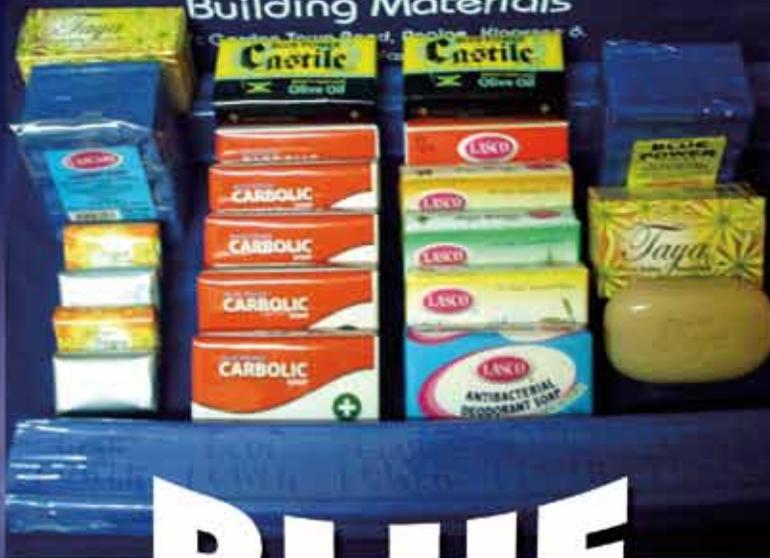




For the Best Prices in
Building Materials



BLUE POWER GROUP LIMITED

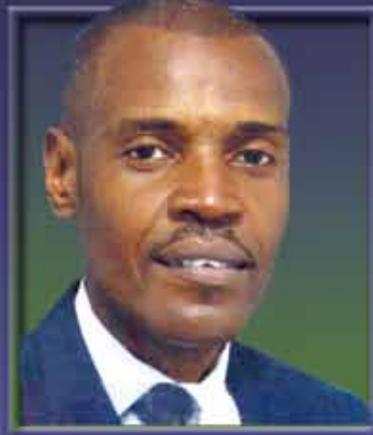
DIRECTORS' REPORT & FINANCIAL STATEMENTS 2011

BLUE POWER GROUP LIMITED

BOARD OF DIRECTORS



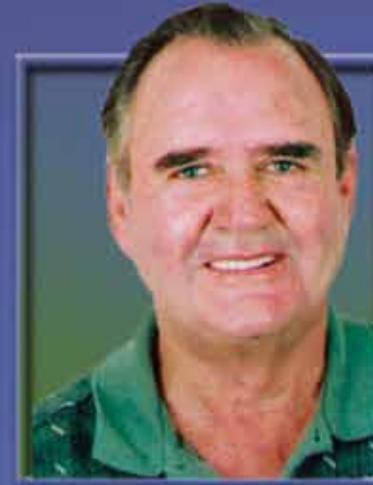
Kenneth Benjamin, CD
Founder of the
Guardsman Group and
Member of Compensation
Committee



**Major (ret'd)
Noel Dawes,**
General Manager
since 1999



Jeffrey Hall,
Managing Director of
Jamaica Producers
Group Ltd. and
Chairman of Audit
Committee



Antony Hart, CD
Founder of the
Hart Group of
Companies and
Chairman of
Compensation
Committee



Peter Millingen,
Partner in the law
firm of McDonald
Millingen and
Member of Audit
Committee



Dhiru Tanna,
Founder of the Blue
Power Group and
Chairman of the Board

Table of Contents

NOTICE OF ANNUAL GENERAL MEETING	3
DIRECTORS' REPORT	4
MANAGEMENT DISCUSSION & ANALYSIS	6
SHAREHOLDINGS	9
INDEPENDENT AUDITORS' REPORT	10
STATEMENT OF COMPREHENSIVE INCOME	11
STATEMENT OF FINANCIAL POSITION	12
STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY	13
STATEMENT OF CASH FLOWS	14
NOTES TO THE FINANCIAL STATEMENTS	15
FORM OF PROXY	31



NOTICE OF
ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the annual general meeting of the Company will be held at 4 pm on October 26, 2011 at 107 Old Hope Road, Guardsman Group office, Kingston 6 for shareholders to consider and, if thought fit, to pass the following resolutions as ordinary resolutions:

1. To receive the report of the directors and the audited accounts of the Company for the financial year ended April 30, 2011: "THAT the Directors' Report, the Auditors' Report and the Audited Financial Statements of the company for the year ended April 30, 2011 be received."
2. The following Directors of the Board having resigned in accordance with the Articles of Incorporation of the Company and, being eligible for re-election, hereby offer themselves for re-election by the shareholders:
 - (a) "THAT Mr. Peter Millingen be and is hereby re-elected a Director of the Company."
 - (b) "THAT Mr. Noel Dawes be and is hereby re-elected a Director of the Company."
 - (c) "THAT Mr. Bruce Hart be and is hereby re-elected a Director of the Company."
3. To authorise the directors to re-appoint KPMG as the auditors of the Company, and to fix their remuneration: "THAT KPMG, Chartered Accountants, having agreed to serve as auditors in place of Crooks, Jackson, Burnett, the retiring auditors, be and are hereby appointed auditors of the Company to hold office until the next annual general meeting at a remuneration to be fixed by the Directors of the Company."

Dated this 19th day of September, 2011 By order of the Board,

A handwritten signature in black ink, appearing to read "Lisa Kong", is written over a faint circular stamp.

Lisa Kong
Company Secretary

A form of proxy accompanies this Notice of Annual General Meeting. A shareholder who is entitled to attend and vote at the Annual General Meeting of the Company may appoint one or more proxies to attend in his her place. A proxy need not be a shareholder of the Company. All completed original proxy forms must be deposited together with the power of attorney or other document appointing the proxy, at the registered office of the Company at least 48 hours before the Annual General Meeting.

Performance

Blue Power Group Limited had a good first year as a listed company, having been admitted to the Junior Market of the Jamaica Stock Exchange on April 22, 2010. Company revenue for the financial year was \$791 million, an increase of \$95 million or 13.6% from \$696 million in the previous year. Profit after tax for the combined operations of Blue Power Group Ltd. was \$54.6 million in 2010/11 compared to \$29.0 million in 2009/10, an increase of 88.2%. There was a marked improvement in performance as profits from operations increased by \$12.7 million or 26.7% from \$47.5 million to \$60.2 million. The final quarter saw a reversal of the industry-wide trend towards falling hardware sales which had been observed in the first three quarters of the financial year. This was largely as a result of the award of a significant supply contract funded by a foreign agency which enabled the Lumber Depot division to produce an increase of 4.5% in sales over the previous year. The Blue Power soap division continued to perform well in terms of sales, achieving an increase of over 53% due to the introduction of bathing soaps and some price increases. We are pleased that our manufactured products are enjoying ready acceptance in the society. At the very end of the financial year, receivables spiked significantly because there was a slight delay in receiving payment for the large contract, forcing the company to arrange some short-term financing to meet its obligations. However, receivables were back to normal by the second week of May, 2011 and the company had a healthy cash flow position at the end of the first quarter of the new financial year.

