

**Schedule 2  
FORM ECSRC-OR**

**(Select One)**

**QUARTERLY FINANCIAL REPORT** for the period ended 30, June 2024  
**Pursuant to Section 98(2) of the Securities Act, 2001**

**OR**

**TRANSITION REPORT**  
for the transition period from to  
**Pursuant to Section 98(2) of the Securities Act, 2001**  
*(Applicable where there is a change in reporting issuer's financial year)*

Issuer Registration Number: SLH120119112KN

S. L. HORSFORD & COMPANY LIMITED  
(Exact name of reporting issuer as specified in its charter)

\_\_\_\_\_  
(Territory or jurisdiction of incorporation)

1 WEST INDEPENDENCE SQUARE STREET, BASSETERRE  
(Address of principal executive Offices)

Reporting issuer's:  
Telephone number (including area code): 869 465 2616  
Fax number: 869 465 1042  
Email address: HEADOFFICE@HORSFORDS.COM

\_\_\_\_\_  
(Former name, former address and former financial year, if changed since last report)

(Provide information stipulated in paragraphs 1 to 8 hereunder)

Indicate the number of outstanding shares of each of the reporting issuers classes of common stock, as of the date of completion of this report 1.

CLASS	NUMBER
Ordinary Shares	60296860

SIGNATURES

A Director, the Chief Executive Officer and Chief Financial Officer of the company shall sign this Annual Report on behalf of the company. By so doing each certifies that he has made diligent efforts to verify the material accuracy and completeness of the information herein contained.

The Chief Financial Officer by signing this form is hereby certifying that the financial statements submitted fairly state the company's financial position and results of operations, or receipts and disbursements, as of the dates and period(s) indicated. The Chief Financial Officer further certifies that all financial statements submitted herewith are prepared in accordance with International Accounting Standards consistently applied (except as stated in the notes thereto) and (with respect to year-end figures) including all adjustments necessary for fair presentation under the circumstances.

Name of Chief Executive Officer:  
Anthony Kelsick



Signature:



Date

Name of Director:  
Natalie Kelsick-Marshall



Signature:



Date

Name of Chief Financial Officer:  
Bernard Malcolm



Signature



Date

## **1. Financial Statements.**

Provide Financial Statements for the period being reported in accordance with International Accounting Standards. The format of the financial statements should be similar to those provided with the registration statement. Include the following:

1. Condensed Balance Sheet as of the end of the most recent financial year and just concluded reporting period.
2. Condensed Statement of Income for the just concluded reporting period and the corresponding period in the previous financial year along with interim three, six and nine months of the current financial year and corresponding period in the previous financial year.
3. Condensed Statement of Cash Flows for the just concluded reporting period and the corresponding period in the previous financial year along with the interim three, six and nine months of the current financial year and the corresponding period in the previous financial year.
4. By way of *Notes to Condensed Financial Statements*, provide explanation of items in the financial statements and indicate any deviations from generally accepted accounting practices.

## **2. Management's Discussion and Analysis of Financial Condition and Results of Operation.**

Discuss the reporting issuer's financial condition covering aspects such as liquidity, capital resources, changes in financial condition and results of operations during the reporting period. Discussions of liquidity and capital resources may be combined whenever the two topics are interrelated. Discussion of material changes should be from the end of the preceding financial year to the date of the most recent interim report.

The Management's Discussion and Analysis should disclose sufficient information to enable investors to judge:

1. The quality of earnings;
2. The likelihood that past performance is indicative of future performance; and
3. The issuer's general financial condition and outlook.

It should disclose information over and above that which is provided in the management accounts and should not be merely a description of the movements in the financial statements in narrative form or an otherwise uninformative series of technical responses. It should provide management's perspective of the company that enables investors to view the business from the vantage point of management.

The discussion should focus on aspects such as liquidity; capital resources; changes in financial condition; results of operations; material trends and uncertainties and measures taken or to be taken to address unfavourable trends; key performance indicators; and non-financial indicators.

## *General Discussion and Analysis of Financial Condition*

### **Financial Review April – June 2024**

Sales for the quarter were \$ 38M, which was on par with the previous year. Other Income was \$ 2.6M, \$18K over the previous year. Expenses were \$133K higher than the prior year, with an increase in employment cost but a reduction in occupancy cost.

Overall Profit Before Tax was \$2.5M, a decrease of \$309K (11%) compared to the previous year.

