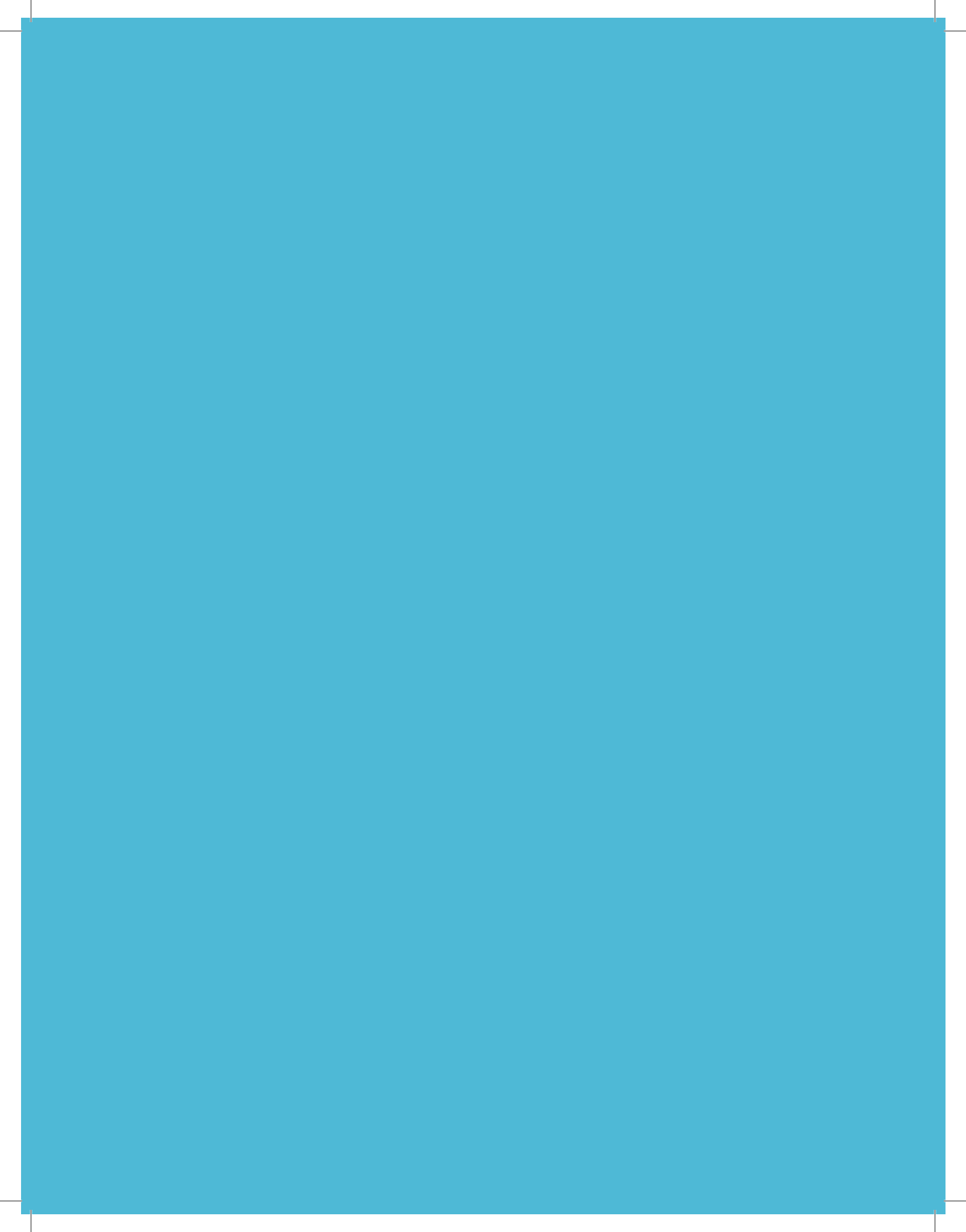


# PINEHILL



# 2019

ANNUAL REPORT



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## Corporate Information

### DIRECTORS

C. A. M. Ramos  
J. Infante  
F. Guimarães  
C. R. Cozier  
N. McD. Brewster  
P. D. Davis

### CORPORATE SECRETARY

N. A. Bennett

### REGISTERED OFFICE

Banks (Barbados) Breweries Limited Complex  
Newton, Christ Church

### AUDITORS

Grant Thornton Ltd.  
Suite 2, Berne Building, The Courtyard  
Hastings, P.O. Box 94W  
Christ Church, BB15156

### BANKERS

FirstCaribbean International Bank  
Wildey  
St. Michael  
Barbados, W.I.

### ATTORNEYS-AT-LAW

Clarke Gittens Farmer  
Parker House  
Wildey Business Park  
Wildey Road  
St. Michael BB14006  
Barbados, W.I

## Notice of Annual General Meeting

Notice is hereby given that the Fifty-Fourth Annual General Meeting of Barbados Dairy Industries Limited (the "Company") will be held at Banks (Barbados) Breweries Limited Complex, Newton, Christ Church, Barbados on **Tuesday, the 6th day of December 2022 at 10:00 A.M.** for the following purposes:

1. To receive and consider the Consolidated Financial Statements of the Company for the period ending 31 December 2018 and the Auditor's Report thereon.
2. To receive and consider the Consolidated Financial Statements of the Company for the period ending 31 December 2019 and the Auditor's Report thereon.
3. To receive and consider the Consolidated Financial Statements of the Company for the period ending 31 December 2020 and the Auditor's Report thereon.
4. To elect Directors and if thought fit to pass the following resolutions:
  - i. *THAT in accordance with the requirements of paragraph 4.4 of the By-Law No.2 of the Company, Mr. Carl Richard Cozier be and is hereby elected Director of the Company to hold office until the third Annual Meeting of the Shareholders of the Company following his election.*
  - ii. *THAT in accordance with the requirements of paragraph 4.4 of the By-Law No.2 of the Company, Mr. Neville McDonald Brewster be and is hereby elected Director of the Company to hold office until the third Annual Meeting of the Shareholders of the Company following his election.*
5. To appoint Auditors for the ensuing financial year and to authorise the Directors to fix their remuneration and (if thought fit) to pass the following resolution:
  - i. *THAT Grant Thornton Limited be and are hereby appointed as Auditors of the Company for the period ending at the close of the next Annual General Meeting after their appointment.*
6. To transact any other business which may properly come before the meeting.

By Order of the Board



S. Matthew Goodin  
Corporate Secretary  
31 August, 2022

The notes to the enclosed proxy form are incorporated in this notice.

## Board of Directors' Statement Barbados Dairy Industries Limited

### OVERVIEW

Fiscal 2019 was a year where significant challenges led to renewed focus for Barbados Dairy Industries Limited (PINEHILL Dairy). We faced unprecedented obstacles that affected all our product categories to varying degrees as we sought to adapt and mitigate the impacts, reaping important learnings along the way. Through it all, our people continue to be the backbone of our business, helping us navigate this uncertain environment with agility and resilience. I am incredibly grateful to our teams who bring their best to the table each day, supporting one another and working together to uphold our tradition of care, quality, and passion through beverage.

### REVIEW OF OPERATIONS

We saw an 11% decline in total revenue which was mainly attributable to a 15% decline in total volume compared to 2018. We registered a 9% decline in milk and a significant 19% decline in juice: mainly attributable to supply chain challenges at our dairy operations. Our sales composition made up of 72% local sales and 28% export sales for 2019 compared to 69% and 31% respectively for 2018. With the commitment of our diverse and knowledgeable team, we anticipate a recovery of volumes and revenue in the years to come.

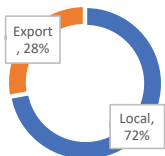
#### Revenues



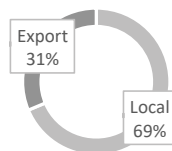
#### Net Earnings



#### 2019 Sales by Market



#### 2018 Sales by Market



The schedule of volumes were as follow (HTls.):

Type	Sum of HL 2019	Sum of HL 2018
Juices	65,340	80,910
Milk	53,800	59,420
Grand Total	119,140	140,330



## Board of Directors' Statement cont'd Barbados Dairy Industries Limited

### THE DAIRY INDUSTRY

The Company and the dairy farming community remain concerned that the cess programme – first announced by the then Minister of Finance Chris Sinckler in 2015, and passed via the *Cess on Milk Act, 2018* in February 2018 – has not been implemented in the intervening 22 months. The Company is confident that once implemented, the cess will allow the local dairy industry to better compete against heavily subsidized international dairy industries, as Barbados currently has one of the highest farm gate prices in the world. Despite the passage of the Act in the House of Assembly in 2018, and several meetings with relevant stakeholders this important piece of legislation has not been promulgated into Law.

In operations, milk intake from the 15 dairy farms represented a reduction of 3% on prior year. The management of the dairy continue to work closely with the dairy farmers to discuss areas of mutual concern and to assure the highest quality of milk intake.

### HR MATTERS

The Company continues to invest in the training and development of its Dairy staff particularly in matters related of safety and the safe operations on plant. We are therefore pleased to advise that there were zero lost time injuries registered for the year.

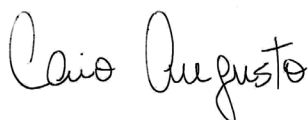
Luis Vidigal, Supply Manager who has led the Dairy over the last year has indicated his intention to return to his native Brazil in January 2020. The Company has just concluded a recruitment exercise to engage a dedicated Dairy/Plant Manager to chart the growth of our business for the years ahead.

The Company successfully concluded negotiations with the Barbados Workers Union for a new collective agreement and associated retroactive cost of living adjustments were made. Based on the timing of the increase, the management remain in negotiations with the employers' representatives for a new collective agreement for the 2020-2021 period.

### LOOKING FORWARD

Despite challenges, the Directors and management of the PINEHILL Dairy remain optimistic about the Dairy's future. In 2020 we will be focusing on continued improvement at the plant to assure its competitiveness in the local and regional milk and juice markets.

On behalf of the Board, I would like to thank all employees for their tremendous efforts, passion, and resilience in delivering results in what continues to be a very volatile environment. It is their commitment and focus that enable our substantial progress.



Caio Miranda  
Chairman



Jose Infante  
Country Manager

**Board of Directors**  
Barbados Dairy Industries Limited



**CAIO AUGOSTO MIRANDA RAMOS**

Executive Director & Chairman -  
Citizen of Brazil

Mr. Caio Augusto Miranda Ramos is a graduate of Law from the State of Parana University and has also completed the AMBEV Executive MBA Program at Sao Paulo Business School in Sao Paulo, Brazil. Mr. Ramos also completed the Program on Corporate Reputation from Stanford University in Palo Alto, California in 2018. Mr. Ramos joined AMBEV in 2002 and has accumulated 16 years' experience in legal, corporate affairs and strategy development.



**JOSE INFANTE**

Executive Director  
Citizen of Dominican Republic

Mr. Jose Infante was appointed Country Manager of Banks Holdings Limited in 2018.

He joined Cervecería Nacional Dominicana (CND) in 2010, as a Finance Coordinator. Following AB InBev's acquisition of CND in 2012, Mr. Infante quickly moved through the company's ranks. During his eight years at AB InBev, Mr. Infante has worked in various departments, including human resources, labour relations and sales. Most recently, he worked as CND's Commercial Manager for two years before his appointment in Barbados.

He holds a Bachelor of Science in Business Administration from the Pontifical Catholic University in the Dominican Republic. He also has a Master's in Business Administration from the Barna Business School in the Dominican Republic.



**MR. FERNANDO GUIMARÃES**

Executive Director  
Citizen of Brazil

Mr. Fernando Guimarães is the Finance and Solutions Director with responsibility for the CAC region within the Cervecería Nacional Dominicana (CND) in the Dominican Republic. Mr. Guimarães joined AMBEV in 2004 through the company's Management Trainee Programme and has also held the positions of Planning and Performance Coordinator and Operations Manager in his 14 years with the company. Mr. Guimarães holds a Mechanical Engineering Degree from the Pontifical Catholic University of Rio de Janeiro and an Executive MBA from Brazil's COPPEAD Graduate School of Business.



**Board of Directors**  
Barbados Dairy Industries Limited



**CARL RICHARD COZIER**  
Non-Executive Director -  
Citizen of Barbados

A member of the BHL Board since November 13th 1997, Mr. Cozier is a Fellow of the Institute of Chartered Accountants of Barbados (ICAB). He joined the staff at Banks (Barbados) Breweries Limited in 1979 as an Accountant. He was appointed Chief Accountant in 1985 and six years later, General Manager of the the Barbados Bottling Company (BBC), which was, at the time, a subsidiary of Banks Holdings Ltd. His dedication and commitment was further rewarded in 1999, when he was appointed Managing Director and CEO of the BHL Group. He held office until March 31, 2017 and remains a consultant to the BHL Group.