New Director

Towards the end of the financial year, your Directors were very pleased to appoint Major (ret'd) Noel Dawes to the Board. Noel Dawes joined the company in 1999 as a Manager and has made a substantial contribution to the company's success.

External Auditors

Crooks, Jackson, Burnett who have been the company's external auditors since the start of our operations have decided to not be considered for appointment for the financial year which ends in April 2012. We wish to take this opportunity to publicly thank the firm and especially Ms. Effie Crooks for their help and support over the years.

DIRECTORS' REPORT
CONSOLIDATED FINANCIAL STATEMENTS
YEAR ENDED APRIL 30, 2011

Prospects for 2011-12

We expect to experience substantial pressures on our costs and margins as operating expenses keep increasing at a rapid rate while competition limits our ability to move prices. Our plan to counter these pressures is to increase our volume sales in the Blue Power soap division while controlling expenses throughout the company.

Thanks

I would like to take this opportunity to thank all our customers, shareholders, staff and suppliers for their support during the year. We look forward to working with them even more diligently in the coming year.



Dhiru Tanna
Chairman
September 19, 2011.

Performance Summary

Combined revenue for the two divisions for the financial year 2010-11 was \$791 million, an increase of \$95 million or 13.6% from \$696 million in 2009-10. Profit after tax was \$54.6 million in 2010/11 compared to \$29.0 million in 2009/10, an increase of 88.2%. However, comparison of profit before tax (as the company was taxable in 2009-10) shows a more modest increase of 27.7%. Profit from operations increased by \$12.7 million from \$47.5 million to \$60.2 million or 26.7%. For the first three quarters of the financial year, the Lumber Depot division had been experiencing an industry-wide trend towards flat or falling hardware sales. However, the award of a significant supply contract funded by a foreign agency enabled the Lumber Depot division to eke out an increase of 4.5% in sales over the previous year which also enabled it to produce a dramatic improvement in profits of 172%. Although the Blue Power soap division achieved an increase in sales of over 53% due to the introduction of bathing soaps and some price increases, its profit performance showed a decline of 18% largely because of significant increases in raw material prices, operating costs and retooling expenses which could not be passed on immediately. In the financial year 2009-10, the weighted average number of shares (34,457,236) in issue at year end reflected the 30,000:1 split in the number of shares in issue up to April 22, 2010 and the new issue of 22,599,000 shares on that date while the number of shares in issue for the financial year 2010-11 was 56,499,000. Using these numbers, the earnings per stock unit increased from 0.84c to 0.97c or 15.5%.

Highlights in millions of J\$

	12 months	12 months	Change	%
	May 2010- April 2011	May 2009 - April 2010		
Revenue	791,407	696,456	94,951	13.63
Lumber Depot Division	591,990	566,484	25,506	4.50
Blue Power Soap Division	199,416	129,972	69,444	53.43
Profit from operations	60,184	47,497	12,687	26.71
Net Profit after tax	54,607	28,998	25,609	88.31
Lumber Depot Division profit	44,213	16,249	27,964	172.10
Soap Division profit	10,394	12,750	-2,356	-18.48

Cost of Sales and Gross Profit

Cost of Sales for the combined operations declined slightly from 81.8% of revenue to 80.9%, resulting in an improvement of gross profit which was 19.2% in 2010-11 compared to 18.2% in the previous year. However, there was a marked decline in profit from operations as a percentage of sales in the Blue Power soap division which dropped from 15.5% in 2009/10 to 6.8% in 2010/11 largely as a result of the inability to pass on cost increases in a timely fashion due to competitive pressures. In the Lumber Depot division, profit from operations as a percentage of sales improved dramatically from the previous year from 4.8% to 7.9% as a result of better margins obtained on the supply contract.

MANAGEMENT DISCUSSION & ANALYSIS

Administrative Expenses

Administrative expenses increased from \$79.4 million to \$91.4 million or just over 15%. However, as a percentage of sales, the increase from 2009-10 to 2010-11 was minor, from 11.4% to 11.6%. This was due to some adjustments in emoluments to reflect market conditions and the general pressure on overall costs felt throughout the country.

Balance Sheet

The end of the financial year saw an unusual spike in receivables as well as borrowings. There was a delay in receiving payment for the supply contract which required the company to resort to short-term borrowings from different sources in order to meet its obligations. Full payment was received soon after the end of the financial year and all of the new borrowings were immediately repaid. The improved cash flow is also expected to significantly reduce the company's overall debt.

Risk Management

In addition to adequate insurance protection, the company has a well-developed plan for the protection of its physical assets in the case of natural disasters. With respect to risks and controls, the Audit Committee has established a review process which includes the involvement of KPMG and senior management to periodically assess the strengths and weaknesses of the systems and methods of operation with a view to achieving improvements on a continuous basis.

Corporate Social Responsibility

The head office and the Blue Power soap division of the company are on Victoria Avenue in downtown Kingston while the Lumber Depot division is located in Papine. We make contributions to organizations and individuals who are involved in improving the physical infrastructure in these neighbourhoods through donations of materials and cash.

Future Strategy

It is not clear how soon the building sector will see an upturn but we will continue to focus on efficiently supplying the needs of our customers who need construction materials through our Papine outlet. While the outlook in terms is stable, we will continue to add new products within the limitations of our physical space to increase sales and improve margins. Most importantly, we believe that an emphasis on providing personal attention to the needs of customers will continue to give us the necessary competitive edge.

The domestic market for soaps is very large and is presently served mostly by imports. We will continue to make inroads in this market by introducing new

products and capacity as needed. We expect that as our products take hold in the market place, we will achieve better efficiencies in production and better prices from consumers.

Thanks for our performance in the first year as a listed company are due in no small part to our customers, employees and suppliers. On behalf of the management and the Board of Directors, let me take this opportunity to also express our gratitude to you the shareholders for your support and loyalty.