The current ratio is 2.998, and the debt-to-equity ratio of 0.198

### **Liquidity and Capital Resources**

Provide a narrative explanation of the following (but not limited to):

- i. The reporting issuer's financial condition covering aspects such as liquidity, capital resources, changes in financial condition and results of operations.
- ii. Any known trends, demands, commitments, events or uncertainties that will result in, or that are reasonably likely to result in, the issuer's liquidity increasing or decreasing in any material way. If a deficiency is identified, indicate the course of action that the reporting issuer has taken or proposes to take to remedy the deficiency.
- iii. The issuer's internal and external sources of liquidity and any material unused sources of liquid assets
- iv. Provisions contained in financial guarantees or commitments, debt or lease agreements or other arrangements that could trigger a requirement for an early payment, additional collateral support, changes in terms, acceleration of maturity, or the creation of an additional financial obligation such as adverse changes in the issuer's financial ratios, earnings, cash flows or stock price or changes in the value of underlying, linked or indexed assets.
- v. Circumstances that could impair the issuer's ability to continue to engage in transactions that have been integral to historical operations or are financially or operationally essential or that could render that activity commercially impracticable such as the inability to maintain a specified level of earnings, earnings per share, financial ratios or collateral.
- vi. Factors specific to the issuer and its markets that the issuer expects will affect its ability to raise short-term and long-term financing, guarantees of debt or other commitment to third parties, and written options on non-financial assets.
- vii. The relevant maturity grouping of assets and liabilities based on the remaining period at the balance sheet date to the contractual maturity date. Commentary should provide information about effective periods and the way the risks associated with different maturity and interest profiles are managed and controlled.
- viii. The issuer's material commitments for capital expenditures as of the end of the latest fiscal period, and indicate the general purposes of such commitments and the anticipated source of funds needed to fulfil such commitments.

- ix. Any known material trends, favorable or unfavorable, in the issuer's capital resources, including any expected material changes in the mix and relative cost of capital resources, considering changes between debt, equity and any off-balance sheet financing arrangements.

*Discussion of Liquidity and Capital Resources*

The net cash balance is \$ 9.06M, an increase of \$ 469K for the financial year. There are untapped credit facilities and no capital commitments.

Off Balance Sheet Arrangements

Provide a narrative explanation of the following (but not limited to):

i) Disclosures concerning transactions, arrangements and other relationships with unconsolidated entities or other persons that are reasonably likely to materially affect liquidity or the availability of, or requirements for capital resources.

ii) The extent of the issuer’s reliance on off-balance sheet arrangements should be described fully and clearly where those entities provide financing, liquidity, market or credit risk support, or expose the issuer to liability that is not reflected on the face of the financial statements.

iii) Off-balance sheet arrangements such as their business purposes and activities, their economic substance, the key terms and conditions of any commitments, the initial on-going relationship with the issuer and its affiliates and the potential risk exposures resulting from its contractual or other commitments involving the offbalance sheet arrangements.

iv) The effects on the issuer’s business and financial condition of the entity’s termination if it has a finite life or it is reasonably likely that the issuer’s arrangements with the entity may be discontinued in the foreseeable future.

There are no off-balance sheet arrangements.

### Results of Operations

In discussing results of operations, issuers should highlight the company's products and services, facilities and future direction. There should be a discussion of operating considerations and unusual events, which have influenced results for the reporting period. Additionally, any trends or uncertainties that might materially affect operating results in the future should be discussed.

Provide a narrative explanation of the following (but not limited to):

- i) Any unusual or infrequent events or transactions or any significant economic changes that materially affected the amount of reported income from continuing operations and, in each case, the extent to which income was so affected.
- ii) Significant components of revenues or expenses that should, in the company's judgment, be described in order to understand the issuer's results of operations.
- iii) Known trends or uncertainties that have had or that the issuer reasonably expects will have a material favorable or unfavorable impact on net sales or revenues or income from continuing operations.
- iv) Known events that will cause a material change in the relationship between costs and revenues (such as price increases, costs of labour or materials), and changes in relationships should be disclosed.
- v) The extent to which material increases in net sales or revenues are attributable to increases in prices or to increases in the volume or amount of goods or services being sold or to the introduction of new products or services.
- vi) Matters that will have an impact on future operations and have not had an impact in the past.
- vii) Matters that have had an impact on reported operations and are not expected to have an impact upon future operations
- viii) Off-balance sheet transactions, arrangements, obligations (including contingent obligations), and other relationships that have or are reasonably likely to have a current or future effect on the registrant's financial condition, changes in financial condition, revenues or expenses, results of operations, liquidity, capital expenditures or capital resources.
- ix) Performance goals, systems and, controls.

### *Overview of Results of Operations*

For the nine months ending June 2024, sales were \$123M, which was \$145K higher than in 2023. Other Income was down 4%, but expenses increased by \$563K.

