company, the Audited Financial Statements for the year ended March 31, 2026 together with the Report of the Directors, Auditors and Statutory Audit Committee there on;
2. To declare a Dividend:
3. To re-elect the following Directors
   a. Mr. Peter Surulere Aletor
   b. Mr. Chukwuemeka Ndu
4. To authorize the Directors to fix the remuneration of the Auditors;
5. To disclose the remuneration of the Managers of the Company;
6. To elect members of the Statutory Audit Committee.

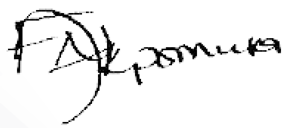
SPECIAL BUSINESS

To Consider, and if thought fit, to pass the following as Ordinary Resolution:

7. Remuneration of Directors
   "That the remuneration of the Non Directors for the year ended March 31st, 2026 be and is hereby fixed at N11,000,000.00 (Eleven Million Naira) only".

8. That in compliance with the Rule of the Nigerian Exchange Limited governing transactions with Related Parties or Interested Persons, the Company and its related entities ("The Group") be and is hereby granted a General Mandate in respect of all recurrent transactions with related parties for the company's day to day operations including amongst others the procurement of goods and services, on normal commercial terms shall commence on the date on which this resolution is passed and shall continue to operate until the date on which the next Annual General Meeting of the company is held.

BY ORDER OF THE BOARD



FRANCES NDIDI AKPOMUKA
Company Secretary
FRC/2013/ICSAN/00000002640

Dated this 12th day of August, 2026

NOTES

1. **Proxy**
A member of the company entitled to attend and vote at the general meeting is entitled to appoint a proxy in his/her/its stead. A proxy need not be a member of the Company. All instruments of proxy should be completed and deposited at the office of the Company's Registrars, Apel Capital Registrars Limited, No. 6, Alhaji Bashorun Street, Off Norman Williams Crescent, South-West, Ikoyi, Lagos, Nigeria not later than 48 hours before the time scheduled for the meeting. Alternatively, a completed proxy form may be forwarded to registrars@apel.ng.

A Proxy Form is attached to the Annual Report and is also available for download from the Company's website at www.redstarplc.com or Registrars' website at www.apel.com.ng.

2. **Virtual Meeting Link**
Further to the signing into law of the Business Facilitation (Miscellaneous Provisions) Act, which allows public companies to hold meetings electronically, this Annual General Meeting will be held virtually. The Virtual Meeting Link for the AGM will be livestreamed via https://redstarplc.com/rse-33rd-agm and will also be available on the Company's website at www.redstarplc.com

3. **Closure of Register**
The Register of members and Transfer Books of the Company will be closed from Wednesday, September 2nd to Friday, September 4th, 2026, both dates inclusive, to enable the Registrars to update the Register of Members in preparation for payment of dividend.

4. **Dividend Payment**
The Board of Directors of the Company are recommending a dividend of 45kobo per 50kobo share, payable less Withholding Tax. If approved at the meeting, dividends will be paid electronically on the 18th September, 2026, to shareholders whose names appear on the Register of Members as of Tuesday, 1st September, 2026, who have completed the e-dividend registration and mandated the Registrars to pay dividends directly into their bank accounts.

5. **E-Dividend Mandate & Shareholder Update**
Shareholders are kindly reminded to update their records and advise the Registrars of their updated records. Detachable E-dividend payment, Unclaimed Dividend & Shareholder Update Forms have been attached to the Annual Report for convenience and may be downloaded from the Registrars' website https://registrars.apel.com.ng/?ddownload=292.

6. **Unclaimed Dividends**
Some dividends have remained unclaimed and outstanding. Please click on the link to confirm if you have any unclaimed dividend.
https://sites.google.com/apelasset.com/dividendsearch/home

7. **Statutory Audit Committee**
In accordance with Section 404(6) of the Companies and Allied Matters Act 2020 ("CAMA"), any shareholder may nominate another shareholder for appointment to the Statutory Audit Committee. Such nomination should be in writing and should reach the Company Secretary at least 21 days before the Annual General Meeting.

Section 404 (5) of the Companies and Allied Matters Act 2020 provides that all the members of the Audit Committee shall be financially literate and at least one (1) member shall be a member of a professional accounting body in Nigeria established by an Act of the National Assembly. The Code of Corporate Governance issued by the Financial Reporting Council of Nigeria also provides that members of the Audit Committee should be financially literate and able to read and interpret financial statements.

In view of the above, we request that nominations to the Audit Committee should be accompanied by copies of the nominees' Curriculum Vitae.

8. **Re-election of Directors**
Mr. Peter Surulere Aletor and Mr. Chukwuemeka Ndu retire by rotation and being eligible offer themselves for re-election pursuant to the relevant provisions of CAMA and Company's Articles of Association. Their profiles are included in the Annual Reports and on the Company's website at www.redstarplc.com.

9. **Rights of Shareholders to ask questions**
Shareholders reserve the right to ask questions at the Annual General Meeting. Shareholders may also submit their questions prior to the meeting. Such questions are to be addressed to the Company Secretary and reach the Company at its Head Office or by electronic mail to investorrelations@redstarplc.com not later than 72 hours to the date of the AGM.

10. **Electronic Copy of the Annual Report and Accounts**
An electronic copy of the 2026 Annual Report and Accounts is available online for viewing and or download via the company's website i.e. www.redstarplc.com.

Shareholders who have provided their email addresses to the Registrars will receive electronic copies of the Annual Report via email.

SULEIMAN BARAU (OON)
Chairman

Distinguished Shareholders, Fellow Board Members, Representatives of Regulatory Bodies, Esteemed Guests, Ladies and Gentlemen.

It is my pleasure to welcome you to the 33rd Annual General Meeting of Red Star Express Plc and to present the Annual Report and Financial Statements for the year ended 31st March 2026.

Operating Environment

The 2025/2026 financial year was marked by significant developments in the domestic economy, evolving market conditions and continued pressure on the cost of doing business. Despite these challenges, Red Star Express Plc remained resilient, responding to the changing environment while maintaining its focus on sustainable growth and value creation for our shareholders and other stakeholders.

According to the National Bureau of Statistics, Nigeria's Gross Domestic Product grew by 3.87% in 2025, compared with 3.38% in 2024. Quarterly growth stood at 3.13% in Q1, 4.23% in Q2, 3.98% in Q3 and 4.07% in Q4 2025, reflecting improved economic activity during the year.

A significant development during the year was the rebasing of Nigeria's Gross Domestic Product from 2010 to 2019, providing a more current representation of the structure of the economy and better capturing the contribution of emerging and previously underrepresented sectors.

Despite the improvement in economic growth, the operating environment remained challenging for businesses. Fuel prices remained high and fluctuated during the year, placing continued pressure on transportation and distribution costs. For Red Star Express, these movements in petrol (PMS) and diesel (Automotive Gas Oil) prices directly impacted operating costs, particularly transportation and last-mile delivery.

Financial Performance

Despite the challenges within the operating environment, Red Star Express Plc recorded growth in its key financial indicators for the year ended 31st March 2026.

Group revenue increased by 8.5% to N23.49 billion, compared with N21.66 billion in the previous financial year.

Profit Before Tax increased by 16.2% toN1.07 billion, from N924.72 million in 2025, while Profit After Tax grew by 7.1% to N585.26 million, compared with N546.52 million in the preceding year.

The performance reflects the Group's ability to sustain growth in a demanding business environment while maintaining focus on financial discipline and long-term value creation.

Dividend

In recognition of the continued support of our shareholders and in line with our commitment to delivering shareholder value, the Board is pleased to recommend a dividend of 45 kobo per ordinary share for the financial year ended 31st March 2026, compared with 35 kobo per share in the previous year. If the recommendation is approved, the dividend will be paid electronically on 17thSeptember 2026 to shareholders whose names appear on the Register of Members as of 1st September 2026.

Corporate Social Responsibilities
Our commitment to Corporate Social Responsibility is focused on creating meaningful impact within the communities where we operate, with education as our core area of intervention.

Through the Red Star Foundation, we continue to support deserving students from Government Secondary Schools within Oshodi-Isolo Local Government Area, our host community, through our scholarship programme. This initiative reflects our commitment to improving access to education and supporting young people in achieving their academic potential.

We remain committed to strengthening our investment in education and contributing to the long-term development of our host community.

Investment in Technology
Technology remains central to our drive for greater efficiency, stronger integration and improved service delivery across the Group. During the year, Red Star Express continued to strengthen its digital capabilities, including investment in an Enterprise Resource Planning (ERP) system to improve process integration, data visibility and decision-making across the organisation.

These investments reflect our commitment to building a more connected and efficient business, while creating a stronger technology foundation to support sustainable growth and deliver greater value to our customers and stakeholders.

Future Outlook
We expect Nigeria's business environment to continue evolving, presenting both opportunities and challenges. Economic reforms, increasing digital adoption and changing patterns of trade and consumption will continue to shape the business landscape. The Board remains focused on positioning Red Star Express to respond effectively to these developments. Our priorities will centre on continued investment in technology, expanding customer touchpoints, evolving our service offerings in line with changing customer needs, strengthening our market position and driving sustainable growth.

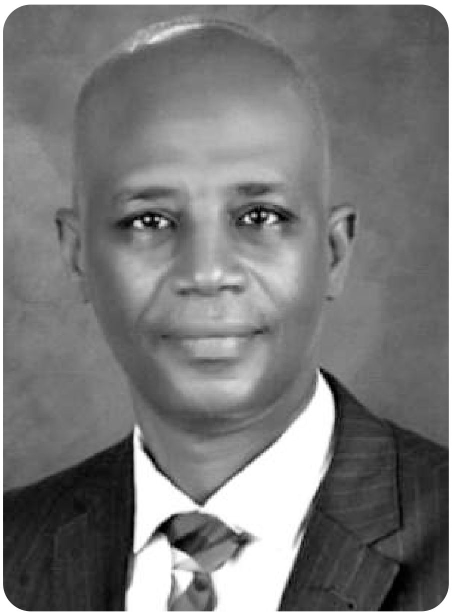
While inflationary pressures, operating costs and other economic uncertainties remain important considerations, we are confident in the strength of our business, the experience of our people and the strategic direction of the Group.

Appreciation
On behalf of the Board, I extend my sincere appreciation to our shareholders for their continued confidence and support. I also thank our customers and business partners for their trust, our management team and employees for their dedication and commitment throughout the year, and my fellow Board members for their guidance and valuable contributions.

We remain committed to building on the progress achieved and creating sustainable value for all our stakeholders.

Thank you.

Suleiman Barau (OON)
Chairman



AUWALU BADAMASI BABURA
Group Managing Director/CEO

Chairman, Board of Directors, Esteemed Shareholders, Representatives of Regulatory Bodies, Distinguished Guests, Members of the Press, Management and Staff of Red Star Express Plc, Ladies and Gentlemen,

It is my pleasure to welcome you to the 33rd Annual General Meeting of Red Star Express Plc and to present the Group's performance for the financial year ended 31 March 2026.

INDUSTRY REVIEW

According to the National Bureau of Statistics (NBS), the Transportation and Storage sector recorded a real growth rate of 16.92% in 2025, compared with 7.92% in 2024. Within the sector, Road Transport grew by 19.62% (2024: 9.89%), while Post and Courier Services recorded a growth rate of 6.62%, compared with 2.29% in the previous year.

The sector maintained positive momentum throughout the year, recording quarterly growth rates of 14.08%, 22.09%, 9.87% and 21.25% in the first, second, third and fourth quarters, respectively. These figures reflect the growing demand for transportation and logistics services in support of trade, commerce and economic activities.

FINANCIAL PERFORMANCE

Despite the operating challenges experienced during the year, the Group delivered another year of strong financial performance.

Group revenue increased by 8.5%, from N21.66 billion in the previous financial year to N23.49 billion.

Profit Before Tax grew by 16.2% to N1.07 billion, while Profit After Tax increased by 7.1% to N585.26 million.

This performance was driven by business expansion, technology adoption, disciplined cost management and sustained business development efforts across the Group. These initiatives enhanced operational efficiency, strengthened customer service and supported sustainable revenue growth.

STRATEGIC FOCUS

During the financial year, our strategic priorities centred on strengthening our operations, enhancing customer experience and positioning the Group for sustainable growth.

We advanced our digital transformation agenda through the deployment of technology-driven solutions that simplify customer interactions and improve service delivery. RedSpeed, our proprietary digital logistics platform, remained a key pillar of this transformation by providing customers with greater accessibility, improved shipment visibility and a more seamless logistics experience.

To respond to changing market needs, we enhanced our service offerings across the Group by delivering more integrated logistics solutions that create greater value for both corporate and retail customers.

Recognising that our people remain our greatest asset, we invested in workforce development through training, leadership development and capacity-building initiatives aimed at strengthening capabilities and preparing our employees for future opportunities.

REGULATORY COMPLIANCE
Red Star Express Plc remains committed to maintaining the highest standards of corporate governance and compliance with all applicable statutory and regulatory requirements.

Throughout the financial year, the Group maintained full compliance with the requirements of the Courier and Logistics Regulatory Department (CLRD) of the Nigerian Postal Service (NIPOST) and other relevant regulatory authorities. We also worked closely with the Securities and Exchange Commission (SEC), Nigerian Exchange Group (NGX), Financial Reporting Council of Nigeria (FRC), Corporate Affairs Commission (CAC), Federal Road Safety Corps (FRSC), Nigeria Customs Service (NCS), Nigeria Police Force (NPF), National Drug Law Enforcement Agency (NDLEA), Standards Organisation of Nigeria (SON), Lagos State Traffic Management Authority (LASTMA) and the Vehicle Inspection Office (VIO) in ensuring compliance with applicable laws, regulations and industry standards.

Our commitment to sound corporate governance, effective risk management and regulatory compliance remains fundamental to the way we conduct our business and deliver value to our stakeholders.

FUTURE PROSPECTS
The outlook for the logistics industry remains positive, driven by increasing digital adoption, evolving customer expectations and growing demand for integrated logistics solutions.

Our strategic priorities over the coming years include accelerating digital transformation and expanding customer touchpoints through strategic partnerships, making Red Star Express services more accessible while delivering greater convenience and an enhanced customer experience.

Recognising the strength of our team, greater investment in our people will complement initiatives aimed at optimising operational efficiency and delivering innovative logistics solutions that respond to changing market needs while creating sustainable value for our customers and shareholders.

These initiatives position Red Star Express to seize emerging opportunities, reinforce our market leadership and deliver sustainable growth in the years ahead.

CONCLUSION
On behalf of Management, I express my sincere appreciation to the Board of Directors for their guidance and unwavering support throughout the year. I also thank our shareholders for their continued confidence in the Company, our customers for their loyalty, our business partners for their collaboration, and our employees for their dedication, professionalism and commitment to excellence.

With the strength of our nationwide network, our dedicated workforce and our commitment to continuous innovation, we are confident in our ability to deliver sustainable growth and reinforce Red Star Express' position as a leading logistics company.

Thank you.

AUWALU BADAMASI BABURA, FCA
Group Managing Director/
Chief Executive Officer

REPORT OF THE DIRECTORS
FOR THE YEAR ENDED 31 MARCH, 2026

1. Financial statements

The Directors present their annual report on the affairs of Red Star Express Plc ("the Company") and its subsidiaries ("together, the Group"), together with the independent auditor's report of Red Star Express Plc ("the Company") and its subsidiaries ("together, the Group") for the year ended 31 March 2026. The Directors have considered all the matters brought before them in the financial year ended 31 March 2026 and are satisfied that the Directors' report and Consolidated and Separate Financial Statements represent a fair, balanced and realistic view of events.

2. Legal form

Red Star Express Plc was incorporated as a Private Limited Company in Nigeria on 10th of July 1992 under the name, Red Star Express Nigeria Limited and commenced business operations on 12th of October 1992. The Company was subsequently converted to a Public Company in July 2007 and had its shares listed on the Nigerian Stock Exchange on 14 November, 2007. The Company has three(3) wholly owned subsidiaries: Red Star Logistics Limited, Red Star Freight Limited and Red Star Support Services Limited. The results of the Company's subsidiaries have been consolidated in these financial statements.

3. Principal activities

The Group is principally engaged in the provision of courier services, mail management services, freight services, logistics, warehousing and general haulage.

4. Results for the year

The performance of the Group and Company during the year as compared with the previous year is as follows:

	Group			Company		
in thousands of naira	**2026**	**2025**	**Chg %**	**2026**	**2025**	**Chg %**
Revenue	23,494,067	21,660,339	8	10,993,125	10,609,408	4
Operating profit	963,168	944,179	2	374,991	493,677	(24)
Profit before taxation	1,074,932	924,715	16	483,354	469,237	3
Income tax expense	(489,673)	(378,194)	29	(219,349)	(181,357)	21
Profit for the year	585,259	546,521	7	264,005	287,880	(8)

5. Property, Plant and Equipment

Information relating to changes in property, plant and equipment is disclosed in Note 10 to these consolidated and separate financial statements.

6. Dividend

The Directors are pleased to recommend to shareholders at the forthcoming annual general meeting the declaration of a dividend payment of 45 kobo (2025: 35 kobo) per share amounting to a total dividend of N429.49 million (2025: N334.05 million). This dividend, if approved, is subject to deduction of appropriate withholding tax.

7. Directors

Names of Directors	Designation
Suleiman Barau (OON)	Chairman
Auwalu Badamasi Babura	Group Managing Director/CEO
Ejekam Charles	Executive Director, Sales and Marketing
Chioma Sideso	Independent Non-Executive Director
Sulaiman Lawan Koguna	Non-Executive Director
Peter Surulere Aletor	Non-Executive Director
Chukwuemeka Ndu	Non-Executive Director

In accordance with the Company's Articles of Association, Mr. Peter Aletor and Mr. Chukwuemeka Ndu will retire by rotation and are eligible for re-election at the Annual General Meeting.

8. Record of director's attendance

In accordance with the provisions of Section 284(2) of the Companies and Allied Matters Act, 2020, the record of the Directors' attendance at Directors' meetings during the year is hereby disclosed. The Directors have a formal schedule of meetings and met a total of four (4) times in the year. The table below shows the number of meetings (including Board and Board Committees) attended by each Director.

Frequency and Attendance of Board Meetings

Board Meetings Attendance	2025			2026
Directors	**24-Apr**	**27-Jun**	**23-Oct**	**26-Feb**
Suleiman Barau (OON)	Yes	Yes	Yes	Yes
Auwalu Badamasi Babura	Yes	Yes	Yes	Yes
Ejekam Charles	Yes	Yes	Yes	Yes
Chioma Sideso	Yes	Yes	Yes	Yes
Sulaiman Lawan Koguna	Yes	Yes	Yes	Yes
Peter Surulere Aletor	Yes	Yes	Yes	Yes
Chukwuemeka Ndu	Yes	Yes	Yes	Yes

	2025				2026
Audit Committee	**23-Apr**	**25-Jun**	**28-Jul**	**17-Oct**	**29-Jan**
Folorunsho Olajide	Yes	Yes	Yes	Yes	Yes
Bukola Adetunji	Yes	Yes	Yes	Yes	Yes
Kolawole Amoo	Yes	Yes	Yes	Yes	Yes
Sulaiman Koguna	Yes	Yes	Yes	Yes	Yes
Chukwuemeka Ndu	Yes	Yes	Yes	Yes	Yes

Strategy & Business Development Committee	2025		2026
	24-Jun	15-Oct	18-Feb
Chioma Sideso	Yes	Yes	Yes
Peter Aletor	Yes	Yes	Yes
Sulaiman Koguna	Yes	Yes	Yes
Chukwuemeka Ndu	Yes	Yes	Yes
Auwalu Badamasi Babura	Yes	Yes	Yes
Charles Ejekam	Yes	Yes	Yes

Risk Management	2025	2026
	13-Oct	19-Feb
Peter Aletor	Yes	Yes
Chioma Sideso	Yes	Yes
Chukwuemeka Ndu	Yes	Yes
Auwalu Badamasi Babura	Yes	Yes
Charles Ejekam	Yes	Yes

Governance, Nomination and Remuneration Committee	2025		2026
	23-Jun	15-Oct	24-Feb
Sulaiman Koguna	Yes	Yes	Yes
Peter Aletor	Yes	Yes	Yes
Chioma Sideso	Yes	Yes	Yes

Legend:
Yes - Present
No - Absent

9. **Directors and their interests**

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

	No of Shares held as at 31 March 2026		No of Shares held as at 31 March 2025	
	Direct	Indirect	Direct	Indirect
Suleiman Barau	79,656,679	Nil	79,656,679	Nil
Sulaiman Koguna	8,377,818	Nil	8,377,818	Nil
Auwalu Babura	375,764	Nil	375,764	Nil
Ejekam Charles	248,637	Nil	248,637	Nil
Chukwuemeka Ndu	Nil	96,419,958	Nil	96,419,958
Peter Aletor	Nil	101,977,912	Nil	101,977,912
Chioma Sideso	Nil	Nil	Nil	Nil

Other than as disclosed above, the Directors are not aware of any disclosable interests or transactions in the share capital of the Company or any of its subsidiaries as at 31 March 2026 or at the date of this report.

10. Director's interest in contracts

In accordance with Section 303 of the Companies and Allied Matters Act (CAMA) 2020, none of the Directors has notified the Company of any disclosable interests in contracts in which the Company was involved during the year ended 31 March 2026 or at the date of this report.

11. Analysis of Shareholding

According to the register of members, the spread of shareholding in the Company as at 31st March 2026 was as follows:

Share Range	No. of Shareholders	No. of Shareholders	No. of Holdings	% Shareholding
1 - 1,000	1,857	32.04%	358,896	0.04%
1,001 - 5,000	1,229	21.20%	2,882,109	0.30%
5,001 - 10,000	694	11.97%	4,614,133	0.48%
10,001 - 50,000	1,354	23.36%	29,441,230	3.08%
50,001 - 100,000	275	4.74%	17,879,127	1.87%
100,001 - 500,000	290	5.00%	55,861,931	5.85%
500,001 - 1,000,000	39	0.67%	26,795,282	2.81%
1,000,001 - 5,000,000	40	0.69%	83,737,225	8.77%
5,000,001 - 10,000,000	9	0.16%	68,639,714	7.19%
10,000,001 - 50,000,000	4	0.07%	85,726,321	8.98%
50,000,001 - 100,000,000	3	0.05%	246,076,637	25.78%
100,000,001 - 500,000,000	2	0.03%	332,410,720	34.83%
TOTAL	**5,796**	**100%**	**954,423,325**	**100%**

31 March 2025

Share Range	No. of Shareholders	No. of Shareholders	No. of Holdings	% Shareholding
1 - 1,000	1,857	32.04%	358,896	0.04%
1,001 - 5,000	1,229	21.20%	2,882,109	0.30%
5,001 - 10,000	694	11.97%	4,614,133	0.48%
10,001 - 50,000	1,354	23.36%	29,441,230	3.08%
50,001 - 100,000	275	4.74%	17,879,127	1.87%
100,001 - 500,000	290	5.00%	55,861,931	5.85%
500,001 - 1,000,000	39	0.67%	26,795,282	2.81%
1,000,001 - 5,000,000	40	0.69%	83,737,225	8.77%
5,000,001 - 10,000,000	9	0.16%	68,639,714	7.19%
10,000,001 - 50,000,000	4	0.07%	85,726,321	8.98%
50,000,001 - 100,000,000	3	0.05%	246,076,637	25.78%
100,000,001 - 500,000,000	2	0.03%	332,410,720	34.83%
TOTAL	**5,796**	**100%**	**954,423,325**	**100%**

The Shareholders who have more than a 5% holding are as follows:

NAME	2026	%	2025	%
Koguna, Mohammed Hassan	186,863,273	19.58%	186,863,273	19.58%
Koguna Babura Insurance Brokers Limited	145,547,447	15.25%	145,547,447	15.25%
Petra Properties Limited	96,419,958	10.10%	96,419,958	10.10%
Suleiman Barau	79,656,679	8.35%	79,656,679	8.35%
Apel Capital & Trust Limited (Nominees)	70,000,000	7.33%	70,000,000	7.33%

12. Donations

During the year, the Company made the following donations:

in thousands of naira	**2026**	**2025**
NBCC Maritime and Logistics	3,000	1,000
Special Persons Association of Nigeria	1,350	200
Embassy of the United States of America	850	-
	5,200	1,200

In accordance with Section 43(2) of the Companies and Allied Matters Act, 2020 ("CAMA"), the Company did not make any donation or give gifts to any political party, political association or for any political purpose during the year (2025: Nil).

13. Corporate social responsibility

Our corporate social responsibility (CSR) integrates social, environmental and economic concerns into the Group's values, culture, decision making, strategy and operations in a transparent and accountable manner and thus, establishes better practices within the Group, creates wealth and improves society at large.

14. Employment of physically challenged persons

It is the Company's policy to give special consideration to disabled persons having regard to the individual applicant's aptitude and abilities. There were no physically challenged persons in the Company as at year end (2025: Nil).

15. Employment equity, gender policies and practices

Our resourcing and promotion policy ensures equity, and is free from discriminatory bias of gender, ethnic origin, age, marital status, sexual orientation, disability, religion and other diversity issues. This is role-modelled throughout our end-to-end employee life cycle process.

16. Health, safety and welfare of employees

We ensure that our employees and members of their immediate families have access to free medical health care, under the Health Management Organization (HMO) scheme. The company maintains a secure and healthy workplace with fire prevention and fire-fighting equipment installed at strategic locations within the Company's offices whilst also retaining the Group Personal Accident and Nigeria Social Insurance Trust Fund (NSITF) schemes, as well as a Contributory Pension Scheme for the benefit of the employees.

17. Employees' involvement and training

Red Star Express Plc is committed to providing its employees with the best opportunities for learning and development and these programs are intended to challenge our people whilst empowering them to be more proficient as it relates to their individual careers and personal lives. This is achieved by a combination of internal and external training which is supported by our experienced in-house Training Faculty, periodic job rotations and mentoring to ensure our people are well equipped with the essential skills to efficiently carry out their diverse assignments.

18. Events after the reporting date

Other than those disclosed in note 30 of the Financial Statements, there were no other events after the reporting date which could have had a material effect on the financial position of Red Star Express Plc ("the Company") and its Subsidiaries (together "the Group) as of 31 March 2026, which have not been adequately provided for in the Financial Statements.

