



ANNUAL REPORT 2020



**COMMONWEALTH
BREWERY LIMITED**
THE BAHAMAS
Part of the **HEINEKEN** Company



CONTENTS

CHAIRMAN'S MESSAGE	4
MANAGING DIRECTOR'S REPORT	5
DIRECTORS	6
EXECUTIVE MANAGEMENT TEAM	7
MANAGEMENT DISCUSSION & ANALYSIS	8
CBL COVID-19 RESPONSE	10

AUDITED FINANCIAL STATEMENTS

INDEPENDENT AUDITORS' REPORT	14
CONSOLIDATED STATEMENT OF FINANCIAL POSITION	18
CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME	19
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY	20
CONSOLIDATED STATEMENT OF CASH FLOWS	21
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS	22

CHAIRMAN'S MESSAGE

JULIAN FRANCIS



DEAR SHAREHOLDERS,

By the middle of the first quarter of 2020, the Bahamian public began to fully recognize the threat of the Covid-19 pandemic, and to fear the increasingly negative impact it would have on The Bahamas' economy. By the end of March, it looked as if 2020 might become the most difficult year in living memory for our country, both economically and in terms of public well-being. As subsequent months unfolded, the year unfortunately measured up to our worst fears!

What was still unclear then, however, was how bad it would eventually get and how long it would last. Private business and Government alike were forced to continually evaluate and adjust to the unprecedented challenges caused by a defacto shutdown of the economy.

THE GLOBAL ENVIRONMENT

The Bahamas, of course, has not been alone in facing these challenges. The restrictive impact of the pandemic has dominated practically every facet of the world's economy. During the first half of the year, global economic activity fell to its lowest level since the Great Depression, and, by the end of the year, the economic loss was as much as 4%.

If not for the massive fiscal support and economic rescue measures undertaken by the world's major developed countries, the economic damage would certainly have been much worse.

NORTH AMERICA

Unemployment in the United States reached a record level of approximately 15% by the second quarter of 2020, as countless nonessential businesses closed their doors. The U.S. Gross Domestic Product (GDP) fell by more than 30% during the second quarter, substantially compounding an existing 5% decline from the first quarter.

In response, the U.S. Congress approved a total of US\$2 trillion in fiscal support to businesses and individuals most impacted by the economic shutdown. Overall, the US economy is estimated to have shrunk by 3.5% in 2020 – the most significant contraction in more than 75 years.

THE BAHAMAS

Perhaps the clearest reflection of the impact of Covid-19 on the Bahamian economy is a comparison of tourist arrivals in 2020 versus 2019. The record

number of 7.2 million visitors achieved in 2019 dwindled to just 1.7 million by December 2020, and most of these visits occurred during the first quarter of the year. In effect, the Bahamas tourism industry was virtually at a standstill for the last nine months of the year.

The unemployment rate in the country reached as high as 25.4%—double its normal level—during the course of the year. In response, the Government of The Bahamas committed considerable public resources in the form of social and small business support programmes to provide a critical “social security net” for the Bahamian populace during this unprecedented period of economic distress.

The economic outlook for 2021 remains highly uncertain and will depend mainly on our ability to re-start tourism. And re-starting this nation's number one economic sector will, in turn, depend on how quickly and effectively Covid-19-related travel restrictions are eased.

Based on the likelihood that widespread availability of vaccines in North America and Europe will not become a reality until mid-year, it's evident that the Bahamas' current economic troubles will extend well into 2021.

IMPACT ON CBL

Faced with a 28% decline in its business for 2020, Commonwealth Brewery has nevertheless been able to contain the net loss on operations to \$1.3 million—close to breakeven—through judicious operational and cost controls. I commend management and staff for this effort, especially considering the level of widely-felt uncertainty regarding short- and medium-term operating prospects.

Our company is grateful for the patience of shareholders during this period. You can be confident that our focus remains on ensuring the maximum protection of our business until we are able to once again return to stable profitability and growth.

JULIAN W. FRANCIS | CHAIRMAN

MANAGING DIRECTOR'S REPORT

JÜRGEN MULDER



NAVIGATING THE CRISIS, WHILE BUILDING A BRIGHT FUTURE

The year 2020 started rather well for Commonwealth Brewery. Financially, January and February were strong months, despite the impact of Dorian in Grand Bahama and Abaco several months earlier. And brand-wise, we were leveraging a very successful Kalik campaign called “Who are we!”