Noel Dawes
Director/ General Manager
September 19, 2011

SHAREHOLDINGS

APRIL 30, 2011

DIRECTORS AND CONNECTED PARTIES REPORT: DIRECTORS

NAME	POSITION	RELATIONSHIP	UNITS	%
Kenneth Benjamin, CD	Director	Self	3,130,200	5.5403
Major Noel Dawes	Director	Self	2,100,000	3.7169
Jeffrey Hall	Director	Self	257,070	0.4550
Antony Hart, CD	Director	Self	605,400	1.0715
	Appleton Hall Ltd	Connected Party	2,520,000	4.4603
	Combined Holding		3,125,400	5.5318
Peter Millingen	Director	Self	908,100	1.6073
Dhiru Tanna	Director			
	Antibes Holdings Ltd	Connected Party	28,300,800	50.0908

DIRECTORS AND CONNECTED PARTIES REPORT: SENIOR MANAGERS

NAME	POSITION	RELATIONSHIP	UNITS	%
Major Noel Dawes	Senior Manager	Self	2,100,000	3.7169
Lisa Kong	Senior Manager	Self	650,000	1.1505
Veronica Lowe	Senior Manager	Self	854,430	1.5050

TOP 10 SHAREHOLDERS

Holder	Units	%
Antibes Holdings Ltd	28,300,800	50.09
Silver Investments Ltd	3,750,000	6.64
Kenneth Benjamin, CD	3,130,200	5.54
Jane Fray	3,095,400	5.48
Mark Hart	3,095,400	5.48
Appleton Hall Limited	2,520,000	4.46
Noel Dawes	2,100,000	3.72
Peter Millingen	908,100	1.61
Cecil Mclver (Rosemarie Mclver)	900,337	1.59
Veronica Lowe	854,430	1.51

INDEPENDENT AUDITORS' REPORT

To the Members of
Blue Power Group Limited

We have audited the accompanying financial statements of Blue Power Group Limited set out on pages 11 to 30, which comprise the statement of financial position as at April 30, 2011 and the statement of comprehensive income, statements of changes in equity and statement of cash flows for the year then ended, and a summary of significant accounting policies and other explanatory notes.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with International Financial Reporting Standards and with the requirements of the Jamaican Companies Act. This responsibility includes: designing, implementing and maintaining internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatements, whether due to fraud or error; selecting and applying appropriate accounting policies; and making accounting estimates that are reasonable in the circumstances.

Auditors' Responsibility

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

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

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

In our opinion, the accompanying financial statements give a true and fair view of the company's financial position as at April 30, 2011, and of the financial performance of its cash flows for the year then ended in accordance with International Financial Reporting Standards and comply with the provisions of the Jamaican Companies Act.

Report on Other Legal and Regulatory Requirements

As required by the Jamaican Companies Act, we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit. In our opinion, proper accounting records have been kept, so far as appears from our examination of those records, and the accompanying financial statements are in agreement therewith and give the information required by the Act, in the manner so required.



Chartered Accountants
June 3, 2011

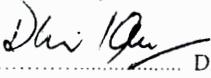
STATEMENT OF COMPREHENSIVE INCOME
YEAR ENDED APRIL 30 2011

	Note	2011 \$	2010 \$
REVENUE		791,406,661	696,455,723
COST OF SALES		<u>(639,849,811)</u>	<u>(569,567,457)</u>
GROSS PROFIT		151,556,850	126,888,266
ADMINISTRATIVE AND OTHER EXPENSES		<u>(91,373,103)</u>	<u>(79,391,003)</u>
PROFIT FROM OPERATIONS		<u>60,183,747</u>	<u>47,497,263</u>
OTHER INCOME -			
Interest income		1,762,626	1,181,104
Rental income		1,597,864	1,425,316
Other income		197,576	148,625
Realised exchange gains		<u>-</u>	<u>1,385,263</u>
		<u>3,558,066</u>	<u>4,140,308</u>
		63,741,813	51,637,571
FINANCIAL EXPENSES	7	<u>(8,074,247)</u>	<u>(8,051,726)</u>
NET PROFIT - before taxation		55,667,566	43,585,845
TAXATION	8	<u>(1,060,205)</u>	<u>(14,587,365)</u>
NET PROFIT - after taxation		<u>54,607,361</u>	<u>28,998,480</u>
PROFIT ATTRIBUTABLE TO:			
Stockholders of the company		<u>54,607,361</u>	<u>28,998,480</u>
Earnings per stock unit for profit attributable to stockholders of the company during the year -	9	<u>\$ 0.97</u>	<u>\$ 0.84</u>

STATEMENT OF FINANCIAL POSITION
AT APRIL 30, 2011

	Note	2011 \$	2010 \$
ASSETS			
Non-current Assets			
Property, plant and equipment	19	42,793,459	44,929,052
Deferred tax asset	10	-	1,354,953
Deferred expense		-	164,145
		<u>42,793,459</u>	<u>46,448,150</u>
Current Assets			
Inventories	11	133,277,590	99,664,204
Receivables and prepayments	12	123,269,965	74,340,327
Taxation recoverable		469,647	-
Cash and cash equivalents	13	18,076,041	47,408,627
		<u>275,093,243</u>	<u>221,413,158</u>
Current Liabilities			
Payables	14	63,567,853	70,500,001
Short-term loan - related party	15	8,699,686	99,686 *
Current portion of long term liability	17	5,864,335	3,333,333
Taxation		70,174	12,378,351
		<u>78,202,048</u>	<u>86,311,371</u>
Working Capital - surplus		<u>196,891,195</u>	<u>135,101,787</u>
NON-CURRENT LIABILITIES			
Shareholders' advances	16	18,033	18,033
Long-term liability	17	33,860,690	30,333,334
		<u>33,878,723</u>	<u>30,351,367</u>
TOTAL NET ASSETS		<u>205,805,931</u>	<u>151,198,570</u>
EQUITY			
Shareholders' Equity (attributable to equity holders of the company)			
Share capital	18	86,900,147	86,900,147
Retained earnings		118,905,784	64,298,423
		<u>205,805,931</u>	<u>151,198,570</u>

Approved for issue by the Board of Directors and signed on its behalf by:


..... Director
Dr. Dhiru Tanna


..... Director
Peter Millingen

* Restated to conform with current year's presentation.