19. Independent auditor

Messrs. KPMG Professional Services, having satisfied the relevant corporate governance rules on their tenure in office have indicated their willingness to continue in office as independent auditors to the Company. In accordance with Section 401(2) of the Companies and Allied Matters Act (CAMA) 2020, therefore, the independent auditors will be re-appointed at the next annual general meeting of the Company without any resolution being passed.

BY ORDER OF THE BOARD

FRANCES NDIDI AKPOMUKA
Company Secretary
FRC/2013/PRO/NBA/004/00000002640
Lagos, Nigeria.
27 June 2026

Governance Structure
Red Star Express Plc is committed to high standards of Corporate Governance and best practice both within the Company and amongst its subsidiaries.

Directors and other key personnel
The Directors and key personnel complied with the Securities and Exchange Commission (SEC) Code of Corporate Governance as well as other disclosure requirements of the Nigerian Exchange Limited and Financial Reporting Council Code of Corporate Governance during the year.

Shareholding
The Company maintains a varied shareholding structure.

The Board Governance Structure
Board of Directors
The Board is currently constituted of Seven (7) Directors with the relevant knowledge and expertise required to oversee the activities of the Company. The Board's main responsibility is to determine the strategic direction for the Company and is composed of Four (4) Non - Executive Directors (which include the Chairman), One (1) Independent Non-Executive Director and Two (2) Executive Directors. The positions of the Chairman and Group Managing Director are separate, and the other responsibilities of the Board are as contained in the duly approved Board Charter.

Board Membership

Suleiman Barau (OON)	Chairman
Auwalu Badamasi Babura	Group Managing Director/CEO
Ejekam Charles	Executive Director
Chioma Sideso	Independent Non-Executive Director
Sulaiman Lawan Koguna	Non-Executive Director
Peter Surulere Aletor	Non-Executive Director
Chukwuemeka Ndu	Non-Executive Director

Board Committees
The Board carries out its oversight functions via its Committees governed by Charters and definite Terms of Reference. There are Four (4) Board Committees namely, Governance, Nomination and Remuneration Committee, Strategy & Business Development Committee, Risk Management Committee and the Audit Committee.

Governance, Nomination and Remuneration Committee
This committee is comprised solely of Non-Executive Directors and Independent Non-Executive Directors. The Committee's terms of reference are in line with SEC Code of Corporate Governance, 2018.

This committee is comprised of three (3) Non-Executive Directors:-

Sulaiman Lawan Koguna	Chairman/Non-Executive Director
Chioma Sideso	Independent Non-Executive Director
Peter Surulere Aletor	Non-Executive Director

Strategy and Business Development Committee
This committee is comprised of six (6) members: four (4) Non-Executive Directors and two (2) Executive Directors:-

Mrs. Chioma Sideso	Chairman/Independent Non-Executive Director
Mr. Sulaiman Koguna	Non-Executive Director
Mr. Peter Aletor	Non-Executive Director
Mr. Chukwuemeka Ndu	Non-Executive Director
Mr. Auwalu Babura	Group Managing Director/CEO
Mr. Charles Ejekam	Executive Director

Risk Management Committee
This committee is comprised of five (5) members: three (3) Non-Executive Directors and two (2) Executive Directors:-

Mr. Peter Aletor	Chairman/Non-Executive Director
Mrs. Chioma Sideso	Independent Non-Executive Director
Mr. Emeka Ndu	Non-Executive Director
Mr. Auwalu Babura	Group Managing Director/CEO
Mr. Charles Ejekam	Executive Director

Audit Committee
This committee is comprised of Five (5) members: Three (3) Shareholders' representatives and Two (2) Non- Executive Directors: -

Mr. Folorunsho Olajide	Chairman/Shareholder Representative
Mrs. Bukola Adetunji	Shareholder Representative
Mr. Kolawale Amoo	Shareholder Representative
Mr. Sulaiman Koguna	Non-Executive Director
Mr. Chukwuemeka Ndu	Non-Executive Director

Group Executive Committee
The Group Executive Committee is the highest governing body of Management and meets bi-weekly or as business needs demand, to deliberate on implementation of Board approved strategies as well as ensure that the Company's resources are efficiently and effectively deployed. The Committee is headed by the Group Managing Director/CEO ably supported by the Executive Director, Sales and Marketing, Chief Operating Officers, and Departmental Heads.

Relationship with shareholders
The Company maintains a cordial relationship with Shareholders and all shareholders are treated equally, regardless of number of shares or social position. Financial and other mandatory information are promptly communicated to shareholders through appropriate media, including quarterly publication of the Group’s performance in the newspapers and requisite filings with the regulatory bodies.

Shareholders complaint policy
In furtherance to the directive of the Securities and Exchange Commission (SEC), the Company has in place a Shareholders Complaint Management Policy geared at standardizing the procedure for shareholders to bring to the attention of the Company complaints regarding their shareholding and how these may be resolved and/or addressed. The policy is available on the Company's website – www.redstarplc.com. Complaints/questions/clarifications may also be sent directly to investorrelations@redstarplc.com

Insider trading and price sensitive information
Directors, Insiders and other related persons in possession of confidential price sensitive information ("Insider Information") are prohibited from dealing with the securities of the Company where such would amount to Insider Trading. Directors, Insiders and other related persons are also prohibited from disposing, selling, buying or transferring their shares in the Company for a period commencing from the date of receipt of such insider information until such a period when the information is released to the public or any other period as defined by the Company from time to time.

Directors Remuneration Policy
The Company's Directors remuneration policy takes into consideration the industry in which it operates as well as the performance of the Company at the end of each financial year. The components of the policy include:

For Non-Executive Directors:
- Payment of Directors' annual fees, sitting allowances.
- Sponsorship for training programmes which are required to enhance individual performance of assigned responsibilities.

For Executive Directors
- Fixed remuneration in line with competitive remuneration paid for comparable positions in the Industry.

Suleiman Barau (OON)
Chairman
FRC/2015/PRO/DIR/003/00000011559
27 June 2026

Frances Ndidi Akpomuka
Company Secretary
FRC/2013/PRO/NBA/004/00000002640
27 June 2026

STATEMENT OF DIRECTORS RESPONSIBILITIES IN RELATION TO THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2026

The Directors accept responsibility for the preparation of the annual consolidated and separate financial statements that give a true and fair view 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 Act, 2011 (as amended).

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

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

SIGNED ON BEHALF OF THE BOARD OF DIRECTORS BY:

Suleiman Barau (OON)
Chairman
FRC/2015/PRO/DIR/003/00000011559
27 June 2026

Auwalu Badamasi Babura
Group Managing Director/CEO
FRC/2016/PRO/DIR/003/00000014402
27 June 2026

STATEMENT OF CORPORATE RESPONSIBILITY FOR THE CONSOLIDATED AND SEPARATE FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 MARCH 2026

Further to the provisions of section 405 of the Companies and Allied Matters Act (CAMA), 2020, we, the Managing Director/CEO and Chief Financial Officer, hereby certify the consolidated and separate financial statements of Red Star Express Plc for the year ended 31 March 2026 as follows:

(a) That we have reviewed the audited consolidated and separate financial statements of Red Star Express Plc. ("the Company") and its subsidiaries (together "the Group") for the year ended 31 March 2026.

(b) That the audited consolidated and separate 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 statements were made.

(c) That the audited consolidated and separate 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 Group and Company as of and for the year ended 31 March 2026.

(d) That we are responsible for establishing and maintaining internal controls and have designed such internal controls to ensure that material information relating to the Company and its subsidiaries is made known to us by other officers of the companies, during the year ended 31 March 2026.

Auwalu Badamasi Babura
Group Managing Director/CEO
FRC/2016/PRO/DIR/003/00000014402
27 June 2026

Onyibo Valentine Uchenna
Chief Finance Officer (CFO)
FRC/2013/PRO/ICAN/001/00000003908
27 June 2026

AUDIT COMMITTEE REPORT

TO THE SHAREHOLDERS OF RED STAR EXPRESS PLC

In accordance with Section 404 (7) of the Companies and Allied Matters Act (CAMA), 2020 and Section 30.4 of the SEC Code, the members of the Statutory Audit Committee of Red Star Express 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 the Board, management and staff in the conduct of these responsibilities. After careful consideration of the report of the external auditors, we accepted the report that the Consolidated and Separate Financial Statements give a true and fair view of the state of the Group's financial affairs as at 31st March, 2026 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 Act, 2011 (as amended).

We confirm that:

i. The accounting and reporting policies of the Group and Company are in accordance with legal and regulatory requirements as well as agreed ethical practices.

ii. We reviewed the scope and planning of audit requirements and found them adequate.

iii. We reviewed the findings on the management letter prepared by the external auditors and found management responses to the findings satisfactory.

iv. The accounting and internal control system is constantly and effectively being monitored through an effective internal audit function.

v. We made recommendations to the Board on the reappointment and remuneration of the external auditors and also reviewed the provision made in the Consolidated and Separate Financial Statements for the remuneration of the external auditors.

vi. We considered that the external auditors are independent and qualified to perform their duties effectively.

The Committee therefore recommends that the Audited Consolidated and Separate Financial Statements for the year ended 31st March, 2026 and the External Auditors' report thereon be presented for adoption at this Annual General Meeting."

Folorunso Olajide Alakija
FRC/2023/PRO/ICAN/004/378190
Chairman
27 June 2026

Other Members of the Audit Committee:

Mr. Folorunso Olajide Alakija	-	Chairman/Shareholder Representative
Mrs. Bukola Adetunji	-	Shareholder Representative
Mr. Kolawale Amoo	-	Shareholder Representative
Mr. Sulaiman Koguna	-	Non-Executive Director
Mr. Chukwuemeka Ndu	-	Non-Executive Director

CERTIFICATION OF MANAGEMENT'S ASSESSMENT OF INTERNAL CONTROL OVER FINANCIAL REPORTING - GROUP MANAGING DIRECTOR (GMD)

FOR THE YEAR ENDED 31 MARCH 2026

I, Auwalu Badamasi Babura, certify that:

a) I have reviewed the Management's Report on the Effectiveness of Internal Control over Financial Reporting as of 31 March 2026 of Red Star Express Plc ("the Company") and its subsidiaries (together "the Group");

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 consolidated and separate 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 period 31 March 2026, presented in this report;

d) The Group's other certifying officer and I:
   i. are responsible for establishing and maintaining internal controls;

   ii. 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, and its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   iii. 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;

   iv. have evaluated the effectiveness of the Group'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 Group's other certifying officer and I have disclosed, based on our most recent evaluation of the internal control system, to the Company's auditors and the Audit committee:

   i. All significant deficiencies and that there are no material weaknesses in the design or operation of the internal control system which are reasonably likely to adversely affect the Group's ability to record, process, summarize and report financial information; and

   ii. That there was no fraud, whether or not material, that involves management or other employees who have a significant role in the Group's internal control system.

f) The Group's other certifying officer and I have not identified any significant changes in internal controls or other facts that could significantly affect internal controls subsequent to the date of our evaluation.

Auwalu Badamasi Babura
Group Managing Director/CEO
FRC/2016/PRO/DIR/003/00000014402
27 June 2026

CERTIFICATION OF MANAGEMENT'S ASSESSMENT OF INTERNAL CONTROL OVER FINANCIAL REPORTING - CHIEF FINANCIAL OFFICER (CFO)

FOR THE YEAR ENDED 31 MARCH 2026

I, Onyibo Valentine Uchenna, certify that

a) I have reviewed the Management's Report on the Effectiveness of Internal Control over Financial Reporting as of 31 March 2026 of Red Star Express Plc ("the Company") and its subsidiaries (together "the Group");

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 consolidated and separate 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 period 31 March 2026, presented in this report;

d) The Group's other certifying officer and I:
   i. are responsible for establishing and maintaining internal controls;

   ii. 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 Red Star Express Plc, and its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;

   iii. 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;

   iv. have evaluated the effectiveness of the Group'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 Group'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:

   i. All significant deficiencies and that there are no material weakness in the design or operation of the internal control system which are reasonably likely to adversely affect the Group's ability to record, process, summarize and report financial information; and

   ii. That there was no fraud, whether or not material, that involves management or other employees who have a significant role in the Group's internal control system.

f) The Group's other certifying officer and I have not identified any significant changes in internal controls or other facts that could significantly affect internal controls subsequent to the date of our evaluation.

Onyibo Valentine Uchenna
Chief Financial Officer
FRC/2013/PRO/ICAN/001/00000003908

MANAGEMENT'S REPORT ON THE EFFECTIVENESS OF INTERNAL CONTROL OVER FINANCIAL REPORTING
AS OF 31 MARCH 2026

The management of Red Star Express Plc ("the Company") is responsible for establishing and maintaining adequate internal control over financial reporting as required by the Investment and Securities Act 2025 and the Financial Reporting Council of Nigeria Act, 2011 (as amended).

The management of Red Star Express Plc assessed the effectiveness of the internal control over financial reporting of the Company and its subsidiaries ("together "the Group") as of 31 March 2026 using the criteria set forth by Internal Control – Integrated Framework (2013) issued by the Committee of Sponsoring Organizations of the Treadway Commission ("the COSO Framework") and in accordance with the SEC Guidance on Implementation of Internal Control over Financial Reporting.

As of March 31, 2026, the management of Red Star Express 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 March 31, 2026, the Group's internal control over financial reporting was effective.

The Company's independent auditor, KPMG Professional Services, who audited the consolidated and separate financial statements included in this Annual Report, issued an unmodified conclusion on the effectiveness of the Group's internal control over financial reporting as of 31 March 2026 based on the limited assurance engagement performed by them. KPMG Professional Services' limited assurance report is included in 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 Group's internal control over financial reporting.

....	....
Auwalu Badamasi Babura	**Onyibo Valentine Uchenna**
Group Managing Director/CEO	Chief Financial Officer
FRC/2016/PRO/DIR/003/00000014402	FRC/2013/PRO/ICAN/001/00000003908
27 June 2026	27 June 2026

KPMG Professional Services
KPMG Tower
Bishop Aboyade Cole Street
Victoria Island
PMB 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 Red Star Express 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 Red Star Express Plc ("the Company") and its subsidiaries (together "the Group") as of 31 March 2026 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 Internal Control over Financial Reporting.

Based on the procedures performed and evidence obtained, nothing has come to our attention to cause us to believe that the Group's internal control over financial reporting as of 31 March 2026 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 Internal Control over Financial Reporting.

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 consolidated and separate financial statements of Red Star Express Plc in accordance with the International Standards on Auditing, and our report dated 30 June 2026 expressed an unmodified opinion on those consolidated and separate financial statements. Our conclusion is not modified in respect of this matter.

Responsibilities for Internal Control over Financial reporting
The Board of Directors of Red Star Express 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 on the Effectiveness of Internal Control over Financial Reporting as of 31 March 2026*. Our responsibility is to express a conclusion on *the Group*'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 Group*'s internal control over financial reporting based on our assurance engagement.

Summary of the work we performed as the basis for our conclusion
We exercised professional judgment and maintained professional scepticism 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.

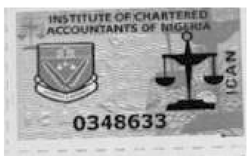
The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been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

Dunni D. Okegbemila, FCA
FRC/2012/ICAN/00000000411
For: KPMG Professional Services
Chartered Accountants
30 June 2026
Lagos, Nigeria



INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Red Star Express Plc

Report on the Audit of the Consolidated and Separate Financial Statements

Opinion

We have audited the consolidated and separate financial statements of Red Star Express Plc ("the Company") and its subsidiaries (together, "the Group"), which comprise:

- the consolidated and separate statements of financial position as at 31 March 2026;
- the consolidated and separate statements of profit or loss and other comprehensive income;
- the consolidated and separate statements of changes in equity;
- the consolidated and separate statements of cash flows for the year then ended; and
- the notes, comprising material accounting policies and other explanatory information.

In our opinion, the accompanying consolidated and separate financial statements give a true and fair view of the consolidated and separate financial position of the Company and its subsidiaries as at 31 March 2026, and of its consolidated and separate financial performance and consolidated and separate 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 Act, 2011 (as amended).

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 consolidated and separate Financial Statements* section of our report. We are independent of the Group and Company in accordance with the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* (IESBA Code), as applicable to audits of the financial statements of public interest entities, together with the ethical requirements that are relevant to audits of the consolidated and separate financial statements of public interest entities in Nigeria. We have also 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 judgement, were of most significance in our audit of the consolidated and separate financial statements of the current period. These matters were addressed in the context of our audit of the consolidated and separate financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Revenue Recognition

Refer to significant accounting policies (Note 3(q)) and related disclosures (Note 5) of the consolidated and separate financial statements.

The key audit matter	How the matter was addressed in our audit
The Group generates revenue majorly from the following key activities - provision of courier services, freight services, logistics, mail management services, warehousing, and general haulage services while the Company generates revenue mainly from courier services. Revenue is a key driver of the Group and Company's financial performance and an important measure in assessing the performance of Directors. We consider revenue recognition to be a key audit matter due to the number of transactions that occur close to year-end and the potential impact of the cutoff date of these transactions on the consolidated and separate financial statements.	Our audit procedures included the following: We evaluated the design, implementation, and operating effectiveness of identified controls around the recognition of revenue. We tested revenue transactions using statistical sampling methods and agreed such transactions to invoices and waybills. We reconciled cash sales transactions to receipts in the bank statements. We performed revenue cut-off procedures by assessing whether revenue transactions occurring both prior to and after the year end date were recognized in the appropriate period. We evaluated the adequacy and appropriateness of the Group's revenue disclosures in line with IFRS 15.

Other Information

The Directors are responsible for the other information. The other information comprises the Corporate Information, Directors' report, Corporate governance report, Statement of Directors' responsibilities in relation to the Consolidated and Separate Financial Statements, Statement of Corporate responsibility for the Consolidated and Separate Financial Statements, Audit Committee's Report, Certification of Management's assessment of Internal Control over Financial Reporting, Management's report on the Effectiveness of Internal Control over Financial Reporting and Other National Disclosures which we obtained prior to the date of this auditor's report, but does not include the consolidated and separate financial statements and our auditor's report thereon. Other information also includes the Corporate profile, Profile of Board of Directors, Chairman's statement, Group Managing Director's review, Sustainability & CSR report and Red Star Foundation report, together the "outstanding reports", which are expected to be made available to us after that date.

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

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

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

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 consolidated and separate financial statements
The Directors are responsible for the preparation of consolidated and separate 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 Act, 2011 (as amended), and for such internal control as the Directors determine is necessary to enable the preparation of consolidated and separate financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

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

review of the audit work performed for the purposes of the group audit. We remain solely responsible for our audit opinion.

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

Report on other legal and regulatory requirements

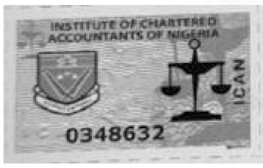
Compliance with the requirements of Schedule 5 of the Companies and Allied Matters Act (CAMA), 2020

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 Group's internal control over financial reporting as of 31 March 2026. 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 30 June 2026. That report is included in the annual report.

Signed:



Dunni D. Okegbemila, FCA
FRC/2012/PRO/ICAN/004/00000000411
For: KPMG Professional Services
Chartered Accountants
30 June 2026
Lagos, Nigeria

CONSOLIDATED AND SEPARATE STATEMENT OF FINANCIAL POSITION

AS AT 31 MARCH 2026

		The Group		The Company	
in thousands of naira	**Note**	**2026**	**2025**	**2026**	**2025**
Assets		N'000	N'000	N'000	N'000
Property, plant and equipment	10(a)	2,944,328	2,811,340	1,842,446	1,737,882
Intangible assets	11	114,210	154,627	114,210	154,627
Prepayments	12	22,556	55,518	15,963	7,870
Equity investment	13	12,065	3,357	12,065	3,357
Investments in subsidiaries	14	-	-	1,153,065	1,153,065
Right-of-use assets	21(a)&(b)	285,549	145,317	261,705	133,817
Employee benefit	23v(ii)	209,552	155,076	209,552	155,076
Non-current assets		**3,588,260**	**3,325,235**	**3,609,006**	**3,345,694**
Inventories	16	100,782	73,141	87,778	61,796
Trade and other receivables	17	5,457,139	5,189,610	3,312,572	2,847,999
Prepayments	12	322,250	322,959	167,532	113,498
Cash and cash equivalents	18	1,992,688	1,367,989	1,205,872	878,056
Current assets		**7,872,859**	**6,953,699**	**4,773,754**	**3,901,349**
Total assets		**11,461,119**	**10,278,934**	**8,382,760**	**7,247,043**
Equity					
Share capital	19(a)	477,211	477,211	477,211	477,211
Share premium	19(b)	1,515,600	1,515,600	1,515,600	1,515,600
Fair Value Reserve	19(c)	11,530	2,822	11,530	2,822
Retained earnings		3,151,344	2,886,934	1,537,276	1,594,120
Total equity		**5,155,685**	**4,882,567**	**3,541,617**	**3,589,753**
Liabilities					
Deferred tax liabilities	9(d)	317,133	216,632	190,178	122,399
Lease liabilities	20	112,565	13,640	112,565	13,640
Long-term service awards	23(b)	1,236	1,512	1,236	1,512
Non-current liabilities		**430,934**	**231,784**	**303,979**	**137,551**
Current tax liabilities	9(c)	378,681	283,848	149,309	108,974
Lease liabilities	20	23,763	45,497	23,763	45,497
Loans and Borrowings	22	-	113,306	-	113,306
Trade and other payables	24	5,472,056	4,721,932	4,364,092	3,251,962
Current liabilities		**5,874,500**	**5,164,583**	**4,537,164**	**3,519,739**
Total liabilities		**6,305,434**	**5,396,367**	**4,841,143**	**3,657,290**
Total equity and liabilities		**11,461,119**	**10,278,934**	**8,382,760**	**7,247,043**

These consolidated and separate financial statements were approved by the Board of Directors on 27 June 2026 and are signed on its behalf by:

Suleiman Barau
Chairman
FRC/2015/PRO/DIR/003/00000011559

Auwalu Badamasi Babura
Group Managing Director/CEO
FRC/2016/PRO/DIR/003/00000014402

Valentine Onyibo
Chief Finance Officer (CFO)
FRC/2013/PRO/ICAN/001/00000003908

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

CONSOLIDATED AND SEPARATE STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2026

		Group		Company	
		2026	**2025**	**2026**	**2025**
in thousands of naira	**Notes**				
Revenue	5	23,494,067	21,660,339	10,993,125	10,609,408
Cost of sales	7(a)	(16,204,435)	(15,733,611)	(6,770,379)	(7,098,814)
Gross profit		**7,289,632**	**5,926,728**	**4,222,746**	**3,510,594**
Other operating income	8	103,333	439,305	197,153	166,127
Administrative expenses	7(b)	(6,305,426)	(5,171,001)	(4,055,819)	(2,904,720)
Impairment losses on financial assets	27(b)	(124,371)	(250,853)	10,911	(278,324)
Operating profit		**963,168**	**944,179**	**374,991**	**493,677**
Finance income	6(a)	145,886	39,752	142,485	34,776
Finance costs	6(b)	(34,122)	(59,216)	(34,122)	(59,216)
Net finance costs		**111,764**	**(19,464)**	**108,363**	**(24,440)**
Profit before taxation		**1,074,932**	**924,715**	**483,354**	**469,237**
Income tax expense	9(a)	(489,673)	(378,194)	(219,349)	(181,357)
Profit for the year		**585,259**	**546,521**	**264,005**	**287,880**
Other comprehensive income, net of tax					
Items that will never be reclassified to profit or loss:					
Net change in fair value on Equity Investments at FVOCI	13	8,708	1,183	8,708	1,183
Re-measurement loss on defined benefit plan	23(a(v))	24,547	(121,300)	24,547	(121,300)
Tax effect		(11,348)	40,029	(11,348)	40,029
Other comprehensive loss, net of tax		**21,907**	**(80,088)**	**21,907**	**(80,088)**
Total comprehensive income for the year		**607,166**	**466,433**	**285,912**	**207,792**
Profit attributable to ordinary equity holders		585,259	546,521	264,005	287,880
Total comprehensive income for the year attributable to ordinary equity holders		607,166	466,433	285,912	207,792
Basic earnings per share	15	0.61	0.57	0.28	0.30
Diluted earnings per share	15	0.61	0.57	0.28	0.30

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2026

in thousands of naira		Share Capital	Share Premium	Retained Earnings	Other Reserves	Total
Balance at 1 April 2024		**477,211**	**1,515,600**	**2,679,378**	**1,639**	**4,673,828**
Profit for the year		-	-	546,521	-	546,521
Other comprehensive loss, net of tax		-	-	(81,271)	1,183	(80,088)
Total comprehensive income		**-**	**-**	**465,250**	**1,183**	**466,433**
Transactions with owners of the Company						
Dividend	24(c)	-	-	(257,694)	-	(257,694)
Total transactions with the owners of the Company		**-**	**-**	**(257,694)**	**-**	**(257,694)**
Balance at 31 March 2025		477,211	1,515,600	2,886,934	2,822	4,882,567

in thousands of naira	Note	Share Capital N'000	Share Premium N'000	Retained Earnings N'000	Other Reserves N'000	Total N'000
Balance at 1 April 2025		**477,211**	**1,515,600**	**2,886,934**	**2,822**	**4,882,567**
Profit for the year		-	-	585,259	-	585,259
Other comprehensive income, net of tax		-	-	13,199	8,708	21,907
Total comprehensive income		**-**	**-**	**598,458**	**8,708**	**607,166**
Transactions with owners of the Company						
Dividend	24(c)	-	-	(334,048)	-	(334,048)
Total transactions with the owners of the Company		-	-	(334,048)	-	(334,048)
Balance at 31 March 2026		**477,211**	**1,515,600**	**3,151,344**	**11,530**	**5,155,685**