Who could have guessed what was to come?!

Although fully prepared for continued success into the Spring and Easter season, the impact of the global COVID-19 pandemic took us all by surprise. But I’m proud to report that we suffered no loss of life in our company due to the pandemic, and also had no COVID-19 related lay-offs in 2020.

Our compass for the year was: “Navigating the crisis, while building a bright future.”

NAVIGATING THE CRISIS

People: The health & safety of our employees, our customers, and the community always comes first. We maintained a disciplined approach to protocols while opening the economy.

Customers & Consumers: We supported our customers and made sure they received the best possible experience. In a shrinking market, we did everything in our power to maintain our market share. Every bottle counts!

Cost & Cash: We mitigated costs wherever possible, through resourcefulness, preserving cash, turning inventory into cash, and limiting investments.

BUILDING A BRIGHT FUTURE

The pandemic gave us the opportunity to update our strategy and to start making plans to future-proof our organization based on five pillars: Growth, Cost & Value, People, Sustainability & Responsibility and Digital & Technology. These pillars are supported and part of Heineken’s overall global strategy, called “Evergreen”.

OUR RESULTS

2020 was a dramatic year for Commonwealth Brewery in financial terms. Our revenue declined by \$38.2 mil BSD (29%). Only a relentless focus on cost allowed us to reduce our expenses by \$27.8 mil BSD (24%), minimizing the overall loss to \$0.6 mil BSD for the full year. Our focus on cash led to a reduction of \$4.8 mil BSD (17%) in inventories and a reduction of \$3.8 mil BSD (56%) in our receivables. Our loans and borrowing increased by \$1.2 mil BSD.

OUTLOOK 2021

We are carefully optimistic for 2021, but don’t expect a full recovery of revenues before 2023. In the meantime, we will be focused on revenue recovery and managing our cost base carefully, while building a bright future.

JÜRGEN MULDER | **MANAGING DIRECTOR**

COMMONWEALTH BREWERY LIMITED

DIRECTORS



JULIAN W. FRANCIS | CHAIRMAN

Mr. Francis is a former governor of the Central Bank of The Bahamas and brings a wealth of knowledge and experience to the Board. He was previously the Chairman of The Bahamas Telecommunications Company Limited (BTC) and has held other chairmanships and posts in both governmental and private organisations. He holds Bachelor's (with special honours) and Master's degrees in Finance from New York University.



JÜRGEN MULDER | MANAGING DIRECTOR

Mr. Mulder is the Managing Director of Commonwealth Brewery Ltd. He began his career in the Netherlands more than 20 years ago at DSM Food Specialties and has served in Heineken's Global Procurement Team as Procurement Director for Heineken Mexico and the Americas region. Jürgen holds a BA in Technical Business Administration from The Hague University of Applied Sciences, a European Master Logistician's degree from TIAS School for Business and Society and an Executive MBA from the MD Business School.



ED FIELDS

Ed Fields is the Director of Business Development for Nassau Cruise Port Ltd. and has a vast knowledge of and experience in the Public Relations, Financial Services, Insurance and Hospitality Industries. Mr. Fields has more than 20 years' experience as Senior Vice-President of Public Affairs and Retail Services with Atlantis Resort in the capacity as Government Affairs Consultant. Mr. Fields holds a Master's Degree in Public Administration from University of Georgia and a Bachelor of Arts in Government Studies from St. John's University in Minnesota.



MARK RUTTEN

Mark Rutten is the Chief Finance Officer of Heineken American, a position he's held since October 2020. Mr. Rutten has worked for more than 20 years in positions of high responsibility in strategy and Finance. In seven different countries and three continents. Mr. Rutten holds a Bachelor's Degree in Business Economics from the Erasmus University in Rotterdam, Master's Degree in Business Economics and Business Administration from the University of Groningen and a Post-Master's Certified Controller (Registered Controller's Education) designation.