STATEMENT OF CHANGES IN SHAREHOLDERS' EQUITY
YEAR ENDED APRIL 30, 2011

	Share Capital		Retained Earnings	Total
	Ordinary Shares	Preference Shares		
	\$	\$		
Balance as at May 1, 2009	913,395	4,940,000	35,299,943	41,153,338
Conversion of preference shares to ordinary shares	4,940,000	(4,940,000)	-	-
Issue of shares, net of transaction costs	81,046,752	-	-	81,046,752
Total comprehensive income for the year	-	-	28,998,480	28,998,480
Balance at April 30, 2010 <i>(see note 18)</i>	86,900,147	-	64,298,423	151,198,570
Total comprehensive income for the year	-	-	54,607,361	54,607,361
Balance at April 30, 2011 <i>(See note 18)</i>	86,900,147	-	118,905,784	205,805,931

STATEMENT OF CASH FLOWS
YEAR ENDED APRIL 30, 2011

	2011	2010
	\$	\$
CASH FLOWS WERE PROVIDED BY/ (USED IN):		
Operating Activities		
Net profit	54,607,361	28,998,480
Items not affecting cash resources :		
Deferred tax	1,354,953	(212,253)
Depreciation	6,301,251	4,903,799
	<u>62,263,565</u>	<u>33,690,026</u>
Changes in non-cash working capital components:		
Inventories	(33,613,386)	(14,963,868)
Receivables	(48,929,638)	(37,595,375)
Payables	(6,932,148)	20,748,979
Taxation	(12,777,824)	7,879,424
	<u>(39,989,431)</u>	<u>9,759,186</u>
Cash (used in)/provided by operating activities		
FINANCING ACTIVITIES		
Issue of shares	-	81,046,752
Long-term loan received	25,000,000	
Long-term loan repaid	(18,941,642)	(23,955,884)
Shareholders' advances repaid	-	(25,127,577)
Related party advances received/(repaid)	8,600,000	(11,885,857)
Long term liabilities	-	(6,538,937)
	<u>14,658,358</u>	<u>13,538,497</u>
Cash provided by financing activities		
INVESTMENT ACTIVITIES		
Purchase of property, plant and equipment	(4,165,658)	(6,772,288)
Deferred expenses	164,145	(36,600)
	<u>(4,001,513)</u>	<u>(6,808,888)</u>
Cash used in investment activities		
INCREASE IN NET CASH BALANCES	(29,332,586)	16,488,795
NET CASH BALANCES - Beginning of year	<u>47,408,627</u>	<u>30,919,832</u>
NET CASH BALANCES - End of year	<u>18,076,041</u>	<u>47,408,627</u>
REPRESENTED BY:		
Cash and cash equivalents	<u>18,076,041</u>	<u>47,408,627</u>
	<u>18,076,041</u>	<u>47,408,627</u>

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED APRIL 30 2011

1. INCORPORATION AND IDENTITY

Blue Power Group Limited (formerly Lumber Depot Limited) is incorporated and domiciled in Jamaica. The registered office of the company is located at 4 Victoria Avenue, Kingston CSO. The company changed its name to Blue Power Group Limited on 19th April 2010 and became listed on the Junior Market of the Jamaica Stock Exchange on 22nd April 2010.

Effective 1st January 2010 the company amalgamated the operations of its subsidiary, Blue Power Limited with its operations as a *going concern* assuming all its assets and liabilities at that date.

The main activities carried out by the company during the period under review include the manufacture and sale of soaps and the sale of lumber, hardware supplies and related products.

2. BASIS of PREPARATION and SIGNIFICANT ACCOUNTING POLICIES

Basis of preparation and statement of compliance

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all years presented, unless otherwise stated.

(a) Basis of preparation

The financial statements of the company have been prepared in accordance with International Financial Reporting Standards (IFRS) under the historical cost convention and the relevant requirements of the Jamaican Companies Act.

The preparation of these financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It requires management to exercise its judgement in the process of applying the company's accounting policies. Although these estimates are based on management's best knowledge of current events and action, actual results could differ from those estimates. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed under their respective headings.

Standards, Interpretations and amendments to published accounting standards effective in the current year

Certain new standards, interpretations and amendments to existing standards have been published that become effective during the current year. The company has assessed the relevance of all such new standards, interpretations and amendments and has put into effect the following IFRS, which are relevant to its operations.

IAS 36 (Amendment), 'Impairment of assets'

The amendment clarifies that the largest cash-generating unit (or group of units) to which goodwill should be allocated for the purpose of impairment testing is an operating segment, as defined by paragraph 5 of IFRS 8, 'Operating segment' (that is, before the aggregation of segments with similar economic characteristics).

IFRS 8 (Amended) 'Operating Segments'

The amendments clarify that segment information with respect to total assets is required only if such information is regularly reported to the Chief Operating Decision Maker (CODM). The company reports on such information, as such that information is disclosed in note 4, of these financial statements.

2. BASIS of PREPARATION and SIGNIFICANT ACCOUNTING POLICIES (continued)**(a) Basis of preparation (continued)**

Standards, Interpretations and amendments to existing standards that are not yet effective and have not been early adopted by the company.

Certain new standards, interpretations and amendments to existing standards have been published that will become effective in subsequent periods, but the company has not elected for early adoption. The following new standards, interpretations and amendments may be relevant to the company's operations and are being assessed by management.

IAS 1, 'Presentation of financial statements' (effective for annual periods beginning on or after 1st January 2011). Retroactive application required. Clarifies that an entity will present an analysis of other comprehensive income for each component of equity, either in the statement of changes in equity or in the notes to the financial statements.

IAS 24, (Revised), 'Related party disclosures', issued in November 2009. It supersedes IAS 24, 'Related party disclosures', issued in 2003. IAS 24 (Revised) is mandatory for periods beginning on or after 1st January 2011. Earlier application, in whole or in part is permitted. The revised standard clarifies and simplifies the definition of a related party and removes the requirement for government-related entities to disclose details of all transactions with the government and other government-related entities. The company will apply the new standard from 1st May 2011.

IAS 34, 'Interim financial reporting' (effective for annual periods beginning on or after 1st January 2011). Retroactive application required. Provide guidance to illustrate how to apply disclosure principles in IAS 34 and add disclosure requirements around:

- The circumstances likely to affect fair values of financial instruments and their classification;
- Transfer of financial instruments between different levels of the fair value hierarchy;
- Changes in the classification of financial assets; and
- Changes in contingent liabilities and assets

IFRS 7, 'Financial instruments' (effective for annual periods beginning on or after 1st January 2011). Retroactive application required. Emphasises the interaction between quantitative and qualitative disclosure about the nature and extent of risks associated with financial statements.

(b) Revenue Recognition

Revenue comprises the fair value of the consideration received or receivable for the sale of goods and services in the ordinary course of the company's activities. Revenue is recognised when services have been performed and there is acceptance by the customer.

No revenue is recorded if there are significant uncertainties regarding recovery of the consideration due, the associated costs.

Revenue is shown net of Consumption Tax, returns, rebates and discounts. Interest income is recognised as it accrues, unless collectibility is in doubt.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED APRIL 30, 2011

2. BASIS of PREPARATION and SIGNIFICANT ACCOUNTING POLICIES (continued)

(c) Foreign Currency Translation

i. Functional and presentation currency

Items included in the financial statements are measured using the currency of the primary economic environment in which the entity operates (the *functional currency*). The financial statements are presented in Jamaican dollars, which is the company's functional and presentational currency.

ii. Transaction and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Gains or losses arising from settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the statement of comprehensive income.