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

SEPARATE STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2026

in thousands of naira	Note	Share Capital N'000	Share Premium N'000	Retained Earnings N'000	Fair Value Reserve N'000	Total N'000
Balance at 1 April 2024		**477,211**	**1,515,600**	**1,645,205**	**1,639**	**3,639,655**
Profit for the year		-	-	287,880	-	287,880
Other comprehensive loss, net of tax		-	-	(81,271)	1,183	(80,088)
Total comprehensive income		477,211	1,515,600	206,609	1,183	207,792
Transactions with owners of the company						
Dividend	24(c)	-	-	(257,694)	-	(257,694)
Total transactions with the owners of the Company		-	-	(257,694)	-	(257,694)
Balance at 31 March 2025		**477,211**	**1,515,600**	**1,594,120**	**2,822**	**3,589,753**

in thousands of naira	Note	Share Capital N'000	Share Premium N'000	Retained Earnings N'000	Fair Value Reserve N'000	Total N'000
Balance at 1 April 2025		**477,211**	**1,515,600**	**1,594,120**	**2,822**	**3,589,753**
Profit for the year		-	-	264,005	-	264,005
Other comprehensive income, net of tax		-	-	13,199	8,708	21,907
Total comprehensive income		**477,211**	**1,515,600**	**277,204**	**8,708**	**285,912**
Transactions with owners of the company						
Dividend	24(c)	-	-	(334,048)	-	(334,048)
Total transactions with the owners of the Company		-	-	(334,048)	-	(334,048)
Balance at 31 March 2026		**477,211**	**1,515,600**	**1,537,276**	**11,530**	**3,541,617**

The accompanying notes form an integral part of these consolidated and separate financial statements

CONSOLIDATED AND SEPARATE STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 MARCH 2026

in thousands of naira	Note	Group 2026	Group 2025	Company 2026	Company 2025
Cash flows from operating activities					
Profit before taxation		1,074,932	924,715	483,354	469,237
Adjustments for:					
Depreciation of property, plant and equipment	10(a)	406,044	464,746	244,696	223,588
Write-off of property, plant and equipment	10(a)	-	161,821	-	-
Depreciation of right-of-use assets	21	117,764	81,592	81,083	62,686
Amortisation of intangible assets	11	69,834	24,007	69,834	24,007
(Gain)/loss on sale of property, plant and equipment	8	(97)	(243,119)	(29,750)	-
Finance costs	6(b)	34,122	59,216	34,122	59,216
Finance income	6(a)	(145,886)	(39,752)	(142,485)	(34,776)
Impairment (reversal)/losses on short-term deposits	18(a)	1,725	(197)	1,725	-
Impairment losses on other financial assets	27(b(I))	124,371	250,853	(10,911)	278,324
Net interest income	23(a(v))	(29,929)	(23,748)	(29,929)	(23,748)
Net measurement gains in long-term service award	23(b(iv))	12,336	9,637	12,336	9,637
Changes in:					
Inventory	16	(27,641)	(2,503)	(25,982)	1,416
Prepayments	12	33,671	(177,965)	(62,127)	(47,090)
Trade and other receivables	17	(602,674)	(1,361,594)	(551,518)	24,452
Trade and other payables	24(a)	750,124	1,003,322	1,112,130	156,307
		1,818,696	**1,131,031**	**1,186,579**	**1,203,256**
Income taxes paid	9(c)	(94,914)	(43,692)	(24,727)	(17,975)
Employee benefits paid	23b(iii)	(12,612)	(8,125)	(12,612)	(8,125)
Net cash generated from operating activities		**1,711,170**	**1,079,214**	**1,149,240**	**1,177,156**
Cash flows from investing activities					
Acquisition of property, plant and equipment	10(a)	(609,325)	(478,575)	(419,553)	(282,759)
Acquisition of right-of-use assets	21	(145,171)	(61,737)	(96,146)	(38,737)
Acquisition of intangible assets	11	(29,417)	(17,203)	(29,417)	(17,203)
Proceeds from sale of property, plant and equipment	10(a(viii) & 10(b(viii)	97	382,842	29,750	-
Interest received	6(a)	136,634	6,910	129,382	5,219
Net cash used in investing activities		**(647,182)**	**(167,763)**	**(385,984)**	**(333,480)**
Cash flows from financing activities					
Dividend paid	24(c)	(334,048)	(257,694)	(334,048)	(257,694)
Principal repayment of borrowings	22	(112,088)	(314,391)	(112,088)	(187,911)
Interest repayment of borrowings	22	(7,976)	(52,216)	(7,976)	(52,216)
Repayment of lease liabilities	20	(62,998)	(67,027)	(62,998)	(67,027)
Net cash used in financing activities		**(517,110)**	**(691,328)**	**(517,110)**	**(564,848)**
Net increase in cash and cash equivalents		546,878	220,123	246,146	278,828
Cash and cash equivalents at the beginning of the year		1,367,989	1,119,488	878,056	571,191
Effects of movement in exchange rates on cash held		77,821	28,378	81,670	28,037
Cash and cash equivalents at the end of the year	18	**1,992,688**	**1,367,989**	**1,205,872**	**878,056**

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

1 Reporting entity

Red Star Express Plc was incorporated as a Private Limited Company on 10th of July 1992 under the name, Red Star Express Nigeria Limited and commenced business operations on 12th of October 1992. The Company was subsequently converted to a Public Company in July 2007 and had its shares listed on the Nigerian Stock Exchange on November 14, 2007.

The Company has three (3) subsidiaries: Red Star Logistics Limited, Red Star Freight Limited and Red Star Support Services Limited. The results of the Company's subsidiaries have been consolidated in these consolidated and separate financial statements.

The Group is principally engaged in the provision of courier services, mail management services, freight services, logistics, warehousing and general haulage, and its ultimate parent entity is Red Star Express Plc.

2 Basis of preparation

(a) Statement of compliance

The consolidated and separate financial statements 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 of Nigeria Act, 2011 (as amended). The consolidated and separate financial statements of the Group and Company were authorised for issue by the Board of Directors on 27 June 2026.

These consolidated and separate financial statements cover the financial year from 1 April 2025 to 31 March 2026.

(b) Basis of measurement

The consolidated and separate financial statements have been prepared in accordance with the going concern assumption under the historical cost concept except for the following items, which are measured on an alternative basis on each reporting date:

- Non-derivative financial instruments – Initially measured at fair values and subsequently measured at amortised cost using effective interest rate.
- Equity investments – initially measured at fair values and subsequently measured at fair value through other comprehensive income.
- Long-term employee benefit obligation (gratuity and long service award) - fair value of plan assets less the present value of the defined benefit obligation.

(c) Functional and presentation currency

The consolidated and separate financial statements are presented in Naira, which is the Group and Company's functional currency. All amounts have been rounded to the nearest thousand, unless otherwise indicated.

(d) Use of judgment and estimates

In preparing these consolidated and separate financial statements, management has made judgments, estimates and assumptions that affect the application of the Group and Company's accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to estimates are recognised prospectively.

Judgments
Information about judgments made in applying accounting policies that have the most significant effects on the amounts recognised in the consolidated financial statements is included in the following notes:
Note 27 – Measurement of expected credit loss (ECL) allowance for trade receivables, other receivables, contract assets and all financial assets: key assumption on determining the weighted average loss rate.

Assumptions and estimation uncertainties
Information about assumptions and estimation uncertainties that have a significant impact on the reported amounts, and have a risk of resulting in a material adjustment in the financial statements is included in the following notes:

Note 29 – Recognition and measurement of provisions, contingent liabilities and commitments: judgments about the likelihood and magnitude of an outflow of resources.

Note 27 – Measurement of expected credit loss (ECL) allowance for trade receivables, other receivables, contract assets and all financial assets: key assumption on determining the weighted average loss rate.

Note 23 – Measurement of long-term employee benefits: actuarial and financial assumptions.

(e) Measurement of fair values
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.

A number of the Group and Company's accounting policies and disclosures require the determination of fair values, for both financial and non- financial assets and liabilities. When applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

When measuring the fair value of an asset or a liability, the Group uses observable 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. as derived from prices).

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

In some cases, if the inputs used to measure the fair value of an asset or a liability are categorized in different levels of the fair value hierarchy, then the fair value measurement is categorized in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measurement. The Group and Company recognise transfers between levels of the fair value hierarchy at the end of the reporting period during which the change has occurred.

Further information about the assumptions made in measuring fair values is included in Note 27 – financial instruments - financial risk management and fair values

3 Material accounting policies

The Group and Company have consistently applied the following material accounting policies to all periods presented in these consolidated and separate financial statements.

a) Basis of consolidation

(i) Business combination

The Group and Company account for business combinations using the acquisition method when control is transferred to the Group and Company. The consideration transferred in the acquisition is generally measured at fair value, as are the identifiable net assets acquired. The excess of the purchase consideration over the fair value of identifiable net assets is recognised as goodwill on acquisition. Any goodwill that arises is tested annually for impairment. Any gain on a bargain purchase is recognised in profit or loss immediately. Transaction costs are expensed as incurred, except if related to the issue of debt or equity securities.

The consideration transferred does not include amounts related to the settlement of pre-existing relationships. Such amounts are generally recognised in profit or loss.

Any contingent consideration is measured at fair value at the date of acquisition. If an obligation to pay contingent consideration that meets the definition of a financial instrument is classified as equity, then it is not remeasured and settlement is accounted for within equity. Otherwise, contingent consideration is remeasured at fair value at each reporting date and subsequent changes in the fair value of the contingent consideration are recognised in profit or loss.

(ii) Subsidiaries

Subsidiaries are entities controlled by the Company. The Company controls an entity when it is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases. The accounting policies of subsidiaries are modified where necessary to align them with the policies adopted by the Company.

(iii) Loss of control

When the Company loses control over a subsidiary, it derecognises the assets and liabilities of the subsidiary, and any related non-controlling interest and other components of equity. Any resulting gain or loss is recognised in profit or loss. Any interest retained in the former subsidiary is measured at fair value when control is lost.

(iv) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated. Unrealised gains arising from transactions with equity accounted investees are eliminated against the investment to the extent of the Company's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

b) Leases

At inception of a contract, the Group and Company assess 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.

To assess whether a contract conveys the right to control the use of an identified asset, the Group and Company use the definition of a lease in IFRS 16.

i) ***As a lessee***

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

The Group and Company recognise 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 Group and Company by the end of the lease term or the cost of the right-of-use asset reflects that the Group and 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 Group and Company's incremental borrowing rate. Generally, the Group and Company use their incremental borrowing rate as the discount rate.

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 Group and Company are reasonably certain to exercise, lease payments in an optional renewal period if the Group and Company is reasonably certain to exercise an extension option, and penalties for early termination of a lease unless the Group and Company are reasonably certain they will exercise the option to terminate the lease 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 Group or Company's estimate of the amount expected to be payable under a residual value guarantee, if the Group or 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.

Lease liabilities are presented on the face of the consolidated and separate statements of financial position, differentiating between current liabilities and non-current liabilities.

The Group and Company present right-of-use assets that do not meet the definition of investment property in right-of-use assets in the consolidated and separate statements of financial position.

Short-term leases and leases of low-value assets
The Group and Company have 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 Group and Company recognise the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets, as follows:

-	Land	20 years
-	Office buildings	2 - 3 years
-	Warehouse	2 - 3 years
-	Motor Vehicles	2 - 4 years

If ownership of the leased asset transfers to the Group and the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The right-of-use assets are also subject to impairment.

c) Foreign currency
Transactions denominated in foreign currencies are translated and recorded in Naira at the actual exchange rates as of the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated to the functional currency at the exchange rate at the reporting date. Non-monetary assets and liabilities that are measured at fair value in a foreign currency are translated to the functional currency at the exchange rate when the fair value was determined.

Non-monetary items that are measured based on historical cost in a foreign currency are translated using the exchange rate at the date of the transaction. Foreign currency differences are generally recognised in profit or loss.

d) Financial instruments

i Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group and Company become a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at FVTPL, transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

ii Classification and measurement

On initial recognition, a financial asset is classified as measured at: amortised cost or Fair value through other comprehensive income (FVOCI) - equity investment. Financial assets are not reclassified subsequent to their initial recognition unless the Group and Company change their 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.

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

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

A debt investment is measured at FVOCI 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 achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of equity investments that are not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in Other Comprehensive Income (OCI). This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets - Business model assessment

The Group and Company make an assessment of the objective of the business model in which a financial asset is held at a portfolio level because this best reflects the way the business is managed and information is provided to management. The information considered includes:

- the stated policies and objectives for the portfolio and the operation of those policies in practice. These include whether management's strategy focuses on earning contractual interest income, maintaining a particular interest rate profile, matching the duration of the financial assets to the duration of any related liabilities or expected cash outflows or realising cash flows through the sale of assets;
- the risks that affect the performance of the business model (and the financial assets held within that business model) and how those risks are managed;
- how managers of the business are compensated – e.g. whether compensation is based on the fair value of the assets managed or the contractual cash flows collected; and
- the frequency, volume and timing of sales of financial assets in prior periods, the reasons for such sales and expectations about future sales activity.

Transfers of financial assets to third parties in transactions that do not qualify for derecognition are not considered sales for this purpose, consistent with the Group and Company's continuing recognition of the assets.

Financial assets that are held for trading or are managed and whose performance is evaluated on a fair value basis are measured at FVTPL.

Financial assets – Assessment of whether contractual cash flows are solely payments of principal and interest

For the purposes of this assessment, 'principal' is defined as the fair value of the financial asset on initial recognition. 'Interest' is defined as consideration for the time value of money and for the credit risk associated with the principal amount outstanding during a particular period of time and for other basic lending risks and costs (e.g. liquidity risk and administrative costs), as well as a profit margin.

In assessing whether the contractual cash flows are solely payments of principal and interest, the Group and Company consider the contractual terms of the instrument. This includes assessing whether the financial asset contains a contractual term that could change the timing or amount of contractual cash flows such that it would not meet this condition. In making this assessment, the Group and Company considers:

- contingent events that would change the amount or timing of cash flows;
- terms that may adjust the contractual coupon rate, including variable-rate features;
- prepayment and extension features; and
- terms that limit the claim to cash flows from specified assets (e.g. non-recourse features).

A prepayment feature is consistent with the solely payments of principal and interest criterion if the prepayment amount substantially represents unpaid amounts of principal and interest on the principal amount outstanding, which may include reasonable additional compensation for early termination of the contract. Additionally, for a financial asset acquired at a discount or premium to its contractual par amount, a feature that permits or requires prepayment at an amount that substantially represents the contractual par amount plus accrued (but unpaid) contractual interest (which may also include reasonable additional compensation for early termination) is treated as consistent with this criterion if the fair value of the prepayment feature is insignificant at initial recognition.

Classification, subsequent measurement and gains and losses

Financial liabilities are classified as measured at amortised 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 FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using 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.

Financial assets – Subsequent measurement and gains and losses

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 profit or loss. Any gain or loss on derecognition is recognised in profit or loss.
Equity investments at FVOCI	These assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss 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 profit or loss.

Financial liabilities - Classification, subsequent measurement and gains and losses
Financial liabilities are classified as measured at amortised 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 FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using 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.

iii. Derecognition and offsetting

Financial Assets

The Group and Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred or in which the Group and Company neither transfers nor retains substantially all of the risks and rewards of ownership and it does not retain control of the financial asset.

The Group and Company derecognises a financial liability when its contractual obligations are discharged or cancelled, or expire. The Company also derecognises a financial liability when its terms are modified and the cash flows of the modified liability are substantially different, in which case a new financial liability based on the modified terms is recognised at fair value.

Financial Liabilities

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 profit or loss.

Offsetting

Financial assets and financial liabilities are offset and the net amount presented in the statement of financial position when, and only when, the Company currently 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.

Write-off

The gross carrying amount of a financial asset is written off when the Group has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof. For individual customers, the Group has a policy of writing off the gross carrying amount when the financial asset is 365 days past due based on historical experience of recoveries of similar assets. For corporate customers, the Group individually makes an assessment with respect to the timing and amount of write-off based on whether there is a reasonable expectation of recovery. The Group 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 Group's procedures for recovery of amounts due.

e) Capital and other reserves

i. Share capital

The Company has only one class of shares, ordinary shares. Ordinary shares are classified as equity. When new shares are issued, they are recorded in share capital at their par value. The excess of the issue price over the par value is recorded as share premium. All ordinary shares rank equally with regard to the Company's 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 costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

ii. Retained earnings

Retained earnings represents the Group's and Company's accumulated earnings since its inception, less any distributions to shareholders, and net of any prior period adjustments. A negative amount of retained earnings is reported as deficit or accumulated deficit.

iii. Other reserves

Other reserves comprise of actuarial gains and losses on defined benefit plan scheme and the cumulative net change in the fair value of equity securities designated at FVOCI.

iv. Share issue costs

Incremental costs directly attributable to the issue of an equity instrument are deducted from the initial measurement of the equity instruments.

v. Dividend on ordinary shares

Dividends on the Group's ordinary shares are recognised in equity in the period in which they are paid or, if earlier, approved by the Group's shareholders.

vi. Basic earnings per share

Basic earnings are determined by dividing the profit attributable to shareholders by the weighted average number of shares on issue during the year.

f) Property, plant and equipment

i. Recognition and measurement

The cost of an item of property, plant and equipment 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 of the item can be measured reliably. Items of property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses.

Cost includes expenditure that is directly attributable to the acquisition of the asset. Property, plant and equipment under construction are disclosed as capital work-in-progress. The cost of a self-constructed asset includes the cost of materials and direct labour, any other costs directly attributable to bringing the assets to a working condition for their intended use including, where applicable, the costs of dismantling and removing the items and restoring the site on which they are located and borrowing costs on qualifying assets.

When 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.

Items of PPE are subsequently measured at cost less accumulated depreciation and any accumulated impairment losses. When parts of an item of PPE have different useful lives, they are accounted for as separate items (major components) of PPE.

ii. Subsequent expenditure

Subsequent expenditure is capitalised only if it is probable that the future economic benefits associated with the expenditure will flow to the Group and Company and its cost can be measured reliably. The costs of the day-to-day servicing of property, plant and equipment are recognised in profit or loss as incurred.

iii. Depreciation

Depreciation is recognized in profit or loss on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment, which reflects the expected pattern of consumption of the future economic benefits embodied in the asset. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group and Company will obtain ownership by the end of the lease term in which case the assets are depreciated over the useful life. Items of property, plant and equipment are depreciated from the date they are available for use.

The estimated useful lives for the current and comparative periods are as follows:

- Freehold land	Indefinite
- Leasehold land	Over the lease period
- Buildings	40 years
- Improvement on building	Remaining depreciable life
- Plant and machinery	3 - 12 years
- Motor vehicles	3 - 10 years
- Motorcycles	4 - 5 years
- Furniture, fittings and equipment	5 - 10 years
- Computer equipment	3 years

Depreciation methods, useful lives and residual values are reviewed at each financial year end and adjusted if appropriate.

Capital work-in-progress is not depreciated. The attributable cost of each asset is transferred to the relevant asset category immediately the asset is available for use and depreciated accordingly.

iv. Derecognition

An item of property, plant and equipment is derecognised upon disposal or when the asset is permanently withdrawn from use and no future economic benefits are expected from the disposal. Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised in the profit or loss.

g) Intangible assets

Intangible assets that are acquired by the Group and Company and have finite useful lives are measured at cost less accumulated amortisation and accumulated impairment losses.

The Group and Company's intangible assets with finite useful life comprise computer software. Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific intangible asset to which it relates.

Amortisation is calculated over the cost of the asset less its residual value. Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful lives of intangible assets.

Amortisation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate. The estimated useful life of computer software for current and comparative periods is three (3) years.

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

h) Impairment

i. Non-derivative financial assets

The Group and Company recognise an allowance for impairment on financial assets held at amortised cost, and also contract assets on an expected credit loss basis. Increases and decreases in the impairment allowance are recognised in profit or loss. The expected credit losses are the difference between the contractual cash flows (or transaction price) due in accordance with the contract and all the cash flows that the group expects to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms (if any).

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

For trade receivables and intergroup receivables (involving sales in the ordinary course of business), the group applies a simplified approach in calculating ECLs. Therefore, the group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The group has established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

For receivables from related parties (non-trade), and staff advances, the group applies general approach in calculating ECLs. It is the group's policy to measure ECLs on such assets on a 12-month basis. However, when there has been a significant increase in credit risk since origination, the allowance will be based on the lifetime ECL.

The mechanics of the ECL calculations are outlined below and the key elements are, as follows:

- PD - The Probability of Default is an estimate of the likelihood of default over a given time horizon.
- EAD - The Exposure at Default is an estimate of the exposure at a future default date, taking into account expected changes in the exposure after the reporting date, including repayments of principal and interest, whether scheduled by contract or otherwise.
- LGD - The Loss Given Default is an estimate of the loss arising in the case where a default occurs at a given time. It is based on the difference between the contractual cash flows due and those that the group would expect to receive, including from the realisation of any collateral. It is usually expressed as a percentage of the EAD.

When estimating the ECLs, the group considers three scenarios (a base case, an upside, a downside). Each of these is associated with different PDs, EADs and LGDs. In its ECL models, the group relies on a broad range of forward-looking information as economic inputs, such as:

- GDP growth
- Oil price
- Inflation rate

ii. Non-financial assets

At each reporting date, the Group reviews the carrying amounts of its non-financial assets (other than inventories and deferred tax assets) to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Goodwill is tested annually for impairment.

For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash generating units (CGUs). Goodwill arising from a business combination is allocated to CGUs or groups of CGUs that are expected to benefit from the synergies of the combination.

The recoverable amount of an asset or CGUs is the greater of its value in use and its fair value less costs to sell. Value in use is based on the estimated future cash flows, discounted to their present value using a pretax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGUs. An impairment loss is recognised if the carrying amount of an asset or CGU exceeds its recoverable amount. Impairment losses are recognised in profit or loss. They are allocated first to reduce the carrying amount of any goodwill allocated to the CGUs, and then to reduce the carrying amounts of the other assets in the CGUs on a pro rata basis.

An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

i) Provisions, contingent liabilities and contingent assets

Provisions

A provision is recognised if, as a result of a past event, the Group and Company have a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

A provision for restructuring is recognised when the Group and Company have approved a detailed and formal restructuring plan, and the restructuring either has commenced or has been announced publicly. Future operating losses are not provided for.

Contingent liabilities
A contingent liability is a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group and Company, or a present obligation that arises from past events but is not recognised because it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or the amount of the obligation cannot be measured with sufficient reliability.

Contingent liabilities are only disclosed and not recognised as liabilities in the statement of financial position. If the likelihood of an outflow of resources is remote, the possible obligation is neither a provision nor a contingent liability and no disclosure is made.

Contingent assets
A contingent asset is a potential economic benefit that is dependent on some future event(s) largely out of a company's control. Contingent assets are not recognised. However, when the realisation of a contingent asset is virtually certain, it is no longer considered contingent and is recognised as an asset in the statement of financial position. The asset is recognised in the period in which the change from contingent asset to asset occurs.

j) Prepayments and advances
Prepayments and advances are non-financial assets which result when payments are made in advance of the receipt of goods or services. They are recognised when the Group and Company expect to receive future economic benefits equivalent to the value of the prepayment. 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.

k) Employee benefits

i. 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 Group and Company have a present legal or constructive obligation to pay the amount as a result of past service provided by the employee and the obligation can be estimated reliably.

ii. Defined contribution plan
A defined contribution plan is a post-employment benefit plan (pension fund) under which the Group and Company pay fixed contributions into a separate entity. The Group and Company have no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

In line with the provisions of the Pension Reform Act 2014, the Group and Company has instituted a defined contribution pension scheme for its permanent staff. Staff contributions to the scheme are funded through payroll deductions while the Group and Company's contribution are recognised in profit or loss as employee benefit expense in the periods during which services are rendered by employees. Employees contribute 8% of their basic salary, housing and transport allowances and the Group and Company contribute 10% of each employee's basic salary, housing and transport allowances to the scheme.

iii *Defined benefit plan*

The cost of the defined benefit pension plan and the present value of the obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexities involved in the valuation 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. The parameter most subject to change is the discount rate. In determining the appropriate discount rate, management considers only the Nigerian Government bond market yield as at the reporting date.

The liability recognised in the statement of financial position in respect of defined gratuity scheme is the present value of the gratuity obligation at the date of the statement of financial position less the fair value of any plan asset. Re-measurements, comprising actuarial gains and losses and the return on plan assets (excluding amounts included in net interest on the net defined benefit liability), are recognised immediately in the statement of financial position with a corresponding debit or credit to retained earnings through OCI in the period in which they occur. Re-measurements are not reclassified to profit or loss in subsequent periods.

iv. *Long service award*

The Group provides Long Service Award benefits to eligible employees. The benefits are graduated depending on the employees number of years in service to the Company. The nature and value of the awards or gifts are determined at the discretion of Management.

The obligation is determined by an independent actuary at each reporting period using the projected unit credit method. Any remeasurement gains or losses arising from this valuation are fully recognised in the profit or loss under other income or administrative expenses. The current service cost is recorded within administrative expenses, while the interest cost is included under finance costs in the profit or loss.

l) Finance income and finance costs

Finance income comprises interest income on funds invested, gains on the disposal of financial assets, changes in the fair value of financial assets at fair value through profit or loss. Interest income is recognised as it accrues in profit or loss, using the effective interest method.

Finance costs comprise interest expense on borrowings, changes in the fair value of financial assets at fair value through profit or loss and impairment losses recognised on financial assets except finance costs that are directly attributable to the acquisition, construction or production of a qualifying asset which are capitalised as part of the related assets and recognised in profit or loss using the effective interest method.

Foreign currency gains and losses are reported on a net basis and presented in finance costs or finance income depending on the net position of currency exchange rate movements.

m) Impairment of investments and receivables from subsidiaries

Management estimates the recoverable amount of the Investment in subsidiaries and receivables from subsidiaries by assessing the value in use and estimated cash flows for the receivables. Estimating the recoverable amount and cash flows involve a number of assumptions, judgements and estimates regarding various inputs.

n) Income and deferred tax

Income tax expense comprises current and deferred tax plus any tax adjustment in respect of previous years. Current and deferred tax are 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.

Income tax

Current income tax assets and liabilities for the current period are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the reporting date in Nigeria. Current income tax assets and liabilities also include adjustments for tax expected to be payable or recoverable in respect of previous periods. Current income tax relating to items recognised directly in equity or other comprehensive income is recognised in equity or other comprehensive income and not in the profit or loss. It is assessed as follows:

- Company income tax is assessed on taxable profits
- Tertiary tax is computed on assessable profits
- Nigerian Police Trust Fund is computed on profit before tax
- Development levy is based on the assessable profits (i,e. tax profits before deducting tax depreciation and losses) of the Company. The Development Levy consolidates the Tertiary Education Tax (TET), Information Technology Levy (IT), the National Agency for Science and Engineering Infrastructure (NASENI) levy and the Police Trust Fund (PTF) levy.