JAMES A. MOSS

James A. Moss is the Director/CEO of the National Insurance Board. He is a Certified Public Accountant and a Trust and Estate Practitioner. He has over 25 years of experience in private banking and served in various managerial roles, within the Gasoline and Audit industries, both locally and in Canada. James is a member of the Bahamas Institute of Chartered Accountants, the American Institute of Certified Public Accountants, and a member of the Society of Trust and Estate Practitioners. He holds a Bachelor's of Science degree from St. John's University, Collegeville, Minnesota.



CHADEAU WILSON | SECRETARY

Strategic Business Controller & Corporate Secretary, Mr. Wilson began his post university career at Deloitte & Touche in Cincinnati, OH in the Audit practice. He started with Commonwealth Brewery Limited (CBL) five years later and is currently the Strategic Business Manager. In this role, Mr. Wilson shares his knowledge and experience over multiple departments within the company namely: Finance, Procurement, I.T., Human Resources, Security, and General Management. He is a Certified Public Accountant and holds degrees in both Finance and Accounting from Xavier University in Cincinnati, OH.

COMMONWEALTH BREWERY LIMITED EXECUTIVE MANAGEMENT TEAM



JÜRGEN MULDER
MANAGING DIRECTOR



JAMES KOMOR
FINANCE DIRECTOR



FRISO LEFEBBER
SUPPLY CHAIN DIRECTOR



MEIKE DIJKSTRA
MARKETING DIRECTOR



ANTOINETTE TURNQUEST
HUMAN RESOURCES DIRECTOR



WENRICK CLARKE
COMMERCIAL DIRECTOR

TOP ROW: JAMES KOMOR - FINANCE DIRECTOR
WENRICK CLARE - COMMERCIAL DIRECTOR
FRISO LEFEBBER - SUPPLY CHAIN DIRECTOR
MIDDLE ROW: MEIKE DIJKSTRA - MARKETING DIRECTOR
ANTOINETTE TURNQUEST - HUMAN RESOURCES DIRECTOR
BOTTOM ROW: JÜRGEN MULDER - MANAGING DIRECTOR

MANAGEMENT DISCUSSION & ANALYSIS

This management discussion and analysis (MD&A) should be read in conjunction with the audited consolidated financial statements for the year ended December 31st, 2020 and its related notes. The consolidated financial statements have been prepared in accordance with International Financial Reporting Standards and are expressed in Bahamian dollars. This MD&A is dated 30th of July, 2021.

The MD&A might, from time-to-time, contain forward-looking statements. Readers should be cautious in interpreting these statements. Forward-looking statements involve numerous assumptions. Changes in these assumptions could cause actual results to differ materially from the expectations in those statements.

FINANCIAL PERFORMANCE

REVENUE

The ongoing COVID-19 pandemic had a substantial impact on the economy and the operations of Commonwealth Brewery Limited (CBL). The government of the Bahamas implemented measures to curtail the spread of COVID-19 by instituting lockdowns, curfews, and limitations on social gatherings. These factors had a devastating impact on our business. As a result, Commonwealth Brewery Ltd (CBL)'s revenue decreased by \$34M or 28% at the end of the year, in comparison to the previous period. However, there were positive indicators as the year went on, and revenue increased from \$16.5M in Q2 to \$24M in Q4, or 68%.

OPERATING EXPENSES

Total operating expenses decreased sharply as well by \$27M, or 24%. This was in line with management's cost-mitigating programs in response to the COVID-19 pandemic. Management implemented strategies to cut costs across the board mainly in travel, lower security costs, and more efficient use of machinery and equipment. The relentless focus on reducing costs has helped to mitigate the massive loss in revenue during the year. As CBL will continue to be affected by COVID-19 in 2021 we will continue to focus on cost reduction and liquidity.

CONSOLIDATED STATEMENT OF FINANCIAL POSITION

As mentioned previously, the COVID-19 pandemic was devastating to our business in 2020. CBL's management was able to manage cash and liquidity through swift action taken early in the year by increasing short-term financing. CBL obtained an \$8M short-term facility of which \$3M has already been paid off as at year's end. This proved pivotal to CBL's ability to navigate periods of lockdown, during which revenue was severely limited due to the halt of economic activity. In addition to short term financing, CBL also aggressively pursued outstanding receivables and revised credit terms with customers. This was successful, as net trade receivables decreased from \$6.8M to \$3.03M, or 55%. The cash obtained via receivables, short-term financing, and cash sales were used to manage the company's day-to-day needs and to reduce our accounts payables by \$11.03M, or 38%.