Mr. Cozier is also an independent director on the Board of The Barbados Private Sector Association.



**NEVILLE MCDONALD BREWSTER**  
Non-Executive Director –  
Citizen of Barbados

Mr. Brewster utilises his leadership and business experience to provide strategic direction to BDIL. He held the post of Managing Director of Super Centre Ltd. (now Massy Stores) from October 2012 - September 2015. Prior to this, he served Super Centre Ltd. as the Director of Operations from January 2001 to September 2012. Mr. Brewster not only has vast experience in large retail operations; but also possesses marketing skills having worked with Digital Information Systems Ltd. as the Marketing Manager and has petroleum industry experience gained during his tenure with Texaco Eastern Caribbean Ltd. He holds a Bachelor of Science degree in Accounting and an MBA in Business Administration and Marketing.



**PAUL DEVERE DAVIS**  
Non-Executive Director –  
Citizen of Barbados

Mr. Davis has been a member of the BDIL Board since 1997. A former sugar farmer, he became a career dairy farmer in 1983, when he assumed the post of Manager of Walkers Dairy Farm in St. George, a state-of-the-art facility. His public spiritedness has seen Walkers Dairy Farm hosting various school tours as a way of ensuring that future generations are educated about dairy farming. Mr. Davis pursued Agricultural studies at Macdonald College in Canada. A Past-President of the Barbados Dairy and Beef Producers Association of the Barbados Agricultural Society (BAS), Mr. Davis continues to serve as a member of the Association, which he has been associated with since the mid-1980s.

**Board of Directors**

Barbados Dairy Industries Limited



**NIGEL BENNETT**

Corporate Secretary

Citizen of Barbados

Nigel Bennett is an attorney-at-law and partner at Court Caribbean Law Practice. He previously served as Legal Counsel to the Central Bank of Barbados, an international banking subsidiary of RBC Royal Bank of Canada and was seconded to a London based “magic circle” law firm. His primary practice areas are corporate & commercial law, international financial services, conveyancing, mortgages and finance-related matters. Nigel also serves as a panel member of the Financial Services Commission Appeals Tribunal.

## Directors' Report

1. The Directors hereby submit their annual report and the audited consolidated financial statements for the year ended December 31 2019.

2. The consolidated net income for the year attributable to the parent was	546,666
Which is added to the retained earnings brought forward of	45,299,126
Which is also added to the transfers made during the year	0
Minus dividends of	0
Giving retained earnings of	<u>45,845,792</u>

3. At the time of the printing of this report, the Directors were still to finalise the quantum of dividends payable for the year ended 31 December, 2019.

4. In accordance with Clause 4.4 of the Company's By-Laws the following Directors cease to hold office at the end of this Annual Meeting but are eligible for re-election for a period of three (3) years:

**Mr. Carl Richard Cozier**

**Mr. Neville McDonald Brewster**

5. As at 31 December 2019 and 31 August 2022 the following party held more than 5% of the share capital of the Company. No other party held more than 5% of the stated capital of the Company at those dates:

	No. of Shares	
	31.12.19	31.08.22
<b>Banks Holdings Limited (BHL)</b>	<b>3,960,667 (84.3%)</b>	<b>3,960,667 (84.3%)</b>

6. No Directors held any beneficial or non-beneficial interest in the Company's shares during the year and there has been no change since the end of the financial year and the date of this Report.

7. No service contracts were entered into between the Company and any of its Directors during the financial year.

By Order of the Board



S. Matthew Goodin  
Corporate Secretary  
31 August, 2022

## Corporate Governance Statement

The Board of Directors of Barbados Dairy Industries Limited (the "Company") is accountable to its shareholders and seeks to carry out its duties and responsibilities in the best interest of the shareholders, employees, creditors, stakeholders of the Company and the public as a whole. The Board of Directors is committed to the observance of good corporate governance standards and best practices by the Company and seeks to ensure that the conduct of the Company's business takes place in a prudent, ethical, and socially responsible manner.

The Barbados Stock Exchange Inc. ("BSE") issued a number of Corporate Governance Recommendations (the "Recommendations") as a guide to listed companies. The full text of the Recommendations is available on the BSE's website at [www.bse.com.bb](http://www.bse.com.bb). The Recommendations are non-obligatory.

The mandate of the Board of Directors includes the following objectives:

- (i) To monitor the performance of the Management Team and to provide general guidance and direction as warranted.
- (ii) To engender a corporate culture of integrity and social responsibility throughout the Company.
- (iii) To oversee the Company's strategic planning process and approve a strategic plan, budget and financial objectives which take into account among other things, the opportunities and related business risks.
- (iv) To identify the principal risks of the Company's business and ensure the implementation of appropriate systems to identify, manage and mitigate these risks, and
- (v) To oversee the design and effectiveness of the Company's internal controls and management information systems.

### Nomination of Directors

In accordance with By-Law No. 2, and the provisions of the *Companies Act*, Directors are elected by shareholders. Directors elected to fill casual vacancies are elected by the Board. In both cases, the entire Board reviews the training, experience and business acumen of every candidate to ensure suitability for the role.

### Board Meetings & Directors' Attendance

As at 31 December 2019, there were six (6) Directors of the Company. The Company's By-Laws provide that it shall have a minimum of five (5) Directors and a maximum of seven (7) Directors. Of the six (6) Directors, three (3) were independent of the management of the Company.

The remaining three Directors were Mr. Jose Infante, Mr. Fernando Guimarães and Mr. Caio Miranda. During the period under review, Mr. Jose Infante was an officer of Banks Holdings Limited, which provides management services to the Company.

## Corporate Governance Statement

Mr. Fernando Guimarães and Mr. Caio Miranda were officers of AB InBev, the ultimate parent company of Barbados Dairy Industries Limited.

There were three (3) Board meetings during the Financial Year under review. Outlined below is a table detailing the attendance of the Directors:

Director	Attendance (No. of Meetings)	Rate
C. Richard COZIER	3	100%
Neville BREWSTER	3	100%
Paul DAVIS	2	66%
Jose INFANTE	3	100%
Caio MIRANDA	3	100%
Fernando GUIMARÃES	1	33%

Non-Executive Directors are remunerated on an annual basis in arrears for those meetings which they attend and are remunerated in cash only. Directors do not receive any performance-based incentives, nor do they participate in stock-option plans or receive other forms of compensation. A total of \$ 24,300.00 in Directors' Fees were paid for the Financial Year under review.

## Corporate Governance Statement

### Executive Management

The day-to-day operation of the Company is managed by a team of Executive Managers whose profiles may be viewed on the Company's parent's website at [www.thebhlgroup.com](http://www.thebhlgroup.com).

### Code of Ethics

As mandated by the Recommendations, the Company adopted a Code of Ethics in 2016. The Code of Ethics adopted is that of its parent company, Banks Holdings Limited, and will be reviewed on an annual basis and revised as necessary. It is to be read and applied in conjunction with the BHL Fraud Policy Statement and the BHL Whistleblowing Statement. Each of these policies can be accessed on the Company's website at [www.thepinehilldairy.com](http://www.thepinehilldairy.com).

### Insider Trading

The Company approved and adopted the Insider Trading Policy of its parent, Banks Holdings Limited during the financial year 2016 which can be accessed on the Company's website at [www.thepinehilldairy.com](http://www.thepinehilldairy.com). This ensures that the Company remains in compliance with the Insider Trading Guidelines of the Barbados Stock Exchange Inc. as well as that of its parent company AmBev. Further details about the Insider Trading Guidelines of the BSE may be accessed at the BSE website at [www.bse.com.bb](http://www.bse.com.bb).

31 August 2022

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**Grant Thornton Ltd**  
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The Courtyard  
Hastings  
P.O. Box 94W  
Christ Church BB15156  
Barbados W.I.

**T** + 1 246 537 3445  
**F** + 1 246 537 8934

## INDEPENDENT AUDITOR'S REPORT

### To the Shareholders of Barbados Dairy Industries Limited

#### Qualified Opinion

We have audited the accompanying financial statements of **Barbados Dairy Industries Limited** (the "Company"), which comprise the statement of financial position as at December 31, 2019, and the statement of income, statement of other comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, except for the possible effects of the matter described in the *Basis for Qualified Opinion* section of our report, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2019, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards ("IFRSs").

#### Basis for Qualified Opinion

We were appointed as auditors of the Company on September 16, 2019 and thus did not observe the counting of the physical inventories as at December 31, 2018. We were unable to satisfy ourselves by alternative means concerning the existence of inventory quantities held as at December 31, 2018, which are stated in the statement of financial position at a value of \$20,233,336. Consequently, we were unable to determine whether any adjustments to these amounts were necessary.

Since the opening inventories enter into the determination of the financial performance and cash flows for the year, we were also unable to determine whether adjustments might have been necessary in respect of the cost of sales and hence the net income for the year reported in the statement of income, statement of other comprehensive income and the cash flows from operating activities reported in the statement of cash flows.

We conducted our audit in accordance with International Standards on Auditing ("ISAs"). Our responsibilities under those standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' *Code of Ethics for Professional Accountants ("IESBA Code")*, and we have fulfilled our other ethical responsibilities in accordance with the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our qualified opinion.

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. These matters were addressed in the context of our audit of the financial statement as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. In addition to the matter described in the *Basis for Qualified Opinion* section, we have determined the matters described below to be the key audit matters to be communicated in our report.

**Revenue recognition***Description of the Matter*

Revenue is one of the key performance measures used to assess business performance. There is a risk that the amount of revenues presented in the financial statements is higher than the amount that was actually earned by the Company. Revenue from sale of goods is recognised when control over the goods has been transferred to the customers (i.e. generally when the customer has acknowledged receipt of the goods). In our view, revenue recognition is significant to our audit because the amount is material to the financial statements. It also involves voluminous transactions, requires proper observation of cut-off procedures and testing the validity of transactions, and directly impacts the Company's profitability.

The Company's disclosures about its revenues and related receivables, and revenue recognition policies are included in Notes 4, 6 and 11.

*How the Matter was Addressed in the Audit*

Our audit procedures performed to address the risk of material misstatement relating to revenue recognition included the following:

- Obtained an understanding of the Company's processes and controls over revenue recognition, approval and documentation;
- Evaluated the appropriateness of the Company's revenue recognition policy in accordance with IFRS 15;
- Performed substantive analytical review procedures over revenues such as, but not limited to, yearly and monthly analyses of sales and sales mix composition based on our expectations, investigation of variances from our expectations, and verifying that the underlying data used in the analyses were reliable;
- Tested on a sample basis, the sales invoices, delivery receipts and cash receipts of sales transactions throughout the current year to determine the validity and occurrence of sales;
- Confirmed accounts receivables using positive confirmations, on a sample basis, and performed alternative procedures for non-responding customers, such as, examined evidence of subsequent collections, and corresponding sales invoices and proof of deliveries;





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**Key Audit Matters ...continued**

**Revenue recognition ...continued**

*How the Matter was Addressed in the Audit ...continued*

- Tested sales invoices and delivery receipts immediately prior and subsequent to the current period to determine whether the related sales transactions are recognised in the proper reporting period; and
- Evaluated the sufficiency and adequacy of disclosures in the Company's financial statements in accordance with IFRS.

**Responsibilities of Management and Those Charged with Governance for the Financial Statements**

Management is responsible for the preparation and fair presentation of the financial statements in accordance with IFRSs, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Company's financial reporting process.

**Auditor's Responsibilities for the Audit of the Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.



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**Auditor's Responsibilities for the Audit of the Financial Statements ...continued**

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

**Auditor's Responsibilities for the Audit of the Financial Statements ...continued**

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



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**Other Matters**

This report is made solely to the Company's shareholders, as a body, in accordance with Section 147 of the Companies Act of Barbados. Our audit work has been undertaken so that we might state to the Company's shareholders those matters we are required to state in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company's shareholders for our audit work, for this report, or for the opinion we have formed.

The engagement partner on the audit resulting in this independent auditor's report is Jefferson E. Hunte.