Profit Before Tax was \$ 10.4M, which was \$492K lower than in 2023.



### 3. Disclosure about Risk Factors.

Provide a discussion of the risk factors that may have an impact on the results from operations or on the financial conditions. Avoid generalised statements. Typical risk factors include untested products, cash flow and liquidity problems, dependence on a key supplier or customer, management inexperience, nature of business, absence of a trading market (specific to the securities of the reporting issuer), etc. Indicate if any risk factors have increased or decreased in the time interval between the previous and current filing.

There are no unusual risk factors that may significantly affect the company's performance.

Management continues evaluating the social and business environment and will adopt relevant strategies to maintain profitability.

**4. Legal Proceedings.**

A legal proceeding need only be reported in the ECSRC – OR filed for the period in which it first became a reportable event and in subsequent interim reports in which there have been material developments. Subsequent Form ECSRC – OR filings in the same financial year in which a legal proceeding or a material development is reported should reference any previous reports in that year. Where proceedings have been terminated during the period covered by the report, provide similar information, including the date of termination and a description of the disposition thereof with respect to the reporting issuer and its subsidiaries.

None

**5. Changes in Securities and Use of Proceeds**

(a) Where the rights of the holders of any class of registered securities have been materially modified, give the title of the class of securities involved. State briefly the general effect of such modification upon the rights of holders of such securities.

N/A

(b) Where the use of proceeds of a security issue is different from that which is stated in the registration statement, provide the following:

Offer opening date (provide explanation if different from date disclosed in the registration statement)

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Offer closing date (provide explanation if different from date disclosed in the registration statement)

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Name and address of underwriter(s)

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Amount of expenses incurred in connection with the offer

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Net proceeds of the issue and a schedule of its use

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Payments to associated persons and the purpose for such payments

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(c) Report any working capital restrictions and other limitations upon the payment of dividends.

<p>There are no capital restrictions; however, the company requires the approval of The Bank Of Nevis before the distribution of Dividends.</p>
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## 6. Defaults upon Senior Securities.

(a) If there has been any material default in the payment of principal, interest, a sinking or purchase fund installment, or any other material default not satisfied within 30 days, with respect to any indebtedness of the reporting issuer or any of its significant subsidiaries exceeding 5 per cent of the total assets of the reporting issuer and its consolidated subsidiaries, identify the indebtedness. Indicate the nature of the default. In the case of default in the payment of principal, interest, or a sinking or purchase fund installment, state the amount of the default and the total arrearages on the date of filing this report.

There were no defaults on security. There are no long-term loans and interest on operating overdraft facilities was paid as incurred.

(b) If any material arrearages in the payment of dividends have occurred or if there has been any other material delinquency not satisfied within 30 days, give the title of the class and state the amount and nature of the arrearages or delinquency.

There are no arrearages of Dividends.

A final dividend for September 2023 of \$0.075874 per share, amounting to \$ 4,575,000, was paid to all shareholders on the register of members as of April 24<sup>th</sup>, 2024.

## 7. Submission of Matters to a Vote of Security Holders

If any matter was submitted to a vote of security holders through the solicitation of proxies or otherwise during the financial year covered by this report, furnish the following information:

(a) The date of the meeting and whether it was an annual or special meeting.

24th Apr 2024

Annual Meeting

(b) If the meeting involved the election of directors, the name of each director elected at the meeting and the name of each other director whose term of office as a director continued after the meeting.

### Directors Elected

Directors Retiring On Rotation And Reappointed

Mr. Mark Wilkin

Mr. Faron Lawrence

## Directors Elected

### Directors Continuing In Office

Mr. Anthony Kelsick – Managing Director/Chairman

Mrs. Natalie Kelsick Marshall - Executive Director

Mr. Victor Williams

Mr. Andrew Kelsick - Executive Director

Mr. Jason Kelsick

Mr. Christopher Martin

(c) A brief description of each other matter voted upon at the meeting and a statement of the number of votes cast for or against as well as the number of abstentions as to each such matter, including a separate tabulation with respect to each nominee for office.

The following resolutions were unanimously passed.

#### Declaration Of Dividend:-

"Be it resolved that a final dividend of \$0.075874 per share amounting to \$ 4,575,000 be declared due and payable for the year ended 30<sup>th</sup> September 2023 to all shareholders of 60,296,860 ordinary shares of EC\$1.00 each on the register of members as at April 24<sup>th</sup> 2024.

#### Appointment Of Auditors:-

"Grant Thornton be appointed Auditors of the Company until the next Ordinary General Meeting and that they are paid a fee plus expenses to be agreed upon with the Directors for their services."