Deferred tax

Deferred tax is provided using the liability method in respect of temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes. Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits.

No deferred tax is recognised when relating to temporary differences that arise from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

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

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

Deferred tax items are recognised in correlation to the underlying transaction either in profit or loss, other comprehensive income or directly in equity.

Tax exposures

In determining the amount of current and deferred tax, the Group and Company takes into account the impact of uncertain tax positions and whether additional taxes and interest may be due. This assessment relies on estimates and assumptions and may involve a series of judgments about future events. New information may become available that causes the Company to change its judgment regarding the adequacy of existing tax liabilities; such changes to tax liabilities will impact tax expense in the period that such a determination is made.

Minimum tax

The Group and Company is subject to the Finance Act of 2020 which amended the Company Income Tax Act (CITA). Total amount of tax payable under the Finance Act is determined based on the higher of two components; Company Income Tax (based on taxable income (or loss) for the year; and Minimum tax (determined based on 0.5% (2025:0.5%) of the Company's qualifying turnover less franked investment income).

Taxes based on taxable profit for the period are treated as income tax in line with IAS 12 and therefore, are presented as part of income tax in line with IAS 12; whereas Minimum tax which is based on a gross amount is outside the scope of IAS 12 and therefore, not presented as part of income tax expense in the profit or loss. The liability is recognised under current tax liability 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.

Witholding Tax receivables and payables

Witholding Tax receivables

the company off sets the tax assets arising from withholding tax (WHT) credits and current tax liabilities if, and only if, the entity has a legally enforce able right to set off the recognized 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 benefit would be realised.

Witholding Tax payables

Withholding tax payable comprises taxes with held at source on payments to vendors in line with statutory requirements. The Group recognises a liability for withholding tax at the time of the transaction and measures it at the amount due to the tax authority. As the Group acts as an agent, the tax is not recognised.

Corporate Tax

The current income tax liabilities for the current period are measured at the amount expected to be paid to the taxation authorities. The tax rates and tax laws used to compute the amount are determined in accordance with the Nigeria Tax Act (NTA) 2025. Company Income Tax at 30 %of taxable profits. Development Levy at 4% of assessable profits.

o) Statement of cash flows

The statement of cash flows is prepared using the indirect method. Changes in statement of financial position items that have not resulted in cash flows such as translation differences, fair value changes, and other non-cash items have been eliminated for the purpose of preparing the statement. Dividends paid to ordinary shareholders are included in financing activities. Interest paid is also included in financing activities while finance income is included in investing activities.

p) Related parties

Related parties include the subsidiaries, the Company's shareholders, directors, their close family members and any employee who is able to exert a significant influence on the operating policies of the Group and Company. Key management personnel are also regarded as related parties. Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any director (whether executive or otherwise) of the Company.

Related parties transactions of similar nature are disclosed in aggregate except where separate disclosure is necessary for understanding the effects of the related party transactions on the financial statements of the Company.

q) Revenue from contracts with customers

The Group is principally engaged in the provision of courier services, mail management services, freight services, logistics, ware housing and general haulage. Revenue from contracts with customers is recognised when control of the services is transferred to the customer at an amount that reflects the consideration to which the group expects to be entitled in exchange for those services. The group has generally concluded that it is the principal in its revenue arrangements, because it has the right to payments at the point of sale.

Definition of customer

A customer is a party that has contracted with an entity to obtain goods or services that are an output of the entity's ordinary activities in exchange for consideration. The group assesses the definition of customer in line with the requirement of IFRS 15 and conclude that its services are rendered to cash customers and credit customers. Credit customers are further divided into those with Service Level Agreement (SLA) and those without Service Level Agreement (SLA). Cash customers are walk in customers, payment is required from this set of customers before the service can be rendered.
Credit customers without service level agreement (SLA): For this set of customers, the company assist them to send their mails but an invoice is tendered at the end of the month for payment. Credit customers with SLA: For this set of customers, a written agreement is entered into for the collection of mails over a specific period.

The services are entirely sold to the three categories of customers and the entities have the right to payments upon sale of the services.

Identification of contracts with customer

The group has entered into a valid contract with customers through the approved Local Purchase Order, quotation or procurement agreement. Such valid contracts commence on performance. Specifically, the assessment of IFRS 15 criteria in line with the group's contracts reveals the following:

(a) The group and its customers have approved contracts which are usually written and the parties are committed to performing their respective obligations.
(b) The group and its customers understand their rights regarding the services being rendered as it is usually stated in the contracts.
(c) The group has agreed payment terms with their customers as stated in the contracts.
(d) The group contracts with their customers are those of commercial substance. This forms a basis for recognising revenue and affects the timing of their cash flows.
(e) The group always assesses the probability that it will collect the estimated transaction price from the customer prior to entering the agreement with its customers.

Collectability

IFRS 15 specifies that an entity shall account for a contract with a customer that is within the scope of this Standard only when it is probable that the entity will collect the consideration to which it will be entitled in exchange for the goods or services that will be transferred to the customer. The group's revenue transaction and procedures shows that the arrangements will pass the collectability criterion as it is probable that it will collect the consideration to which it will be entitled in exchange for the services that will be transferred to a customer.

Identifying performance obligation

IFRS 15 that at contract inception, an entity shall assess the goods or services promised in a contract with a customer and shall identify as a performance obligation each promise to transfer to the customer either:

(a) a good or service (or a bundle of goods or services) that is distinct; or

(b) a series of distinct goods or services that are substantially the same and that have the same pattern of transfer to the customer. The Group is principally engaged in the provision of courier services, mail room management services, outsourcing, freight services, and logistics, ware-housing and general haulage. The performance obligations are the promised services in the contracts. For cash customer and credit customer without SLA, each promised service represents separate performance obligations since the services are distinct (by themselves, or as part of a bundle of services). The Group assessed its contracts with customers as a portfolio of contracts due to the similarity of services to be provided, terms and conditions and accounting treatment and thereby applied the practical expedient all customers' contracts as divided into cash customers, credit customers with and without service level agreement.

Combining contracts

IFRS 15 requires entities to combine contracts entered into at, or near, the same time with the same customer (or related parties of the customer) if they meet one or more of the following criteria:

(a) the contracts are negotiated as a package with a single commercial objective;

(b) the amount of consideration to be paid in one contract depends on the price or performance of the other contract; or

(c) the goods or services promised in the contracts (or some goods or services promised in each of the contracts) are a single performance obligation.

The group assesses the criteria presented in IFRS 15.17 which shows that the group cannot combine contract with same customer because no future transaction is envisaged at the point of entering into a contract and consideration received from each contract is also independent of the performance obligation in another contracts with the same customer. However, contracts with similar characteristics and different customers are combined by applying the portfolio approach practical expedient.

Variable consideration

If the consideration in a contract includes a variable amount, the group estimates the amount of consideration to which it will be entitled in exchange for transferring the goods to the customer. The variable consideration is estimated at contract inception and constrained until it is highly probable that a significant revenue reversal in the amount of cumulative revenue recognised will not occur when the associated uncertainty with the variable consideration is subsequently resolved. The group has assessed that there is no variable consideration in its contracts with customers.

Performance Obligation

Information about the Group and Company performance obligations on the Group's revenue streams is summarised below:

Courier services

Courier relates to the delivery of documents and parcels both locally and internationally, it includes the mail management services. The performance obligation is fulfilled at the point of delivery. The obligations arising from the contractual promises are assessed as services satisfied at a specific point in time, with payment generally due within 30 to 90 days from the date of delivery. Discounts granted to credit customers under contractual arrangements are accounted for as variable consideration and recognised as a reduction of the transaction price and, consequently, revenue.

Logistics

Logistics services consist of the haulage of domestic heavyweights, trucking and cargo consolidation. The performance obligation is fulfilled at the point of delivery. Performance obligations arising from the contractual promises are assessed as services that are satisfied at a point in time, with payment generally due within 30 to 90 days from the date of delivery. Discounts granted to credit customers under contractual arrangements are accounted for as variable consideration and recognised as a reduction of the transaction price and, consequently, revenue.

Freight services

Freight service revenue comprises air and sea transportation of heavy weight cargo and container handling services. The nature of these services requires the Group to transport goods and handle containers in accordance with agreed customer terms. Performance obligations are satisfied at a point in time upon delivery of the goods to the destination specified by the customer, at which point control is transferred and revenue is recognised. The transaction price may include variable consideration arising from factors such as volume-based pricing, surcharges, or other contractual adjustments. The Group does not grant discounts or rebates to customers. Payment is typically due within 30 to 90 days from the date of delivery.

Ware housing

Warehousing services comprise the secure storage of customers' goods over an agreed period. Customers are invoiced and required to pay in advance, typically for periods ranging from less than one year to multiple years. Amounts received in advance are recognised as revenue over time on a straight-line basis as the storage services are provided.

The transaction price includes variable consideration in the form of volume-based discounts, which is constrained in accordance with IFRS 15.

General Haulage

General haulage services consist of the transportation of domestic heavyweights, trucking, cargo consolidation, ancillary services, and warehousing. Supported by a fleet of heavy-duty trucks delivering shipments across Nigeria, the performance obligation is fulfilled at the point of delivery. Obligations arising from contractual agreements are assessed as services satisfied at a specific point in time, with payment generally due within 30 to 90 days from the date of delivery.

r) Borrowing costs

Specific borrowing costs directly attributable to the acquisition, construction or production of an asset that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised from the date the actual costs on the qualifying assets are incurred. Where such borrowed amount, or part thereof, is invested, the income earned is netted off the borrowing costs capitalised. All other borrowing costs are expensed in the period in which they occur.

Where the entity does not specifically borrow funds to construct a qualifying asset, general borrowing costs are capitalised by applying the weighted average cost of borrowing cost proportionate to the expenditure on the asset.

Capitalisation of borrowing costs are suspended during extended periods in which the Company and Group suspend active development of a qualifying asset. Any borrowing costs incurred during the extended period in which the Company and Group suspend the activities necessary to prepare the asset for the intended use or sale are expensed. Such costs are costs of holding partially completed assets and do not qualify for capitalisation.

s) Segment Reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision maker. The chief operating decision maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Board of Directors of Red Star Express Plc.

An operating segment is a disguisable component of the Group that earns revenue and incurs expenditure from providing related products or services (business segment) or providing products or services within a particular economic environment (geographical segment) and which is subject to risks and returns that are different from those of the other segments.

The Group's and Company's primary format for segment reporting is based on business operating segments. Where applicable, segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

The basis of segmental reporting has been set out in Note 26.

t) Inventories

Inventories are valued at the lower of cost and net realizable. Costs of inventories shall comprise of the costs of bringing the inventories to their present location and condition.

Net Realizable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and the estimated costs necessary to make the sale. Purchase cost on a first-in, first-out basis.

u) Expenses

Expenses encompass losses as well as those expenses that arise in the course of the ordinary activities of the entities within the Group. This usually take the form of an outflow or depletion of assets.

Losses represent other items that meet the definition of expenses and may or may not arise in the course of the ordinary activities of the Group. Losses represent decreases in economic benefits and as such they are no different in nature from other expenses.

(v) Prepayments

Prepayments are non-financial assets which result when payments are made in advance of the receipt of goods and services. They are recognised when the Group 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.

(w) Investment in subsidiaries

Investments in subsidiaries are measured at costless impairment in the Company's separate financial statements. Impairment losses are recognised in profit or loss where applicable, and dividend income is recognised when the right to receive payment is established. Management estimates the recoverable amount of the Investment in subsidiaries by assessing the value in use and estimated cash flows. Estimating the recoverable amount and cash flows involve a number of assumptions, judgements and estimates regarding various inputs.

4 Standards issued but not yet effective

The new and amended standards and interpretations that are issued, but not yet effective, up to the date of issuance of the Company's financial statements are disclosed below. The Company intends to adopt these new and amended standards and interpretations, if applicable, when they become effective. The following amended standards and interpretations are not expected to have a significant impact on the Company's financial statements.

- Presentation and Disclosure in Financial Statements (IFRS 18)
- Subsidiaries without Public Accountability: Disclosures (IFRS 19)

Presentation and Disclosure in Financial Statements (IFRS 18)

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 and Group are 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 Directors of the Group and Company are in the process of assessing the impact of these standards on the financial statements. Preliminary assessments have been performed; however, the extent of the impact, if any, is yet to be fully determined.

Subsidiaries without Public Accountability: Disclosures (IFRS 19)

IFRS 19 allows eligible subsidiaries to apply IFRS Accounting Standards with the reduced disclosure requirements of IFRS 19. The effective date of the amendment is for years beginning on or after 1 January 2027. The new standard introduces the following key new requirements:

The Standard provides that subsidiaries using IFRS Accounting Standards but that do not have public accountability, and have parents that produce consolidated accounts, can substantially reduce their disclosures and focus more on users' needs.

The standard offers eligible subsidiaries a practical way of addressing the problems of over-disclosure while reducing reporting costs by removing the need to either provide disclosures beyond users' needs or to maintain two separate sets of accounting records.

The Directors of the Group and Company anticipate that the application of these amendments will have no impact on the consolidated and separate financial statements.

4b New and amendments to standards and interpretation

In the current period, the Company has applied a number of amendments to IFRS Standards and Interpretations issued by the IASB that are effective for an annual period that begins on or after 1 April 2025. Their adoption has not had any material impact on the disclosures or on the amounts reported in these financial statements. Those applicable to the Company include:

Classification and Measurement of Financial Instruments (Amendments to IFRS 9 and IFRS 7)
The amendments apply for reporting periods beginning on or after 1 January 2026.The key amendments include the following:

- *Settlement of financial liabilities through electronic payment systems:* The amendments clarify that a financial liability is derecognised on the 'settlement date'. However, the amendments provide an exception for the derecognition of financial liabilities. This exception allows the Company to derecognise its trade payable before the settlement date when it uses an electronic payment system, provided that specified criteria are met.

- *Additional SPPI Test for Contingent Features:* The amendments introduce an additional SPPI test for financial assets with contingent features that are not directly related to a change in basic lending risks or costs – for example, where the cash flows change depending on whether the borrower meets an ESG target specified in the loan contract. Under the amendments, certain financial assets, including those with ESG linked features, could now meet the SPPI criterion, provided that their cash flows are not significantly different from an identical financial asset without such a feature.
- *Clarification on Contractually Linked Instruments (CLIs):* The amendments clarify the key characteristics of CLIs and how they differ from financial assets with non-recourse features. They also include factors that a company needs to consider when assessing the cash flows underlying a financial asset with non-recourse features (the 'look through' test)

- *Additional Disclosure Requirements:* The amendments require additional disclosures for investments in equity instruments designated at fair value through other comprehensive income and financial instruments with contingent features that are not directly related to a change in basic lending risks or costs and are not measured at fair value through profit or loss.

  These amendments did not have any material impact on the financial statements

IFRS 1 First-time Adoption of International Financial Reporting Standards, IFRS 7 Financial Instruments: Disclosures, IFRS 9 Financial Instruments, IFRS 10 Consolidated Financial Statements & IAS 7 Statement of Cash Flows - Annual Improvements
The annual improvements process is a set of targeted amendments to improve clarity and internal consistency of IFRS Accounting Standards.

The amendment addresses a potential confusion arising from an inconsistency in wording between paragraph B6 of IFRS 1 and requirements for hedge accounting in IFRS 9 Financial Instruments by a first time adopter. The amendment in IFRS 7 among others addresses a potential confusion in paragraph B38 arising from an obsolete reference to a paragraph that was deleted from the standard relating to gain or loss on derecognition. The amendment in IFRS 9 among others addresses a potential lack of clarity in the application of the requirements of paragraph 23 to account for the derecognition of a lessee's lease liability.

The amendment of IFRS 10 addresses a potential confusion arising from an inconsistency between paragraphs B73 and B74 of IFRS 10 related to an investor determining whether another party is acting on its behalf. Lastly, the amendment of IAS 7 addresses a potential confusion in applying paragraph 37 that arises from the use of the term ‘cost method’ that is no longer defined in IFRS Accounting Standards.

The effective date of the amendment is for years beginning on or after 1 January 2026.The Directors of the Company anticipate that these amendments will have expected to have no material impact on the financial statements.
These amendments did not have any material impact on the financial statements

4c Changes in material accounting policies

A. Nigeria Tax Act 2025

The Group has adopted the Nigeria Tax Act, 2025 (the “NTA” or “the Act”), which was signed into law by President Bola Ahmed Tinubu on 26 June 2025 and takes effect from 1 January 2026.

The NTA is the most comprehensive overhaul of Nigeria’s fiscal architecture in decades. It repeals and consolidates over a dozen existing federal tax statutes — including the Companies Income Tax Act (CITA), the Personal Income Tax Act (PITA), the Capital Gains Tax Act (CGTA), the Value Added Tax Act (VAT Act) and the Stamp Duties Act — replacing them with a single unified piece of legislation. The Act is one of four reform bills signed simultaneously, the others being the Nigeria Tax Administration Act, 2025 (NTAA), the Nigeria Revenue Service (Establishment) Act, 2025 (NRSA), and the Joint Revenue Board (Establishment) Act, 2025 (JRBA), collectively referred to as the “Tax Reform Acts”.

The NTA was substantively enacted on 26 June 2025, which falls within the Group’s current reporting period (1 April 2025 to 31 March 2026). Accordingly, the Group has recognised the tax effects of the NTA in the current year in accordance with IAS 12 Income Taxes. No adjustment has been made to opening deferred tax balances at 1 April 2025, as the NTA had not been enacted or substantively enacted at that date and therefore did not constitute an adjusting event under IAS 10 Events after the Reporting Period in respect of the prior year financial statements.

The tax effects of the NTA have been recognised in the period from 1 January 2026 (the effective date of the Act) to 31 March 2026, being the portion of the current reporting period in which the new rates and provisions apply. Deferred tax balances at 31 March 2026 have been measured using the tax rates enacted under the NTA that are expected to apply when the relevant assets are realised or liabilities settled, in accordance with IAS 12.47. The effect of the movement in the opening deferred tax balance amounts to N7 million and N2 million for the Group and the Company, respectively, as disclosed in Note 9(b)

The NTA introduces the following key changes that have a direct impact on the Group’s income tax accounting under IAS 12:

(i) Companies Income Tax rate: The headline CIT rate for large companies — defined as companies with annual gross turnover exceeding N100 million or total fixed assets exceeding N250 million — remains at 30% under the NTA. Red Star Express Plc and its subsidiaries qualify as large companies and accordingly continue to be subject to CIT at 30%. The NTA provides for a future reduction of the CIT rate to 25% upon the issuance of a Presidential Order on the advice of the National Economic Council; no such Order had been issued as at 31 March 2026.

(ii) Development Levy: The NTA introduces a new consolidated Development Levy of 4% on assessable profits, payable by all companies other than small companies and non-resident companies. This levy replaces the following charges that were previously payable separately: the Tertiary Education Tax (3%), the National Information Technology Development Agency (NITDA) Levy (1%), the National Agency for Science and Engineering Infrastructure (NASENI) levy (0.25%), and the Police Trust Fund (PTF) levy (0.005%). As the Development Levy is assessed on the taxable profits of the Group, it falls within the scope of IAS 12, and its introduction has given rise to new deferred tax assets and liabilities where relevant temporary differences are expected to reverse after 1 January 2026.

(iii) Capital allowance regime: The NTA replaces the variable initial and annual capital allowance rates previously applicable under the Third Schedule of CITA with uniform annual rates of 10%, 20% or 25%, depending on asset category, with a requirement to retain a notional residual value of 1% until asset disposal.
Capital allowances are only claimable on capital expenditure in respect of which VAT or import levies have been duly paid. These changes affect the rate at which temporary differences on property, plant and equipment and right-of-use assets are expected to reverse, and accordingly affect the measurement of the Group's deferred tax liabilities on accelerated capital allowances at 31 March 2026.

(iv) Capital Gains Tax rate: The CGT rate for companies has increased from 10% to 30%, aligning it with the standard CIT rate. Where the Group holds assets whose disposal would give rise to a chargeable gain (rather than trading income), the applicable deferred tax rate has been updated to 30% from 1 January 2026.

Applying the tax rates and provisions of the NTA in measuring the Group's current and deferred tax balances provides more relevant and faithfully representative financial information as the NTA is the enacted law that governs the Group's tax obligations from 1 January 2026.

Continuing to apply superseded rates and provisions (such as the separate Tertiary Education Tax or the prior variable capital allowance schedule) beyond the date of substantive enactment would produce tax balances that do not reflect the Group's actual obligations. Measuring deferred tax using the NTA rates ensures that the amounts recognised on the statement of financial position represent the Group's best estimate of the tax it expects to pay or recover when temporary differences reverse.

Additionally, the consolidation of multiple levies into a single Development Levy and the introduction of uniform capital allowance rates reduce estimation complexity and produce a more transparent and decision-useful tax charge. Users of the financial statements are better placed to assess the Group's future tax cash flows and effective tax rate trajectory.

5 Revenue

Revenue streams

The Group generates revenue from the provision of courier services, mail management services, freight services, logistics, ware housing and general haulage.

	Group		Company	
in thousands of naira	**2026**	**2025**	**2026**	**2025**
Revenue from contracts with customers	23,494,067	21,660,339	10,993,125	10,609,408
Total Revenue	**23,494,067**	**21,660,339**	**10,993,125**	**10,609,408**

Disaggregation of revenue from contracts with customers

Revenue from contracts with customers is analysed by nature and timing of revenue recognition as follows:

Nature of revenue

in thousands of naira	**2026**	**2025**	**2026**	**2025**
Courier	10,993,125	10,609,408	10,993,125	10,609,408
Logistics	4,069,129	3,698,489	-	-
Freight	5,439,586	4,262,489	-	-
Support services	2,992,227	3,089,953	-	-
Revenue from contracts with customers	**23,494,067**	**21,660,339**	**10,993,125**	**10,609,408**

- Revenue from contracts with customers is recognised at a point in time and over time
- Revenue from courier relates to the delivery of documents and parcels both locally and internationally, and is recognised at a point in time.
- Revenue from logistics relates to services involving warehousing and chain distribution services. Revenuegenerated from warehousing is recognised over time.
- Revenue from freight services is involves clearing and forwarding of goods (importation and export services). and is recognised at a point in time.
- Revenue from support services relates to mail room management and other delivery services and is recognised at a point in time

Disaggregated revenue information

Set out below is the disaggregation of the Group's revenue from contracts with customers:

		2026		
in thousands of naira	**Services**	**Logistics**	**Freight**	**Total**
Courier	10,993,125	-	-	10,993,125
Mail management services	1,824,212	-	-	1,824,212
Freight	-	-	5,439,586	5,439,586
Logistics	-	4,069,129	-	4,069,129
Support services	1,168,015	-	-	1,168,015
Total revenue	**13,985,352**	**4,069,129**	**5,439,586**	**23,494,067**

		2025		
in thousands of naira	**Services**	**Logistics**	**Freight**	**Total**
Courier	10,609,408	-	-	10,609,408
Mail management services	1,591,910	-	-	1,103,295
Freight	-	-	4,262,489	4,262,489
Logistics	-	3,698,489	-	3,698,489
Support services	1,498,043	-	-	1,986,658
Total revenue	**13,699,361**	**3,698,489**	**4,262,489**	**21,660,339**

Contract liabilities from contracts with customers
This represents consideration received from customers in advance of the Group and Company satisfying their performance obligations under contracts. These amounts are recognised as revenue when control of the related goods or services is transferred to the customer.

	Group		Company	
in thousands of naira	**2026**	**2025**	**2026**	**2025**
At 1 April	486,770	93,331	424,086	93,211
At 31 March	563,484	486,770	532,830	424,086

6 Finance income and costs

(a) Finance income comprises the following:

in thousands of naira	Group		Company	
Interest on bank deposits	136,634	6,910	129,382	5,219
Derecognition of lease liabilities	-	18,662	-	18,662
Net exchange gain	9,252	14,180	13,103	10,895
	145,886	**39,752**	**142,485**	**34,776**

*The increase in interest on cash and cash equivalents reflects increased investment activity in the current year relative to the prior year.

(b) Finance costs comprise the following:

	Group		Company	
in thousands of naira	**2026**	**2025**	**2026**	**2025**
Interest on bank loans	6,758	50,106	6,758	50,106
Interest on lease liabilities	27,364	9,110	27,364	9,110
Net exchange loss	**34,122**	**59,216**	**34,122**	**59,216**

7 Expense by nature

(a) Cost of sales

in thousands of naira	**2026**	**2025**	**2026**	**2025**
National Network Provider (NNP) pick-up and delivery charges*	2,340,356	3,226,202	1,517,168	2,487,717
Staff cost	1,965,125	1,744,040	1,098,202	859,051
Vehicle running costs	4,047,544	3,998,616	1,114,969	1,098,668
Clearing and documentation charges	2,914,198	2,250,754	271,026	222,492
Domestic freight and Local deliveries	1,947,085	1,979,166	1,062,984	963,144
Direct Operational Costs	798,135	509,701	483,056	395,954
Depreciation of property, plant and equipment (PPE) - Note 10	284,231	325,323	171,231	156,432
Medical-direct staff	238,675	300,128	124,587	154,477
Agent costs	403,465	312,036	359,038	283,927
Training	76,402	75,147	50,051	62,350
Projects and Consolidation expenses	522,878	401,202	-	-
Local transport	429,709	375,453	382,432	318,982
Depreciation of right-of-use assets	117,764	81,592	81,083	62,686
Retirement benefit	6,172	5,638	3,937	-
Rents and rates of outlets	112,696	153,052	50,615	32,934
	16,204,435	**15,733,611**	**6,770,379**	**7,098,814**

* These expenses represent the costs incurred by Red Star Express Plc in engaging local logistics or courier services on behalf of FedEx to ensure the efficient delivery of goods within the country.