*Grant Thornton Ltd*

**Chartered Accountants**

**April 9, 2021**

**Barbados**

# Barbados Dairy Industries Limited

## Statement of Financial Position

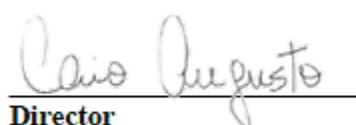
As at December 31, 2019

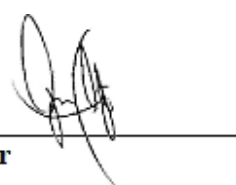
(expressed in Barbados dollars)

	2019 \$	2018 \$
<b>Assets</b>		
<b>Current assets</b>		
Cash (note 10)	7,851,023	4,981,049
Receivables and prepayments (note 11)	4,550,287	5,958,421
Inventories (note 12)	20,484,264	20,233,336
Due from related companies (note 13)	9,623,207	11,937,356
	<u>42,508,781</u>	<u>43,110,162</u>
<b>Current liabilities</b>		
Accounts payable and accruals (note 15)	9,195,809	11,686,031
Due to related companies (note 13)	5,659,129	2,250,737
Current portion of loans due to parent company (note 13)	1,201,958	1,174,877
	<u>16,056,896</u>	<u>15,111,645</u>
<b>Working capital</b>	<b>26,451,885</b>	<b>27,998,517</b>
<b>Deferred tax asset</b> (note 9)	<b>1,591,334</b>	<b>1,407,652</b>
<b>Property, plant and equipment</b> (note 17)	<b>13,468,938</b>	<b>13,470,112</b>
<b>Pension plan asset</b> (note 18)	<b>7,917,000</b>	<b>8,970,000</b>
<b>Long-term investment</b> (note 16)	<b>–</b>	<b>1</b>
<b>Post-employment medical liability</b> (note 19)	<b>(308,000)</b>	<b>(256,000)</b>
<b>Loans due to parent company</b> (note 13)	<b>(916,667)</b>	<b>(2,118,625)</b>
<b>Accounts payable and accruals</b> (note 15)	<b>(254,772)</b>	<b>–</b>
	<u>47,949,718</u>	<u>49,471,657</u>
<b>Equity</b>		
Share capital (note 20)	998,028	998,028
Other reserves (note 21)	1,105,898	3,174,503
Retained earnings	45,845,792	45,299,126
<b>Total equity</b>	<u>47,949,718</u>	<u>49,471,657</u>

The accompanying notes are an integral part of these financial statements.

Approved by the Board of Directors on April 9, 2021.

  
Director

  
Director

# Barbados Dairy Industries Limited

## Statement of Income

For the year ended December 31, 2019

---

(expressed in Barbados dollars)

	2019 \$	2018 \$
Sales (note 6)	48,906,825	54,865,957
Cost of sales (note 7)	<u>(44,247,833)</u>	<u>(47,140,319)</u>
Gross profit	4,658,992	7,725,638
Other income	94,942	38,566
Selling, general and administrative expenses (note 7)	<u>(4,026,863)</u>	<u>(3,695,771)</u>
Profit from operations	727,071	4,068,433
Interest expense	<u>(243,692)</u>	<u>(123,186)</u>
Income before taxation	483,379	3,945,247
Taxation (note 9)	<u>63,287</u>	<u>(3,458,969)</u>
Net income for the year	<u>546,666</u>	<u>486,278</u>
Earnings per share – basic and diluted (note 23)	<u>0.12</u>	<u>0.10</u>

The accompanying notes are an integral part of these financial statements.

# Barbados Dairy Industries Limited

## Statement of Comprehensive Income

For the year ended December 31, 2019

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(expressed in Barbados dollars)

	2019 \$	2018 \$
<b>Net income for the year</b>	<u>546,666</u>	<u>486,278</u>
<b>Other comprehensive (loss)/income, net of tax</b>		
<i>Items that will not be reclassified subsequently to profit or loss</i>		
Re-measurement (loss)/gain on defined benefit plans and post-employment medical liability (notes 18 and 19)	(2,189,000)	1,330,000
Tax effect (note 9)	<u>120,395</u>	<u>119,630</u>
Total other comprehensive (loss)/income, net of tax	<u>(2,068,605)</u>	<u>1,449,630</u>
<b>Total comprehensive (loss)/income for the year</b>	<u>(1,521,939)</u>	<u>1,935,908</u>

The accompanying notes are an integral part of these financial statements.

# Barbados Dairy Industries Limited

## Statement of Changes in Equity

For the year ended December 31, 2019

(expressed in Barbados dollars)

	Share capital \$	Other reserves \$	Retained earnings \$	Total \$
<b>Balance as at December 31, 2017</b>	<b>998,028</b>	<b>1,724,873</b>	<b>44,812,848</b>	<b>47,535,749</b>
<b>Comprehensive income</b>				
Net income for the year	–	–	486,278	486,278
Other comprehensive income for the year (note 21)	–	1,449,630	–	1,449,630
<b>Total comprehensive income for the year</b>	<b>–</b>	<b>1,449,630</b>	<b>486,278</b>	<b>1,935,908</b>
<b>Balance as at December 31, 2018</b>	<b>998,028</b>	<b>3,174,503</b>	<b>45,299,126</b>	<b>49,471,657</b>
<b>Comprehensive loss</b>				
Net income for the year	–	–	546,666	546,666
Other comprehensive loss for the year (note 21)	–	(2,068,605)	–	(2,068,605)
<b>Total comprehensive loss for the year</b>	<b>–</b>	<b>(2,068,605)</b>	<b>546,666</b>	<b>(1,521,939)</b>
<b>Balance as at December 31, 2019</b>	<b>998,028</b>	<b>1,105,898</b>	<b>45,845,792</b>	<b>47,949,718</b>

The accompanying notes are an integral part of these financial statements.

# Barbados Dairy Industries Limited

## Statement of Cash Flows

For the year ended December 31, 2019

(expressed in Barbados dollars)

	2019 \$	2018 \$
<b>Cash flows from operating activities</b>		
Income before taxation	483,379	3,945,247
Adjustments for:		
Depreciation (note 17)	2,885,158	3,026,457
Pension plan income (note 18)	(1,102,000)	(569,000)
Interest expense	243,692	123,186
Loss on disposal of property, plant and equipment	198,399	5,862
Post-employment medical liability expense (note 19)	38,000	23,000
Other post-medical liability benefits paid	(20,000)	(24,355)
Impairment loss on trade and other receivables	17,680	–
Fair value loss on long-term investment	1	–
Pension plan contribution	–	(1,195)
	<hr/>	<hr/>
Operating profit before working capital changes	2,744,309	6,529,202
Decrease in receivables and prepayments	1,390,454	594,721
Increase in inventories	(250,928)	(8,264,044)
Decrease/(increase) in due from related companies	2,314,149	(936,061)
(Decrease)/increase in accounts payable and accruals	(2,555,979)	5,095,337
Increase/(decrease) in due to related companies	3,408,392	(1,659,175)
	<hr/>	<hr/>
Cash generated from operations	7,050,397	1,359,980
Interest paid	(234,396)	(123,186)
	<hr/>	<hr/>
Net cash from operating activities	6,816,001	1,236,794
<b>Cash flows from investing activities</b>		
Purchase of property, plant and equipment (note 17)	(2,690,104)	(609,406)
	<hr/>	<hr/>
<b>Cash flows from financing activities</b>		
Repayment from loans due to parent company	(1,174,877)	(1,148,922)
Repayment of lease liabilities	(71,750)	–
Interest paid lease liabilities	(9,296)	–
	<hr/>	<hr/>
Net cash used in financing activities	(1,255,923)	(1,148,922)
	<hr/>	<hr/>
Increase/(decrease) in cash for the year	2,869,974	(521,534)
Cash at beginning of year	4,981,049	5,502,583
	<hr/>	<hr/>
<b>Cash at end of year</b>	<b>7,851,023</b>	<b>4,981,049</b>

The accompanying notes are an integral part of these financial statements.



# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 1 Nature of operations

Barbados Dairy Industries Limited (the “Company”), a publicly listed entity in Barbados, was incorporated under the Laws of Barbados on March 12, 1964. Its parent company is Banks Holdings Limited, a publicly listed company incorporated in Barbados.

In 2015, the parent company was acquired by SLU Beverages (“SLU”), a company incorporated and domiciled in St. Lucia. SLU is a subsidiary of Cerveceria Nacional Dominicana (“CND”) headquartered in the Dominican Republic. The ultimate parent is AB-Inbev, a company incorporated and domiciled in Brazil.

The principal activity of the Company is the manufacturing, processing and distribution of dairy products and fruit juices.

The Company’s registered office is located at the Pine, St. Michael, Barbados.

## 2 General information compliance with International Financial Reporting Standards (IFRS) and going concern assumption

The financial statements of the Company have been prepared in accordance with IFRS and International Financial Reporting Interpretations Committee (IFRIC) interpretations as issued by the International Accounting Standards Board (IASB). The financial statements have been prepared under the historical cost convention, except for the long-term investment which is measured at fair value. The measurement bases are fully described in the summary of accounting policies. The financial statements have been prepared under the assumption that the Company operates on a going concern basis.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company’s accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 5.

## 3 New or revised standards or interpretations

*New standards and amendments to standards effective for the financial year beginning January 1, 2019*

*IFRS 16, Leases*

IFRS 16 ‘Leases’ replaces IAS 17 ‘Leases’ along with three Interpretations (IFRIC 4 ‘Determining whether an Arrangement contains a Lease’, SIC 15 ‘Operating Leases-Incentives’ and SIC 27 ‘Evaluating the Substance of Transactions Involving the Legal Form of a Lease’).

The adoption of this new Standard has resulted in the Company recognising a right-of-use asset and related lease liability in connection with all former operating leases except for those identified as low-value or having a remaining lease term of less than 12 months from the date of initial application.

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

(expressed in Barbados dollars)

## 3 New or revised standards or interpretations ...continued

*New standards and amendments to standards effective for the financial year beginning January 1, 2019  
...continued*

*IFRS 16, Leases ...continued*

The new Standard has been applied using the modified retrospective approach, with the cumulative effect of adopting IFRS 16 being recognised in equity as an adjustment to the opening balance of retained earnings for the current period. Prior periods have not been restated.

For contracts in place at the date of initial application, the Company has elected to apply the definition of a lease from IAS 17 and IFRIC 4 and has not applied IFRS 16 to arrangements that were previously not identified as leases under IAS 17 and IFRIC 4.

The Company has elected not to include initial direct costs in the measurement of the right-of-use asset for operating leases in existence at the date of initial application of IFRS 16, being January 1, 2019. At this date, the Group has elected to measure the right-of-use asset at an amount equal to the lease liability adjusted for any period or accrued lease payments that existed at the date of transition.

On transition to IFRS 16, the weighted average incremental borrowing rate applied to the lease liability recognised under IFRS 16 was 11.9%.

The Company has benefited from the use of hindsight for determining the lease term when considering options to extend and terminate leases.

The following is a reconciliation of the financial statement line items from IAS 17 to IFRS 16 at January 1, 2019.

	Carrying amount at December 31, 2018 \$	Reclassification \$	Remeasurement \$	IFRS 16 carrying amount at January 1, 2019 \$
Property and equipment	13,470,112	–	250,008	13,720,120
Accounts payable and accruals – current portion	(11,686,031)	–	(71,750)	(11,757,781)
Accounts payable and accruals – non-current portion	–	–	(178,258)	(178,258)
<b>Total</b>	<b>1,784,081</b>	<b>–</b>	<b>–</b>	<b>1,784,081</b>

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 3 New or revised standards or interpretations ...continued

*New standards and amendments to standards effective for the financial year beginning January 1, 2019  
...continued*

*IFRIC 23, Uncertainty over Income Tax Treatments*

The interpretation provides clarification on the determination of taxable profit, tax bases, unused tax losses, unused tax credits, and tax rates when there is uncertainty over income tax treatments. The core principle of the interpretation requires the Company to consider the probability of the tax treatment being accepted by the taxation authority. When it is probable that the tax treatment will be accepted, the determination of the taxable profit, tax bases, unused tax losses, unused tax credits, and tax rates shall be on the basis of the accepted tax treatment. Otherwise, the Company has to use the most likely amount or the expected value, depending on the surrounding circumstances, in determining the tax accounts identified immediately above.

Management determines that the impact of IFRIC 23 on the financial statements of the Company is not significant.

*Other amendments to standards*

Other standards and amendments that are effective for the first time in January 2019 are as follows:

- IFRS 9, Prepayment Features with Negative Comparison (Amendments to IFRS 9);
- IAS 28, Long-term Interests in Associates and Joint Ventures (Amendments to IAS 28);
- IFRS 10 (Amendments), Consolidated Financial Statements, and IAS 28 (Amendments), Investments in Associates and Joint Ventures – Sale or Contribution of Assets Between an Investor and its Associates or Joint Venture;
- Annual Improvements to IFRS 2015-2017 Cycle; and
- Plan Amendment, Curtailment or Settlement (Amendments to IAS 19).

