CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER FOR THE YEAR ENDED 31 DECEMBER 2019	R COMPREHENSI	VE INCOME
	2019 KShs'000	2018 KShs'000
Revenue Cost of sales	5,703,904 (3,876,140)	4,247,258 (3,364,961)
Gross profit	1,827,764	882,297
Other income Operating expenses	1,505,523 (1,808,155)	435,424 (2,217,154)
Profit/(loss) before depreciation, impairment, contract liability expense and finance costs	1,525,132	(899,433)
Impairment losses Depreciation and amortisation	(3,178,623) (468,482)	(599,938) (601,897)
Operating loss Exchange losses	(2,121,973) (106,210)	(2,101,268) (358,095)
Interest expenses Net finance costs	(957,260) (1,063,470)	(1,198,772) (1,556,867)
Loss before income tax Income tax (expense)/credit	(3,185,443) (750,086)	(3,658,135) 155,512
Loss for the year Other comprehensive income	(3,935,529)	(3,502,623)
Items that will not be reclassified to profit or loss Financial instruments at FVOCI – net change in fair value	52,689	(27,426)
Re-measurement gain on retirement benefit plan Deferred tax effect	3,482 (1,045)	1,903 (571)
Revaluation of property, plant and equipment and prepaid operating lease rental	-	571,169
Related tax	55,126	(166,435) 378,640
Items that are or may be reclassified to profit or loss Exchange differences on translation of foreign subsidiaries	50,255	156,290
Total other comprehensive income net of income tax	50,255 105,381 (3,830,148)	156,290 534,930
Total comprehensive income for the year Loss after tax is attributable to:		(2,967,693)
Equity holders of the company Non-controlling interest (NCI) Loss for the year	(3,979,470) 43,941 (3,935,529)	(2,982,676) (519,947) (3,502,623)
Total comprehensive income for the year is attributable to: Equity holders of the company	(3,897,282)	(2,579,821)
Non-controlling interest Total comprehensive income for the year	67,134 (3,830,148)	(387,872) (2,967,693)
BASIC AND DILUTED EARNINGS PER SHARE (KShs)	(10.61)	(7.95)
CONSOLIDATED STATEMENT OF FINANCIAL POSITION AS AT	31 DECEMBER 20 2019	2018
ASSETS Non-current assets	KShs'000	KShs'000
Property, plant and equipment Investment property	4,416,670 220,291	6,198,145 400,245
Right-of-use assets Prepaid operating lease rentals	3,598,935	2,468,946
Intangible assets Quoted investments	69,593 240	2,839,961 199
Unquoted investments Deferred tax asset	365,534 134,711 8,805,974	313,342 666,640 12,887,478
Current assets		
Inventories Trade and other receivables	1,004,457 2,339,293	1,026,307 2,050,620
Tax recoverable Assets held for sale Cash and bank balances	438,224 122,529 296,007	419,169 28,628 255,979
TOTAL ASSETS	4,200,510 13,006,484	3,780,703 16,668,181
EQUITY AND LIABILITIES		
Capital and reserves Share capital Share premium	187,601 1,873,089	187,601 1,873,089
Revenue reserves Translation reserve	(13,405,520) 1,208,295	(8,695,074) 448,953
Fair value reserve Revaluation reserve	145,940 2,412,764	93,251 2,411,631
Total equity attributable to equity holders of the company Non-controlling interest	(7,577,831) 443,097	(3,680,549) 375,963
Total equity	(7,134,734)	(3,304,586)
LIABILITIES Non-current liabilities	2019 KShs'000	KShs'000
Deferred tax liability Lease Liability	614,057 10,978	546,433
Liability for staff gratuity Preference shares	42,607 1,015,458	45,023 909,056
Bond – non-current portion Long term loan – non-current portion	3,360,083	672,184 2,859,585
Current liabilities	5,043,183	5,032,281
Bank overdraft Tax payable	70,518 140,502	87,549 11,858
Trade and other payables Lease Liability – current portion	7,973,657 8,333	7,276,258
Unclaimed dividends Long term loan - current portion	952 4,055,852	952 5,668,156
Bond – current portion Shareholder Ioan	1,623,338 1,224,883 15,098,035	1,196,692 699,021 14,940,486
Total liabilities TOTAL EQUITY AND LIABILITIES	20,141,218 13,006,484	19,972,767 16,668,181
CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE YEAR	ENDED 31 DECE	MBER 2019
Not each flows from operating activities	2019 KShs'000	2018 KShs'000
Net cash flows from operating activities Loss before taxation Adjustment for non-cash items	(3,185,443) 2,571,461	(3,658,135) 1,910,374
Operating loss before working capital changes	(613,982)	(1,747,761)
Working capital changes: Trade and other receivables	(570,336)	726,690
Inventories Trade and other payables Provision for staff gratuity	18,527 718,577 2,916	126,814 505,288 7,314
Cash used in operations Income tax paid	(444,298) (12,277)	(381,655) (42,737)
Gratuity paid	(2,895)	(2,086)