(b) Administrative expenses

	Group		Company	
in thousands of naira	**2026**	**2025**	**2026**	**2025**
Repairs and maintenance	970,991	528,087	694,611	293,530
Power and water	527,774	445,735	445,090	343,242
Printing and stationery	292,427	323,234	257,640	271,930
Staff cost	2,001,307	1,731,305	999,055	805,930
Insurance and licensing	369,531	366,101	107,984	52,957
Communication and telephone	469,354	329,314	430,228	285,437
Subscriptions	172,836	133,168	78,450	47,368
Donations	5,200	1,200	5,200	1,200
Hotel accommodation and entertainment	188,274	173,957	128,005	111,165
Transportation and travelling costs	218,518	154,899	203,393	84,732
Legal and professional charges*	231,259	126,048	95,598	87,551
Security expenses	102,728	94,879	83,108	70,443
Training	50,934	50,098	33,367	41,566
Publicity and promotion	125,030	99,842	91,098	74,213
Amortisation of intangible assets	69,834	24,007	69,834	24,007
Bank charges	81,713	74,422	57,888	50,524
Auditors' remuneration (Note 7(c))	50,417	37,686	30,240	26,235
Annual general meeting expenses	17,564	27,348	12,675	17,206
Newspaper and periodicals	1,310	3,008	981	2,165
Write-off of trade receivables	56,653	115,729	26,994	30,585
Depreciation of PPE (Note 10)	121,813	139,423	73,465	67,156
Medical expenses	102,289	128,626	53,394	66,205
Other expenses**	77,670	62,885	77,521	49,373
	6,305,426	5,171,001	4,055,819	2,904,720

*The receivables were written off following management's assessment that the balances are no longer recoverable.
**Other expenses relate to items provided to corporate bodies and individuals in the ordinary course of business, primarily for promotional purposes, stakeholder engagement, and the maintenance of business relationships.

	Group		Company	
in thousands of naira	**2026**	**2025**	**2026**	**2025**
(c) Auditors' remuneration is detailed in the table below				
Audit fees	39,429	28,886	22,512	19,635
Assurance on ICFR	10,988	8,800	7,728	6,600
	50,417	**37,686**	**30,240**	**26,235**

8 Other operating income

	Group		Company	
in thousands of naira	**2026**	**2025**	**2026**	**2025**
Dividend from subsidiaries	-	-	144,752	158,362
Sundry income*	103,236	196,186	22,651	7,765
Gain (Loss) on sales of property,	97	243,119	29,750	-
	103,333	**439,305**	**197,153**	**166,127**

*Sundry income relates to recovery of bad debt and insurance claims received. (2025:N196million)

9 Taxation

(a) Income tax expense

The tax charge for the year has been computed after adjusting for certain items of expenditure and income, which are not deductible or chargeable for tax purposes, and comprises:

	Group		Company	
in thousands of naira	**2026**	**2025**	**2026**	**2025**
Current tax expense				
Income tax	312,560	188,666	123,087	84,169
Tertiary education tax	-	44,545	-	24,703
Development levy	64,906	-	26,143	
Nigerian Police trust fund levy	-	54	-	23
Capital gains tax	-	24,312	-	-
Prior year under provision	23,054	100,561	13,688	89,539
	400,520	**358,138**	**162,918**	**198,434**
Deferred tax charge				
Origination and reversal of temporary differences	89,153	20,056	56,431	(17,077)
	489,673	**378,194**	**219,349**	**181,357**

(b) Reconciliation of effective tax rate

	Group				Company			
in thousands of naira	%	**2026**	%	**2025**	%	**2026**	%	**2025**
Profit before income tax		**1,074,932**		**924,715**		**483,354**		**469,237**
Nigeria's statutory income tax rate of 30%	30	322,480	30	277,415	30	145,006	30	140,771
Development levy	4	42,997		-	4	19,334		-
Tertiary Education tax	-	-	3	27,741	-	-	3	14,077
Nigerian Police Trust Fund Levy	-	-	-	46	-	-	-	23
Non-deductible expenses/income	10	108,679	2	16,145	19	92,560	0	1,360
Increase in tax rate	-	(7,537)	(5)	(43,714)	-	(2,023)	(14)	(64,413)
Tax exempt income	-	-	-	-	(10)	(49,216)	-	-
Prior year under provision	2	23,054	11	100,561	3	13,688	19	89,539
	46	**489,673**	**41**	**378,194**	**45**	**219,349**	**39**	**181,357**

	Group		Company	
in thousands of naira	**2026**	**2025**	**2026**	**2025**
(c) Movement in current tax liability				
At 1 April	283,848	124,484	108,974	6,362
Current tax provision*	400,520	358,138	162,918	198,434
Payment during the year	(94,913)	(43,692)	(24,727)	(17,975)
Withholding tax credit utilised	(210,774)	(155,082)	(97,856)	(77,847)
Current tax liabilities, net	**378,681**	**283,848**	**149,309**	**108,974**

*This consists of income tax, tertiary education tax, Nigerian Police trust fund levy, prior year under provision and capital gains tax in the current period as applicable.

(d) Deferred taxation

in thousands of naira	Group 2026	Group 2025	Company 2026	Company 2025
At 1 April	216,632	236,605	122,399	179,505
Deferred tax charge/(credit) for the year recognized in profit of loss	89,153	20,056	56,431	(17,077)
Tax credit during the period recognised in OCI	11,348	(40,029)	11,348	(40,029)
At 31 March	**317,133**	**216,632**	**190,178**	**122,399**

(e) Movement in deferred income tax asset during the year:

Group

in thousands of naira	**Deferred tax assets /(liabilities) at 31 March 2025**	**Deferred tax assets /(liabilities) at 1 April 2025**	**Recognised in profit or loss**	**Recognised in OCI**	**Deferred tax assets /(liabilities) at 31 March 2026**
Property, plant and equipment	(315,193)	(315,193)	(122,351)	-	(437,544)
Right of use assets and lease liabilities	(15,421)	(15,421)	(35,960)	-	(51,381)
Impairment of financial assets	28,459	28,459	158,650	-	187,109
Retirement benefit obligations	68,048	68,048	-	(11,348)	56,700
Foreign exchange differences	17,475	17,475	(89,492)	-	(72,017)
	(216,632)	**(216,632)**	**(89,153)**	**(11,348)**	**(317,133)**

Group

in thousands of naira	**Deferred tax assets /(liabilities) at 31 March 2024**	**Deferred tax assets /(liabilities) at 1 April 2024**	**Recognised in profit or loss**	**Recognised in OCI**	**Deferred tax assets /(liabilities) at 31 March 2025**
Property, plant and equipment	(290,562)	(290,562)	(24,631)	-	(315,193)
Right of use assets and lease liabilities	(14,216)	(14,216)	(1,205)	-	(15,421)
Impairment of financial assets	26,235	26,235	2,224	-	28,459
Retirement benefit obligations	25,829	25,829	2,190	40,029	68,048
Foreign exchange differences	16,109	16,109	1,366	-	17,475
	(236,605)	**(236,605)**	**(20,056)**	**40,029**	**(216,632)**

Company

in thousands of naira	Deferred tax assets /(liabilities) at 31 March 2025	Deferred tax assets /(liabilities) at 1 April 2025	Recognised in profit or loss	Recognised in OCI	Deferred tax assets /(liabilities) at 31 March 2026
Property, plant and equipment	(242,397)	(242,397)	14,642	-	(227,775)
Right of use assets and lease liabilities	(23,213)	(23,213)	(21,015)	-	(44,228)
Impairment of financial assets	157,454	157,454	(25,061)	-	132,393
Retirement benefit obligations	(10,648)	(10,648)	-	11,348	(21,996)
Foreign exchange differences	(3,595)	(3,595)	(24,997)	-	(28,592)
	(122,399)	**(122,399)**	**(56,431)**	**11,348**	**(190,178)**

Company

in thousands of naira	Deferred tax assets /(liabilities) at 31 March 2024	Deferred tax assets /(liabilities) at 1 April 2024	Recognised in profit or loss	Recognised in OCI	Deferred tax assets /(liabilities) at 31 March 2025
Property, plant and equipment	(232,410)	(232,410)	(9,987)	-	(242,397)
Right of use assets and lease liabilities	(14,216)	(14,216)	(8,997)	-	(23,213)
Impairment of financial assets	41,441	41,441	116,013	-	157,454
Retirement benefit obligations	25,829	25,829	(76,506)	40,029	(10,648)
Foreign exchange differences	(149)	(149)	(3,446)	-	(3,595)
	(179,505)	**(179,505)**	**(17,077)**	**40,029**	**(122,399)**

10. Property, plant and equipment

The Group

The movement in these accounts during the year was as follows:

in thousands of naira Group	Land	Building	Plant & Machinery	Motor Vehicles	Motor Cycle	Computer & Other IT Equipment	Furniture & Fittings	Capital-work-in-progress	Total
COST									
At 1 April 2024	554,129	536,666	172,447	2,543,994	819,268	778,817	184,667	1,043,760	6,633,748
Additions	-	95,398	75,255	36,323	20,415	99,720	15,144	136,320	478,575
Transfer	-	533,629	96,501	63,725	32,526	10,310	8,968	(745,658)	-
Reclassification to intangible assets*	-	-	-	-	-	-	-	(151,463)	(151,463)
Write-off	-	-	-	-	-	-	-	(161,821)	(161,821)
Disposal	(139,723)	-	-	-	-	-	-	-	(139,723)
Balance at 31 March 2025	**414,406**	**1,165,693**	**344,203**	**2,644,042**	**872,209**	**888,847**	**208,779**	**121,138**	**6,659,316**
At 1 April 2025	414,406	1,165,693	344,203	2,644,042	872,209	888,847	208,779	121,138	6,659,316
Additions	-	63,750	58,550	123,547	124,955	188,268	21,081	29,174	609,325
Disposal	-	-	-	(57,141)	(273,895)	(14,259)	(20,133)	-	(412,246)
Transfer	-	-	(46,818)	22,000	14,651	-	-	(36,651)	-
Write-off	-	(926)	-	(38,480)	(10,204)	(237,202)	(15,651)	-	(372,194)
Reclassification to prepayments**	-	-	(24,731)	-	-	-	-	(8,480)	(8,480)
Reclassification to right of use assets***	-	-	-	-	-	-	-	(61,813)	(61,813)
Balance at 31 March 2026	**414,406**	**1,228,517**	**331,204**	**2,693,968**	**727,716**	**825,654**	**194,076**	**43,369**	**6,458,908**
Accumulated depreciation and impairment									
At 1 April 2024	-	192,518	147,762	1,518,372	748,371	628,479	147,728	-	3,383,230
Charge for the year	-	19,673	27,459	248,649	64,259	90,757	13,949	-	464,746
Disposal	-	-	-	-	-	-	-	-	-
Balance at 31 March 2025	**-**	**212,191**	**175,221**	**1,767,021**	**812,630**	**719,236**	**161,677**	**-**	**3,847,976**
At 1 April 2025	-	212,919	175,221	1,767,021	812,630	719,326	161,677	-	3,874,976
Charge for the year	-	34,269	23,228	154,283	72,568	102,215	19,481	-	406,044
Disposal	-	-	(46,818)	(57,141)	(273,895)	(14,259)	(20,133)	-	(412,246)
Write-off	-	(926)	(24,731)	(38,480)	(10,204)	(237,202)	(13,651)	-	(327,194)
Balance at 31 March 2026	**-**	**245,934**	**126,900**	**1,814,530**	**601,099**	**569,990**	**145,374**	**-**	**3,514,580**
Carrying amount									
At 1 April 2024	**554,129**	**344,148**	**24,685**	**1,025,622**	**70,897**	**150,338**	**36,939**	**1,043,760**	**3,250,518**
At 31 March 2025	**414,406**	**953,502**	**168,982**	**877,021**	**59,579**	**169,611**	**47,102**	**121,138**	**2,811,340**
At 31 March 2026	**414,406**	**982,983**	**204,304**	**879,438**	**126,617**	**255,664**	**48,702**	**43,369**	**2,944,328**

(i) There are no other contractual commitments in the acquisition of property, plant and equipment and no limitations in its realisability.

(ii) There were no borrowing costs capitalised to assets under construction during the year (2025:Nil).

(iii) During the year, the Group recorded transfers, reclassifications and write-offs within property, plant and equipment. Assets that were available for their intended use were transferred from capital work-in-progress to the relevant property, plant and equipment classes. Fully depreciated assets that were no longer in use were written off following management approval. In addition, certain balances, including prepayments and right-of-use assets, were reclassified upon the commencement of use of the underlying assets.

(iv) Transfers include motor cycle and motor vehicle amounting to N36.7 million from capital work in progress to the respective fixed assets account.

(v) * There were no reclassifications to intangible assets in current year (2025: N151.46 million)

(vi) ** The reclassification of N8.48 million (2025: Nil) relates to amounts transferred to prepayments and is included within the current portion of prepayments in Note 12.

(vii) ***The total on the reclassification of N61.8million (2025: Nil) relates to reclassification to right of use assets and is included within additions to right of use assets in Note 21

(viii) Reconciliation of depreciation expenses in cost of sales and operating expenses to property, plant and equipment.

in thousands of naira	**2026**	**2025**
Depreciation as per cost of sales (Note 7a)	284,231	325,323
Depreciation as per administration expenses (Note 7b)	121,813	139,423
Depreciation as per property, plant and equipment movement schedule (Note 10a)	406,044	464,746

(ix) Reconciliation of sales proceeds from property, plant and equipment to statement of cash flows

in thousands of naira	**2026**	**2025**
Gain on disposal (Note 8)	97	243,119
Net Book value of Disposed assets (Note 10a)	-	139,723
Sales proceeds	97	382,842

(x) Capital work in progress comprises amounts incurred with respect to construction of warehouses

Closing capital work in progress is analysed as follows:

in thousands of naira	**2026**	**2025**
Buildings	43,369	121,138
	43,369	**121,138**

10. Property, plant and equipment

Company

The movement in these accounts during the year was as follows:

in thousands of naira **Company**	Land	Building	Plant & Machinery	Motor Vehicles	Motor Cycle	Computer & Other IT Equipment	Furniture & Fittings	Capital-work-in-progress	Total
COST									
At 1 April 2024	221,844	375,978	157,849	805,954	198,644	740,702	114,188	893,083	3,508,242
Additions	-	105,398	41,746	4,300	8,438	109,247	17,930	-	282,759
Transfer	-	533,629	96,501	-	-	10,310	8,829	(653,568)	-
Reclassification to intangible assets*	-	-	-	-	-	-	-	(151,463)	(151,643)
Balance at 31 March 2025	**221,844**	**1,015,005**	**296,096**	**810,254**	**207,082**	**860,259**	**140,947**	**88,052**	**3,639,538**
At 1 April 2025	221,844	1,015,005	296,096	810,254	207,082	860,259	140,947	88,052	3,639,538
Additions	-	60,500	58,550	56,404	37,058	163,840	14,027	29,174	419,553
Disposal	-	-	(38,444)	(11,153)	-	-	-	-	(49,597)
Transfer	-	-	-	22,000	-	-	-	(22,000)	-
Write offs	-	(926)	(24,731)	(38,480)	(10,204)	(237,202)	(15,651)	-	(327,194)
Reclassification to prepayments**	-	-	-	-	-	-	-	(8,480)	(8,480)
Reclassification to right of use assets***	-	-	-	-	-	-	-	(61,813)	(61,813)
Balance at 31 March 2026	**221,844**	**1,074,579**	**291,471**	**839,025**	**233,936**	**786,897**	**139,323**	**24,933**	**3,612,007**
Accumulated depreciation and impairment									
At 1 April 2024	-	151,681	94,445	562,790	173,638	598,940	96,574	-	1,678,068
Charge for the year	-	14,919	24,625	79,925	12,776	80,535	10,807	-	223,588
Disposal	-	-	-	-	-	-	-	-	-
Balance at 31 March 2025	**-**	**166,600**	**119,070**	**642,715**	**186,414**	**679,475**	**107,381**	**-**	**1,901,656**
At 1 April 2025	-	166,600	119,070	642,715	186,414	679,475	107,381	-	1,901,656
Charge for the year	-	30,185	23,228	66,552	16,738	95,669	12,324	-	244,696
Disposal	-	-	(34,444)	(11,153)	-	-	-	-	(49,597)
Write offs	-	(926)	(24,731)	(38,480)	(10,204)	(237,202)	(15,651)	-	(327,194)
Balance at 31 March 2026	**-**	**195,859**	**79,123**	**659,643**	**192,948**	**537,942**	**104,054**	**-**	**1,796,561**
Carrying amount									
At 1 April 2024	**221,844**	**224,297**	**63,404**	**243,164**	**25,006**	**141,762**	**17,614**	**893,083**	**1,830,174**
At 31 March 2025	**221,844**	**848,405**	**177,026**	**167,539**	**20,668**	**180,784**	**33,566**	**88,052**	**1,737,882**
At 31 March 2026	**221,844**	**878,720**	**212,348**	**197,391**	**40,988**	**248,955**	**35,269**	**24,933**	**1,842,446**

(i) There are no other contractual commitments in the acquisition of property, plant and equipment and no limitations in its realisability.

(ii) There were no borrowing costs capitalised to assets under construction during the year (2025:Nil).

(iii) During the year, the Company recorded transfers, reclassifications and write-offs within property, plant and equipment. Assets that were available for their intended use were transferred from capital work-in-progress to the relevant property, plant and equipment classes. Fully depreciated assets that were no longer in use were written off following management approval. In addition, certain balances, including prepayments and right-of-use assets, were reclassified upon the commencement of use of the underlying assets.

(iv) Transfers include a motor vehicle amounting to N22 million from capital work in progress to the respective fixed assets account.

(v) * There were no reclassifications to intangible assets in the current year (2025: N151.46 million)

(vi) ** The reclassification of N8.48 million (2025: Nil) relates to amounts transferred to prepayments and is included within the current portion of prepayments in Note 12.

(vii) ***The total reclassification of N61.81million (2025: Nil) relates to reclassification to right of use assets and is included within additions to right of use assets in Note 21

(viii) Reconciliation of depreciation expenses in cost of sales and operating expenses to property, plant and equipment.

in thousands of naira	**2026**	**2025**
Depreciation as per cost of sales (Note 7a)	171,231	156,432
Depreciation as per administration expenses (Note 7b)	73,465	67,156
Depreciation as per property, plant and equipment movement schedule (Note 10a)	**244,696**	**223,588**

(ix) Reconciliation of sales proceeds from property, plant and equipment to statement of cash flows

in thousands of naira	**2026**	**2025**
Gain on disposal (Note 8)	29,750	-
Net Book value of Disposed assets (Note 10a)	-	-
Sales proceeds	**29,750**	**-**

(x) Capital work in progress comprises amounts incurred with respect to construction of warehouses

Closing capital work in progress is analysed as follows:

in thousands of naira	**2026**	**2025**
Buildings	24,933	88,052
	24,933	**88,052**

11 Intangible assets

in thousands of naira	Group	Company
Cost	**2026**	**2025**
At 1 April 2024	265,722	262,822
Additions	17,203	17,203
Reclassification (Note 10)	151,463	51,463
At 31 March 2025	**434,388**	**431,488**
At 1 April 2025	434,388	431,488
Additions	29,417	29,417
Write-offs	(13,240)	(13,240)
At 31 March 2026	**450,565**	**447,665**
Amortisation		
At 1 April 2024	255,754	252,854
Charge for the year	24,007	24,007
At 31 March 2025	**279,761**	**276,861**
At 1 April 2025	279,761	276,861
Charge for the year	69,834	69,834
Write-offs	(13,240)	(13,240)
At 31 March 2026	**336,335**	**333,455**
Carrying amounts		
At 31 March 2025	154,627	154,627
At 31 March 2026	**114,210**	**114,210**

12 Prepayments

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
Current portion	322,250	322,959	167,532	113,498
Non-current portion	22,556	55,518	15,963	7,870
	344,806	378,477	183,495	121,368

Prepayments are mainly attributable to short-term leases, insurance and other prepaid charges during the year.

These are categorised below:

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
Short-term leases	55,200	55,801	38,203	39,360
Reclassification from capital work-in-progress	8,480	-	8,480	-
Insurance	2,242	12,948	1,533	4,290
Other prepaid charges*	318,362	309,728	135,279	77,718
	344,806	**378,477**	**183,495**	**121,368**

*Other prepaid charges relate to software licence renewals, subscriptions to regulatory and professional bodies, subscriptions for internet services.

Changes in prepayments in statement of cash flows:

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
At 1 April	378,477	200,512	121,368	74,278
At 31 March	(344,806)	(378,477)	(183,495)	(121,268)
	33,671	**(177,965)**	**(62,127)**	**(47,090)**

13 (a) Investments in equity securities

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
Investment in equity securities - FV through OCI	12,065	3,357	12,065	3,357
	=====	=====	=====	=====

13 Equity investments

in thousands of naira				
Balance at 1 April	3,357	2,174	3,357	2,174
Fair value gain	8,708	1,183	8,708	1,183
	-------------	-------------	-------------	-------------
Balance at 31 March	**12,065**	**3,357**	**12,065**	**3,357**
	=====	=====	=====	=====

Equity Investments represent Red Star Express Plc investments in shares of Neimeth International Pharmaceuticals Plc. As at the reporting date, the Company's equity interest in the investee is 0.03%. (2025 : 0.03%). The Company designated the equity investments at fair value through other comprehensive income (FVOCI) because it represents investments that the Company intends to hold for the long term for strategic purposes.

The Group's and the Company's exposure to market risk related to investments in quoted securities is disclosed in Note 27.

14 Investment in subsidiaries

Investment in subsidiaries measured at cost:	Company	
	2026	**2025**
	N'000	**N'000**
Investment in Red Star Freight Limited	354,000	354,000
Investment in Red Star Support Services Limited	49,065	49,065
Investment in Red Star Logistics Limited	750,000	750,000
	---------------	---------------
	1,153,065	**1,153,065**
	======	======

The Consolidated financial statements include:

Name	Principal activities	Country of incorporation	% of equity 2026	interest 2025
Red Star Freight Limited	Freight and Customs Clearance	Nigeria	100%	100%
Red Star Support Services Limited	Mail Management and Despatch Services	Nigeria	100%	100%
Red Star Logistics Limited	Haulage and Warehousing Services	Nigeria	100%	100%

15 Earnings per share

Basic and diluted earnings per share amounts are calculated by dividing net profit for the year attributable to ordinary equity holders of the parent (i.e., the numerator) by the weighted average number of ordinary shares outstanding during the year. The following reflects the income and share data used in the basic and diluted earnings per share computations.

	Group		Company	
	2026	**2025**	**2026**	**2025**
Profit attributable to ordinary equity holders	585,259	546,521	264,005	287,880
Weighted average number of ordinary shares in issue	954,423	954,423	954,423	954,423
	--------------	--------------	---------------	---------------
Basic and diluted earnings per share (N)	0.61	0.57	0.28	0.30
	======	======	======	======

There were no dilutive or potentially dilutive instruments as at year end.

16 Inventories

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
Stationeries and packaging materials	60,567	41,263	48,967	30,555
Fuel & Oil	38,260	29,027	37,691	28,458
Spares	1,955	2,851	1,120	2,783
	100,782	73,141	87,778	61,796

Inventories are carried at lower of cost and net realisable value for the Group and the Company respectively. There were no inventory write-down during the year (2025: Nil).

The value of Stationeries and packaging materials, fuel and oil and spares included in cost of sales amounted to N3.42billion (2025:N3.43billion), for the Group and N1.04billion (2025: N990million) for the Company.

There was no inventory obsolescence recognised for the Group and the Company during the current year (2025: Nil)

Changes in inventories in statement of cash flows:

in thousands of naira	**2026**	**2025**	**2026**	**2025**
Inventories at 1 April	73,141	70,638	61,796	63,212
Inventories at 31 March	(100,782)	(73,141)	(87,778)	(61,796)
	(27,641)	**(2,503)**	**(25,982)**	**1,416**

17 Trade and other receivables

Trade and other receivables comprise the following:

in thousands of naira	**2026**	**2025**	**2026**	**2025**
Trade receivables	3,515,281	3,710,205	1,980,968	1,841,275
Related parties	-	-	309,805	565,005
Other receivables	2,465,235	1,880,136	1,414,802	847,358
	5,980,516	**5,590,341**	**3,705,575**	**3,253,638**
Impairment loss				
Trade receivables	(523,377)	(400,731)	(380,570)	(389,391)
Related parties	-	-	(12,433)	(16,248)
	5,457,139	**5,189,610**	**3,312,572**	**2,847,999**

Trade receivables are non-interest bearing and are generally on terms of 30 to 60 days.

The Group's and the Company's exposure to credit risk and impairment loss is disclosed in Note 27.

(a) Other receivables comprise

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
Withholding tax receivables	1,437,227	1,302,776	526,691	443,748
Staff and other operational advances*	1,117,078	666,430	959,607	475,106
Expected credit losses on other receivables	(89,070)	(89,070)	(71,496)	(71,496)
	2,465,235	**1,880,136**	**1,414,802**	**847,358**

*These comprise staff advances, including car loans and housing advances, granted in the ordinary course of business operations, along with amounts receivable from the registrar and other advance payments to suppliers.

Changes in trade and other receivables in statement of cash flows:

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
At 1 April	5,189,610	4,233,951	2,847,999	3,228,622
At 31 March	(5,457,139)	(5,189,610)	(3,312,572)	(2,847,999)
	(267,529)	(955,659)	(464,573)	380,623
Withholding tax credit utilised	(210,774)	(155,082)	(97,856)	(77,847)
Impairment losses on financial assets	(124,371)	(250,853)	(10,911)	(278,324)
	(602,674)	**1,361,594**	**551,518**	**24,452**

(b) Movement in Allowance for expected credit losses on trade receivables

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
As at 1 April	400,731	140,810	389,391	90,046
Expected credit loss	122,646	259,921	(8,821)	299,345
As at 31 March	**523,377**	**400,731**	**380,570**	**389,391**

Grading system for trade receivables and receivables from related companies, and recognition of their Gross Carrying Amount and Expected Credit Losses are included under Credit Risk Note 27.