(d) A description of the terms of any settlement between the registrant and any other participant.

(e) Relevant details of any matter where a decision was taken otherwise than at a meeting of such security holders.

**8. Other Information.**

The reporting issuer may, at its option, report under this item any information, not previously reported in a Form ECSRC – MC report (used to report material changes), with respect to which information is not otherwise called for by this form, provided that the material change occurred within seven days of the due date of the Form ECSRC-OR report. If disclosure of such information is made under this item, it need not be repeated in a Form ECSRC – MC report which would otherwise be required to be filed with respect to such information or in a subsequent Form ECSRC – OR report.

N/A

**S.L. Horsford & Company Limited**  
**Group Consolidated Balance Sheet As at June 2024**

	June 2024	September 2023
<b>Current Assets</b>		
Cash & Bank Balances	10,770,987	8,596,489
Trade Receivables (Note 1)	11,885,872	12,869,092
Inventory	38,974,138	39,399,260
	<b>61,630,997</b>	<b>60,864,841</b>
<b>Non Current Assets</b>		
Fixed Assets	99,179,277	98,411,705
Accounts Receivable (Note 1)	12,967,110	13,460,655
Investment & Long Term Loans	18,541,352	17,933,325
Available For Sale Investment	486,619	486,619
Intangibles	11	412
	<b>131,174,369</b>	<b>130,292,716</b>
<b>Total Assets</b>	<b>192,805,366</b>	<b>191,157,557</b>
<b>Current Liabilities</b>		
Overdraft	1,704,589	
Trade Payables	18,208,104	17,289,811
Provision For Income Tax	647,395	1,142,938
	<b>20,560,088</b>	<b>18,432,749</b>
<b>Long Term Liabilities</b>		
Defined Benefit Obligation	4,634,832	4,476,374
Deferred Taxation	6,663,139	6,663,139
	<b>11,297,971</b>	<b>11,139,513</b>
<b>Total Liabilities</b>	<b>31,858,059</b>	<b>29,572,262</b>
<b>Equity</b>		
Share Capital	60,296,860	60,296,860
Retained Earnings (Note 3)	50,061,438	51,577,378
Reserves	50,589,009	49,711,057
	<b>160,947,307</b>	<b>161,585,295</b>
<b>Total Liabilities And Equity</b>	<b>192,805,366</b>	<b>191,157,557</b>



**S.L. Horsford Group of Companies****Group Income Statement for the period October 2023 to June 2024**

	Apr - June 2024	Apr - June 2023	Oct 2023 - June 2024	Oct 2022 - June 2023
<b>SALES</b>	<b>38,397,568</b>	<b>38,575,975</b>	<b>123,626,151</b>	<b>123,480,316</b>
Gross Margin	10,090,167	10,284,274	32,853,250	32,500,099
Other Income	2,355,871	2,337,478	7,575,822	7,858,071
<b>GROSS REVENUE</b>	<b>12,446,038</b>	<b>12,621,752</b>	<b>40,429,072</b>	<b>40,358,170</b>
<b>EXPENSES</b>				
Occupancy	1,001,602	1,111,474	3,044,773	3,056,629
Insurance	318,267	304,823	949,916	918,292
Office	543,014	611,976	1,813,903	1,764,184
Employment	5,275,348	5,123,668	15,804,624	15,448,838
Advertising	616,651	550,906	2,065,989	2,001,034
Selling & Distribution	465,003	445,713	1,614,164	1,596,676
Depreciation	1,024,572	1,005,068	3,083,906	3,005,896
Sundry Expenses	612,503	580,048	1,610,266	1,682,069
Interest Expenses	21,313	10,777	76,249	27,400
<b>TOTAL EXPENSES</b>	<b>9,878,273</b>	<b>9,744,453</b>	<b>30,063,790</b>	<b>29,501,018</b>
Income Before Associated Companies Share Of Associated Company Results	2,567,765	2,877,299	10,365,282	10,857,152
<b>PROFIT BEFORE TAX</b>	<b>2,567,765</b>	<b>2,877,299</b>	<b>10,365,282</b>	<b>10,857,152</b>
Less Provision For Tax	(637,317)	(708,701)	(2,459,764)	(2,599,951)
<b>PROFIT AFTER TAX</b>	<b>1,930,448</b>	<b>2,168,598</b>	<b>7,905,518</b>	<b>8,257,201</b>