CAPITAL RESOURCES

At December 31st, 2020, Commonwealth Brewery had no material commitment of capital resources in place. The company generates sufficient cash from operations and financing activities for its own needs. The dividend policy of Commonwealth Brewery is to distribute 100% of its net income when excess cash is available. The frequency and pay-out ratio for any dividend remains at the discretion of the Board of Directors and is subject to approval at the Annual General Meeting of shareholders.

OFF BALANCE SHEET ARRANGEMENTS

As of December 31st, 2020, the company had no off-balance sheet arrangements with any party. The majority of commitments relate to lease contracts for commercial real estate, most of which are short-term with duration of one to five years. The main contingent liabilities are related to customs bond guarantees and standby letters of credit.

As at December 31, 2020, the Group was contingently liable to the Department of Inland Revenue on their assessment of intra-company stock transfers between its subsidiaries for Business Licence purposes. The Group was assessed \$560,403 (2017) and \$596,003 (2016) and a Bank Guarantee was issued pending the outcome of arbitration. The matter is still pending as of the date of issuance.

TRANSACTIONS WITH RELATED PARTIES

Commonwealth Brewery has a number of transactions and agreements with other entities of the Heineken Group in place. These transactions and agreements relate to the secondment of senior employees, purchasing of raw and packaging materials, supply chain consultancy, transport of products, bottling, trademark licensing, IT services and management fee, dividends and borrowings. The amounts related to these transactions are specified in Note 16 of the consolidated financial statements.

CRITICAL ACCOUNTING ESTIMATES AND POLICIES

Note 3 of the consolidated financial statements detail the significant accounting policies and estimates of Commonwealth Brewery Ltd. Management considers none of these accounting policies and estimates to be critical, meaning that the policies and estimates require the company to make assumptions about matters that are highly uncertain, and that different estimates are reasonably likely to occur from period to period, which could have a material impact on financial results.

Note 9 details the assumption used to test impairment on goodwill annually. The company carries net \$4,487,242 in goodwill, resulting from the acquisition of 100% ownership interest in Butler & Sands Company Limited in the year 2000. Goodwill, by nature, is subject to the risk of impairment if key assumptions like the projected sales volume of acquired wine and spirits brands changes. However, using reasonable expectations, only a limited change in key assumptions would occur, and this would not cause a material impact on results.



CBL COVID-19 RESPONSE

Reeling from the aftermath of Hurricane Dorian in 2019, Commonwealth Brewery Limited (CBL) began 2020 with steady gains; a continued upward trend from Q4 of the prior year. This upward trend was short-lived, as the COVID-19 virus that had swept across Asia, Europe and eventually North America reached The Bahamas in March, 2020. This prompted a national lockdown where all but essential services ceased operations. For CBL, this meant the closure of all 700 Wines & Spirits retail stores, lost revenue from wholesale and on-trade sales and suspended brewery operations.

This dealt a stifling blow to the company, with millions of dollars in fixed costs, including salaries and contracted benefits for almost four hundred associates. Almost immediately, CBL and parent company Heineken, realized the potential impact of lockdowns and a sustained global pandemic. Putting employees first, Heineken committed to no COVID-related layoffs for the remainder of 2020, despite most of its operations suspended and employees restricted to work from home (WFH).

During the country's first national lockdown CBL was faced with two major challenges: its employees and the sustainability of its operations for an undetermined period. With operations closed, the company concentrated its efforts on employee health & safety, emotional well-being and engagement. A major focus was ensuring employees, most of whom were unable to work, were informed of the virus' national impact, business impact and global health and safety standards.