(c) Movement in Allowance for expected credit losses on related parties
An analysis of changes in the aggregate ECL allowances for related parties is as follows:

in thousands of naira	Company	
	2026	**2025**
As at 1 April	16,248	17,646
Reversal of impairment losses on related parties	(3,815)	(1,398)
As at 31 March	**12,433**	**16,248**

(d) Movement in Allowance for expected credit losses on other receivables

An analysis of changes in the aggregate ECL allowances on other receivables is as follows:

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
As at 1 April	89,070	97,941	71,496	91,119
Expected credit loss/(Reversal)	-	(8,871)	-	(19,623)
As at 31 March	**89,070**	**89,070**	**71,496**	**71,496**

The Group and Company's exposure to credit risk and impairment loss related to trade and other receivables is disclosed in Note 27.

(e) Trade and other receivables analysed as:

	2026	**2025**	**2026**	**2025**
Financial assets	4,019,912	3,886,834	2,785,881	2,404,251
Non-financial assets	1,437,227	1,302,776	526,691	443,748
	5,457,139	5,189,610	3,312,572	2,847,999

18 Cash and cash equivalents

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
Cash in hand	1,820	1,230	378	760
Cash-in-transit ***	-	31,203	-	30,730
Bank balances *	1,272,338	891,719	486,884	402,729
Short term deposit **	720,255	443,837	720,334	443,837
Cash and cash equivalents per the statement of cash flows	**1,994,413**	**1,367,989**	**1,207,597**	**878,056**
Impairment losses on short term deposit	(1,725)	-	(1,725)	-
Cash and cash equivalents per the statement of financial position	**1,992,688**	**1,367,989**	**1,205,872**	**878,056**

*The Cash-in-transit are cash sales at the end of the financial year by the up-country locations that have not been deposited at various banks as at year end. The Group and Company's exposure to credit and currency risks for cash and cash equivalents is disclosed in Note 27

**Short-term deposits are made for varying periods of between one month and three months, depending on the immediate cash requirements of the Group and Company and earn interest at the respective short-term deposit rates.

Cash and cash equivalents include unclaimed dividends returned to the Company and amounts payable to the Unclaimed Funds Trust Fund (UFTF), amounting to N71million (2025: N81.2million) and N 62million (2025: N66million), respectively. These balances relate to periods prior to 2025 and are expected to be settled from bank balances.

(a) Allowance for expected credit losses on short term deposit

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
As at 1 April	-	197		-
Impairment losses on short term deposit	1,725	(197)	1,725	-
As at 31 March	**1,725**	**-**	**1,725**	**-**

19 Share capital, share premium and other reserves

(a) Share capital

Issued and fully paid:

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
As at 1 April	477,211	477,211	477,211	477,211
As at 31 March	**477,211**	**477,211**	**477,211**	**477,211**

(b) Share premium

As at 1 April	1,515,600	1,515,600	1,515,600	1,515,600
As at 31 March	**1,515,600**	**1,515,600**	**1,515,600**	**1,515,600**

(c) Other reserves

As at 1 April	2,822	1,639	2,822	1,639
Fair value loss on Equity instruments at FVOCI	8,708	1,183	8,708	1,183
As at 31 March	11,530	2,822	11,530	2,822

20 Lease liabilities

The Group leases land and office buildings for operational purposes, recognised as right-of-use assets and corresponding lease liabilities in accordance with IFRS 16. These lease arrangements include both leases with upfront payments at commencement and those with periodic payments over the lease term.

Movement in lease liability during the year is as follows:

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
At 1 April	59,137	74,709	59,137	74,709
Addition	-	12,584	-	12,584
Accretion of interest*	37,164	9,110	37,164	9,110
Lease reassessment	112,825	48,423	112,825	48,423
Lease payments	(62,998)	(67,027)	(62,998)	(67,027)
Derecognition of lease liabilities	-	(18,662)	-	(18,662)
As at 31 December	**135,328**	**59,137**	**135,328**	**59,137**

in thousands of naira	Group 2026	Group 2025	Company 2026	Company 2025
Non-current	112,565	13,640	112,565	13,640
Current	23,763	5,497	23,763	45,497
	135,328	**59,137**	**135,328**	**59,137**

*Reconciliation of non-cash additions to lease liability.

in thousands of naira	**2026**	**2025**	**2026**	**2025**
Additions		12,584		12,584
Net-cash additions	-	-	-	-
Non-cash additions (Note 21(a))	**-**	**12,584**	**-**	**12,584**

21 Right of Use Assets

(a) Group as a lessee

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the year:

in thousands of naira	Land	Office Building	Warehouse	Motor Vehicle	Total
Costs:					
At 1 April 2024	106,722	171,294	9,500	473,676	761,192
Additions	-	74,321	-	-	74,321
Lease remeasurement	48,423	-	-	-	48,423
At 31 March 2025	**155,145**	**234,615**	**9,500**	**473,676**	**883,936**
At 1 April 2025	155,145	245,615	9,500	473,676	883,936
Additions	-	68,733	14,625	-	83,358
Reclassification from capital work-in-progress	-	61,813	-	-	61,813
Lease remeasurement	112,825	-	-	-	112,825
At 31 March 2026	**265,970**	**376,161**	**24,125**	**473,676**	**1,141,932**
in thousands of naira					
Accumulated depreciation:					
At 1 April 2024	57,407	123,850	9,500	466,270	657,027
Charge for the year	6,394	75,198	-	-	81,592
At 31 March 2025	**63,801**	**199,048**	**9,500**	**466,270**	**738,619**
At 1 April 2025	63,801	199,048	9,500	466,270	738,619
Charge for the year	15,714	93,519	8,531	-	117,764
At 31 March 2026	**79,516**	**292,567**	**18,031**	**466,270**	**856,383**
Carrying amounts					
At 31 March 2025	**91,344**	**46,567**	**-**	**7,406**	**145,317**
At 31 March 2026	**188,455**	**83,594**	**6,094**	**7,406**	**285,549**

* Disposals refers to leases whose tenures have been fully utilised.

Reconciliation of additions to Right of use asset included in the statement of cashflows

in thousands of naira	**2026**	**2025**
Additions per Right of use asset movement	146,171	74,321
Non cash additions (Note 20)	-	(12,584)
Additions to Right of use asset per statement of cashflows	**146,171**	**61,737**

(b) Company as a lessee

in thousands of naira	**Land**	**Office Building**	**Total**
Costs:			
At 1 April 2024	106,722	160,576	267,298
Additions	-	51,321	51,321
Lease remeasurement	48,423	-	48,423
At 31 March 2025	**155,145**	**211,897**	**367,042**
At 1 April 2025	155,145	211,897	367,042
Additions	-	34,333	34,333
Reclassification from capital work-in-progress	-	61,813	61,813
Remeasurement	112,825	-	112,825
At 31 March 2026	**267,970**	**308,043**	**576,013**
Accumulated depreciation:			
At 1 April 2024	58,626	111,913	170,539
Charge for the year	6,394	56,292	62,686
At 31 March 2025	**65,020**	**168,205**	**233,225**
At 1 April 2025	65,020	168,205	233,225
Charge for the year	15,714	65,369	81,083
At 31 March 2026	80,734	233,574	314,308
Carrying amounts			
At 31 March 2025	90,125	43,692	133,817
At 31 March 2026	**187,236**	**74,469**	**261,706**

During the year, the Group and Company remeasured certain land lease liabilities and the corresponding right-of-use assets following a change in contractual lease payments by the lessor. The remeasurement resulted in an adjustment of N 112.8million (2025: N48.42million) to both the lease liability and the right-of-use asset, in accordance with IFRS 16.45.

Reconciliation of additions to right of use asset included in the statement of cash flows

in thousands of naira	**2026**	**2025**
Additions per right of use asset movement	96,146	51,321
Non-cash additions	-	(12,584)
Additions to right of use asset per statement of cash flows	**96,146**	**38,737**

22 Loans and borrowings

On 12 March 2025, the Company obtained a N300 million term loan from Financial Derivative Company Limited to finance the refurbishment of a warehouse. The duration of the loan is for 18 months with an interest rate of 24%.

The movement in total borrowings during the period is as follows:

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
At 1 April	113,306	429,807	113,306	303,327
Interest expense	6,758	50,106	6,758	50,106
Payment of principal	(112,088)	(314,391)	(112,088)	(187,911)
Repayment of interest	(7,976)	(52,216)	(7,976)	(52,216)
	-	113,306	-	113,306

There were no additions to loans and borrowings during the year. (2025: Nil)

	Group		Company	
	2026	**2025**	**2026**	**2025**
Non-current	-	-	-	-
Current	-	113,306	-	113,306
	-	113,306	-	113,306

Reconciliation of interest expense on loans and borrowings is as follows:

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
Interest expense on loans and borrowings	6,758	50,106	6,758	50,106
Interest on borrowings per finance costs (Note 6(b))	**6,758**	**50,106**	**6,758**	**50,106**

23 Employee benefits

The Group operates a non-contributory gratuity scheme for both the Company and its subsidiaries (Group). The entitlements of the employees are based on applicable emoluments and qualifying years of service at the time of leaving the Company. The contributions are remitted on a monthly basis over the employees' period of service.

The asset of the plan is held in a separate fund administered by the Trustee to meet the long-term gratuity liabilities of retired employees. The Trustee is required to act in the best interest of the beneficiary. The Trustee which is appointed by the Board is responsible for preparing accounting records of the scheme, safeguarding assets and taking reasonable steps to prevent and detect fraud and any other irregularities. The trustee actively monitors how the duration and the expected yield of the plan assets match the expected cash flows from the gratuity obligations. The trust deed specify that assets of the fund are not available for the Group for other uses and must be used only to fund defined pension obligation.

The Red Star Express Plc staff retirement benefits scheme was terminated on 31 March 2024. Under this condition, no further annual contributions were made to the defined benefit plan in future years since the Scheme is terminated.

In line with its terms of agreement, the Actuarial valuation of the defined benefit obligation and long service award was performed by Messrs. KDA Associates (Actuaries, Statisticians, Employee Benefits and Investment Analysts) with FRC Registration Number (FRC/2013/00000000001556) and signed on its behalf by Wole Ogunkoya, ANAS (FRC registration number: FRC/2013/NAS/00000000986) for both the current year and the comparative year.

The major categories of plan assets at fair value, are as follows:

Investment Type	**2026**	**2025**	**Nature**
in thousands of naira	**N**	**N**	
Investment Property	84,644	86,871	Buildings (Unquoted)
Investment in shares	73,362	4,633	Quoted
FGN Bonds	-	974,527	Quoted
Cash and bank	963,423	70,441	Unquoted
Others	54,203	37,622	Unquoted
	1,175,632	**1,174,094**	

The following tables summarise the components of net benefit expense recognised in profit or loss and the funded status and amounts recognised in the statement of financial position for the respective plans:

(a) Defined benefit

in thousands of naira	**Group**		**Company**	
	2026	**2025**	**2026**	**2025**
Present value of Defined benefit obligation	(966,080)	(1,019,018)	(966,080)	(1,019,018)
Fair value of plan assets	1,175,632	1,174,094	1,175,632	1,174,094
Net employee defined benefit	**209,552**	**155,076**	**209,552**	**155,076**

The principal assumptions used in determining post-employment benefit obligations for the Group's plans are shown below:

	2026	**2025**
	%	%
Discount rate	16	19
Future salary increases	-	-
Mortality rate	-	-

(ii) Sensitivity level	Discount sensitivity 1% Increase	Discount sensitivity 1% Decrease	Salary sensitivity 1% Increase	Salary sensitivity 1% Decrease	Mortality sensitivity 1% Increase	Mortality sensitivity 1% Decrease
in thousands of naira						
2026						
Impact on defined benefit obligation	658,174	(669,607)	-	-	-	-
2025						
Impact on defined benefit obligation	703,985	(715,887)	-	-	-	-

The sensitivity analysis above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions occurring at the end of the reporting period. Amounts in brackets represent the defined benefit obligation resulting from a decrease in the discount rate, while amounts without brackets represent the impact of an increase in the discount rate.

The following are the expected contributions to both the Group's and the Company's defined benefit plans in future years:

in thousands of naira	**2026**	**2025**
Within the next 12 months (next annual reporting period)	(966,080)	(1,019,018)
Between 2 and 5 years	-	-
Between 5 and 10 years	-	-
Beyond 10 years	-	-
Total expected payments	**(966,080)**	**(1,019,018)**

(iii) Movement in defined benefit obligation

	Group		Company	
in thousands of naira	**2026**	**2025**	**2026**	**2025**
Balance at 1 April	(709,937)	(667,242)	(709,937)	(667,242)
Obligation from 2010 scheme				
Charged to profit or loss:				
Past service cost	-	-	-	-
Net interest expense	(137,018)	(62,720)	(137,018)	(62,720)
	(137,018)	(62,720)	(137,018)	(62,720)
Remeasurement gains or losses in other comprehensive income				
Actuarial losses/(gains) due to changes in Financial and Demographic Assumptions and Experience Variance	121,686	(86,305)	121,686	(86,305)
	121,686	(86,305)	121,686	(86,305)
Benefits paid	61,377	106,330	61,377	106,330
	61,377	106,330	61,377	106,330
Balance at 31 March	**(663,892)**	**(709,937)**	**(663,892)**	**(709,937)**

(iv) Movement in fair value of plan assets

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
Balance at 1 April	865,013	919,870	865,013	919,870
Charged to profit or loss:				
Net interest expense	166,947	86,468	166,947	86,468
	166,947	86,468	166,947	86,468

Remeasurement gains or losses in other comprehensive income

Return on plan assets	Group		Company	
	2026	**2025**	**2026**	**2025**
	(97,139)	(34,995)	(97,139)	(34,995)
	(97,139)	(34,995)	(97,139)	(34,995)
Benefits paid	(61,377)	(106,330)	(61,377)	(106,330)
	-		-	
	(61,377)	(106,330)	(61,377)	(106,330)
	(61,377)	865,0235	(61,377)	865,0235
Balance at 31 March	(663,892)	(709,937)	(663,892)	(709,937)

(iv) Movement in fair value of plan assets

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
Balance at 1 April	865,013	919,870	865,013	919,870
Charged to profit or loss:				
Net interest income	166,947	86,468	166,947	86,468
	166,947	**86,468**	**166,947**	**86,468**
Remeasurement gains or losses in other comprehensive income				
Return on plan assets	(97,139)	(34,995)	(97,139)	(34,995)
	(97,139)	(34,995)	(97,139)	(34,995)
Benefits paid	(61,377)	(106,330)	(61,377)	(106,330)
	(61,377)	**(106,330)**	**(61,377)**	**(106,330)**
Balance at 31 March	**873,444**	**865,013**	**873,444**	**865,013**

(iv) Movement in Defined Benefit Obligation — 2010 Scheme (Terminated)

	Group		Company	
	2026	**2025**	**2026**	**2025**
Present value of Funded Obligations	(302,188)	(309,081)	(302,188)	(309,081)
Fair value of Plan assets	302,188	309,081	302,188	309,081
	-	-	-	-

(v)Reconciliation of the net retirement benefit plan in the statement of financial position:

Present value of defined benefit obligations	(663,892)	(709,937)	(663,892)	(709,937)
Present value of defined benefit obligation -2010 Scheme (Terminated)	(302,188)	(309,081)	(302,188)	(309,081)
	(966,080)	**(1,019,018)**	**(966,080)**	**(1,019,018)**
Fair value of plan assets	873,444	865,013	873,444	865,013
Fair value of plan assets -2010 Scheme (Terminated)	302,188	309,081	302,188	309,081
	1,175,632	**1,174,094**	**1,175,632**	**1,174,094**
Net asset arising from defined benefit plan	**209,552**	**155,076**	**209,552**	**155,076**

(v) Net Remeasurement gains or losses in other comprehensive income

Actuarial changes arising from changes in financial assumptions	121,686	(86,305)	121,686	(86,305)
Return on plan assets	(97,139)	(34,995)	(97,139)	(34,995)
	24,547	**(121,300)**	**24,547**	**(121,300)**

Net movement charged to profit or loss:

Service cost	-	-	-	-
Net interest expense	29,929	(23,748)	29,929	(23,748)
	29,929	**(23,748)**	**29,929**	**(23,748)**

(vii) Defined benefit plan is analysed as:

	Group			Company
	2026	**2025**	**2026**	**2025**
Non-current portion	209,552	155,076	209,552	155,076
	209,552	**155,076**	**209,552**	**155,076**

(b) Long Service Award

The Group provides Long Service Award benefits to eligible employees. The benefits are graduated depending on the employees' number of years in service to the Company. The nature and value of the awards or gifts are determined at the discretion of Management.

i.	**Group**		**Company**	
in thousands of naira	**2026**	**2025**	**2026**	**2025**
Present value of long service awards	(1,512)	-	(1,512)	-
Net liability arising from long service award	**(1,512)**	**-**	**(1,512)**	**-**

The principal assumptions used in determining post-employment benefit obligations for the Group's plans are shown below:

	2026	**2025**
Discount rate	%	%
Future salary increases	16	19
Mortality rate	-	-

ii.	**Discount sensitivity**		**Salary sensitivity**		**Mortality sensitivity**	
Sensitivity level	**1% Increase**	**1% Decrease**	**1% Increase**	**1% Decrease**	**1% Increase**	**1% Decrease**
in thousands of naira						
2026						
Impact on long service award	1,112	(1,160)	-	-	(1,134)	1,138
2025						
Impact on long service award	1,499	(1,525)	-	-	-	-

The sensitivity analysis above has been determined based on a method that extrapolates the impact on the long service award as a result of reasonable changes in key assumptions occurring at the end of the reporting period. Amounts in brackets represent the long term service awards resulting from a decrease in the discount rate, while amounts without brackets represent the impact of an increase in the discount rate.

The following payments are expected contributions to both the Group and the Company's long service award in future years:

in thousands of naira	**2026**	**2025**
Within the next 12 months (next annual reporting period)	587	512
Between 2 and 5 years	1,147	1,000
Total expected payments	**1,236**	**1,512**

The average duration of the defined benefit obligation at the end of the reporting period for the Group and the Company is 5 years. (2025: 5).

iii. Movement in Long service awards (LSA)

	Group		Company	
in thousands of naira	**2026**	**2025**	**2026**	**2025**
Balance at 1 April	1,512	-	1,512	-
Current service cost	83	1,656	83	1,656
Net interest expense	(909)	1,223	(909)	1,223
Actuarial loss recognised in profit or loss	13,162	6,758	13,162	6,758
	12,336	**9,637**	**12,336**	**9,637**
Benefits paid	(12,612)	(8,125)	(12,612)	(8,125)
Balance at 31 March	**1,236**	**1,512**	**1,236**	**1,512**

iv. Net measurement gains or losses in profit or loss

	Group		Company	
in thousands of naira	**2026**	**2025**	**2026**	**2025**
Current service cost	83	1,656	83	1,656
Net interest expense	(909)	1,223	(909)	1,223
Actuarial gains recognised in profit or loss	13,162	6,758	13,162	6,758
	1,236	**9,637**	**1,236**	**9,637**

24 Trade and other payables

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
Trade creditor	1,415,906	1,742,769	1,241,0662	1,464,540
Other creditors and accruals (Notes 24(a))	4,056,150	2,979,163	3,084,094	1,743,386
Related parties payable	-	-	38,937	44,036
	5,472,056	**4,721,932**	**4,364,092**	**3,251,962**

(a) Other creditors and accruals

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
Accruals*	1,382,586	1,280,217	804,909	372,019
Agent clearing charges	970,799	637,087	970,799	637,087
Withholding taxes	214,547	128,666	197,127	115,229
Value added tax	432,599	352,078	237,556	192,515
Pension payable (b)	86,644	90,861	22,366	32,557
Dividend payable (Note 24(c))	71,097	142,309	71,097	142,309
Sundry payables**	866,783	325,044	749,144	230,940
Legal and litigation expenses	31,095	22,901	31,095	20,730
	4,056,150	**2,979,163**	**3,084,093**	**1,743,386**

* The accruals relate to accrued bonus expenses and commission.
** Sundry payables relate to other statutory payables such as NSITF, ITF and other payroll liabilities, such as PAYE.

Changes in trade and other payables in the statement of cash flows:

in thousands of naira	Group		Company	
	2026	**2025**	**2026**	**2025**
At 1 April	(4,721,932)	(3,704,412)	(3,251,962)	(3,078,513)
At 31 March	5,472,056	4,721,932	4,364,092	3,251,962
	750,124	**1,017,520**	**1,112,130**	**173,449**
Exchange loss	-	14,198	-	17,142
	750,124	**1,031,718**	**1,112,130**	**190,591**

(b) Pension payable

in thousands of naira				
At 1 April	90,861	104,715	32,557	61,215
Provision for the year	320,118	287,428	147,578	151,427
	410,979	392,143	**180,135**	212,642
Payment during the year	(324,335)	(301,282)	(157,769)	(180,085)
At 31 March	**86,644**	**90,861**	**22,366**	**32,557**

(c) Movement in dividend payable

in thousands of naira				
At 1 April	142,309	146,926	142,309	146,926
Dividend declared	334,048	257,694	334,048	257,694
Withholding tax	(33,405)	(25,769)	(33,405)	(25,769)
	442,952	378,851	**442,952**	378,851
Dividend paid during the year	(371,855)	(236,542)	(371,855)	(236,542)
At 31 March	**71,097**	**142,309**	**71,097**	**142,309**

On 27 June 2026, the Directors proposed a dividend of 45 Kobo per share (2025: 35 Kobo) resulting in N334.05 million total dividends payable from retained earnings in relation to the 2026 financial year. This dividend is subject to approval by shareholders at the Annual General Meeting and has not been included as a liability in these consolidated and separate financial statements.

(d) Trade and other payables analysed as:

Financial liabilities	3,871,483	3,825,283	3,157,899	2,680,721
Non-financial liabilities	1,600,573	896,649	1,206,193	571,241
	5,472,056	**4,721,932**	**4,364,092**	**3,251,962**

25 Related parties

(a) Related party disclosure

The Group holds 100% equity interest in Red Star Freight Limited, Red Star Support Services Limited and Red Star Logistics Limited. Outstanding balances at the year-end are unsecured and interest free. There have been no guarantees received for any related party receivables. For the year ended 31 March 2026, the Company has recorded impairment of receivables relating to amounts owed by related parties.

This assessment is undertaken each financial year by examining the financial position of the related party and the market in which the related party operates. The following table provides the total amount of transactions that have been entered into with related parties.

Company	Nature of transaction	Transaction value	Amount due from related parties	Amount due to related parties	Transaction value	Amount due from related parties	Amount due to related parties
in thousands of Naira		**2026**	**2026**	**2026**	**2025**	**2025**	**2025**
Red Star Freight Ltd	Freight and customs clearance	1,491,775	-	(38,937)	208,668	-	(44,036)
Red Star Logistics Ltd	Haulage and warehousing services	828,672	212,046	-	71,194	389,414	-
Red Star Support Services Ltd	Mail management and despatch	897,996	97,759	-	175,711	175,591	-
			309,805	(38,937)		565,005	(44,036)
Allowance for impairment			(12,433)	-		(16,248)	-
Related parties receivables/(payable)			297,372	(38,937)		548,757	(44,036)

(b) Key management personnel compensation

The key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the Company, directly or indirectly, including any Director (whether executive or otherwise) of that Company. The key management personnel are the Company's Directors and management staff. Key management personnel include staff on the senior manager cadre and above. The compensation paid or payable to key management for employee services is shown below:

	Group		Company	
in thousands of naira	**2026**	**2025**	**2026**	**2025**
Remuneration paid to the Directors was:				
Directors' fees and sitting allowance	32,155	23,210	32,155	23,210
Executive compensation	38,499	25,896	38,499	25,896
Other Directors' benefits	28,209	37,612	28,209	37,612
Short term employee benefits	**98,863**	**86,718**	**98,863**	**86,718**

The directors' remuneration shown above includes:

in thousands of naira	**2026**	**2025**
Chairman	7,949	5,265
Highest paid director	20,963	24,024

The number of Directors who received fees and other emoluments in the following ranges was:

	Group		Company	
	2026	2025	2026	2025
	Number	Number	Number	Number
N3,000,001 and above	7	7	7	7
	7	7	7	7

(c) Staff cost

	Group		Company	
	2026	2025	2026	2025
Staff cost	3,966,432	3,475,345	2,097,257	1,664,981
Medical expenses	340,964	428,754	177,981	220,682
Training	127,336	125,245	83,418	103,916
	4,434,732	**4,029,344**	**2,358,656**	**1,989,579**

Reconciliation of Staff cost
Staff cost presented in cost of sales - Note 7(a)

	Group		Company	
	2026	2025	2026	2025
Staff cost	1,965,125	1,744,040	1,098,202	859,051
Training	76,402	75,147	50,051	62,350
Medical - direct staff	238,675	300,128	124,587	154,477
	2,280,202	**2,119,315**	**1,272,840**	**1,075,878**

Staff cost presented in administrative expenses - Note 7(b)

	Group		Company	
	2026	2025	2026	2025
Staff cost	2,001,307	1,731,305	999,055	805,930
Training	50,934	50,098	33,367	41,566
Medical expenses	102,289	128,626	53,394	66,205
	2,154,530	**1,910,029**	**1,085,816**	**913,701**
Total Staff cost	**4,434,732**	**4,029,344**	**2,358,656**	**1,989,579**

There is no long term compensation for key management personnel

(d) Staff number and higher paid employees

The average numbers of persons employed by the Group and Company during the year, including Directors, as follows;

	Group		Company	
	2026	**2025**	**2026**	**2025**
	Number	**Number**	**Number**	**Number**
Managerial	8	8	6	6
Senior	57	47	31	37
Supervisors	135	116	103	86
Junior	1,512	1,572	223	179
	1,712	**1,743**	**363**	**308**

The number of employees in receipt of emoluments within the following ranges was:

	Group		Company	
	2026	**2025**	**2026**	**2025**
	Number	**Number**	**Number**	**Number**
N400,001 - N700,000	-	205	-	-
N700,001 - N900,000	398	452	-	-
N900,001 - N1,200,000	365	274	-	-
N1,200,001 - N2,100,000	598	453	90	-
N2,100,001 - N3,600,000	270	284	219	258
N3,600,001 - N7,000,000	70	60	46	39
N7,000,001 - N9,000,000	-	3	-	1
N9,000,001 - N13,000,000	11	12	8	10
	1,712	**1,743**	**363**	**308**

26 Segment information

The Group is organised into Strategic Business Units (SBUs) based on their revenue streams and has four reportable segments as follows:

- The Courier Service segment is involved in express delivery of documents and parcels.
- Freight services is involved in clearing and forwarding of goods (importation and export services).
- Logistics relates to services involving warehousing and chain distribution services.
- Support services relates to mail room management and other delivery services.