The other amendments listed above did not have any impact on the amounts recognised in prior periods and are not expected to significantly affect the current or future periods.

*Standards, amendments and interpretations to existing standards that are not yet effective and have not been adopted early by the Company*

At the date of authorisation of these financial statements, several new, but not yet effective standards, amendments to existing standards, and interpretations have been published by the IASB. None of these standards, amendments or interpretations have impacted and been adopted early by the Company.

## 4 Summary of significant accounting policies

### a) Revenue recognition

Revenue arises from the sale of goods. It is measured at the fair value of consideration received or receivable, excluding sales taxes, rebates, and trade discounts. To determine whether to recognise revenue, the Company follows a 5-step process:

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 4 Summary of significant accounting policies ...continued

### a) Revenue recognition ...continued

1. Identifying the contract with a customer;
2. Identifying the performance obligations;
3. Determining the transaction price;
4. Allocating the transaction price to the performance obligations; and
5. Recognising revenue when/as performance obligation(s) are satisfied.

For Step 1 to be achieved, the following five criteria must be present:

- the parties to the contract have approved the contract either in writing, orally or in accordance with other customary business practices;
- each party's rights regarding the goods or services to be transferred or performed can be identified;
- the payment terms for the goods or services to be transferred or performed can be identified;
- the contract has commercial substance (i.e., the risk, timing or amount of the future cash flows is expected to change as a result of the contract); and
- collection of the consideration in exchange of the goods and services is probable.

The Company derives revenue from sale of goods at a point in time, when (or as) the Company satisfies performance obligations by transferring the promised goods to its customers.

The Company recognises contract liabilities, if any, for consideration received in respect of unsatisfied performance obligations and reports these amounts as contract liabilities in the statement of financial position. Similarly, if the Company satisfies a performance obligation before it receives the consideration, the Company recognises either a contract asset or a receivable in its statement of financial position, depending on whether something other than the passage of time is required before the consideration is due.

### b) Foreign currency translation

#### *Functional and presentation currency*

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The Company's functional currency is Barbados dollars. The financial statements are also presented in Barbados dollars, which is the Company's presentation currency.

#### *Foreign currency transactions and balances*

Foreign currency transactions are translated into the functional currency of the Company, using the exchange rates prevailing at the dates of the transactions (spot exchange rate). Foreign exchange gains and losses resulting from the settlement of such transactions and from the re-measurement of monetary items denominated in foreign currency at year-end exchange rates are recognised in the statement of income.

Non-monetary items are not retranslated at year-end and are measured at historical cost (translated using the exchange rates at the transaction date), except for non-monetary items measured at fair value which are translated using the exchange rates at the date when fair value was determined.

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 4 Summary of significant accounting policies ...continued

### c) Inventories

Inventory is stated at the lower of cost and net realisable value. Cost is determined on a weighted average basis. Finished goods comprise the direct cost of production and an attributable proportion of direct overheads appropriate to location and condition. Net realisable value is the price at which the stock can be realised in the normal course of business after deducting costs to complete and sell.

Supplies are valued at cost. Provisions are made for obsolete, slow moving and defective items as considered appropriate in the circumstances.

### d) Property, plant and equipment

Property, plant and equipment are stated at historical less accumulated depreciation and impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the statement of income during the financial period in which they are incurred.

Capital work in progress represents assets under construction and is stated at cost. These include the design and direct costs to the extent that they are directly attributable to the acquisition or construction of the property, and any other directly attributable costs of bringing the property to working condition. Capital work in progress is not depreciated until such time that the relevant assets are ready for use.

Depreciation is charged on leasehold buildings over the term of the lease or life of the asset whichever is shorter.

Depreciation of other property, plant and equipment is charged by using the straight-line basis at rates sufficient to write off the cost of the assets over their estimated useful lives as follows:

Plant and machinery	-	3 to 20 years
Furniture, fittings and other equipment	-	3 to 10 years
Motor vehicles	-	5 years
Containers	-	5 years
Right of use asset	-	1.8 to 3.5 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount.

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 4 Summary of significant accounting policies ...continued

### d) Property, plant and equipment ...continued

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the statement of income.

### e) Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Company makes an estimate of the recoverable amount.

A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in income unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase.

### f) Taxation

Tax expense recognised in profit or loss comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Current income tax assets and/or liabilities comprise those claims from, or obligations to fiscal authorities relating to the current or prior reporting periods, that are unpaid at the reporting date. Current tax is payable on taxable profit, which differs from profit or loss in the financial statements. Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period in Barbados.

Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases. However, deferred tax is not provided on the initial recognition of goodwill, or on the initial recognition of an asset or liability unless the related transaction is a business combination or affects tax or accounting profit.

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 4 Summary of significant accounting policies ...continued

### f) Taxation ...continued

Deferred tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective period of realisation, provided those rates are enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss or deductible temporary difference will be able to be utilised against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit. Deferred tax liabilities are always provided for in full.

Changes in deferred tax assets or liabilities are recognised as a component of tax income or expenses in the statement of income, except where they relate to items that are recognised in other comprehensive income, if any, or directly in equity, in which case the related deferred tax is also recognised in other comprehensive income or equity, respectively.

The financial statements are prepared using the liability method of accounting for taxation whereby the future taxable liability or asset arising from temporary differences is provided for at the estimated future corporation tax rate that is expected to apply to the period when the liability is settled, or the asset realized. Deferred tax assets in respect of unused tax losses are recognized to the extent that it is probable that future taxable profits will be available against which the unused tax losses can be utilized.

### g) Provision for deposits owed to customers

The quantity of containers in customers' possession, on which the provision for deposits is based, is estimated by management, having regard to the level of sales and the turnaround of containers.

### h) Employee benefits

#### *Short-term employee benefits*

Short-term employee benefits, including holiday entitlement, are current liabilities included in other payables and accruals, measured at the undiscounted amount that the Company expects to pay as a result of the unused entitlement.

#### *Post-employment benefits*

The Company operates a defined benefit plan, the assets of which are held in a separate fund administered by Trustees. The Company meets the balance of the cost of funding the plan and the Company pays contributions of 0.1% of the employee's salary. The funding requirements are based on regular actuarial valuations of the pension plan every three years.

Typically, a defined benefit plan defines an amount of a pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 4 Summary of significant accounting policies ...continued

### h) Employee benefits ...continued

#### *Post-employment benefits ...continued*

The asset recognized in the statement of financial position in respect of defined benefit pension plans is the fair value of plan assets less the present value of the defined benefit obligation at the end of the reporting period. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating to the terms of the related pension obligation. In countries where there is no deep market in such bonds, the market rates on government bonds are used.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to equity in other comprehensive income in the period in which they arise.

Past-service costs are recognized immediately in the statement of income.

The Company also operates a contributory defined contribution pension scheme. Contributions are charged to the statement of income in the year to which they relate. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. The Company has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

The Company also provides post-employment healthcare benefits to its employees, pensions and their registered dependents. These benefits are funded by contributions from the Company to Guardian Life. The expected costs of these benefits are accrued over the period of employment, using a methodology similar to that for defined benefit pension plans. These obligations are valued by independent qualified actuaries.

### i) Interest bearing loans payable

All interest-bearing loans payable are initially recognized at cost. After initial recognition, they are measured at amortized cost using the effective interest rate method.

### j) Leases – Company as a lessee

As described in Note 3, the Company has applied IFRS 16 using the modified retrospective approach and therefore comparative information has not been restated. This means comparative information is still reported under IAS 17 and IFRIC 4.



# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 4 Summary of significant accounting policies ...continued

### j) Leases – Company as a lessee ...continued

#### (i) Accounting policy applicable from January 1, 2019

For any new contracts entered into on or after January 1, 2019, the Company considers whether a contract is, or contains a lease. A lease is defined as ‘a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration’. To apply this definition the Company assesses whether the contract meets three key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Company;
- the Company has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract; and
- the Company has the right to direct the use of the identified asset throughout the period of use. The Company assesses whether it has the right to direct ‘how and for what purpose’ the asset is used throughout the period of use.

#### *Measurement and recognition of leases as a lessee*

At lease commencement date, the Company recognises a right-of-use asset and a lease liability on the statement of financial position. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Company, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received).

The Company depreciates the right-of-use asset on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist.

At the commencement date, the Company measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company’s incremental borrowing rate.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments.

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 4 Summary of significant accounting policies ...continued

### j) Leases – Company as a lessee ...continued

#### (i) Accounting policy applicable from January 1, 2019 ...continued

##### *Measurement and recognition of leases as a lessee ...continued*

When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

The Company has elected to account for short-term leases and leases of low-value assets using the practical expedient. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in profit or loss on a straight-line basis over the lease term.

On the statement of financial position, right-of-use asset has been included in property, plant and equipment and lease liabilities have been included in accounts and other payables.

#### (ii) Accounting policy applicable before January 1, 2019

Leases which do not transfer to the Company substantially all the risks and benefits of ownership of the asset are classified as operating leases. Operating lease payments (net of any incentive received from the lessor) are recognised as an expense in the statement of income on a straight-line basis over the lease term. Associated costs, such as repairs and maintenance and insurance, are expensed as incurred.

The Company determines whether an arrangement is, or contains, a lease based on the substance of the arrangement. It makes an assessment of whether the fulfilment of the arrangement is dependent on the use of a specific asset or assets and the arrangement conveys a right to use the asset.

### k) Cash

Cash comprises of cash at bank and in hand net of bank overdrafts, if any.

### l) Financial instruments

#### i) Recognition and derecognition

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 4 Summary of significant accounting policies ...continued

### 1) Financial instruments ...continued

#### ii) Measurement methods

Amortised cost is the amount at which the financial asset or financial liability is measured at initial recognition minus the principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount and, for financial assets, adjusted for any loss allowance.

The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial asset or financial liability to the gross carrying amount of the financial asset (i.e. its amortised cost before any impairment allowance) or to the amortised cost of a financial liability. The calculation does not consider expected credit losses and includes transaction costs, premiums or discounts and fees and points paid or received that are integral to the effective interest rate, such as origination fees.

When the Company revises the estimates of future cash flows, the carrying amount of the respective financial assets or financial liability is adjusted to reflect the new estimate discounted using the original effective interest rate. Any changes are recognised in the statement of income.

#### iii) Classification and initial measurement of financial assets

At initial recognition, the Company initially measures a financial asset or financial liability at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are incremental and directly attributable to the acquisition or issue of the financial asset or financial liability such as fees and commissions. Transaction costs of financial assets and financial liabilities carried at fair value through profit or loss are expenses in the statement of income. Immediately after initial recognition, an expected credit loss allowance (ECL) is recognised for financial assets measured at amortised cost, which results in an accounting loss being recognised in profit or loss when an asset is newly originated.

When the fair value of financial assets and liabilities differs from the transaction price on initial recognition, the entity recognises the difference as follows:

- When the fair value is evidenced by a quoted price in an active market for an identical asset or liability (i.e. a Level 1 input) or based on a valuation technique that uses only data from observable markets, the difference is recognised as a gain or loss.
- In all other cases, the difference is deferred and the timing of recognition of deferred day one profit or loss is determined individually. It is either amortised over the life of the instrument, deferred until the instrument's fair value can be determined using market observable inputs, or realized through settlement.

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 4 Summary of significant accounting policies ...continued

### l) Financial instruments ...continued

#### iii) Classification and initial measurement of financial assets ...continued

Financial assets are classified into the following categories:

- amortised cost;
- fair value through profit or loss (FVTPL); and
- fair value through other comprehensive income (FVOCI).

In the current and prior periods presented, the Company does not have any financial assets categorised as FVOCI.

The classification is determined by both the Company's business model for managing the financial asset and the contractual cash flow characteristics of the financial assets.

All income and expenses relating to financial assets that are recognised in the statement of income are presented within finance costs, finance income or other financial items, except for loss allowance of trade and other receivables and due from related parties, which is presented within selling, general and administrative expenses.

#### iv) Subsequent measurement of financial assets

##### *Financial assets at amortised cost*

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVTPL):

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

After initial recognition, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Company's cash, trade and other receivables and due from related parties are included within this category of financial instruments.

##### *Financial assets at FVTPL*

Equity instruments are instruments that do not contain contractual obligations to pay the instrument holder and that evidence residual interests in the issuer's net assets. The Company subsequently measures all equity investments at FVTPL, except where the Company's management has elected, at initial recognition, to irrevocably designate an equity investment at FVOCI. A gain or loss on equity investment that is subsequently measured at FVTPL is recognised in profit or loss.