(d) Plant, Machinery and Equipment

Plant, machinery and equipment and other assets are carried at historical cost less depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the item. Depreciation is calculated on a straight line basis at rates estimated to write off the cost of the assets over their expected useful lives. Annual rates used are as follows:

Leasehold improvements	10%
Furniture, fixtures and equipment	10% - 15%
Computer systems	22.50%

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at each balance sheet date.

Gains and losses and disposal of plant, machinery and equipment are determined by comparing proceeds with the carrying amount and are included in the statement of comprehensive income.

Repairs and maintenance expenditure are charged to the statement of comprehensive income during the financial period in which they are incurred. The cost of major renovations is included in the carrying amount of the asset when it is probable that future economic benefits in excess of the originally assessed standard of performance of the existing asset will flow to the company.

(e) Impairment of Non-Current Assets

Plant, machinery and equipment and other assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the assets exceeds its recoverable amount, which is the greater of the asset's net selling price and the value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identified cash flows.

(f) Inventories

Inventories are stated at lower of cost and net realisable value, cost being determined on the weighted average cost method. Cost represents invoiced cost plus direct inventory related expenses and the cost of finished goods and work-in-progress comprises raw material, direct labour, other direct costs and related production overheads.

Net realisable value is the estimated selling price in the ordinary course of business, less selling expenses.

2. BASIS of PREPARATION and SIGNIFICANT ACCOUNTING POLICIES (continued)**(g) Receivables and Payables**

Receivables and payables are carried at original invoice amounts. A provision for impairment of receivables is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the receivables. The amount of the provision is the difference between the carrying amount and the recoverable amount. Bad debts are written-off during the year in which they are identified.

(h) Cash and Short-term Deposits

Cash and short-term deposits consist of cash on hand, deposits held on call with banks and other short-term highly liquid investments with less than 90 days' maturity from the date of acquisition. These are carried in the statement of financial position at cost.

(i) Borrowings

Bank and other loans are recorded at proceeds received. Finance charges, including direct issue costs are accounted for on an accrual basis in the statement of comprehensive income and are added to the carrying amount of the loan to the extent that they are not settled in the period in which they arise.

(j) Employee Benefits**Annual leave entitlements**

Employee entitlements to annual leave are recognised when they accrue to employees. At year-end the company had no liability for annual leave as a result of services rendered by employees.

(k) Financial Instruments

A financial instrument is any contract that gives rise to both a financial asset in one entity and a financial liability or equity of another entity.

Financial Assets

The company's financial assets comprise cash, investments, bank balances, deposits and accounts receivables. The particular recognition methods are disclosed in the individual policy statement associated with each item.

Financial liabilities

The company's financial liabilities comprise trade payables, loans, and other liabilities. They are initially measured at fair value, and subsequently measured at amortised cost using the effective interest method.

(l) Segment Reporting

A business segment is the group of assets and operations engaged in providing products and services that are subject to risks and returns that are different from those of other business segments. The 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 performances of the operating segments, has been identified as the Management Committee that makes strategic decisions.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED APRIL 30, 2011

SIGNIFICANT ACCOUNTING POLICIES (continued)

(m) Related Party Transactions and Balances

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial and operating decisions. Related party transactions and balances are recognised and disclosed for the following:

- i. Enterprises and individuals owning directly or indirectly an interest in the voting power of the company and has significant influence over the company's affairs.
- ii. Key management personnel, that is those persons having authority and responsibility for planning, directing and controlling the company's operations.

These include close members of the families .

(n) Share Capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares are recognised as a deduction from equity.

(o) Taxation

Taxation expense in the statement of comprehensive income comprises both current and deferred tax. Current and deferred taxes are recognised as income tax expense or benefit in the statement of comprehensive income except, to the extent that the tax arises from a transaction or event is recognised in the same or a different period, directly in equity.

A deferred tax charge is provided, using the liability method, on all temporary differences between the tax bases of assets and liabilities and their carrying amounts for the financial reporting purposes. The tax rates used in these financial statements are those enacted at statement of financial position date.

Deferred tax charges are recognised for temporary differences between the carrying amounts of assets and liabilities and the amounts as measured for tax purposes, which will result in taxable amounts in future periods. Deferred tax liabilities are measured at the rates that are expected to apply in the period in which the asset will be realised or the liability will be settled based on the enacted rates.

The carrying amounts of deferred tax is reviewed at each balance sheet date and reduced to the extent that it is no longer probable that sufficient future taxable profits will be available to allow all or part of the deferred tax to be utilised. Specific information relating to the company's tax policies are set out in note 8 of these financial statements.

(p) Comparative Information

Where necessary, comparative figures have been reclassified to conform with changes in presentation in the current year. In particular, the comparatives have been extended to reflect the requirements of the New IFRS, as well as, amended to and interpretation of existing IFRS.

3. FINANCIAL INSTRUMENTS (continued)

The company's activities exposes it to a variety of financial risks: market risk (including currency risk, interest rate risk and price risk), credit risk, liquidity risk and cash flow interest rate risk. The company seeks to manage these by close monitoring of each class of its financial instruments as follows:

(a) Market risk**(i) Currency risk**

Currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The company is exposed to currency risk due to fluctuations in exchange rates on transactions and balances that are denominated in currencies other than Jamaican Dollar. Foreign exchange risk arises from commercial transactions, primarily with respect to purchases, which are denominated in United States dollars. The company does not earn foreign currency to counter the full effects of the fluctuation in exchange rates.

The company manages this risk by purchasing foreign currency in advance and maintaining foreign currency accounts to satisfy its foreign creditors.

The balance sheet at April 30, 2011 includes foreign currency assets of US\$15,883 (2010 = US\$63,434) in respect of deposits at bank and US\$35,012 (2010 = US\$38,778) in respect of foreign currency liabilities at that date.

The exchange rates applicable at balance sheet date are US\$ 1 = J\$85.73 (2010 = J\$89.07) in respect of foreign currency liabilities and J\$85.36 (2010 - J\$88.79) in respect of foreign currency assets.

Foreign currency sensitivity

Due to the nature of the company's operations and the very short term nature of balances denominated in currencies other than the Jamaican dollar, there is no material impact on its operations as a result of changes in foreign currency rates.

(ii) Price risk

Price risk is the risk that the value of a financial instrument will fluctuate due to changes in market prices, whether those changes are caused by factors specific to the individual instrument or its issuer or factors affecting all instruments traded on the market.

The company's financial assets are not highly exposed to this element of risk.

(iii) Interest rate risk

Interest rate risk is the risk that the value of a financial instrument will fluctuate due to changes in market interest rates. The company's cash and cash equivalents are subject to interest rate risk; however, it manages this risk by maintaining deposits and negotiating the most advantageous interest rates. Interest rates on certain loans are fixed and are not affected by fluctuations in market interest rates.