The Group's chief executive officer reviews the internal management reports of each SBUs at least quarterly.

For disclosure purpose in compliance with IFRS 8, no single external customer transaction amounts to 10 per cent or more of the entity's revenues.

The Board of Directors monitors the operating results of its Strategic Business Units (SBU) separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the consolidated financial statements.

Statement of Comprehensive Income

	Courier		Freight		Logistics		Support services		Group elimination adjustments		Group	
in thousands of Naira	**2026**	**2025**	**2026**	**2025**	**2026**	**2025**	**2026**	**2025**	**2026**	**2025**	**2026**	**2025**
Revenue	10,993,125	10,609,408	5,439,489	4,262,489	4,069,129	3,698,489	2,992,227	3,089,953	-	-	23,494,067	21,660,339
Cost of sales	(5,419,863)	(6,020,645)	(3,604,369)	(3,425,089)	(2,885,377)	(2,793,931)	(1,565,866)	(1,432,651)	(361,840)	(104,038)	(13,837,315)	(13,582,656)
Other operating income	197,153	166,127	934	11,707	30,818	412,893	19,181	8,543	(144,753)	(159,965)	103,333	439,305
Administrative expenses*	(2,913,465)	(2,007,627)	(970,904)	(592,649)	(513,542)	(439,923)	(108,564)	(150,746)	394,003	(85,321)	(4,112,472)	(3,276,266)
Staff cost	(2,097,257)	(1,664,981)	(408,775)	(285,817)	(404,103)	(352,295)	(1,091,869)	(1,292,379)	35,572	120,127	(3,966,432)	(3,475,345)
Depreciation and amortisation	(395,613)	(310,281)	(11,490)	(14,852)	(90,302)	(168,248)	(96,237)	(76,964)	-	-	(593,642)	(570,345)
Impairment loss on financial assets	10,911	(278,324)	(19,620)	(17,309)	(45,807)	(20,716)	(2,321)	(5,145)	(67,534)	70,641	(124,371)	(250,853)
Finance income	142,485	34,776	3,625	3,373	(224)	1,603	-	-	-	-	145,886	39,752
Finance costs	(34,122)	(59,216)	-	-	-	-	-	-	-	-	(34,122)	(59,216)
Profit before taxation	483,354	469,237	428,987	135,551	160,592	337,872	146,551	140,611	(144,552)	(158,556)	1,074,932	924,715
Income tax expense	(219,349)	(181,357)	(159,617)	(56,257)	(56,570)	(104,108)	(53,857)	(51,520)	(280)	15,042	(489,673)	(378,194)
Profit for the year	264,005	287,880	269,370	79,300	104,022	233,764	92,694	89,091	(144,832)	(143,514)	585,259	546,521

*Cost of sales and administrative expenses exclude depreciation of property, plant and equipment, depreciation of right-of-use assets and amortisation of intangible assets and staff cost which are disclosed separately in Note [7a] and [7b].

**The prior year comparative information has been restated to comply with IFRS 8 and relevant IFRS Interpretations Committee guidance. Specifically, the 2025 financial statements have been restated to separately present material non-cash items, including staff costs and impairment losses on financial assets, which were previously included within cost of sales and administrative expenses. In addition, depreciation and amortisation have been excluded from cost of sales and administrative expenses to align with IFRS 8 disclosure requirements.

The below reflects the revenue from customers attributed to the country of domicile (Nigeria) and attributed to all foreign countries in total from which the Group derives revenue. The Group's assets are located in Nigeria and it does not have assets located in foreign countries.

Revenue from external customers

	Courier		**Freight**		**Logistics**		**Support services**	
in thousands of Naira	**2026**	**2025**	**2026**	**2025**	**2026**	**2025**	**2026**	**2025**
Nigeria	10,243,911	9,724,604	5,439,586	4,262,489	4,069,129	3,698,489	2,992,227	3,089,953
Benin Republic	230,779	234,197	-	-	-	-	-	-
Burkina Faso	443,483	402,526	-	-	-	-	-	-
Niger	74,952	248,081	-	-	-	-	-	-
Total	**10,993,125**	**10,609,408**	**5,439,586**	**4,262,489**	**4,069,129**	**3,698,489**	**2,992,227**	**3,089,953**

Statement of financial position

	Courier		Freight		Logistics		Support services		Group elimination adjustments		Group	
in thousands of Naira	**2026**	**2025**	**2026**	**2025**	**2026**	**2025**	**2026**	**2025**	**2026**	**2025**	**2026**	**2025**
Total Non-current assets	3,609,006	3,345,694	40,554	50,172	786,158	790,017	299,011	244,770	(1,146,469)	(1,105,416)	3,588,260	3,325,235
Total current assets	4,773,754	3,901,349	1,456,047	1,273,698	1,364,736	1,598,631	605,128	614,658	(326,806)	(434,636)	7,872,859	6,953,699
Total assets	**8,382,760**	**7,247,043**	**1,496,601**	**1,323,870**	**2,150,894**	**2,388,648**	**904,139**	**859,428**	**(1,473,275)**	**(1,540,056)**	**11,461,119**	**10,278,934**
Ordinary share capital	477,211	477,211	354,000	354,000	750,000	750,000	49,065	49,065	(1,153,065)	(1,153,065)	477,211	477,211
Share premium	1,515,600	1,515,600	-	-	-	-	-	-	-	-	1,515,600	1,515,600
Retained earnings	1,537,276	1,594,120	658,654	304,866	640,222	549,613	435,309	409,406	(120,117)	28,929	3,151,344	2,886,934
Fair value of equity investments designated at FVOCI	11,530	2,822	-	-	-	-	-	-	-	-	11,530	2,822
Non-current liabilities	303,979	137,551	10,137	9,939	95,656	49,068	29,786	12,073	(8,624)	(2)	430,934	231,784
Current liabilities	4,537,164	3,519,739	473,810	655,016	665,016	1,039,967	389,979	364,295	(191,469)	(415,917)	5,874,500	5,164,583
Total equity and liabilities	**8,382,760**	**7,247,043**	**1,496,601**	**1,323,870**	**2,150,894**	**2,388,648**	**904,139**	**849,476**	**(1,473,275)**	**(1,540,055)**	**11,461,119**	**10,278,934**

27 Financial risk management

(a) Classification of financial instruments and fair values

The following table shows the classification, carrying amount and fair values of financial assets and financial liabilities, including their levels in the fair value hierarchy. It does not include fair value information for financial assets and liabilities not measured at fair value if the carrying amount is a reasonable approximation of fair value.

GROUP

31 March 2026	**Carrying Amount**			**Fair Value**		
In thousands of naira	**Amortised Cost**	**Fair value**	**Total**	**Level 1**	**Level 2**	**Level 3**
Financial assets at fair value						
Equity instruments at FVOCI	-	12,065	12,065	12,065	-	-
	-	12,065	12,065	12,065	-	-
Financial assets not measured at fair value						
Trade and other receivables*	4,019,912	-	4,019,912	-	-	-
Cash and cash equivalents	1,992,688	-	1,992,688		-	
	6,012,600	-	6,012,600	-	-	-
Financial liabilities not measured at fair value						
Trade and other payables[1]	3,871,483	-	3,871,483	-	-	-
	3,871,483	**-**	**3,871,483**	**-**	**-**	**-**

31 March 2025	**Carrying Amount**			**Fair Value**		
In thousands of naira	**Amortised Cost**	**Fair value**	**Total**	**Level 1**	**Level 2**	**Level 3**
Financial assets at fair value						
Equity instruments at FVOCI	-	3,357	3,357	3,357	-	-
	-	**3,357**	**3,357**	**3,357**	**-**	**-**
Financial assets not measured at fair value						
Trade and other receivables*	3,886,834	-	3,886,834	-	-	-
Cash and cash equivalents	1,367,989	-	1,367,989		-	
	5,254,823	**-**	**5,254,823**	**-**	**-**	**-**
Financial liabilities not measured at fair value						
Loans and borrowings	113,306	-	114,254	-	114,254	-
Trade and other payables[1]	3,825,283	-	3,825,283	-	-	-
	3,983,589	**-**	**3,939,537**	**-**	**114,254**	**-**

[1] Excluding Pay As You Earn (PAYE), Value Added Tax (VAT), Pension, advances by customers and Withholding Tax (WHT).

* Withholding tax receivable has been excluded from the Trade and other receivables as it is not a financial instruments.

The loans and borrowings were fully repaid in the prior year. (2024: The discounted cash flow valuation technique has been used to determined the fair value of the loans and borrowings). The valuation model considers the present value of expected cash flows discounted using market related interest rates.

The fair value was to determine on the same basis in the prior year and there have been no transfers between levels during the year.

The fair values of other financial instruments (trade and other payables (excluding Pay As You Earn (PAYE), Value Added Tax (VAT), Pension, advance by customers and Withholding Tax (WHT) and trade receivables (excluding withholding tax receivables)) are an approximation of their carrying amounts because they are held on short term basis and the impact of discounting is immaterial.

COMPANY

31 March 2026	Carrying Amount			Fair Value		
In thousands of naira	Amortised Cost	Fair value	Total	Level 1	Level 2	Level 3
Financial assets at fair value						
Equity instruments at FVOCI	-	12,065	12,065	12,065	-	-
	-	**12,065**	**12,065**	**12,065**	**-**	**-**
Financial assets not measured at fair value						
Trade and other receivables*	2,785,881	-	2,785,881	-	-	-
Cash and cash equivalents	1,205,872	-	1,205,872	-	-	-
	3,991,753	**-**	**3,991,753**	**-**	**-**	**-**
Financial liabilities not measured at fair value						
Trade and other payables*	3,157,899	-	3,157,899	-	-	-
	3,157,899	**-**	**3,157,899**	**-**	**-**	**-**

31 March 2025	Carrying Amount			Fair Value		
In thousands of naira	Amortised Cost	Fair value	Total	Level 1	Level 2	Level 3
Financial assets at fair value						
Equity instruments at FVOCI	-	3,357	3,357	3,357	-	-
	-	**3,357**	**3,357**	**3,357**	**-**	**-**
Financial assets not measured at fair value						
Trade and other receivables*	2,404,251	-	2,404,251	-	-	-
Cash and cash equivalents	878,056	-	878,056	-	-	-
	3,282,307	**-**	**3,282,307**	**-**	**-**	**-**
Financial liabilities not measured at fair value						
Loans and borrowings	113,306	-	114,254	-	114,254	-
Trade and other payables*	2,680,721	-	2,680,721	-	-	-
	-	**-**	**2,794,975**	**-**	**114,254**	**-**

[1] Excluding Pay As You Earn (PAYE), Value Added Tax (VAT), Pension, advances by customers and Withholding Tax (WHT).

* Withholding tax receivable has been excluded from the Trade and other receivables as it is not a financial instruments.

The loans and borrowings were fully repaid in the current year. (2024: The discounted cash flow valuation technique has been used to determine the fair value of the loans and borrowings). The valuation model considers the present value of expected cash flows discounted using market related interest rates.

The fair value was determined on the same basis in the prior year and there have been no transfers between levels during the year.

The fair values of other financial instruments (trade and other payables (excluding Pay As You Earn (PAYE), Value Added Tax (VAT), Pension, advances by customers and Withholding Tax (WHT) and trade receivables (excluding withholding tax receivables) are an approximation of their carrying amounts because they are held on short term basis and the impact of discounting is immaterial.

(I) Financial instruments in Level 1

The fair value of financial instruments traded in active markets (quoted equity) is based on quoted market prices at the reporting date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the Group and Company is the bid price at the reporting date. These instruments are included in level 1. There were no transfers between levels during the year.

(ii) Financial instruments in Level 2

The fair value of financial instruments that are not traded in an active market (loans and borrowings and finance leases) is determined by using discounted cash flow valuation techniques. This valuation technique maximize the use of observable market data by using the market related interest rates. There are no significant unobservable inputs. There were no transfers between levels during the year. The basis of measurement has remained the same between the Group's current and prior years.

(iii) Financial instruments in Level 3

The fair value of financial instruments that are not based on observable market data (unobservable inputs). The valuation technique maximize the use of market multiples derived from quoted prices of companies comparable to the investee and the expected revenue and EBITDA of the investee. The estimate is adjusted for the effect of non-marketability of the equity securities. There are no significant unobservable inputs. There were no transfers between levels during the year. The basis of measurement has remained the same between the current and prior years.

(b) Financial risk management framework

Risk management framework

The Board of Directors has the overall responsibility for the establishment and oversight of the Group and Company's risk management framework, including implementation and monitoring of risk management policies. The Group and Company's risk management policies are established to identify and analyse the risks faced by the Group and 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 Group and Company's activities.

Overview

The Group and Company have exposure to the following risks arising from financial instruments:

- Credit risk
- Liquidity risk
- Market risk

This note presents information about the Group's exposure to each of the risks below, the Group's objectives, policies and processes for measuring and managing risks.

(i) Credit risk

Credit risk is the risk of financial loss to the Group and the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations, and arises principally from the Group's and Company's receivables from its customers.

Trade receivables

The Group's and the Company's principal exposure to credit risk is in its trade and other receivables. Trade and other receivables principally represent amounts owed to the Group and the Company by third parties and credit risk is managed at that level.

Customer credit risk is managed by each business unit subject to the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of the customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment. The group does not hold collateral as security. The group evaluates the concentration of risk with respect to trade receivables as low, as its customers are located in several jurisdictions and industries and operate in largely independent markets. The Group's maximum exposure to credit risk for the components of the statement of financial position is its carrying amount.

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar loss patterns (i.e., by geographical region, product type and customer type). The calculation reflects the probability-weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

Generally, trade receivables are written-off if past due for more than one year and are not subject to enforcement activity. The maximum exposure to credit risk at the reporting date is the carrying value of each class of financial assets disclosed in Note 17. The Group does not hold collateral as security.

Deposits with banks and other financial institutions
Credit risk from balances with banks and financial institutions is managed by the Group's treasury department in accordance with the Group's policy. Surplus funds are spread amongst reputable commercial banks and funds must be within treasury limits assigned to each of the counterparty. Counterparty treasury limits are reviewed by the Group's Finance Director periodically and may be updated throughout the year subject to approval of the Finance Director. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through potential counterparty's failure. The group's maximum exposure to credit risk for the components of the statement of financial position is its carrying amount.

Exposure to credit risk
Trade receivables
Customer credit risk is managed by each business unit subject to the Group's established policy, procedures and control relating to customer credit risk management. Credit quality of the customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment. Outstanding customer receivables are regularly monitored by the credit committee comprising sales, finance and internal audit.

The entity has adopted a policy of only dealing with credit worthy counterparties and a credit committee is instituted which comprises of sale, finance and internal audit department to review the outstanding balances on customers' accounts. Insurance certificate is required before credit is granted to key distributors. Trade receivables consist of a large number of customers, spread across diverse industries and geographical areas.

On-going credit evaluation is performed on the financial conditions of accounts receivable and where appropriate, credit guarantee insurance cover is purchased. The group evaluates the concentration of risk with respect to trade receivables to be low, as the credit risk on liquid funds is limited because the counterparties are banks with high credit-rating assigned by international credit-rating agencies.

Cash and short-term deposits
Credit risk from balances with banks and financial institutions is managed by the Red Star Express' treasury department in accordance with the Group's policy. Investments of surplus funds are made only with approved counterparties and within credit limits assigned to each counterparty.

Counterparty credit limits are reviewed by the Group's Board of Directors on an annual basis, and may be updated throughout the year subject to approval of the Group's Finance Committee. The limits are set to minimise the concentration of risks and therefore mitigate financial loss through potential counterparty's failure.

The carrying amount of financial assets represents the maximum credit exposure. The maximum exposure to credit risk at the reporting date was:

	Group		Company	
in thousands of Naira	**2026**	**2025**	**2026**	**2025**
Trade and other receivables*	4,019,912	3,886,834	2,785,881	2,404,251
Cash and cash equivalents**	1,900,868	1,335,556	1,205,484	846,566
	6,010,780	**5,222,390**	**3,991,374**	**3,250,817**

*Trade and other receivables include the carrying amount of trade and other receivables less withholding tax receivables.

**Cash in hand and cash-in-transit, which are not financial assets, have been excluded from the Group cash and cash equivalents as there is no credit risk associated with cash in hand.

Expected credit loss assessment for customers
For trade receivables, the Group applied the simplified approach in computing ECL. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses (ECL). The provision rates are based on days past due for groupings of various customer segments with similar loss patterns. The calculation reflects the probability weighted outcome, the time value of money and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions. Generally, trade receivables are written off if past due for more than one year and are not subject to enforcement activity.

Set out below is the information about the credit risk exposure on the Group's and Company's trade receivables using a provision matrix:

Group			**2026**		
In thousands of naira	**Weighted average loss** rate	**Gross carrying** amount	**Impairment loss** allowance	**Balance (Net)**	**Credit impaired**
Current (not past due)	1.00%	1,261,652	(12,617)	1,249,035	No
0–90 days past due	3.93%	1,032,529	(40,578)	991,951	No
91–180 days past due	10.09%	265,541	(26,793)	238,748	No
181–270 days past due	13.08%	184,810	(24,173)	160,637	No
271–360 days past due	18.65%	131,535	(24,531)	107,004	No
Above 365 days	61.75%	649,214	(394,686)	244,529	Yes
		3,515,281	**(523,377)**	**2,991,903**	

			2025		
In thousands of naira	**Weighted average loss** rate	**Gross carrying** amount	**Impairment loss** allowance	**Balance (Net)**	**Credit impaired**
Current (not past due)	0.74%	1,818,933	(13,503)	1,805,430	No
0–90 days past due	2.22%	1,021,589	(22,642)	998,947	No
91–180 days past due	7.34%	142,763	(10,479)	132,284	No
181–270 days past due	4.44%	77,585	(3,443)	74,142	No
271–360 days past due	5.18%	158,630	(8,220)	150,410	No
Above 365 days	69.79%	490,705	(342,444)	148,261	No
		3,710,205	**(400,731)**	**3,309,474**	

Company

			2026		
In thousands of naira	**Weighted average loss** rate	**Gross carrying** amount	**Impairment loss** allowance	**Balance (Net)**	**Credit impaired**
Current (not past due)	0.27%	369,780	(1,011)	368,769	No
0–90 days past due	0.82%	615,584	(5,050)	610,534	No
91–180 days past due	2.01%	273,966	(5,500)	268,455	No
181–270 days past due	22.44%	45,014	(10,100)	34,914	No
271–365 days past due	43.66%	80,622	(36,200)	45,422	No
Above 365 days	50.94%	635,491	(323,709)	311,782	Yes
		1,980,968	**(380,570)**	**1,639,876**	

			2025		
Weighted	**Gross**	**Impairment**	**Balance**	**Credit**	
In thousands of naira	**average loss** rate	**carrying** amount	**loss** allowance	**(Net)**	**impaired**
Current (not past due)	3.00%	437,796	(13,121)	424,675	No
0–90 days past due	3.02%	728,812	(22,001)	706,811	No
91–180 days past due	15.17%	67,135	(10,182)	56,953	No
181–270 days past due	6.28%	53,294	(3,346)	49,948	No
271–365 days past due	8.37%	95,451	(7,987)	87,464	No
Above 365 days	72.53%	458,787	(332,754)	126,033	No
		1,841,275	**(389,391)**	**1,451,884**	

Expected credit loss assessment for intercompany receivables and short-term deposits

The group applied the general approach in computing expected credit losses (ECL) for intercompany receivables and short-term deposits. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate.

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

The Group considers a financial asset in default when contractual payments are 365 days past due. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

A summary of the Group and Company's exposure to credit risk for short term deposits, intercompany and other receivables is as follows.

	Group		**Company**	
in thousands of Naira	**2026**	**2025**	**2026**	**2025**
Trade receivables (Note 17b)	523,377	400,731	380,570	389,391
Short term deposits (Note 18)	1,725	-	1,725	-
Other receivables (Note 17a)	89,070	89,070	71,496	71,496
Intercompany receivables (Note 17)	-	-	12,433	16,248
	614,172	**489,801**	**466,224**	**477,135**

Allowance for impairment in respect of trade and other receivables

The allowance for impairment losses recognised in profit or loss in respect of trade and other receivables and related party receivables during the year was as follows.

	Group		**Company**	
in thousands of Naira	**2026**	**2025**	**2026**	**2025**
Trade receivables (Note 17b)	122,646	259,921	(8,821)	299,345
Short term deposits (Note 18)	1,725	(197)	1,725	-
Other receivables (Note 17d)	-	(8,871)	-	(19,623)
Intercompany receivables (Note 17c)	-	-	(3,815)	(1,398)
Impairment losses	**124,371**	**250,853**	**(10,911)**	**278,324**

Investment in equity securities

The Group minimizes its exposure to credit risks relating to investment in equity security by investing mainly in equity instruments of reputable companies with a history of good financial performance and entities quoted on the Nigerian Stock Exchange.

(ii) Liquidity risk

Liquidity risk is the risk that the Group and Company will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset. The Group and Company's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities when due, under normal conditions, without incurring unacceptable losses or risking damage to the Group's and Company's reputation.

Group

2026 *In thousands of naira*	**Carrying amount**	**Contractual cash flows**	**12 months or less**	**1 to 5 years**	**Total**
Non-derivative financial liabilities:					
Trade and other payables[1]	4,019,912	4,019,912	4,019,912	-	4,019,912
Lease liabilities (Note 20)	136,328	72,747	6,200	66,547	72,747
Loans and borrowings (Note 22)	-	-	-	-	-
	4,156,240	**4,092,659**	**4,026,112**	**66,547**	**4,092,659**

2025 *In thousands of naira*	**Carrying amount**	**Contractual cash flows**	**12 months or less**	**1 to 5 years**	**Total**
Non-derivative financial liabilities:					
Trade and other payables[1]	3,886,834	3,886,834	3,886,834	-	3,886,834
Lease liabilities (Note 20)	59,137	307,234	17,913	118,173	307,234
Loans and borrowings (Note 22)	113,306	120,064	120,064	-	120,064
	4,059,277	**4,314,132**	**4,024,811**	**118,173**	**4,314,132**

Company

2026 *In thousands of naira*	**Carrying amount**	**Contractual cash flows**	**12 months or less**	**1 to 5 years**	**Total**
Non-derivative financial liabilities:					
Trade and other payables[1]	2,785,881	2,785,881	2,785,881	-	2,785,881
Lease liabilities (Note 20)	136,328	307,234	6,200	301,034	307,234
Loans and borrowings (Note 22)	-	-	-	-	-
	2,922,209	**3,093,115**	**2,792,081**	**-**	**3,093,115**

[1] Non-company income taxes, pension payable that are not financial liabilities are not included.

2025 In thousands of naira	Carrying amount	Contractual cash flows	12 months or less	1 to 5 years	Total
Non-derivative financial liabilities:					
Trade and other payables[1]	2,404,251	2,404,251	2,404,251	-	2,404,251
Lease liabilities (Note 20)	59,137	136,086	17,913	118,173	136,086
Loans and borrowings (Note 22)	113,306	120,064	120,064	-	120,064
	2,576,694	**2,660,401**	**2,542,228**	**118,173**	**2,660,401**

[1] Non-company income taxes, pension payable that are not financial liabilities are not included.

It is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts.

(iii) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates will affect the Group and 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 on risk.

Currency risk

The Group is exposed to currency risk to the extent that there is a mismatch between the currencies in which sales, purchases and borrowings are denominated and the functional currency of the Group, the Naira. The currencies to which the Group is exposed are primarily denominated are the US dollars (US$), and British pound sterling (GBP). The currency risk is the risk that the fair value or future cash flows of financial instruments will fluctuate due to the changes in foreign exchange rates.

The following significant exchange rates were applied during the year:

	Year end spot rate		Average rate	
	2026	**2025**	**2026**	**2025**
Pound (GBP)	1,984.10	1,968.24	1,842.22	1,998.16
US$	1,481.64	1,542.01	1,388.89	1,541.67
CFA	2.61	2.49	2.42	2.52
Euros	1718.71	1656.29	1,601.67	1,666.24

Sensitivity analysis

A reasonably possible strengthening/(weakening) of the Naira against the US$, GBP and CFA as at 31 March 2026 would have affected the measurement of financial instruments denominated in these currencies and affected profit or loss and equity by the amounts shown below. The amounts are stated net of the estimated income tax effect, comprising Companies Income Tax at 30% and the Development Levy at 4% under the Nigeria Tax Act, 2025, giving a combined rate of 34%. The analysis assumes that all other variables, in particular interest rates, remain constant and ignores any impact of forecast sales and purchases.

Exposure to currency risk

The Group and Company's exposure to currency risk is as follows:

	Group		Company	
In thousands of naira	**2026**	**2025**	**2026**	**2025**
GBP				
Cash and cash equivalents	3,544	3,996	3,544	3,996
	3,544	**3,996**	**3,544**	**3,996**
US Dollar				
Cash and cash equivalents	159,295	208,125	120,129	163,417
	159,295	208,125	120,129	163,417
CFA				
Cash and cash equivalents	12,381	1,812	12,381	1,812
	12,381	1,812	12,381	1,812
EURO				
Cash and cash equivalents	3,604	915	3,604	915
	3,604	**915**	**3,604**	**915**

Impact on profit or loss and equity	**Group**		**Company**	
In thousands of naira	2026	2025	2026	2025
GBP				
Increase in exchange rate by 20%	709	799	709	1,597,057
Decrease in exchange rate by 20%	(709)	(799)	(709)	(799)
US Dollar				
Increase in exchange rate by 20%	31,859	41,625	24,026	32,683
Decrease in exchange rate by 20%	(31,859)	(41,625)	(24,026)	(32,683)
CFA				
Increase in exchange rate by 20%	2,476	362	2,476	362
Decrease in exchange rate by 20%	(2,476)	(362)	(2,476)	(362)
EURO				
Increase in exchange rate by 20%	721	183	721	183
Decrease in exchange rate by20%	(721)	(183)	(721)	(183)

(iv) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate due to the changes in market interest rates. As at the year end, the Group is not exposed to interest rate risk as the Group or Company do not have any borrowings at the year end.