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 4 Summary of significant accounting policies ...continued

### l) Financial instruments ...continued

#### v) Impairment of financial assets

The Company uses the IFRS 9's impairment requirement which assesses on a forward-looking basis, the expected credit losses – the 'expected credit loss model' on its financial assets carried at amortised cost and with the exposure arising from loan commitments. Instruments within the scope of the new requirements include, trade receivables and other debt-type financial assets measured at amortised cost, other receivables, contract assets, if any, recognised and measured under IFRS 15 and some financial guarantee contracts (for the issuer) that are not measured at fair value through profit or loss.

Recognition of credit losses is no longer dependent on the Company first identifying a credit loss event. Instead, the Company considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk ('Stage 1'); and
- financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low ('Stage 2').

'Stage 3' would cover financial assets that have objective evidence of impairment at the reporting date.

'12-month expected credit losses' are recognised for the first category while 'lifetime expected credit losses' are recognised for the second category.

Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

The Company makes use of a simplified approach in accounting for trade and other receivables and due from related parties and records the loss allowance as lifetime expected credit losses. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial instrument. In calculating, the Company uses its historical experience, external indicators and forward-looking information to calculate the expected credit losses using a provision matrix.

The Company assesses loss allowance of trade and other receivables on a collective basis as they possess shared credit risk characteristics based on the days past due. Refer to Note 24(a)(ii) for a detailed analysis of how the impairment requirements of IFRS 9 are applied.

# Barbados Dairy Industries Limited

Notes to Financial Statements

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(expressed in Barbados dollars)

## 4 Summary of significant accounting policies ...continued

### l) Financial instruments ...continued

#### v) Impairment of financial assets ...continued

The Company categorises trade receivables for potential write-off when a debtor fails to make contractual payments more than 90 days past due. Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Company. When recoveries are made, these are recognised in the statement of income.

#### vi) Classification and subsequent measurement and derecognition of financial liabilities

##### (i) Classification and subsequent measurement

In both the current and prior periods, financial liabilities are classified as subsequently measured at amortised cost.

##### (ii) Derecognition

Financial liabilities are derecognised when they are extinguished (i.e. when the obligation specified in the contract is discharged, cancelled or expires). The exchange between the Company and its original lenders of debt instruments with substantially different terms, as well as substantial modifications of the terms of existing financial liabilities, are accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The terms are substantially different if the discounted present value of the cash flows under the new terms, including any fees paid net of any fees received and discounted using the original effective interest rate, is at least 10% different from the discounted present value of the remaining cash flows of the original financial liability. In addition, other qualitative factors, such as the currency that the instrument is denominated in, changes in the type of interest rate, new conversion features attached to the instrument and change in covenants are also taken into consideration. If an exchange of debt instruments or modification of terms is accounted for as an extinguishment, any costs or fees incurred are recognised as part of the gain or loss on the extinguishment. If the exchange or modification is not accounted for as an extinguishment, any costs or fees incurred adjust the carrying amount of the liability and are amortised over the remaining term of the modified liability.

### m) Offsetting of financial instruments

Financial assets and liabilities are offset, and the net amount reported in the statement of financial position only when there is a legally enforceable right to offset the recognised amounts and there is intention to settle on a net basis, or to realise the asset and settle the liability simultaneously.

### n) Expenses

Expenses are recognised in the statement of income upon utilisation of the service or as incurred.

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 4 Summary of significant accounting policies ...continued

### o) Borrowing costs

Borrowing costs are expenses in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

### p) Provisions

Provisions for product warranties, legal disputes, onerous contracts or other claims are recognised when the Company has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of economic resources will be required from the Company and amounts can be estimated reliably. Timing or amount of the outflow may still be uncertain.

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. Provisions are discounted to their present values, where the time value of money is material.

Any reimbursement that the Company can be virtually certain to collect from a third party with respect to the obligation is recognised as a separate asset. However, this asset may not exceed the amount of the related provision.

No liability is recognised if an outflow of economic resources as a result of present obligations is not probable. Such situations are disclosed as contingent liabilities unless the likelihood of an outflow of resources is remote.

### q) Events after the reporting date

Post year-end events that provide additional information about the Company's financial position at the reporting date (adjusting events) are reflected in the financial statements. Post year-end events that are not adjusting events are disclosed in the notes to the financial statements when material.

### r) Earnings per share

Basic earnings per share are determined by dividing profit by the weighted average number of ordinary shares outstanding during the period after giving retroactive effect to stock dividends declared, stock splits and reverse stock splits during the period, if any.

Diluted earnings per share are computed by adjusting the weighted average number of ordinary shares outstanding to assume conversion of dilutive potential shares. Currently, the Company does not have dilutive potential shares outstanding, hence, the diluted earnings per share is equal to the basic earnings per share.

# Barbados Dairy Industries Limited

Notes to Financial Statements

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(expressed in Barbados dollars)

## 4 Summary of significant accounting policies ...continued

### s) Equity, other reserves and retained earnings

Share capital represents the proceeds of shares that have been issued.

Other reserves comprise mainly of the re-measurement of defined benefit plan and post-medical benefits.

Retained earnings include cumulative balance of net income or loss, dividend distributions, effect of changes in accounting policy and other capital adjustments.

All transactions with shareholders of the parent company are recorded separately within equity.

Dividend distributions payable to equity shareholders are included in other liabilities when the dividends have been approved in a general meeting prior to the reporting date.

## 5 Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future.

### *Estimated impairment of inventories*

Management recognises a provision for inventory losses when the realisable values of inventory items become lower than cost due to obsolescence or other causes. Obsolescence is based on the physical condition of inventory items. Obsolescence is also established when inventory items can no longer be utilised. Obsolete goods when identified are charged to the statement of income. The Company believes such estimates represent a fair charge for the level of inventory losses in a given year. The Company's policy is to review on an annual basis the condition of its inventory.

### *Deferred tax assets*

Deferred tax assets are recognised for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgement is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and level of future taxable profits together with future tax planning strategies.



# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 5 Summary of significant accounting policies ...continued

### *Employee retirement benefits*

The present value of the defined benefit funded obligations depend on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost/(income) for pensions include the discount rate. Any changes in these assumptions will impact the carrying amount of pension obligations. The Company determines the appropriate discount rate at the end of each year. This is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the pension obligations. In determining the appropriate discount rate, the Company considers the interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating the terms of the related pension obligation. Additional information is disclosed in note 18.

## 6 Sales

All of the Company's sales are recognised at a point in time, being the time of delivery to and acceptance by the customer, for both 2019 and 2018.

The Company's sales disaggregated by primary geographical market are as follows:

	2019	2018
	\$	\$
<b>Country</b>		
Barbados	40,541,398	44,695,252
St. Lucia	2,320,629	2,265,485
Antigua and Barbuda	1,860,247	2,391,821
Guyana	1,113,749	1,490,847
St. Kitts and Nevis	1,072,310	995,768
Grenada	792,574	895,304
Other countries	683,332	1,465,972
St. Vincent and the Grenadines	522,586	665,508
	<hr/>	<hr/>
	48,906,825	54,865,957

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 7 Operating expenses by nature

The details of operating expenses by nature are shown below.

	2019	2018
	\$	\$
Materials	27,566,789	31,058,093
Production overhead	7,319,259	7,005,948
Staff costs (note 8)	6,371,034	6,562,816
Depreciation (note 17)	2,885,158	3,026,457
Advertising and promotions	1,685,680	1,396,258
Administrative and office expenses	1,404,165	738,163
Management fees (note 13)	1,008,000	1,008,000
Professional fees	123,181	73,841
Information technology and communications	21,105	75,412
Vehicle expenses	38,152	33,710
Inventory obsolescence (note 12)	–	62,887
Changes in inventories	(147,827)	(205,495)
	<u>48,274,696</u>	<u>50,836,090</u>

These expenses are classified in the statement of income as follows:

	2019	2018
	\$	\$
Cost of sales	44,247,833	47,140,319
Selling, general and administrative expenses	4,026,863	3,695,771
	<u>48,274,696</u>	<u>50,836,090</u>

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 8 Staff costs

The breakdown of this account follows:

	2019	2018
	\$	\$
Salaries, wages and allowances	6,458,300	6,359,404
NIS contributions	558,973	499,567
Other staff costs	259,998	18,220
Bonus and gratuity	157,763	231,625
Post-employment medical liability (note 19)	38,000	23,000
Pension – defined benefit plan (note 18)	(1,102,000)	(569,000)
	<u>6,371,034</u>	<u>6,562,816</u>

## 9 Taxation

### Change in tax rate

During the year, the Government of Barbados announced certain changes to corporation taxes. Effective January 1, 2019, that tax rate was reduced to 5.5% to 1% on a sliding scale. Previously, the corporation tax rate applicable to manufacturing companies was 15%.

	2019	2018
	\$	\$
<b>Statement of income</b>		
Deferred tax (credit)/expense for the year	<u>(63,287)</u>	<u>3,458,969</u>

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

(expressed in Barbados dollars)

## 9 Taxation ...continued

The tax on the income before taxation differs from the theoretical amount that would arise using the basic corporation tax rate as follows:

	2019 \$	2018 \$
Income before taxation	483,379	3,921,247
Taxed at statutory rates of 5.5% (2018: 15%)	26,586	588,187
Manufacturing allowance	(348,098)	(1,233,342)
Unutilized tax losses	221,404	271,977
Depreciation on assets not qualifying for capital allowances	159,728	453,969
Pension and post-employment medical benefits	(59,620)	(81,150)
Others	–	359
<b>Current tax expense</b>	–	–
<b>Deferred tax (credit)/expense arising from the recognition or reversal of deferred tax asset</b>	(63,287)	3,458,969
	(63,287)	3,458,969
<b>Deferred tax asset</b>		
Balance at beginning of year	1,407,652	4,746,991
Deferred tax expense recognised in statement of income		
Unutilized tax losses	199,313	271,976
Post-retirement medical liability	990	6,450
Pension plan asset	(60,610)	(87,600)
Accelerated depreciation for accounting purposes	(76,406)	(894,685)
Effect of change in tax rate	–	(2,755,110)
	63,287	(3,458,969)
Deferred tax credit/(expense) recognised in other comprehensive income		
Pension plan asset	118,525	(184,950)
Post-retirement medical liability	1,870	(14,550)
Effect of change in tax rate	–	319,130
	120,395	119,630
Balance at end of year	1,591,334	1,407,652

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

(expressed in Barbados dollars)

## 9 Taxation ...continued

The deferred tax asset is analysed as follows:

	2019	2018
	\$	\$
Accelerated depreciation for accounting purposes	1,162,438	1,238,844
Unutilized tax losses	847,391	648,078
Post-retirement medical liability	16,940	14,080
Pension plan asset	(435,435)	(493,350)
	<u>1,591,334</u>	<u>1,407,652</u>

### Tax losses

The Company has unutilised tax losses of \$15,407,096 (2018: \$11,783,228) available to be carried forward and applied against future taxable income. The losses have not been agreed by the Revenue Commissioner of the Barbados Revenue Authority but are not in dispute.

Income Year	Amount	Expiry Date
	\$	
2011	7,700,745	2020
2012	1,867,650	2021
2018	1,813,177	2025
2019	4,025,524	2026
	<u>15,407,096</u>	

## 10 Cash

	2019	2018
	\$	\$
Cash on hand	372	371
Cash at banks	7,850,651	4,980,678
	<u>7,851,023</u>	<u>4,981,049</u>

Cash at banks is held with several local commercial banks in non-interest-bearing accounts. The amounts held in these accounts facilitate the short-term commitments and day-to-day operations of the Company.

# Barbados Dairy Industries Limited

Notes to Financial Statements

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(expressed in Barbados dollars)

## 11 Receivables and prepayments

	2019	2018
	\$	\$
Trade receivables	3,770,820	4,753,844
Other receivables	545,341	1,039,577
Prepayments	234,126	165,000
	<u>4,550,287</u>	<u>5,958,421</u>

### Trade receivables

The Company's trade receivables are amounts due from customers for the goods sold in the ordinary course of business. They are generally due for settlement within 30 to 60 days and therefore are all classified as current. Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognised at fair value. The Company holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method. Details about the Company's impairment policies and expected credit loss measurement are disclosed in Note 24(a)(ii). Due to the short-term nature of the Company's trade receivables, their carrying amount is considered to be the same as their fair value.