2,916	7,314
(444,298)	(381,655)
(12,277)	(42,737)
(2,895)	(2,086)
(1,084)	-
(460,554)	(426,477)
(63 874)	(94,085)
-	(2.042)
44.300	(2,0 12)
	97,803
26,272	1,676
2 520 656	1,371,617
	(772,537)
	283.614
	-
	(253,226)
491.341	629,468
57,059	204,666
-	(794)
168,430	(35,442)
225,489	168,430
	(444,298) (12,277) (2,895) (1,084) (460,554) (63,874) (44,300 45,846 26,272 2,520,656 (2,131,834) 504,963 (20,565) (1,867) (380,012) 491,341 57,059 168,430

Delay in release of 2019 financial results While the restructuring process significantly accelerates our turnaround, it inadvertently impacted our financial reporting timelines due to statutory and legal processes that needed to be accommodated in the audit process. Consequently, due to this delay the financial results for the year ended 31st December 2020 will be released later than scheduled. We regret this and we are committed to getting back to the normal reporting schedule within the next reporting period.

Dividends The Board does not recommend payment of a dividend.

Outlook The FV2019 financial results demonstrate the progress made in achieving the TC strategy and is in line with the identified strategic focus areas; The Group has a robust order book of over KShs 14 billion and has substantially completed reprofiling third party debt to longer tenors. The priority now is to complete debt restructure and discussions on this are in advance stage and to secure the right funding for the Group to ensure the businesses access funding to capitalise on the opportunities in the lucrative sectors where they operate. In line with this, the Group will be compressing a fundation processing in the uncomplex parts and the shore the right the sectors. the Group will be commencing a fundraising process in the upcoming annual shareholder meeting.

The restructuring process we have undertaken will continue to create value as it allows us to refocus resources to high growth areas and positions the business favourably for funding. In addition, this will allow us to undertake a balance sheet restructure and clean up to reverse significant accrued liabilities linked to non-operating entities and special purpose vehicles (SPV's) which will substantially improve our balance sheet. The Directors are confident the various initiatives in place will sufficiently address the current equity versus liability position.

Despite the significant effect of the COVID-19 pandemic on operations as well as demand and supply chains globally, the impact on the Group is not projected to be material due to mitigative strategies implemented. The Board and Management remain committed to delivering value to all stakeholders.

....

By Order of the Board

Virginia Ndunge Company Secretary 14th May 2021

It is worth noting that the aggressive top line growth despite scaling down in some of the businesses, confirms that TC capital reallocation strategy and focus on key levers in the turnaround plan is bearing fruits.

TRANSCENTURY PLC CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR E	NDED 31 DECEMBER 2019
	E-i-

SUMMARY DIRECTORS REMUNERATION REPORT During the year, the Company paid KShs 13,182 million (2018: KShs 15,360 million) as directors emoluments.

The key audit matter raised by the auditors was on: Valuation of unquoted investments in the consolidated and separate financial statements Impairment of trade and other receivables in the consolidated and separate financial statements

OVERVIEW OF FY2019 PERFORMANCE TransCentury PLC ("TC" or "Group") is pleased to announce its financial results for the year ended 3lst December 2019 ("FY2019"). The Group recorded a 34% growth in revenue driven by strong organic growth in the subsidiaries especially; Tanelec Limited ("Tanelec"), a leading manufacturer and distributor of transformers in the region headquartered in Arusha Tanzania, and AEA Limited ("AEA") which provides solutions that enhance infrastructure efficiency and sustainability across the region, headquartered in Nairobi, Kenya. Revenues grew by 56.8% in Tanelec and 89.7% in AEA with the performance in both subsidiaries underpinned by a robust orderbook, successful debt reprofiling freeing up operating cashflows and innovative working capital financing that accelerated execution.