(v) Equity price risk

The Group is exposed to equity securities price risk as a result of the investments held by the group and classified on the consolidated financial position as equity instrument at fair value through other comprehensive income held by the Company. All the Group's listed equity investment are listed on the Nigeria Stock Exchange (NGX). A reasonably possible strengthening/(weakening) of the share price as at 31 March 2026 would have affected profit or loss and equity by the amounts shown below. The amounts are stated net of the estimated income tax effect, comprising Companies Income Tax at 30% and the Development Levy at 4% under the Nigeria Tax Act, 2025, giving a combined rate of 34%.

Impact on profit or loss and equity	**Group**		**Company**	
In thousands of naira	**2026**	**2025**	**2026**	**2025**
Increase in share price by 50%	3,982	1,108	3,982	1,108
Decrease in share price by 50%	(3,982)	(1,108)	(3,982)	(1,108)

28 Commitments

Financial Commitments

The Directors are of the opinion that all known liabilities and commitments which are relevant in assessing the Group and Company's state of affairs have been taken into consideration in the preparation of the financial statements.

29 Contingent liabilities

Pending litigation and claims

There are ongoing law suits and claims against the Group and the Company in various courts of law, which are being managed by external legal counsel. Contingent liabilities arising from pending litigation, claims, and other regulatory reviews amounted to N643.7 million for the Group and the Company (2025: N396.8 million) as at 31 March 2026.

The Directors are of the opinion that all known liabilities and commitments relevant to assessing the financial position of the Group and the Company have been appropriately considered in the preparation of these financial statements. This assessment is based on management's evaluation of the likelihood of outflows, taking into account legal advice from external counsel and the status of each case, which indicates that no present obligation requiring provision exists at the reporting date.

30 Events after the reporting period

On 27 June 2026, a dividend of 45 Kobo (2025:35 Kobo) per share was proposed by the directors for approval at the Annual General Meeting (AGM). This will result a dividend payment of N429.49 million (2025: N334.05 million). There were no events after the reporting date that could have had a material effect on the consolidated and separate financial statements that have not been provided for or disclosed in the consolidated and separate financial statements.

STATEMENT OF VALUE ADDED - GROUP
OTHER NATIONAL DISCLOSURES
FOR THE YEAR ENDED 31 MARCH 2026

in thousands of naira	**2026**	%	**2025**	%
Revenue	23,494,067		21,660,339	
Finance income	145,886		39,752	
Bought in materials:				
- Local	(17,502,525)		(16,116,471)	
Value added	**6,137,428**	**100**	**5,583,620**	**100**
Applied as follows:				
To pay employees:				
- as salaries and labour related expenses	4,434,732	71	4,029,344	72
To pay providers of capital:				
- as finance cost	34,122	1	59,216	1
To pay government:				
- as taxation	489,673	8	378,194	7
Retained in the business:				
- for replacement of property, plant and equipment	406,044	7	464,746	8
- for replacement of intangible asset	69,834	1	24,007	1
- for replacement of right of use	117,764	2	81,592	1
- To augment reserves	585,259	10	546,521	10
Value added	**6,137,428**	**100**	**5,583,620**	**100**

Value added represents the additional wealth which the Group has been able to create by its own and its employees' efforts. This statement shows the allocation of that wealth between employees, shareholders and government and that retained for the future creation of more wealth.

STATEMENT OF VALUE ADDED - COMPANY
OTHER NATIONAL DISCLOSURES
FOR THE YEAR ENDED 31 MARCH 2026

in thousands of naira	**2026**	%	**2025**	%
Revenue	10,993,125		10,609,408	
Finance income	142,485		34,776	
Bought in materials:				
- Local	(7,863,865)		(7,815,871)	
Value added	**3,271,745**	**100**	**2,828,313**	**100**
Applied as follows:				
To pay employees:				
- as salaries and labour related expenses	2,358,656	70	1,989,579	70
To pay providers of capital:				
- as finance cost	34,122	1	59,216	2
To pay government:				
- as taxation	219,349	7	181,357	6
Retained in the business:				
- for replacement of property, plant and equipment	244,696	7	223,588	8
- for replacement of intangible asset	69,834	2	24,007	1
- for replacement of right of use	81,083	2	62,686	2
- To augment reserves	264,005	11	287,880	11
Value added	**3,271,745**	**100**	**2,828,313**	**100**

Value added represents the additional wealth which the Company has been able to create by its own and its employees' efforts. This statement shows the allocation of that wealth between employees, shareholders and government and that retained for the future creation of more wealth.

FIVE-YEAR FINANCIAL SUMMARY - GROUP
OTHER NATIONAL DISCLOSURE
FOR THE YEAR ENDED 31 MARCH 2026

Consolidated Statement of Financial Position

in thousands of naira	**2026**	**2025**	**2024**	**2023**	**2022**
Assets and liabilities					
Current assets	7,872,859	6,953,699	5,608,247	4 ,899,495	4,419,127
Non-Current assets	3,588,260	3,325,235	3,635,598	3,758,143	3,333,060
Current liabilities	(5,874,500)	(5,164,583)	(4,118,375)	(3,562,805)	(3,075,897)
Non-current liabilities	(430,934)	(231,784)	(451,642)	(517,078)	(482,665)
	5,155,685	**4,882,567**	**4,673,828**	**4,577,755**	**4,193,625**
Capital and reserves					
Share capital	477,211	477,211	477,211	477,211	477,211
Share premium	1,515,600	1,515,600	1,515,600	1,515,600	1,515,600
Other reserves	11,530	2,822	1,639	331	1,161
Retained earnings	3,151,344	2,886,934	2,679,378	2,584,613	2,199,653
	5,155,685	**4,882,567**	**4,673,828**	**4,577,755**	**4,193,625**

Consolidated Statement of Profit or Loss and Other Comprehensive Income

	2026	2025	2024	2023	2022
Revenue	23,494,067	21,660,339	16,127,752	13,874,604	12,598,817
Profit before taxation	1,074,932	924,715	542,146	593,415	413,860
Profit after taxation	585,259	546,521	343,003	313,900	87,806
Basic earnings per share	0.61	0.57	0.36	0.33	0.09

Company Statement of Financial Position

in thousands of naira	**2026**	**2025**	**2024**	**2023**	**2022**
Assets and liabilities					
Current assets	4,773,754	3,901,349	3,935,530	3,664,644	4,419,127
Non-Current assets	3,609,006	3,345,694	3,346,541	3,309,188	3,333,060
Current liabilities	(4,537,164)	(3,519,739)	(3,301,947)	(2,984,087)	(3,075,897)
Non-current liabilities	(303,979)	(137,551)	(340,469)	(258,518)	(482,665)
	3,541,617	**3,589,753**	**3,639,655**	**3,731,227**	**4,193,625**
Capital and reserves					
Share capital	477,211	477,211	477,211	477,211	477,211
Share premium	1,515,600	1,515,600	1,515,600	1,515,600	1,515,600
Other reserves	11,530	2,822	1,639	331	1,161
Retained earnings	1,537,376	1,594,120	1,645,205	1,738,085	1,472,769
	3,541,617	**3,589,753**	**3,639,655**	**3,731,227**	**3,466,741**

Company Statement of Profit or Loss and Other Comprehensive Income

	2026	2025	2024	2023	2022
Revenue	10,993,125	10,609,408	7,581,574	7,256,901	7,399,350
Profit before taxation	483,354	469,237	224,423	413,329	282,843
Profit after taxation	264,005	287,880	155,358	194,256	123,173
Basic earnings per share	0.28	0.30	0.16	0.20	0.13

SUSTAINABILITY AND CORPORATE SOCIAL RESPONSIBILITY REPORT OF RED STAR EXPRESS PLC 2025/2026

INTRODUCTION

Sustainability remains an important part of how Red Star Express Plc creates long-term value for its stakeholders. Our approach is centred on responsible business practices, the development and wellbeing of our people, environmental responsibility, community impact, ethical conduct and the responsible use of technology.

During the 2025/2026 financial year, we advanced initiatives across these areas while aligning our sustainability activities with the Company's business priorities and the needs of our stakeholders.

ECONOMIC CONTRIBUTION

Red Star Express Plc continues to contribute to Nigeria's economic development through the provision of logistics and supply chain solutions that support businesses, individuals and communities across the country.

Our nationwide network and range of logistics services enable the movement of documents, parcels and cargo while supporting commercial activities across different sectors of the economy. Our operations also provide employment opportunities and contribute to the development of skills within the logistics industry.

During the year, the Group recorded revenue growth alongside improvements in profitability. This performance reflects the contribution of our employees, customers, business partners and other stakeholders to the growth of the business.

OUR PEOPLE

Our people remain central to the success and sustainability of Red Star Express. We are committed to supporting their wellbeing by providing healthcare insurance, paid leave and flexible work time policies that promote a healthy work environment and help employees balance their professional and personal responsibilities.

LEARNING AND DEVELOPMENT

We also place emphasis on employee development and leadership capability. Training programmes during the year covered technical, operational, leadership, compliance, safety, customer service, data protection, risk management and professional development.

Leadership development included the Lagos Business School Senior Management Programme, Leadership and Business Management Masterclasses, the Shaping Elite Managers Programme and Managers' On-the-Job Training initiatives.

The Company also supported early-career talent through the onboarding and development of Management Trainees, National Youth Service Corps (NYSC) members and interns, providing structured workplace exposure, coaching and learning opportunities.

EMPLOYEE ENGAGEMENT AND WELLBEING

Employee engagement remained an important part of our people initiatives during the year. Activities included monthly fitness exercises, quarterly staff forums, medical outreach and Long Service Award ceremony.

We also marked key occasions including International Women's Day, International Men's Day and Cultural Day, creating opportunities for employees to connect, celebrate diversity and promote inclusion across the Group.

These initiatives support employee wellbeing, strengthen engagement and recognise the contributions of our people.

ENVIRONMENTAL RESPONSIBILITY

As a logistics company with an extensive operational network, we recognise our responsibility to manage the environmental impact associated with our activities.
During the year under review, Red Star Express expanded the use of solar energy across its office locations, supporting more sustainable energy practices and reducing reliance on conventional power sources.

The initiative forms part of our broader approach to responsible resource use and environmental stewardship. We also recognise the importance of improving energy efficiency and identifying practical opportunities to reduce the environmental impact of our operations.

COMMUNITY DEVELOPMENT

Through the Red Star Foundation, we support educational development in Government Secondary Schools within Oshodi/Isolo Local Government Area, our host community. Our social impact efforts are centred on education, supporting young people through initiatives that promote access to learning and contribute to their long-term development..

TECHNOLOGY, DATA PRIVACY AND DIGITAL RESPONSIBILITY

Technology continues to play an important role in improving our operations and customer experience. During the year, the Group advanced its digital capabilities through the development of RedSpeed, our digital logistics platform.

The RedSpeed web platform became available to customers, while the mobile application was developed for deployment through the major mobile application platforms. The platform is designed to provide customers with greater accessibility, shipment visibility and convenience.

The Group also operates a cloud-based Customer Relationship Management system that supports the management of customer requests, complaints and communication history.

Data privacy and information security remained key areas of focus. During the year, the Company conducted organisation-wide data protection training, issued weekly data protection awareness bulletins and delivered dedicated data privacy sessions to management and executives.

Red Star Express maintained its registration with the Nigeria Data Protection Commission (NDPC) as a Data Controller/Processor of Major Importance and successfully filed its Data Protection Compliance Audit Returns for the reporting year, receiving the Company's Compliance Audit Badge. Data protection, privacy and related governance policies were also reviewed and updated during the year.

Cybersecurity measures included the use of Sophos Firewall, Azure Cloud Security, password controls, data encryption and network access management.

ETHICS, GOVERNANCE AND COMPLIANCE

During the year, employees participated in anti-corruption and fraud prevention programmes, including the Fraud Prevention and Forensic Auditing Workshop. These initiatives were designed to strengthen ethical conduct, fraud awareness and corporate governance practices.

The Strategy, Risk and Learning & Development function also supported the Company's Environmental, Social and Governance (ESG) agenda through employee capability development, regulatory compliance awareness, enterprise risk management, business continuity initiatives, data protection compliance and sustainability-focused training across the Group.

Our governance approach is supported by established policies, internal controls and risk management practices designed to promote accountability, transparency and responsible decision-making.

WHISTLE BLOWING MECHANISM AND CODE OF BUSINESS CONDUCT

We maintain a whistleblowing system for reporting conduct that violates our standards, Code of Business Conduct, policies or regulations. Reports are treated confidentially and are thoroughly investigated by an independent team. The whistleblowing channel is accessible to staff, partners and other stakeholders.

Reports can be submitted via:
Email: whistlebox@redstarplc.com
Phone: 07031763726 or 08107747473

FUTURE OUTLOOK

Red Star Express will maintain its focus on responsible growth and long-term value creation across its sustainability priorities.

Our focus areas include strengthening employee development and wellbeing, improving health and safety practices, expanding sustainable energy initiatives, supporting education within our host communities, strengthening data privacy and cybersecurity, and advancing technology-enabled solutions across the business.

Through these efforts, we aim to create value not only through our financial performance, but also through the positive contribution we make to our people, customers, communities and the wider environment.

RED STAR FOUNDATION
2025/2026 FY

Established 2004, the Red Star Foundation serves as the Corporate Social Responsibility arm of Red Star Express Plc, with a longstanding commitment to supporting education and contributing to the development of its host communities in Lagos and Kano. Since its establishment, the Foundation has focused on initiatives that provide meaningful and sustainable support to young people, with education remaining at the heart of its social impact programme.

Red Star Foundation Scholars from Oshodi-Isolo Local Government Area, Lagos with Group Executive Management of Red Star Express Plc at the award presentation.

Education Support

The Foundation's scholarship programme supports students in public secondary schools across its host communities in Nigeria. During the 2025/2026 financial year, the Foundation maintained its support for its existing scholars in Oshodi-Isolo Local Government Area of Lagos State, providing assistance towards their secondary education and helping them remain focused on their studies.

By providing sustained educational support, the programme helps reduce some of the financial pressures associated with secondary education and gives beneficiaries a greater opportunity to remain in school and pursue their academic goals.

Mentorship and Personal Development

The Foundation's mentorship programme, established in 2018, remains an important part of its support for scholars. Beyond financial assistance, the programme provides students with access to mentors who offer academic guidance, career advice and personal development support.

The mentorship relationship gives scholars the opportunity to build confidence, broaden their perspectives and gain a better understanding of potential career paths. By combining educational assistance with mentorship, the Foundation seeks to support not only the scholars' academic progress but also their personal development and preparation for life beyond secondary school.

Sustaining Impact

Through the Red Star Foundation, Red Star Express Plc remains committed to investing in education, supporting broader CSR initiatives such as the provision and improvement of school amenities, and delivering community-focused interventions within its host community. These efforts reflect the Foundation's continued drive to create meaningful opportunities that contribute to the long-term development and wellbeing of young people and the wider community.

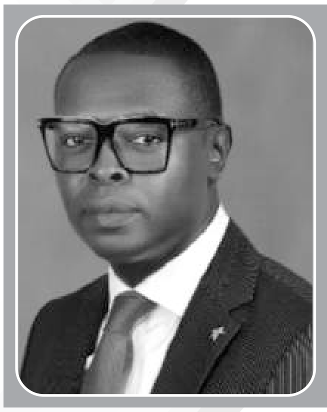
The Group Managing Director/CEO, Auwalu Babura Red Star Express Plc, and Group Executive Director, Red Star Express Plc, Charles Ejekam, presenting an award to a Red Star Foundation scholar from Oshodi-Isolo Local Government Area, Lagos.

Red Star Foundation scholars from Oshodi-Isolo Local Government Area with a representative of Education District IV, the Group Managing Director/CEO Red Star Express Plc, Auwalu Babura, and Group Executive Director, Red Star Express Plc, Charles Ejekam, during the award ceremony

GROUP EXECUTIVE COMMITTEE MEMBERS
AS AT 31ST MARCH 2026

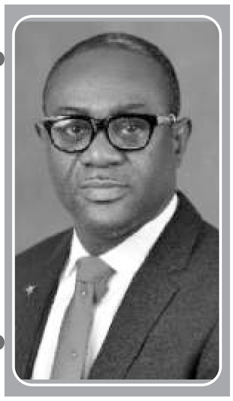
Charles EJEKAM
Executive Director,
Sales and Marketing

Auwalu BABURA
Group Managing Director/
CEO



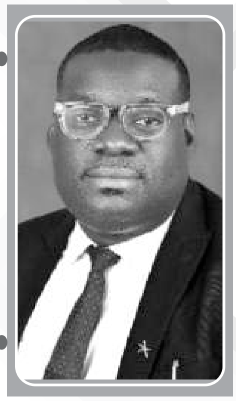
Tonye PREGHAFI
Group Head,
Corporate Resource

Frances AKPOMUKA
Head of Operations/
Company Secretary



Kayode AGBE
Chief Operating Officer,
Red Star Support Services

Abdulkadir KOGUNA
General Manager,
Central Administration

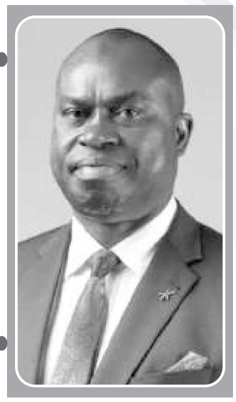


Nosa ERUNSE
Chief Operating Officer,
Red Star Freight

Vivienne EMENI
Chief Operating Officer,
RS Allied

Ejide OWOEYE
Head of Sales,
Red Star Express

Valentine ONYIBO
Head, Finance



Mudi SHERIFF
Head, Red Star Logistics

PROXY FORM

FORM OF PROXY FOR USE AT THE THIRTY-THIRD ANNUAL GENERAL MEETING OF RED STAR EXPRESS PLC. (TO BE HELD VIRTUALLY) ON SEPTEMBER 17, 2026

I/WE, …………………………………………………………………….being a member(s) of RED STAR EXPRESS PLC. hereby appoint:……………………………………………………OR FAILING HIM/HER, Mr. Auwalu Babura as my/our proxy to vote for me/us and on my/our behalf at the Annual General Meeting of the Company to be held on Thursday September 17, 2026 at 11.00am and at any adjournment thereof.

Dated this……… day of ………………………………………….. 2026

Shareholders' signature…………………………………………......…

Name of shareholder…………………………………………………....

Common seal should be affixed if executed by a corporation.

	RESOLUTIONS	FOR	AGAINST	ABSTAIN
	ORDINARY BUSINESS			
1.	To receive the Audited Financial Statements for the year ended March 31, 2026, together with the Report of the Directors, Auditors and Statutory Audit Committee thereon.			
2.	To declare a dividend.			
3.	To Re-Elect the following as Directors retiring by rotation: a. To re-elect Mr. Peter Surulere Aletor b. To re-elect Mr. Emeka Ndu being director retiring by rotation.			
4.	To authorize the Directors to fix remuneration of the External Auditors.			
5.	To disclose the remuneration of the Managers of the Company			
6.	To elect members of the Statutory Audit Committee			
	SPECIAL BUSINESS			
7	To approve the remuneration of the Non-Executive Directors			
8.	That in compliance with the Rule of the Nigerian Exchange Limited governing transactions with Related Parties or Interested Persons, the Company and its related entities ("The Group") be and is hereby granted a General Mandate in respect of all recurrent transactions with related parties for the company's day to day operations including amongst others the procurement of goods and services, on normal commercial terms shall commence on the date on which this resolution is passed and shall continue to operate until the date on which the next Annual General Meeting of the company is held.			

NOTE:
The above Proxy Form, when completed, must be deposited at the office of the Registrars, Apel Capital Registrars Limited, No. 8, Alhaji Bashorun Street, Off Norman Williams Crescent, South-West, Ikoyi, Lagos, Nigeria, or via email at registrars@apel.ng. not more than 48 hours before the times fixed for the meeting.

The Company shall bear the cost of stamp duties on every proxy form received within the stated timeline.

If the Proxy Form is executed by a Company, it should be sealed under its Common Seal or under the hand and seal of its attorney.

…………………………………………
Signature of the Proxy attending

…………………………..
Date

Apel Capital
Registrars Limited

PASSPORT
PHOTOGRAPH HERE

SHAREHOLDER'S INFORMATION UPDATE

The Registrar,
Apel Capital Registrars Limited
8, Alhaji Bashorun Street
Off Norman Williams Crescent S.W. Ikoyi
Lagos State.

Kindly update my information with the following details below:

FULL NAME

____

CONTACT ADDRESS

____

EMAIL ADDRESS

____

MOBILE NUMBER

____

REMARK

____

____

Thank you,

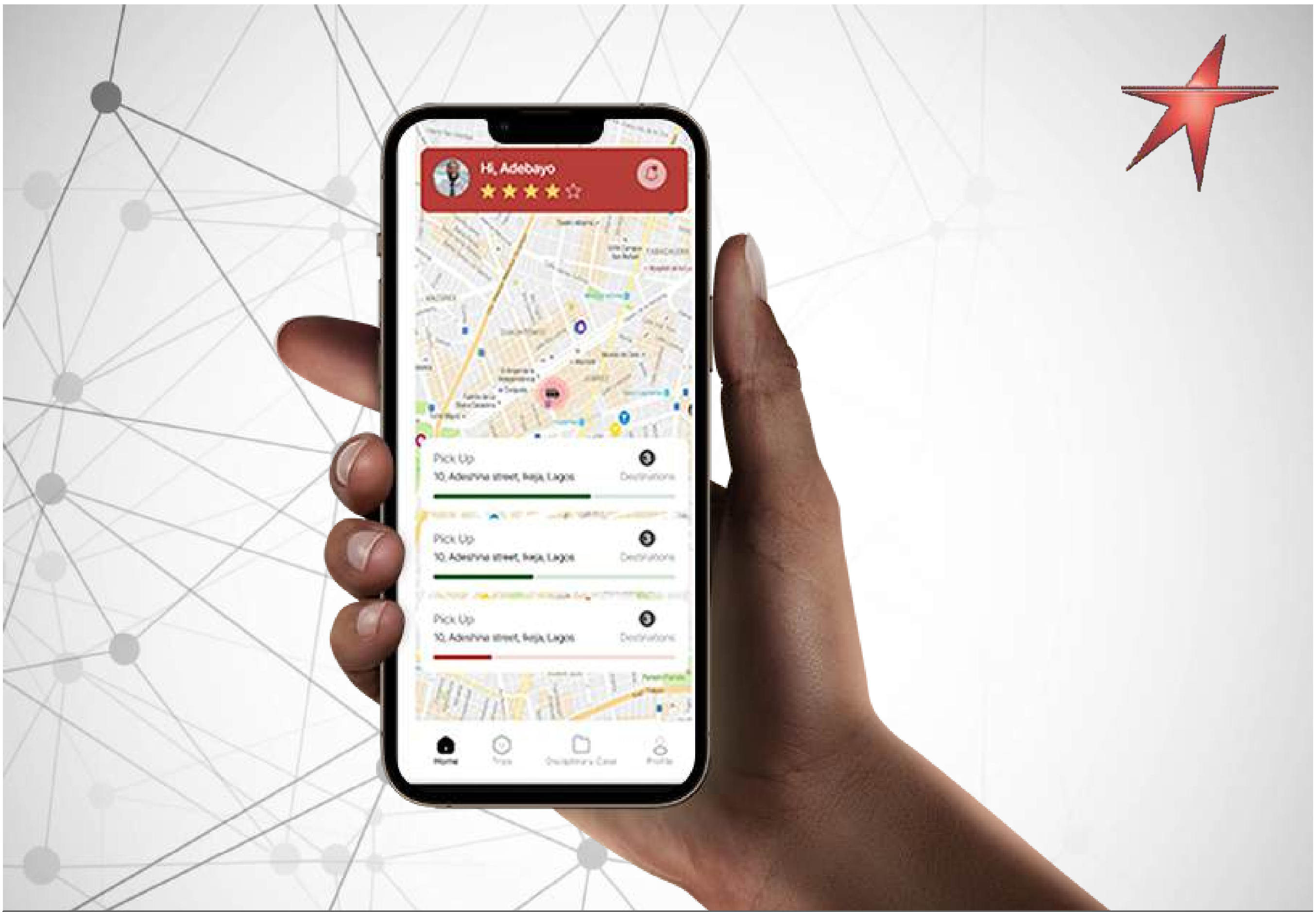
Yours faithfully

Signature(s)

Company seal (if applicable)

Joint/Company's Signatories

Tick	Name of Company	Shareholder's Acct NO.
	ADAS PROGRAMME LIMITED	
	AIICO BALANCED FUND	
	ANINO INT'L PLC	
	ARBICO PLC	
	CALIPHATE SUKUK SPV LIMITED	
	CHAPEL HILL DENHAM MONEY MARKET FUND	
	CITITRUST FINANCIAL SERVICES PLC	
	EUNISELL INTERLINKED PLC	
	INTERNATIONAL BREWERIES PLC	
	JEWEL SUKUK SPV LIMITED	
	KSIP FUNDING SPV LIMITED SERIES 1	
	KSIP FUNDING SPV LIMITED SERIES 2	
	LAGOS COMMODITIES & FUTURES EXCHANGE	
	LASACO ASSURANCE PLC	
	LEAD UNIT TRUST SCHEME	
	MAHFAS INVESTMENT LIMITED	
	MANZ SPV LIMITED	
	MASS TELECOM INNOVATION PLC	
	METAL SECURITY PRODUCTS LTD	
	MODERN SHELTER SYSTEMS & SERVICES BOND 1	
	MODERN SHELTER SYSTEMS & SERVICES BOND 2	
	MUTUAL BENEFITS ASSURANCE PLC	
	MUTUAL TRUST MICROFINANCE BANK LTD	
	NCR NIGERIA PLC	
	NEM INSURANCE PLC	
	OGC FOODS & BEVERAGES LIMITED	
	PARAMOUNT EQUITY FUND	
	PHARMA DEKO PLC	
	RED STAR EXPRESS PLC	
	SKYWAY AVIATION HANDLING CO. PLC	
	TAJ SUKUK ISSUANCE PROGRAMME SPV PLC	
	THE INITIATES PLC	
	THE NIGERIA FOOTBALL FUND	
	VITAL PRODUCTS LIMITED	



Transforming Logistics with Technology

RedSpeed