## 12 Inventories

	2019	2018
	\$	\$
Raw materials	15,362,331	14,066,143
Finished goods	2,795,549	4,134,126
Fuel and factory supplies	3,447,083	3,235,982
Marketing materials	16,737	19,739
	<u>21,621,700</u>	<u>21,455,990</u>
Provision for inventory obsolescence	(1,137,436)	(1,222,654)
	<u>20,484,264</u>	<u>20,233,336</u>

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 12 Inventories ...continued

The movement of provision for inventory obsolescence is shown below.

	2019	2018
	\$	\$
Balance at beginning of year	1,222,654	1,159,767
Provisions during the year (note 7)	–	62,887
Write-off during the year	<u>(85,218)</u>	<u>–</u>
Balance at end of year	<u>1,137,436</u>	<u>1,222,654</u>

The net of change in provision and direct write-down of inventories recognized in the statement of income is \$nil (2018: \$62,887). This amount is included in cost of sales.

## 13 Related party transactions and balances

Related party relationship exists when one party has the ability to control directly or indirectly, through one or more intermediaries, the other party or exercise significant influence over the other party in making financial and operating decisions. Such relationships also exist between or among entities under common control, parent company and its key management personnel, directors and shareholders.

### Related party balances

*Amounts due from/to related parties*

The amount due from/to related companies are unsecured, interest-free and have no fixed terms of repayment.

	2019	2018
	\$	\$
<b>Receivables</b>		
Entities under common control	<u>9,623,207</u>	<u>11,937,356</u>
<b>Payables</b>		
Entities under common control	<u>5,659,129</u>	<u>2,250,737</u>

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 13 Related party transactions and balances ...continued

### Related party balances ...continued

#### Loans due to parent company

	2019 \$	2018 \$
Total loans due to parent company	2,118,625	3,293,502
Less: current portion	<u>(1,201,958)</u>	<u>(1,174,877)</u>
Non-current portion	<u>916,667</u>	<u>2,118,625</u>

#### Interest-bearing loan

The Company obtained an unsecured, interest-bearing loan from its parent company on January 21, 2016 amounting to \$3,000,000 for working capital support. The loan bears interest at a rate of 4.25% per annum, matures on December 21, 2020 and is repayable in equal monthly instalment of \$55,589.

Interest expense incurred in 2019 charged to the statement of income amounted to \$42,187 (2018: \$68,143).

#### Noninterest-bearing loan

The Company obtained an unsecured noninterest-bearing loan from its parent company amounting to \$5,500,000 on September 30, 2012 for working capital support, which matures on August 31, 2022 and is repayable in equal monthly instalment of \$45,833.

### Related party transactions

During the year, the Company entered into the following transactions with its parent and fellow subsidiaries:

	2019 \$	2018 \$
Sales to a related company	12,732,927	14,743,964
Purchases from related companies	9,486,690	13,357,052
Management fees paid to related company (note 7)	750,000	750,000
Management fee paid to parent company (note 7)	258,000	258,000
Interest expense	42,187	68,143
Rent charged to related parties	37,926	6,321



# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 13 Related party transactions and balances ...continued

Compensation of key management personnel of the Company:

	2019	2018
	\$	\$
Short-term employee benefits	<u>30,000</u>	<u>36,000</u>

## 14 Bank overdraft

The security for the bank overdraft facility of \$500,000 is secured by a letter of undertaking to provide the bank with a mortgage over the Company's assets, if called upon to do so and a guarantee endorsed by the parent company, Banks Holdings Limited.

Interest is charged and payable monthly on the overdraft balance at 4.25% (2018: 4.25%).

## 15 Accounts payable and accruals

	2019	2018
	\$	\$
Accruals and other payables	5,945,995	4,800,504
Trade payables	3,084,203	6,820,471
Dividends payable	64,451	65,056
Lease liabilities	355,932	—
	<u>9,450,581</u>	<u>11,686,031</u>
Current	9,195,809	11,686,031
Non-current	254,772	—
	<u>9,450,581</u>	<u>11,686,031</u>

Terms and conditions of the above liabilities are as follows:

- Trade payables are non-interest bearing and are normally settled on 30-60 day terms; and
- Other payables are non-interest bearing and are normally settled within three months.

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

(expressed in Barbados dollars)

## 15 Accounts payable and accruals ...continued

### Leases

Lease liabilities are presented in the statement of financial position as follows:

	2019 \$	2018 \$
Current	101,160	–
Non-current	254,772	–
	355,932	–

The Company has leases for equipment and motor vehicles and are reflected on the statement of financial position as right-of-use assets and lease liabilities. The Company classifies its right-of-use asset in a separate class in the property, plant and equipment (see note 17).

The lease generally imposes a restriction that, unless there is a contractual right for the Company to sublet the asset to another party, the right-of-use asset can only be used by the Company. The lease is either non-cancellable or may only be cancelled by incurring a substantive termination fee. The Company is prohibited from selling or pledging the underlying leased asset as security. Further, the Company must keep the office building in a good state of repair and return the property in its original condition at the end of the lease. Also, the Company must insure items of property and equipment and incur maintenance fees on such items in accordance with the lease contract.

The table below describes the nature of the Group's leasing activities by type of right-of-use asset recognised on statement of financial position:

Right-of-use asset	No. of right-of-use asset leased	Range of remaining term	Average remaining lease term	No. of leases with extension option	No. of leases with options to purchase	No. of leases with variable payments linked to an index	No. of leases with termination options
Motor vehicles	15	0.5 years to 4.58 years	0.5 years to 4.58 years	15	–	–	–
Equipment	8	2 years	2 years	8	–	–	–

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 15 Accounts payable and accruals ...continued

### Leases ...continued

The lease liability is unsecured and future minimum lease payments at December 31, 2019 are as follows.

	Within 1 year \$	1 – 5 years \$	Total \$
Lease payments	161,136	404,400	565,536
Finance charges	(59,976)	(149,628)	(209,604)
Net present values	<u>101,160</u>	<u>254,772</u>	<u>355,932</u>

The Company did not enter into any short-term lease arrangements during the year with no commitment as at December 31, 2019.

As at December 31, 2019, the Company has no commitment to a lease which has not yet commenced.

Total cash outflows for repayments of lease liabilities and interest portion of the lease liabilities for the year ended December 31, 2019 were \$71,750 and \$9,296, respectively.

The right-of-use asset and accumulated depreciation as at December 31, 2019 and the related depreciation expense for the year then ended is shown separately under property and equipment account (see note 17).

## 16 Long-term investment

	2019 \$	2018 \$
Barbados Agro Processing Company Limited (in receivership)	—	<u>1</u>

# Barbados Dairy Industries Limited

Notes to Financial Statements  
December 31, 2019

(expressed in Barbados dollars)

## 17 Property, plant and equipment

	Buildings on leasehold land	Plant and machinery	Furniture, fittings and other equipment	Motor vehicles	Containers	Capital works in progress	Right of use asset	Total
	\$	\$	\$	\$	\$	\$	\$	\$
<b>At December 31, 2017</b>								
Cost	15,573,954	38,647,872	1,934,262	116,661	423,247	162,845	—	56,858,841
Accumulated depreciation	(9,998,724)	(28,571,774)	(1,858,598)	(113,473)	(423,247)	—	—	(40,965,816)
<b>Net book value</b>	<b>5,575,230</b>	<b>10,076,098</b>	<b>75,664</b>	<b>3,188</b>	<b>—</b>	<b>162,845</b>	<b>—</b>	<b>15,893,025</b>
<b>Year ended December 31, 2018</b>								
Opening net book value	5,575,230	10,076,098	75,664	3,188	—	162,845	—	15,893,025
Additions	—	—	—	—	—	609,406	—	609,406
Transfers	157,115	37,080	—	—	—	(194,195)	—	—
Adjustments, cost	—	(1,500)	341,489	—	—	303	—	340,292
Adjustments, accumulated depreciation	—	1,197	(341,489)	—	—	—	—	(340,292)
Disposals	—	—	(22,512)	—	—	—	—	(22,512)
Writeback of depreciation	—	—	16,650	—	—	—	—	16,650
Depreciation charges (note 7)	(393,539)	(2,602,274)	(29,687)	(957)	—	—	—	(3,026,457)
<b>Closing net book value</b>	<b>5,338,806</b>	<b>7,510,601</b>	<b>40,115</b>	<b>2,231</b>	<b>—</b>	<b>578,359</b>	<b>—</b>	<b>13,470,112</b>
<b>At December 31, 2018</b>								
Cost	15,731,069	38,683,452	2,253,239	116,661	423,247	578,359	—	57,786,027
Accumulated depreciation	(10,392,263)	(31,172,851)	(2,213,124)	(114,430)	(423,247)	—	—	(44,315,915)
<b>Net book value</b>	<b>5,338,806</b>	<b>7,510,601</b>	<b>40,115</b>	<b>2,231</b>	<b>—</b>	<b>578,359</b>	<b>—</b>	<b>13,470,112</b>

# Barbados Dairy Industries Limited

Notes to Financial Statements  
December 31, 2019

(expressed in Barbados dollars)

## 17 Property, plant and equipment ... continued

	Buildings on leasehold land \$	Plant and machinery \$	Furniture, fittings and other equipment \$	Motor vehicles \$	Containers \$	Capital works in progress \$	Right of use asset \$	Total \$
<b>Year ended</b>								
<b>December 31, 2019</b>								
Opening net book value	5,338,806	7,510,601	40,115	2,231	–	578,359	–	13,470,112
Effect of IFRS 16	–	–	–	–	–	–	–	392,279
Additions	–	1,162,740	24,028	–	–	1,503,336	–	2,690,104
Transfers	8,085	336,905	–	–	–	(344,990)	–	–
Disposals	–	(52,599)	–	–	–	(3,529)	(165,219)	(221,347)
Writeback of depreciation	–	–	–	–	–	–	22,948	22,948
Depreciation charges (note 7)	(396,597)	(2,399,851)	(20,333)	(958)	–	–	(67,419)	(2,885,158)
<b>Closing net book value</b>	<b>4,950,294</b>	<b>6,557,796</b>	<b>43,810</b>	<b>1,273</b>	<b>–</b>	<b>1,733,176</b>	<b>182,589</b>	<b>13,468,938</b>
<b>At December 31, 2019</b>								
Cost	15,739,153	40,130,498	2,277,268	116,661	423,247	1,733,176	227,060	60,647,063
Accumulated depreciation	(10,788,859)	(33,572,702)	(2,233,458)	(115,388)	(423,247)	–	(44,471)	(47,178,125)
<b>Net book value</b>	<b>4,950,294</b>	<b>6,557,796</b>	<b>43,810</b>	<b>1,273</b>	<b>–</b>	<b>1,733,176</b>	<b>182,589</b>	<b>13,468,938</b>

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

(expressed in Barbados dollars)

## 18 Pension plan asset

The amounts recognised in the statement of financial position are as follows:

	2019 \$	2018 \$
<b>Statement of financial position</b>		
Present value of funded obligations	(8,415,000)	(6,459,941)
Fair value of plan assets	<u>16,332,000</u>	<u>15,429,941</u>
Net asset recognised in the statement of financial position	<u>7,917,000</u>	<u>8,970,000</u>
<b>Statement of income</b>		
Interest cost	810,000	837,000
Administrative fees	51,000	38,000
Current service cost	6,000	47,000
Expected return on plan assets	<u>(1,969,000)</u>	<u>(1,491,000)</u>
Total, included in staff costs (note 8)	<u>(1,102,000)</u>	<u>(569,000)</u>
Actual return on plan assets	<u>1,516,000</u>	<u>(352,000)</u>
<b>Statement of other comprehensive income</b>		
Loss/(gain) from change in assumptions	1,702,000	(2,146,000)
Gain from experience	–	(930,000)
Actual return on plan assets	(1,516,000)	352,000
Expected return on plan assets	<u>1,969,000</u>	<u>1,491,000</u>
Other comprehensive loss/(income)	<u>2,155,000</u>	<u>(1,233,000)</u>
<b>Net movement in pension plan asset recognised in the statement of financial position</b>		
Balance at beginning of year	8,970,000	7,166,805
Net benefit income	1,102,000	569,000
Employer contributions	–	1,195
Other comprehensive (loss)/income	<u>(2,155,000)</u>	<u>1,233,000</u>
Balance at end of year	<u>7,917,000</u>	<u>8,970,000</u>

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

(expressed in Barbados dollars)

## 18 Pension plan asset ...continued

Changes in present value of the funded obligations are as follows:

	2019	2018
	\$	\$
Balance at beginning of year	6,459,941	9,305,941
Interest cost	810,000	837,000
Current service cost	6,000	47,000
Benefits paid	(636,000)	(728,000)
Contributions by employee	22,000	36,000
Administrative fees	51,000	38,000
Actuarial loss/(gain) on obligation	1,702,000	(3,076,000)
Other adjustments	59	—
	<hr/>	<hr/>
Balance at end of year	<b>8,415,000</b>	6,459,941

Changes in the fair value of plan assets are as follows:

Balance at beginning of year	15,429,941	16,472,746
Actual return on plan assets	1,516,000	(352,000)
Contributions by employer and employee	22,000	37,195
Benefits paid	(636,000)	(728,000)
Other adjustments	59	—
	<hr/>	<hr/>
Balance at end of year	<b>16,332,000</b>	15,429,941

	2019	2018
	%	%

Principal actuarial assumptions as at year were:

Discount rate at end of year	10.25	13.00
Future promotional salary increases	5	2.00
Future inflationary salary increases	3	3.00
Future increases in NIS ceiling for earnings	4.25	4.25
Future pension increases	3.75	3.75
Mortality	UP94-AA	UP94-AA

A quantitative sensitivity analysis for significant assumptions on the present value of the funded obligations as at December 31, 2019 is shown below.