Without the ability to produce or sell alcoholic beverages and tobacco, CBL was resourceful in cutting expenses and eventually lobbying the government for the authorization to produce and sell Vitamalt. Despite the impact to its business, CBL continued its corporate stewardship, making commitments to local charitable organizations, including The

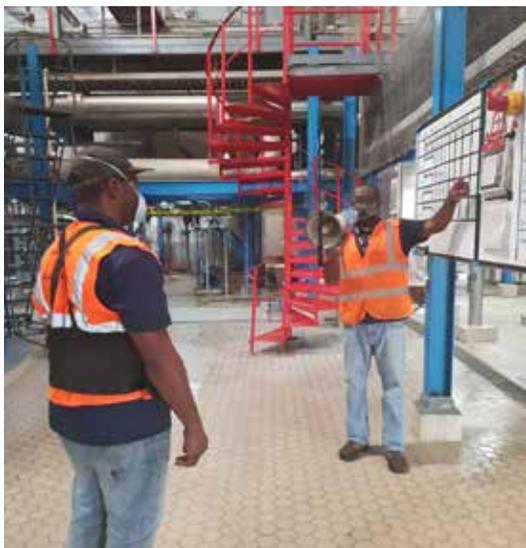
Bahamas Red Cross, The Bahamas AIDS Foundation, The Bahamas Primary School Student of the Year Foundation and The Bahamas National Trust.

While those organizations' needs are important, the pandemic was having a tremendous impact on the country's healthcare workers and law enforcement. In response, CBL donated thousands of cases of Vitamalt to the Public Hospital Authority (PHA), the Royal Bahamas Police Force (RBPF), the Royal Bahamas Defense Force (RBDF) and national food drives throughout the country.

Additionally, at the pandemic's initial peak there was a global shortage of alcohol and masks, two critical personal protective equipment items essential in fighting the virus. Being a part of a global enterprise, CBL was able to source masks and donated supplies to the RBPF as well as national food distribution agencies. Locally, CBL partnered with John Watlings Distillery to produce sanitizer with 70% alcohol that was also nationally distributed to agencies on the front line in fighting the pandemic.

As the country gradually reopened after the first wave, CBL's operations evolved to curbside and online sales. The Company ensured that safety protocols were designed and adhered to, in order to minimize COVID exposure in its workplaces and tailored its operations to allow for modest revenue gains during a period of intermittent lockdowns and curfews.

Nine months into the pandemic, the Company saw limited cases of Covid exposure and no Covid deaths among team members. Safety remains at the forefront of operational sustainability, with CBL being both proactive and responsive to a virus and pandemic that has no immediate end in sight.







CONSOLIDATED FINANCIAL STATEMENTS

COMMONWEALTH BREWERY LIMITED

YEAR ENDED DECEMBER 31ST, 2020
INDEPENDENT AUDITORS' REPORT 14
CONSOLIDATED STATEMENT OF FINANCIAL POSITION 18
CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME 19
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY 20
CONSOLIDATED STATEMENT OF CASH FLOWS 21
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS 22

INDEPENDENT AUDITORS' REPORT

To the Shareholders of Commonwealth Brewery Limited

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the consolidated financial statements of Commonwealth Brewery Limited (the Company) and its subsidiaries collectively, (the Group), which comprise the consolidated statement of financial position as at December 31, 2020, and the consolidated statement of profit or loss and other comprehensive income, consolidated statement of changes in equity and consolidated statement of cash flows for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements present fairly, in all material respects, the consolidated financial position of the Group as at December 31, 2020, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRSs).

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Consolidated Financial Statements* section of our report. We are independent of the Group 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 opinion.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.



Impairment of Goodwill	As at December 31, 2020 Goodwill of \$4,487,242 was carried in the consolidated statement of financial position and is subject to an annual impairment test, details of which are set out in note 9. Management’s annual impairment assessment is considered to be a matter of key significance because the assessment process is complex and relies on significant estimates and assumptions. Management determines assumptions in respect of future market and economic conditions such as economic growth, expected inflation rates, demographic developments, expected market share, revenue and margin development. The details on the accounting for goodwill and disclosure requirements under IAS 36 Impairment of assets are included in notes 3 and 9 to the consolidated financial statements.	In evaluating the impairment of goodwill, we reviewed the value in use calculations prepared by management. We performed various procedures, including the following: <ul style="list-style-type: none">• We assessed the Group’s design and implementation of controls relating to the preparation of the cash flow forecasts.• We tested key inputs into the cash flow forecast against historical performance and in comparison to the management’s strategic plans.• We compared the growth rates used to historical data regarding economic growth rates.• We involved a fair value specialist to assist with the testing of the weighted average cost of capital (discount rate) and inflation rate used by management in the goodwill impairment testing.• We performed sensitivity analyses on the growth rates and discount rates to evaluate the extent of impact on the value in use and the appropriateness of management’s disclosures.
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Responsibilities of Management and Those Charged with Governance for the Consolidated Financial Statements

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

In preparing the consolidated financial statements, management is responsible for assessing the Group’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 Group or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Group’s financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

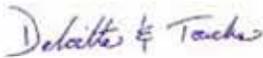
- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group'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 Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the consolidated 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 auditors' report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditors' 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.