**S. L. Horsford And Company Limited**  
**Group Statement Of Cash Flows EC\$**

	Apr - June 2024	Apr - June 2023	Oct 2023 - June 2024	Oct 2022 - June 2023
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>				
Income before Taxation	2,567,765	2,877,299	10,365,281	10,857,152
<b>Adjustments for:</b>				
Depreciation and Amortization	1,024,572	1,005,068	3,083,906	3,005,896
Gain on disposal of Property, Plant and Equipment	(18,487)	(35,969)	(105,943)	(217,960)
Impairment	61,929	134,171	11,464	442,510
Finance Costs incurred	21,313	10,777	76,249	27,400
Pension Plan Expenses	123,331	101,619	326,569	304,857
Share of Income from Associated Companies	(450,000)	(400,000)	(450,000)	(400,000)
<b>Operating profit before working capital changes</b>	<b>3,330,423</b>	<b>3,692,965</b>	<b>13,307,526</b>	<b>14,019,855</b>
Net change in non-cash working capital balances related to Operations	10,136	12,153	3,091,358	1,871,368
	<b>3,340,559</b>	<b>3,705,118</b>	<b>16,398,884</b>	<b>15,891,223</b>
Finance Costs Paid	(21,313)	(10,777)	(76,249)	(27,400)
Pension Payments Made	(56,037)	(56,038)	(168,112)	(161,368)
Taxation Paid	(498,008)	(529,359)	(2,955,307)	(3,201,689)
<b>Net cash inflow from Operating activities</b>	<b>2,765,201</b>	<b>3,108,944</b>	<b>13,199,216</b>	<b>12,500,766</b>
<b>CASH FLOWS FROM INVESTING ACTIVITIES</b>				
Purchase of Property, Plant and Equipment	(835,205)	(424,036)	(4,106,882)	(2,588,636)
Proceeds on disposal of Property, Plant and Equipment	45,000	35,969	361,748	557,772
Purchase of Intangibles				
Dividend Received from Associated Companies	450,000	400,000	450,000	400,000
<b>Net cash used in investing activities</b>	<b>(340,205)</b>	<b>11,933</b>	<b>(3,295,134)</b>	<b>(1,630,864)</b>
<b>CASH FLOWS FROM FINANCING ACTIVITIES</b>				
Non-current Receivables	68,564	359,827	(282,641)	184,297
Long-term loans received/paid				
Dividends paid to Shareholders	(4,575,000)	(4,783,766)	(9,151,532)	(8,801,016)
<b>Net cash used in financing activities</b>	<b>(4,506,436)</b>	<b>(4,423,939)</b>	<b>(9,434,173)</b>	<b>(8,616,719)</b>
Net Increase/(decrease) in cash and cash equivalents	(2,081,440)	(1,303,062)	469,909	2,253,183
Cash and cash equivalents - beginning of period	11,147,838	6,753,225	8,596,489	3,196,980
<b>Cash and cash equivalent - end of period</b>	<b>9,066,398</b>	<b>5,450,163</b>	<b>9,066,398</b>	<b>5,450,163</b>
Cash	10,770,987	6,263,634	10,770,987	6,263,634
Bank Overdraft	(1,704,589)	(813,471)	(1,704,589)	(813,471)
	<b>9,066,398</b>	<b>5,450,163</b>	<b>9,066,398</b>	<b>5,450,163</b>

**S.L. Horsford & Company Limited**  
**Notes To The Financial Statements As At June 2024**

**Note 1 :- ACCOUNT RECEIVABLE**

Trade and Instalment Receivables	28,982,401
Less: Provision for Impairment	(4,723,805)
	<hr/>
	24,258,596
Sundry Receivables and Prepayments	594,386
	<hr/>
	24,852,982
<b>Less: Non Current portion of Receivables</b>	<b>(12,967,110)</b>
	<hr/>
<b>CURRENT RECEIVABLE</b>	<b>11,885,872</b>

**Note 2 :- LOANS & BANK OVERDRAFT**

Overdrafts	1,704,589
Bank Loans	
Demand Loans	
	<hr/>
<b>TOTAL CURRENT LOANS AND OVERDRAFTS</b>	<b>1,704,589</b>
	<hr/>
Loans - Current	1,704,589
Loans - Non Current	

**Note 3 :- Retained Earnings**

As at June 2024	52,705,990
Less Dividend For The Quarter	(4,575,000)
Profit/(Loss) After Tax For The Quarter	1,930,448
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<b>As at June 2024</b>	<b>50,061,438</b>

**Note 4 :- PROVISION FOR TAXATION AT 25%**

Profit Before Tax	2,567,765
Not Taxable Income	(450,000)
	<hr/>
Taxable Profit/(Loss)	2,117,765
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<b>Estimated Tax Charge For The Quarter</b>	<b>(637,317)</b>
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<b>Current Quarter Profit/(Loss) After Tax</b>	<b>1,930,448</b>