	Increase	Decrease
	\$	\$
Change in discount rate by 1%	(2,158,000)	2,442,000
Change in salary increase by 0.5%	425,000	(384,000)

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 18 Pension plan asset ...continued

Life expectancy at age 60 for current pensioners in years:

Male – 23.4

Female – 26.0

The weighted duration of the defined benefit obligation was 15 years.

The Company expects to contribute \$1,000 to its defined benefit pension plans in 2019 (2018: \$1,513)

The major categories of plan assets as a percentage of the fair value of plan assets are as follows:

	2019	2018
	%	%
Bonds	33	33
Real estate	19	19
Mortgages	19	17
Equities	15	15
Mutual funds	14	14
Others	–	2

The overall expected rate of return on assets is determined based on the market expectations prevailing on that date, applicable to the period over which the obligation is to be settled.

## 19 Post-employment medical liability

The amounts recognised in the statement of financial position are as follows:

	2019	2018
	\$	\$
Present value of unfunded obligation	<u>308,000</u>	256,000
Liability recognised in the statement of financial position	<u>308,000</u>	<u>256,000</u>

The amounts recognised in the statement of income are as follows:

Interest cost	33,000	31,000
Current service cost	5,000	12,000
Past service costs-vested benefits	–	(20,000)
	<u>38,000</u>	<u>23,000</u>



# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

(expressed in Barbados dollars)

## 19 Post-employment medical liability ...continued

	2019 \$	2018 \$
<b>Statement of other comprehensive income</b>		
Loss/(gain) from change in assumptions	34,000	(123,000)
Loss from experience	—	26,000
	<u>34,000</u>	<u>(97,000)</u>
Other comprehensive loss/(income)	<u>34,000</u>	<u>(97,000)</u>

Movements in the net liability recognized in the statement of financial position are as follows:

	2019 \$	2018 \$
Net liability at beginning of year	256,000	354,355
Net expense recognised in the statement of income	38,000	43,000
Other comprehensive loss/(income)	34,000	(97,000)
Benefits paid	(20,000)	(44,355)
	<u>308,000</u>	<u>256,000</u>
Net liability at end of year	<u>308,000</u>	<u>256,000</u>

Changes in the present value of the unfunded obligation are as follows:

	2019 \$	2018 \$
Obligation at beginning of year	256,000	354,355
Interest cost	33,000	31,000
Current service cost	5,000	12,000
Benefits paid	(20,000)	(44,355)
Actuarial loss/(gain)	34,000	(97,000)
	<u>308,000</u>	<u>256,000</u>
Obligation at end of year	<u>308,000</u>	<u>256,000</u>

Principal actuarial assumptions used for accounting purposes at December 31, were as follows:

	2019 %	2018 %
Discount rate at end of year	10.25	13.00
Future medical claims/premium inflation	4.25	4.25

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

(expressed in Barbados dollars)

## 19 Post-employment medical liability ...continued

A one percentage point change in the assumed rate of the following assumptions would have the following effect on the present value of the obligation:

	Increase \$	Decrease \$
Change of medical inflation by 1%	129,000	(101,000)
Change of discount rate by 1%	(99,000)	112,000

The weighted duration of the defined benefit obligation was 16 years.

Assuming no changes in the premium rates the Company expects to pay premiums of \$20,000 during the 2020 financial year (2019: \$21,800).

## 20 Share capital

### Authorized

The Company is authorized to issue an unlimited number of shares without nominal or par value designated as common shares.

### Issued

	Number of Shares			
	2019	2018	2019 \$	2018 \$
Balance at beginning and end of year	<u>4,691,094</u>	4,691,094	<u>998,028</u>	998,028

## 21 Other reserves

The movement of other reserves is as follows:

	2019 \$	2018 \$
Balance at beginning of year	3,174,503	1,724,873
Re-measurement (loss)/gain on defined benefit plan and post-employment medical liability, net of tax	<u>(2,068,605)</u>	1,449,630
Balance at end of year	<u>1,105,898</u>	3,174,503

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 22 Commitments and contingencies

### Operating lease commitments

The lease expenses for the year for motor vehicles and leasehold land were \$28,637 and \$6,321.

	<b>2018</b>
	<b>\$</b>
Future minimum lease payments under operating leases are as follows:	
Within one year	25,598
After one year but not more than five years	17,670
	<hr/>
	43,268
	<hr/>

### Capital commitment

There was no capital expenditure approved by the Directors and there were no amounts subject to contract in 2019 or 2018.

### Legal claims

There are pending claims and legal actions filed by the Company or against the Company arising from the normal course of business. These include claims filed against the Company for breaches of contracts and damages for personal injuries, and other related matters. No provision has been made in the financial statements as of December 31, 2019, in respect of these claims as the amount and outcome is not presently determinable.

As of the date of approval of the financial statements, the Company does not believe that any of the litigation matters will have a material effect on its consolidated profit or loss or statement of financial position.

### Other contingencies

Effective December 2019, the Company had its shares suspended on the Barbados Stock Exchange Inc. (BSE) pursuant to Rule 3.01.5 1(a) and (b) of the Rules of the BSE as a consequence of the requirement to submit the quarterly and annual audited financial statements to the Financial Services Commission and annual audited financial statements to the BSE within the time period stipulated by those regulatory bodies. Management is in the process of re-aligning its internal processes in order to rectify these instances of non-compliance.

## 23 Earnings per share

	<b>2019</b>	<b>2018</b>
	<b>\$</b>	<b>\$</b>
Profit for the year	<b>546,666</b>	486,278
Divided by weighted average number of outstanding shares	<b>4,691,094</b>	4,691,094
	<hr/>	<hr/>
Basic and diluted earnings per share	<b>0.12</b>	0.10
	<hr/>	<hr/>

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 23 Earnings per share ...continued

Earnings per share are based on a net income of \$546,666 (2018: \$486,278) and a weighted average of 4,691,094 (2018: 4,691,094) common shares in issue during the year.

## 24 Financial risk management

### a) Financial risk factors

The Company's activities expose it to a variety of financial risks: market risk (including foreign currency risk, interest rate risk and price risk), credit risk and liquidity risk. The Company has not entered into forward contracts to reduce risk exposures. The Company's risk management focuses on actively seeking to minimise potential adverse effects on its financial performance.

The Company's risk management is coordinated with the Board of Directors and focuses on actively securing the Company's short to medium-term cash flows by minimising the exposure to financial markets. Long-term financial investments are managed to generate lasting returns.

The Company does not actively engage in the trading of financial assets for speculative purposes nor does it write options. The most significant financial risks to which the Company is exposed are described below.

### i) Market risk

#### i) Foreign currency risk

Foreign currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The Company operates primarily in the Barbados market and is therefore not subject to significant foreign currency risk. Management monitors its exposure to foreign currency fluctuations and employs appropriate strategies to mitigate any potential losses.

The Company has transactional currency exposures. Such exposure arises from purchases by an operating unit in currencies other than the unit's functional currency. Approximately 70% (2018: 70%) of the Company's purchases are denominated in a currency other than the functional currency. However, the majority of these are in US\$ which has a fixed exchange rate to the functional currency. Fluctuations in currencies other than US\$ are not considered significant.

#### ii) Interest rate risk

Interest rate risk arises from the possibility that changes in interest rates will affect future cash flows or the fair values of financial instruments. The Company manages its interest rate exposure by using a variable rate debt. The Company's exposure to the risk of changes in the market interest rates relates primarily to its long-term liabilities. As at the end of financial year 2019, the Company's only interest-bearing loans are with its parent company. As a result, management does not consider that there is any significant risk to the company with respect to changes in market interest rates.

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 24 Financial risk management ...continued

### a) Financial risk factors ...continued

#### i) Market risk ...continued

##### iii) Price risk

The Company is not materially exposed to equity securities price risk as the equity investment held by the Company and classified in the statement of financial position as financial assets classified as FVTPL is not significant to the financial statements.

#### ii) Credit risk

##### Credit risk management

Credit risk arises from cash at banks, contractual cash flows of financial assets carried at amortised cost as well as credit exposure to customers, including outstanding trade and other receivables and due from related parties.

The Company's credit risk is managed on an individual basis. The Company has made adequate provision for any potential credit losses and the amount of the Company's maximum exposure to credit risk is indicated by the carrying amount of its financial assets.

Generally, the maximum credit risk exposure of financial assets is the carrying amount of the financial assets as shown on the face of the statement of financial position, as summarized below.

	2019 \$	2018 \$
Cash at banks	7,850,651	4,980,678
Trade and other receivables	4,316,161	5,793,421
Due from related parties	9,623,207	11,937,356
	<u>21,790,019</u>	<u>22,711,455</u>

##### Credit quality and expected credit loss measurement

The credit quality of financial assets and expected credit loss measurement was determined as follows:

- Cash at banks is only placed with well-known reputable banks. The credit quality of this financial asset is considered to be of high grade. While cash at banks are also subject to the impairment requirements of IFRS 9, the identified impairment loss was immaterial.
- Trade and other receivables are considered to have low credit risk as these amounts are all current and were all performing and fully collected within the credit period. Accordingly, there is no impairment allowance for trade and other receivables provided as these financial assets were substantially collected subsequent to the statement of financial position date.

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 24 Financial risk management ...continued

### a) Financial risk factors ...continued

#### ii) Credit risk ...continued

*Credit quality and expected credit loss measurement ...continued*

- Due from related parties are considered to have low credit risk. There is no impairment allowance for the due from related parties as the counterparties have access to sufficient highly liquid assets in order to repay the receivables, if demanded at the reporting date.

*Geographic*

The Company's counterparties are located in Barbados, Antigua and Barbuda, Guyana, Grenada, St. Kitts and Nevis, St. Vincent and the Grenadines and other Caribbean territories.

#### iii) Liquidity risk

Liquidity risk is the risk that the Company will be unable to meet its payment obligations when they fall due under normal and stress circumstances. The Company monitors its liquidity risk by considering the maturity of both its financial assets and projected cash flows from operations. Where possible, the Company utilizes available credit facilities such as loans, overdrafts and other financing options.

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts and bank loans.

The table below summarizes the maturity profile of the Company's financial liabilities at December 31, based on contractual undiscounted payments.

<b>As at December 31, 2019</b>	<b>Less than 1 year \$</b>	<b>More than 1 year \$</b>	<b>Total \$</b>
Accounts payable and accruals	9,255,785	404,400	9,660,185
Due to related companies	5,659,129	–	5,659,129
Loans due to parent company	1,217,064	916,667	2,133,731
Total	<b>16,131,978</b>	<b>1,321,067</b>	<b>17,453,045</b>

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

(expressed in Barbados dollars)

## 24 Financial risk management ...continued

### a) Financial risk factors ...continued

#### iii) Liquidity risk ...continued

As at December 31, 2018	Less than 1 year \$	More than 1 year \$	Total \$
Accounts payable and accruals	11,686,031	–	11,686,031
Due to related companies	2,250,737	–	2,250,737
Loans due to parent company	1,217,064	2,133,731	3,350,795
Total	<b>15,153,832</b>	<b>2,133,731</b>	<b>17,287,563</b>

### b) Capital management

The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the year ended December 31, 2018.