Interest rate sensitivity

Changes in interest rate will have little or no effect on the company's comprehensive income as all borrowings were at fixed rates.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED APRIL 30, 2011

3. FINANCIAL INSTRUMENTS (continued)

(b) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. Credit exposures arise principally from the company's receivables from customers and to a lesser degree investment activities

Trade and other receivables

The company's exposure to this risk is minimal in that approximately 98% of its trade debtors are under 90 days. Management has established a credit policy under which each customer is analysed for creditworthiness prior to being offered a credit facility. Each customer is given a maximum time allowed for having balances outstanding and procedures are in place to restrict customer orders if outstanding debts are not cleared within the credit period.

Aging Trade and Other Receivables

	2011 Current I\$	2011 31 - 90 days I\$	2011 Over 90 days I\$	2011 Total I\$
Trade receivables	20,107,360	77,349,728	1,361,171	98,818,259
Deposits, prepayments and other receivables	3,268,754	3,761,598	17,421,354	24,451,706
	<u>23,376,114</u>	<u>81,111,326</u>	<u>18,782,525</u>	<u>123,269,965</u>

Aging Trade and Other Receivables (prior year)

	2010 Current I\$	2010 31 - 90 days I\$	2010 Over 90 days I\$	2010 Total I\$
Trade receivables	20,416,896	33,744,069	3,935,624	58,096,589
Deposits, prepayments and other receivables	15,498,979	581,774	162,985	16,243,738
	<u>35,915,875</u>	<u>34,325,843</u>	<u>4,098,609</u>	<u>74,340,327</u>

(c) Liquidity risk

Liquidity risk is the risk that the company will encounter difficulty in raising funds to meet its commitments associated with financial instruments.

The company manages its liquidity risk by maintaining an appropriate level of resources in liquid or near liquid form. Its financial liability comprise long-term loans, payables and accruals.

The company's financial liabilities at 30th April 2011 and 2010 comprise long-term loans, payables and accruals as set out below:

	Within 3 months I\$	3 to 12 months I\$	1 to 2 years I\$	Over 2 years I\$	Total I\$
As at 30th April 2011					
Payables	54,208,267	9,359,586	-	-	63,567,853
Borrowings *	1,489,335	4,375,000	4,500,000	29,360,690	39,725,025
	<u>55,697,602</u>	<u>13,734,586</u>	<u>4,500,000</u>	<u>29,360,690</u>	<u>103,292,878</u>

3. FINANCIAL INSTRUMENTS (continued)

	Within 3 months \$	3 to 12 months \$	1 to 2 years \$	Over 2 years \$	Total \$
As at 30th April 2010					
Payables	63,700,001	6,800,000	-	-	70,500,001
Borrowings	833,333	2,500,000	3,333,334	27,000,000	33,666,667
	64,533,334	9,300,000	3,333,334	27,000,000	104,166,668

***Borrowings**

Borrowings analysed above do not include related party loans and advances as the shareholders/directors have indicated that they will not call on the company to repay these amounts in the near future. The interest bearing loans stated in the financial statements are disclosed in note 17.

Assets available to meet all the above liabilities and to cover financial liabilities are substantially bank balances and receivables, which are current and are well managed (See note 3(b)).

Other than the financial liabilities quantified in these financial statements there are no *off balance sheet* items, contingent liabilities or capital commitments.

(d) Cash flow interest rate risk

Cash flow interest rate risk is the risk that future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Interest rates fluctuate according to the prevailing levels of market interest rates and as such may increase or decrease interest margin in the next financial year.

(e) Capital management

The company's objectives when managing capital are to safeguard the entity's ability to continue as a going concern in order to provide returns to stockholders and benefits to other stakeholders and to maintain an optimal capital structure to reduce the cost of capital as well as meet externally imposed capital requirements.

The Board of Directors monitors the return on capital, which the company defines as net operating income divided by total stockholders' equity. The gearing ratios at 2011 and 2010 were as follows:

	2011 \$	2010 \$
Total long term borrowings (<i>notes 16 & 17</i>)	39,743,058	33,684,700 *
Total stockholders' equity	205,805,931	151,198,570
Gearing ratio %	19%	22%

The company complied with all externally imposed capital requirements to which it is subjected.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED APRIL 30, 2011

4. SEGMENT FINANCIAL INFORMATION

The company is organised into the following business segments:

- i. Soap division - Manufacture of soaps
- ii. Lumber division - Sale of lumber, hardware supplies and allied products

The manufacturing operations are conducted at 4 Victoria Avenue, Kingston and the lumber division operations are carried out mainly at Papine in St. Andrew, Jamaica.

Transactions between business segments have been eliminated.

Year ended 30 April 2011

	Lumber Division \$	Soap Division \$	Total \$
Turnover	591,990,448	199,416,213	791,406,661
Profit from operations	46,678,856	13,504,891	60,183,747
Other income:	2,977,602	580,464	3,558,066
Financial expenses	(4,843,757)	(3,230,490)	(8,074,247)
Net profit before taxation	44,812,701	10,854,865	55,667,566
Taxation	(599,114)	(461,091)	(1,060,205)
Net profit after taxation	44,213,587	10,393,774	54,607,361
Net profit attributable to shareholders			54,607,361
Segment assets			
Non-current	20,600,855	4,839,047	25,439,902
Unallocated assets			17,353,557
			42,793,459
Current assets	206,264,797	68,828,446	275,093,243
			317,886,702
Segment liabilities			
Non-current liabilities	19,527,408	14,351,315	33,878,723
			33,878,723
Current liabilities	65,209,215	12,992,833	78,202,048
			78,202,048
			112,080,771
Other segment items:			
Capital expenditure	567,275	3,598,383	4,165,658
Depreciation	2,827,297	3,473,954	6,301,251

4. SEGMENT FINANCIAL INFORMATION (continued)

Year ended 30 April 2010

	Lumber Division \$	Soap Division \$	Total \$
Turnover	566,483,862	129,971,861	696,455,723
Profit from operations	27,335,041	20,162,222	47,497,263
Other income:	3,370,747	769,561	4,140,308
Financial expenses	(6,244,883)	(1,806,843)	(8,051,726)
Net profit before taxation	24,460,905	19,124,940	43,585,845
Taxation	(8,212,385)	(6,374,980)	(14,587,365)
Net profit after taxation	16,248,520	12,749,960	28,998,480
Net profit attributable to shareholders			28,998,480
Segment assets			
Non-current	7,452,660	21,641,933	29,094,593
Unallocated assets			17,353,557
			46,448,150
Current assets	155,409,386	66,003,772	221,413,158
			267,861,308
Segment liabilities			
Non-current liabilities	23,018,033	7,333,334	30,351,367 *
			30,351,367
Current liabilities	70,786,132	15,417,795	86,203,927 *
Unallocated liabilities			107,444
			86,311,371
			116,662,738
Other segment items:			
Capital expenditure	3,989,297	2,782,991	6,772,288
Depreciation	1,639,171	3,264,628	4,903,799