On operating expenses, the Group recorded a 18.5% reduction in line with our strategic plan and driven by increased efficiencies.

In 2019, we also took decisive actions to stem value erosion by restructuring and scaling down operations in some of our businesses whose operating environment was incongruent with our strategy and not supportive of our turnaround effort. As a result of these restructuring initiatives, there is a one-off impairment loss of KShs 2.8billion related to goodwill carried in one of the scaled down businesses without which we would have achieved a positive Earnings Before Interest, Taxes, Depreciation, and Amortization (EBITDA).

Despite the one off non-operating impairment loss, the Group reduced the loss before tax by 12.9% but the loss after tax increased by 12.4% due to one-off impairment of deferred taxes in

2019:	Share capital KShs'000	Share premium KShs'000	Revaluation reserves KShs'000	Translation reserve KShs'000	Fair value reserve KShs'000	Revenue reserves KShs'000	Total KShs'000	Non- controlling interest KShs'000	Total equity KShs'000
Balance at 1 January 2019	187,601	1,873,089	2,411,631	448,953	93,251	(8,695,074)	(3,680,549)	375,963	(3,304,586)
Total comprehensive income for the year ne Loss for the year	t of tax	-	-	-	-	(3,979,470)	(3,979,470)	43,941	(3,935,529)
Other comprehensive income									
Remeasurement of defined benefit plan	-	-	-	-	-	2,381	2,381	1,101	3,482
Deferred tax on remeasurement	-	-	-	-	-	(715)	(715)	(330)	(1,045)
Exchange differences	-	-	-	27,833	-	-	27,833	22,422	50,255
Net change in fair value of									
Equity instruments at FVOCI	-	-	-	-	52,689	-	52,689	-	52,689
Transfer to translation reserves*	-	-	-	732,642	-	(732,642)	-	-	-
Total other comprehensive income		-	-	760,475	52,689	(730,976)	82,188	23,193	105,381
Total comprehensive income	-	-		760,475	52,689	(4,710,446)	(3,897,282)	67,134	(3,830,148)
Transactions with owners of the Company									
Transfer from revaluation*	-	-	1,133	(1,133)	-	-	-	-	-
Total transactions with owners of the com	pany -	-	1,133	(1,133)	-	-	-	-	-
Balance at 31 December 2019	187.601	1.873.089	2,412,764	1.208.295	145 940	(13,405,520)	(7,577,831)	443,097	(7,134,734)

TRANSCENTURY PLC CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2018									
2018:	Share capital KShs '000	Share premium KShs '000	Revaluation reserves KShs '000	Translation reserve KShs '000	Faire value reserve KShs '000	Revenue reserves KShs '000	Total KShs'000	Non- controlling interest KShs '000	Total equity KShs'000
Balance at 1 January 2018	187,601	1,873,089	2,112,296	(105,583)	120,677	(5,132,661)	(944,581)	832,548	(112,033)
Adjustment on initial application of IFRS 9 (Note Deferred tax (Note 3(b)(i)	e 3(b) (i)) - -	-	-	-	-	(222,640) 66,493	(222,640) 66,493	(97,825) 29,112	(320,465) 95,605
Adjusted balance at 1 January 2018	187,601	1,873,089	2,112,296	(105,583)	120,677	(5,288,808)	(1,100,728)	763,835	(336,893)
Total comprehensive income for the year ne	et of tax								
Loss for the year	-	-	-	-	-	(2,982,676)	(2,982,676)	(519,947)	(3,502,623)
Other comprehensive income									
Remeasurement of defined benefit plan	-	-	-	-	-	293	293	1,610	1,903
Deferred tax on remeasurement	-	-	-	-	-	(87)	(87)	(484)	(571)
Revaluation of leases, property,									
plant and equipment	-	-	414,679	-	-	-	414,679	156,490	571,169
Deferred tax on revaluation	-	-	(121,651)	-	-	-	(121,651)	(44,784)	(166,435)
Exchange differences	-	-	-	137,047	-	-	137,047	19,243	156,290
Net change in fair value of									
Equity instruments at FVOCI	-	-	-	-	(27,426)	-	(27,426)	-	(27,426)
Transfer to translation reserves*	-	-	-	423,796	-	(423,796)	-	-	-
Total other comprehensive income	-	-	293,028	560,843	(27,426)	(423,590)	402,855	132,075	534,930
Total comprehensive income	-	-	293,028	560,843	(27,426)	(3,406,266)	(2,579,821)	(387,872)	(2,967,693)
Transactions with owners of the Company									
Transfer from revaluation*	-	-	6,307	(6,307)	-	-	-	-	
Total transactions with owners of the com	pany -	-	6,307	(6,307)	-	-	-	-	-
Balance at 31 December 2018	187,601	1,873,089	2,411,631	448,953	93,251	(8,695,074)	(3,680,549)	375,963	(3,304,586)