### c) Fair value of financial assets and liabilities

Set out below is a comparison by category of carrying amounts and fair values of the Company's financial instruments that are not carried at fair value in the financial statements:

	Carrying amount		Fair value	
	2019 \$	2018 \$	2019 \$	2018 \$
<b>Financial assets</b>				
Cash	7,851,023	4,981,049	7,851,023	4,981,049
Trade and other receivables	4,316,161	5,793,421	4,316,161	5,793,421
Due from related companies	9,623,207	11,937,356	9,623,207	11,937,356
	<b>21,790,391</b>	22,711,826	<b>21,790,391</b>	22,711,826
<b>Financial liabilities</b>				
Accounts payable and accruals	9,450,581	11,686,031	9,450,581	11,686,031
Due to related companies	5,659,129	2,250,737	5,659,129	2,250,737
Loans due to parent company	2,118,625	3,293,502	1,996,525	3,058,275
	<b>17,228,335</b>	17,230,270	<b>17,106,235</b>	16,995,043

# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 24 Financial risk management ...continued

### c) Fair value of financial assets and liabilities ...continued

#### *Short-term financial assets and liabilities*

The carrying value of these assets and liabilities is a reasonable estimate of their fair value because of the short maturity of these instruments. Short-term financial assets comprise cash, trade and other receivables and due from related companies. Short-term financial liabilities comprise accounts payable and accruals and due to related companies.

#### *Long-term financial liabilities*

The estimated fair value of loans due to parent company not quoted in an active market is based on discounted cash flows using interest rates for new debts with similar remaining maturity.

### d) Fair value hierarchy

The Company measures financial instruments at fair value at each reporting date. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- i. In the principal market for the asset or liability, or
- ii. In the absence of a principal market, in the most advantageous market for the asset or liability.

The fair value of an asset or a liability is measured, using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

Level 1: quoted (unadjusted) prices in active markets for identifiable assets or liabilities.

Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3: techniques which use inputs that have a significant effect on the recorded fair value that are not based on observable market data.



# Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2019

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(expressed in Barbados dollars)

## 24 Financial risk management ...continued

### d) Fair value hierarchy ...continued

#### *Fair value measurement of financial assets*

As at December 31, the Company held the following financial instruments carried at fair value on the statement of financial position:

	Level 1	Level 2	Level 3	Total
	\$	\$	\$	\$
<b>As at December 31, 2019</b>				
Long-term investment	–	–	–	–
<b>As at December 31, 2018</b>				
Long-term investment	1	–	–	1

## 25 Comparatives

The classification of certain items in the financial statements has been changed from the prior period to achieve a clearer or more appropriate presentation. The comparative figures have been similarly reformatted and reclassified in order to achieve comparability with the current period.

## 26 Subsequent events

Management has assessed subsequent events through to the date of approval when these financial statements were available to be issued.

In December 2019, a novel strain of coronavirus (COVID-19) began to spread around the world, resulting in business and social disruption. The coronavirus was declared a Public Health Emergency of International Concern by the World Health Organisation (WHO) on January 30, 2020. WHO subsequently declared COVID-19 a pandemic on March 11, 2020. The effect of this pandemic did not have an impact on the financial statements as at December 31, 2019. The effect of the virus regarding the operations of the Company is unknown at this time.

**BANKS HOLDINGS LIMITED**  
**MANAGEMENT PROXY CIRCULAR**  
**COMPANY NO: 33151**

Management is required by the *Companies Act*, Chapter 308 of the laws of Barbados (hereinafter called the "Companies Act") to send forms of proxy with the Notice convening the Meeting. By complying with the *Companies Act*, Management is deemed to be soliciting proxies within the meaning of the *Companies Act*.

This Management Proxy Circular accompanies the Notice of the Fifty-Fourth (54th) Annual General Meeting of the Shareholders of Barbados Dairy Industries Limited (the "Company") to be held at Banks (Barbados) Breweries Limited Complex, Newton, Christ Church, Barbados on **Tuesday, the 6th day of December 2022 at 10:00 A.M.** (hereinafter called the "Meeting") and is furnished in connection with the solicitation of proxies by the Management of the Company for use at the Meeting, or any adjournment(s) thereof. The solicitation will be primarily by mail. The cost of the solicitation will be borne by the Company.

**Proxies**

A shareholder who is entitled to vote at a meeting of shareholders has the right by means of the enclosed proxy form to appoint a person to represent him by inserting the name of such person in the space indicated in the proxy form. Completed proxies must be deposited at the registered office of the Company, at the Banks (Barbados) Breweries Ltd. Complex, Newton, Christ Church, Barbados no later than **Sunday, the 4th day of December 2022 at 10:00 A.M.** being no more than forty-eight (48) hours preceding the day of the Meeting, or any adjournment thereof.

Proxies given by shareholders for use at the Meeting may be revoked by the shareholder giving such proxy at any time prior to their use. In addition to revocation in any other manner permitted by law, a proxy may be revoked by instrument in writing executed by the shareholder (or by his attorney). If the shareholder is a company, the revocation may be executed under its corporate seal or by any duly authorised officer or attorney thereof, and deposited at the registered office of the Company at the Banks (Barbados) Breweries Ltd. Complex, Newton, Christ Church at any time up to and including the last business day preceding the day of the Meeting, or any adjournment(s) thereof, at which the proxy was to be used. Alternatively, it may be delivered to the Chairman of such meeting, on the day of the meeting, or any adjournment thereof, and upon either of such deposits, the proxy is revoked.

**Record Date, Notice of Meeting and Voting Shares**

The Directors of the Company have fixed a record date of **Tuesday, the 15th of November 2022** for determining the shareholders who are entitled to receive notice of the Meeting. In accordance with the *Companies Act*, only shareholders of record at the close of business on **Tuesday, the 15th of November 2022** shall be entitled to receive notice of the Meeting.

Only such registered holders of common shares of the Company shall be entitled to vote at the Meeting. Each holder is entitled to one vote for each share held. As at the date of this Notice, there are **4,691,094** common shares without par value of the Company issued and outstanding.

**BANKS HOLDINGS LIMITED**  
MANAGEMENT PROXY CIRCULAR  
COMPANY NO: 33151

**Election of Directors**

The Board of Directors consists of members who retire in rotation. On 31st December, 2019, there were six (6) Board members. The number of Directors of the Company to be elected at the Meeting is two (2). The following are the names of the persons proposed as nominees for election as Directors of the Company and for whom it is intended that votes will be cast for their election as Directors pursuant to the forms of proxy enclosed herewith:-

Nominee Director	Present Principal Occupation
Mr. Carl Richard Cozier	Retired Corporate Executive
Mr. Neville McDonald Brewster	Retired Corporate Executive

With respect to the two persons nominated, the term of office for each person so elected will expire at the close of the third Annual General Meeting of the shareholders of the Company following his election or until his successor is elected or appointed. All nominated candidates are willing to serve and have signed declarations of consent attesting to their willingness to serve. The Management of the Company does not contemplate that any of the persons named above will, for any reason, become unable or unwilling to serve as a director.

Mr. Carl Richard Cozier and Mr. Neville McDonald Brewster are presently Directors of the Company and will retire at the close of the Fifty-Fourth Annual General Meeting in accordance with the provision of Clause 4.4 of the By-Laws of the Company but, being qualified, are eligible for re-election. Mr. Carl Richard Cozier and Mr. Neville McDonald Brewster were elected at the Fifty-First Annual General Meeting of the Company held on Friday, 29 January 2016 for a period ending at the close of the third Annual General Meeting after their election.

**Appointment of Auditors**

It is proposed to nominate the firm Grant Thornton Limited, the incumbent auditors of the accounts of the Company, as auditors of the Company to hold office until the next annual meeting of shareholders. In accordance with Section 11(2) of the *Financial Services Commission Act, 2010-21*, the approval of the Financial Services Commission has been sought for this appointment.

**Discretionary Authority**

Shares represented by proxy, given on the enclosed form of proxy to the persons named in the proxy, shall be voted on any ballot in accordance with the instructions contained therein.

**BANKS HOLDINGS LIMITED**  
MANAGEMENT PROXY CIRCULAR  
COMPANY NO: 33151

**In the absence of shareholder instructions, shares represented by proxies will be VOTED FOR:**

- (i) The adoption of the Annual Report and Financial Statements for the financial period ended 31 December, 2018;**
- (ii) The adoption of the Annual Report and Financial Statements for the financial period ended 31 December, 2019;**
- (iii) The adoption of the Annual Report and Financial Statements for the financial period ended 31 December, 2020;**
- (iv) The election of Mr. Carl Richard Cozier to hold office until the close of the third Annual General Meeting of the Shareholders of the Company following his election;**
- (v) The election of Mr. Neville McDonald Brewster to hold office until the close of the third Annual General Meeting of the Shareholders of the Company following his election;**
- (vi) The re-appointment of incumbent auditors Grant Thornton as Auditors of the Company for a period ending at the close of the next Annual General Meeting after their re-appointment.**

Management knows of no matter to come before the Meeting other than the matters referred to in the Notice of Meeting enclosed herewith. However, if any other matters which are not now known to Management should properly come before the Meeting (or any adjournment thereof) the shares represented by proxies in favour of Management nominees shall be voted on any such matter in accordance with the best judgment of the proxy nominee. Similar discretionary authority is conferred with respect to amendments to the matters identified in the Notice of Meeting. The contents of this Management Proxy Circular and the sending thereof to the holders of the common shares on the Company have been approved by the Directors of the Company.

No director's statement has been received by the Company pursuant to section 71(2) of the *Companies Act*.

No auditor's statement has been received by the Company pursuant to section 163(1) of the *Companies Act*.

**BANKS HOLDINGS LIMITED**  
MANAGEMENT PROXY FORM  
COMPANY NO: 33151

I/We ..... of .....  
.....  
.....shareholder(s) of BARBADOS DAIRY INDUSTRIES LIMITED (the "Company") hereby appoint .....  
..... of .....  
..... or, failing him, .....  
..... of .....  
.....

as the nominee of the undersigned to attend and act for the undersigned and on behalf of the undersigned at the Fifty-Fourth (54th) Annual General Meeting of the Shareholders of The Company to be held at Banks (Barbados) Breweries Limited Complex, Newton, Christ Church, Barbados on **Tuesday, the 6th of December 2022 at 10:00 A.M.** (and any adjournment thereof in the same manner), to the same extent and with the same powers as if the undersigned were present at the meeting or such adjournment(s) thereof.

Dated this ..... day of ..... , 2022.

.....  
(Please print name of Shareholder)

.....  
(Signature of Shareholder)



**BANKS HOLDINGS LIMITED**  
MANAGEMENT PROXY FORM  
COMPANY NO: 33151

Please indicate with an 'X' for each resolution below how you wish your votes to be cast. The 'vote withheld' option below is provided to enable you to abstain on any resolution. However, it should be noted that an abstention will not be counted in the calculation of the proportion of the votes 'for' and 'against' a resolution. In the absence of Shareholder instructions, shares represented by proxies will be VOTED FOR each of the Resolutions itemized in the table below. With respect to amendments to or variations in matters identified in the Notice of Meeting, or other matters that may properly come before the Meeting, proxyholders shall be entitled to exercise their discretion.

AGENDA ITEM	RESOLUTION	FOR	AGAINST	ABSTAIN
4(i)	THAT in accordance with the requirements of paragraph 4.4 of the By-Law No.2 of the Company, Mr. Carl Richard Cozier be and is hereby elected Director of the Company to hold office until the third Annual Meeting of the Shareholders of the Company following his election.			
4(ii)	THAT in accordance with the requirements of paragraph 4.4 of the By-Law No.2 of the Company, Mr. Neville McDonald Brewster be and is hereby elected Director of the Company to hold office until the third Annual Meeting of the Shareholders of the Company following his election.			
5	THAT Grant Thornton Limited be and are hereby appointed as Auditors of the Company for the period ending at the close of the next Annual General Meeting after their appointment.			

**BANKS HOLDINGS LIMITED**  
MANAGEMENT PROXY FORM  
COMPANY NO: 33151

**NOTES:**

1. (a) A shareholder who is entitled to vote at any meeting of the shareholders may by means of a proxy appoint a proxy holder, or one or more alternate proxy holders, none of whom need be shareholders, to attend and act at the meeting in the manner and to the extent authorised by the proxy and with the authority conferred by the proxy.  
  
(b) In the case of a shareholder who is a body corporate or association, votes at a meeting of shareholders may be given by any individual authorised by a resolution of the directors or governing body of that body corporate or association to represent it at the meetings of shareholders of the Company.
2. A proxy must be executed in writing by the shareholder or his attorney authorised in writing.
3. **Proxy appointments are required to be deposited at the registered office of the Company, Banks (Barbados) Breweries Limited Complex, Newton, Christ Church, Barbados no later than Sunday, the 4th day of December 2022 at 10:00 A.M.**

NOTES



**NOTES**





# PINEHILL