5. REVENUE

Revenue comprises the sale of soaps, construction and related hardware supplies and is stated net of General Consumption Tax, and after deducting discounts and allowances.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED APRIL 30, 2011

6. OPERATING PROFIT

The following items have been charged in arriving at operating profit:

	2011	2010
	\$	\$
Depreciation	6,301,250	4,903,799
Directors' fees and remuneration	8,660,000	5,860,000
Auditors' fee	1,960,000	1,300,000
Repairs and maintenance	8,581,432	5,379,941
Rent, security and insurance	9,627,532	8,664,876
Utilities	6,999,985	4,065,831
Staff costs	<u>56,306,203</u>	<u>45,196,573</u>
(b) Staff costs		
Salaries	44,865,562	29,587,517
Bonus	6,448,500	10,331,309
Statutory contributions	4,338,739	5,075,771
Staff welfare	<u>653,402</u>	<u>201,976</u>
	<u>56,306,203</u>	<u>45,196,573</u>

7. FINANCIAL EXPENSE

	\$	\$
Interest expense	4,482,204	6,068,915
Bank charges and fees	1,667,686	1,809,573
Bad debt provision	1,496,928	173,238
Foreign exchange loss	<u>427,429</u>	<u>-</u>
	<u>8,074,247</u>	<u>8,051,726</u>

8. TAXATION

(a). Taxation is based on profits for the year adjusted for taxation purposes, and is calculated at the rate of 33 1/3%. Taxation charge for the year comprise: -

	2011	2010
	\$	\$
Current tax	70,174	14,799,618
Prior year overprovision	(364,922)	-
Deferred taxation (See note 10)	<u>1,354,953</u>	<u>(212,253)</u>
	<u>1,060,205</u>	<u>14,587,365</u>

(b) Reconciliation of actual tax charge/(credit)

Profit for the year before taxation	<u>55,667,566</u>	<u>43,585,845</u>
Computed "expected" tax at 33 1/3%	18,555,855	14,528,615
Income tax consequence of the following:		
Prior period tax overprovision - adjustment for tax remission	(364,922)	-
Deferred tax - reversal of provision	1,354,953	-
Expenses not allowable for tax purposes	<u>70,174</u>	<u>58,750</u>
	<u>19,616,060</u>	<u>14,587,365</u>
Adjustment for the effect of tax remission	<u>(18,555,855)</u>	<u>-</u>
	<u>1,060,205</u>	<u>14,587,365</u>

8. TAXATION (continued)

(c). Remission of income tax:

The company's shares were listed on the Junior Market of the Jamaica stock Exchange, effective 22nd April 2010. Consequently, the company is entitled to a remission of taxes for ten (10) years in the proportions set out below, provided the shares remain listed for at least fifteen (15) years:

Years 1 to 5	100%
Years 5 to 10	50%

The financial statements have been prepared on the basis that the company will have the full benefit of the tax remissions.

9. EARNINGS PER STOCK UNIT

Basic earnings per ordinary stock unit is calculated by dividing the net profit attributable to equity holders by the weighted average number of stock units in issue during the year.

	2011	2010
	\$	\$
Net profit attributable to equity holders of the company	<u>54,607,361</u>	<u>28,998,480</u>
Weighted average number of ordinary stock units in issue	<u>56,499,000</u>	<u>34,457,236</u>
Basic earnings per stock unit	<u>0.97</u>	<u>0.84</u>

In the prior period the weighted average number of shares in issue at year end reflected the 30,000 : 1 split in the number of shares in issue up to 22nd April 2010 and the new issue of 22,599,000 at that date.

10. DEFERRED TAX

Deferred income tax is calculated on all temporary differences under the liability method using the rate of 33 1/3%. Deferred income tax (asset)/liability resulted as follows: -

	2011	2010
	\$	\$
Deferred tax assets at the beginning of year	(1,354,953)	(1,142,700)
Plant and equipment (see note 8a)	-	(212,253)
Reversal of provision	<u>1,354,953</u>	-
	<u>-</u>	<u>(1,354,953)</u>

11. INVENTORIES

Inventories comprise:

	2011	2010
	\$	\$
Merchandise	67,546,302	60,383,964
Raw materials	30,256,650	22,720,199
Packaging materials	6,739,867	1,217,742
Manufactured finished goods	2,587,788	5,082,017
Work-in-progress	588,252	-
	<u>107,718,859</u>	<u>89,403,922</u>
Goods-in-transit	<u>25,558,731</u>	<u>10,260,282</u>
	<u>133,277,590</u>	<u>99,664,204</u>

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED APRIL 30, 2011

12. ACCOUNTS RECEIVABLE

	2011	2010
	\$	\$
Trade	98,818,259	58,096,589
Deposits and prepayments	3,591,601	1,354,076
General consumption tax recoverable	19,797,484	13,122,666
Other	1,062,621	1,766,996
	<u>123,269,965</u>	<u>74,340,327</u>

13. CASH and BANK BALANCES

	2011	2010
	\$	\$
Cash and current account balance	10,370,941	10,956,526
Savings - Jamaican Dollar Account	6,836,029	30,835,074
Savings - United States Dollar Account	869,071	5,617,127
	<u>18,076,041</u>	<u>47,408,727</u>

Amounts held in savings accounts are denominated in United States Dollar and Jamaican Dollar and attract interest at the rates of .55% and 2% per annum respectively.

14. ACCOUNTS PAYABLE

	2011	2010
	\$	\$
Trade	42,835,878	52,114,130
Statutory payables	1,127,135	2,481,249
Other	19,604,840	15,904,622
	<u>63,567,853</u>	<u>70,500,001</u>

15. SHORT-TERM LOAN - RELATED PARTY

	2011	2010
	\$	\$
Antibes Holdings Limited:		
<i>US\$1,159</i>	99,686	99,686
<i>US\$100,000</i>	8,600,000	-
	<u>8,699,686</u>	<u>99,686</u>

On April 28th 2011 Antibes Holdings Limited, a company related by means of common directors, granted a loan to the company for a period of fourteen (14) day at an interest rate of 4% per annum.