REPORT OF THE INDEPENDENT AUDITOR ON THE SUMMARY CONSOLIDATED FINANCIAL STATEMENTS

Opinion

NOTES:

SUMMARY OF KEY AUDIT MATTERS

OVERVIEW OF EY2019 PERFORMANCE

the scaled down operations

Opinion The summary consolidated financial statements, which comprise the summary consolidated statement of financial position as at 31 December 2019, the summary consolidated statement of profit or loss and other comprehensive income, summary consolidated statement of changes in equity and summary consolidated statement of cash flows for the year then ended, and the summary of the directors' remuneration report, and related notes are derived from the audited consolidated financial statements and directors' remuneration report of TransCentury Plc for the year ended 31 December 2019.

In our opinion, the accompanying summary consolidated financial statements are consistent, in all material respects, with the audited consolidated and separate financial statements and directors' remuneration report, in accordance with the Kenyan Companies Act, 2015 and the Capital Markets (Securities) (Public Offers, Listing and Disclosures) Regulations, 2002.

Summary financial statements and summary directors' remuneration report

Summary indictal statements and summary directors remuneration report The summary consolidated financial statements do not contain all the disclosures required by the International Financial Reporting Standards and in the manner required by the Kenyan Companies Act, 2015. Reading the summary consolidated financial statements and the auditor's report thereon, therefore, is not a substitute for reading the audited consolidated financial statements, directors' remuneration report and the auditor's report thereon.

The audited consolidated financial statements, directors' remuneration report and our report thereon.

We expressed an unmodified audit opinion on the audited consolidated financial statements in our report dated 14 May 2021. That report also includes:

 A Material Uncertainty Related to Going Concern section that draws attention to Note 2(f) in the audited consolidated financial statements. Note 2(f) of the audited consolidated financial statements indicates that TransCentury PIc incurred a loss of KShs 3.9 billion during the year ended 31 December 2019, and as of that date,

TransCentury Plc's current liabilities exceeded current assets by KShs 10.1 billion. TransCentury PIc's current liabilities exceeded current assets by KShs 10.1 billion, and its total liabilities exceeded its total assets by KShs 7.1 billion. In addition, as at 31 December 2019, TransCentury PIc had breached some loan covenants with the lender. As stated in Note 2(f), these events or conditions, along with other matters as set forth in Note 2(f) of the consolidated financial statements, indicate that a material uncertainty exists that may cast significant doubt on TransCentury PIc's ability to continue as a going concern. These matters are addressed in Note 2(f) of the audited consolidated financial statements.

The communication of other key audit matters. Key audit matters are those
matters that, in our professional judgement, were of most significance in our audit
of the consolidated financial statements of the current period.

Directors' responsibility for the summary consolidated financial statements

The directors are responsible for the preparation of the summary consolidated financial statements in accordance with Kenyan Companies Act, 2015 and the Capital Markets (Securities) (Public Offers, Listing and Disclosures) Regulations, 2002 Auditors' responsibility

Auditors' responsibility Our responsibility is to express an opinion on whether the summary consolidated financial statements are consistent, in all material respects, with the audited consolidated financial statements based on our procedures, which were conducted in accordance with International Standard on Auditing (ISA) 810 (Revised), Engagements to Report on Summary Financial Statements

The engagement Partner responsible for the audit resulting in this Report of the independent auditor on the summary consolidated financial statements is

FCPA Eric Aholi - Practicing Number 1471 For and on Behalf of KPMG Kenya Certified Public Accountants 8th Floor, ABC Towers, Waivaki Wav P.O. Box 40612 - 00100 Nairobi GPO. 14th May 2021