16. SHAREHOLDERS' ADVANCES:

	2011	2010
	\$	\$
These comprise advances made by:		
Appleton Hall Limited	3,561	3,561
Mark Hart	3,561	3,561
Jane Fray	3,561	3,561
Silver Investment Limited	4,758	4,758
Kenneth Benjamin	2,592	2,592
	<u>18,033</u>	<u>18,033</u>

17. LONG TERM LIABILITIES

	2011	2010
	\$	\$
JN Fund Managers Limited		
Loan #1	7,975,034	23,000,000
Loan #2	14,034,341	-
EXIM		
Loan #1 (expires February 2012)	1,364,335	2,666,667
Loan #2 (expires March 2014)	6,000,000	8,000,000
Loan #3 (expires January 2015)	10,351,315	-
	<u>39,725,025</u>	<u>33,666,667</u>
Current portion	<u>(5,864,335)</u>	<u>(3,333,333)</u>
	<u>33,860,690</u>	<u>30,333,334</u>

JN Fund Managers' Loans

These are revolving loans granted by JN Fund Managers Limited. There are no fixed repayment dates and they are secured by means of a mortgage over premises located at 17C Gordon Town Road, Kingston 6, in the parish of St. Andrew.

The loans attract interest at the rate of 14.5% per annum.

EXIM Loan

These loans were granted by the EXIM Bank through JN Fund Managers Limited for the company's financing of its capital expenditure programme. The interest rate is fixed at 12% per annum in respect of loans #1 and #2 and 11% per annum in respect of loan #3.

These loans are guaranteed by Antibes Holdings Ltd, a related company, and supported by *assignment/hypothecation* and *Power of Offset* over the guarantor's investments with JN Fund Managers Limited.

Related Party Disclosure

At the statement of financial position date, the company had loan balances amounting to \$39,725,025 from JN Fund Managers Limited. The company's chairman and chief executive officer also serves as chairman of JN Fund Managers Limited.

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED APRIL 30, 2011

18. SHAREHOLDERS EQUITY:

Share capital:

	2011	2010
	\$	\$
Authorised:		
99,000,000 (2010 = 99,00,000) Ordinary shares		
Issued and fully paid:		
56,499,000 (2010 = 56,499,000) Ordinary shares	93,758,837	93,758,837
Less: Transaction costs	<u>(6,858,690)</u>	<u>(6,858,690)</u>
	<u>86,900,147</u>	<u>86,900,147</u>

NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED APRIL 30, 2011

19. PROPERTY, PLANT, MACHINERY and EQUIPMENT -

At cost	Land and Building	Leasehold Improvement	Machinery and Equipment	Furniture and Fixtures	Computer and office Equipment	Total
	\$	\$	\$	\$	\$	\$
At May 1, 2009	17,189,612	6,410,806	29,225,612	6,032,372	2,131,015	60,989,417
Additions	-	-	4,426,870	18,000	2,327,418	6,772,288
At April 30, 2010	17,189,612	6,410,806	33,652,482	6,050,372	4,458,433	67,761,705
Additions	-	2,818,237	100,700	255,077	1,078,014	4,252,028
Adjustment	-	-	-	-	(86,370)	(86,370)
At April 30, 2011	17,189,612	9,229,043	33,753,182	6,305,449	5,450,077	71,927,363
Accumulated depreciation						
At May 1, 2009	-	1,662,459	9,844,413	4,565,254	1,856,728	17,928,854
Charge for the year	-	641,080	3,738,545	197,414	326,760	4,903,799
At April 30, 2010	-	2,303,539	13,582,958	4,762,668	2,183,488	22,832,653
Adjustment	-	-	-	-	(19,433)	(19,433)
Charge for the year	-	835,646	4,095,751	213,686	1,175,601	6,320,684
At April 30, 2011	-	3,139,185	17,678,709	4,976,354	3,339,656	29,133,904
Net book value at April 30, 2011	17,189,612	6,089,858	16,074,473	1,329,095	2,110,421	42,793,459
Net book value at April 30, 2010	17,189,612	4,107,267	20,069,524	1,287,704	2,274,945	44,929,052
Net book value at April 30, 2009	17,189,612	4,748,347	19,381,199	1,467,118	274,287	43,060,563



FORM OF PROXY

BLUE POWER GROUP LIMITED (THE "COMPANY") - FORM OF PROXY

"I/We _____ (insert name)

of _____ (address)

being a shareholder(s) of the above-named Company, hereby appoint:

_____ (proxy name)

of _____ (address)

or failing him, _____ (alternate proxy name)

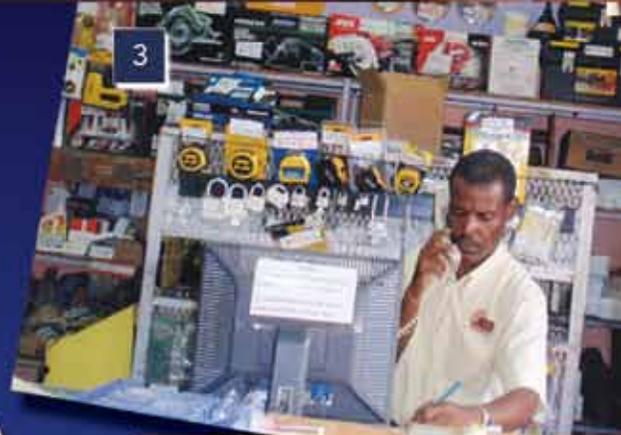
of _____ (address)

as my/our proxy to vote for me/us on my/our behalf at the Annual General Meeting of the Company to be held at 4 pm on the 2011 at 107 Old Hope Road, Guardsman Group office, Kingston 6 and at any adjournment thereof. I desire this form to be used for/against the resolutions as follows:

Table with 3 columns: No., Resolution details, and Vote for or against (tick as appropriate). Rows include resolutions for financial reports, auditor appointment, and director re-elections.

Unless otherwise directed the proxy will vote as he thinks fit. Signed this day of 2011

Signature of Shareholder



BLUE POWER GROUP LIMITED



1. Directors pause for a photo opportunity. 2. Veronica Lowe (Manager) and Lisa Kong (Financial Controller) helping with the packaging of a new sulphur bar. 3. Major at his favourite position at the Papine store. 4. Saralee Thomas preparing to insert soap bars in the wrapping machine. 5. Pamela Chin (Assistant Manager, Papine) with Patrice Oliphant and Theresa Rainford-Carter at the paint-mixing station. 6. Rohan Taylor organising the unstuffing of a raw-material container. 7. Pauline Campbell attaching labels to wrapped soap.



HEAD OFFICE
AND BLUE POWER DIVISION

4 VICTORIA AVENUE

KINGSTON CSO

PHONE: 928-1882

FAX: 930-3283

EMAIL: dtanna8568@aol.com

**BLUE
POWER**
GROUP
LIMITED

LUMBER DEPOT DIVISION

17C GORDON TOWN ROAD

PAPINE

KINGSTON 6

PHONE: 977-5075

FAX: 970-1302

EMAIL: ldldt@cwjamaica.com