The engagement partner on the audit resulting in this independent auditors' report is S. Tshombe Godet.



Nassau Bahamas
May 31, 2021

COMMONWEALTH BREWERY LIMITED

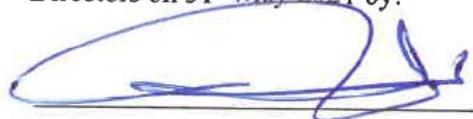
Consolidated Statement of Financial Position

As at December 31, 2020, with corresponding figures for 2019
(Expressed in Bahamian dollars)

	Note(s)	2020	2019
Assets			
Current assets:			
Cash and cash equivalents	4	\$ 5,599,574	5,979,119
Trade receivables, net	5	3,030,847	6,866,047
Prepaid expenses and other assets	6	5,485,331	5,575,456
Inventories	7	23,963,687	28,748,459
Total current assets		38,079,439	47,169,081
Non-current assets:			
Right of use asset	8	6,612,032	6,290,324
Property, plant and equipment	10	43,790,031	49,744,732
Goodwill	9	4,487,242	4,487,242
Other intangible assets	11	1,957,788	2,319,731
Total non-current assets		56,847,093	62,842,029
Total assets	26	\$ 94,926,532	110,011,110
Liabilities and equity			
Current liabilities:			
Accounts payable and accrued expenses	12	\$ 17,872,736	28,909,306
Short-term lease liability	24	2,408,602	1,854,766
Loans and borrowings	13	9,026,583	7,836,255
Total current liabilities		29,307,921	38,600,327
Non-current liabilities:			
Long-term lease liability	24	4,457,825	4,529,834
Total liabilities	26	33,765,746	43,130,161
Equity:			
Share capital	14	150,000	150,000
Share premium		12,377,952	12,377,952
Contributed surplus		16,351,369	16,351,369
Revaluation surplus	10	8,084,462	12,473,768
Retained earnings		24,197,003	25,527,860
Total equity		61,160,786	66,880,949
Total liabilities and equity		\$ 94,926,532	110,011,110

See accompanying notes to consolidated financial statements.

These consolidated financial statements were approved for issue on behalf of the Board of Directors on 31st May 2021 by:

 Director

 Director

COMMONWEALTH BREWERY LIMITED

Consolidated Statement of Profit or Loss and Other Comprehensive Income

Year ended December 31, 2020, with corresponding figures for 2019

(Expressed in Bahamian dollars)

	Note(s)	2020	2019
Income:			
Revenue	26	\$ 95,893,532	134,140,917
Excise duties		(9,537,945)	(13,483,368)
Net Revenue		86,355,587	120,657,549
Operating expenses:			
Raw materials, consumables and services	18	63,155,847	86,612,833
Personnel costs	19	18,307,517	23,692,557
Depreciation	10	6,340,498	5,466,274
Amortisation	11	398,575	161,957
Total operating expenses		88,202,437	115,933,621
Other income, net	17	1,202,267	6,368,392
Results from operations		(644,583)	11,092,320
Finance expenses		686,274	736,615
Total net (loss)/profit	20, 26	(1,330,857)	10,355,705
Other Comprehensive Income			
<i>Items that will not be reclassified subsequently to profit or loss:</i>			
Loss on revaluation of property	10	(4,389,306)	-
Total comprehensive (loss)/income		\$ (5,720,163)	10,355,705
Basic and diluted (loss)/earnings per share	20	\$ (0.04)	0.35

See accompanying notes to consolidated financial statements.

COMMONWEALTH BREWERY LIMITED

Consolidated Statement of Changes in Equity

Year ended December 31, 2020, with corresponding figures for 2019

(Expressed in Bahamian dollars)

		Share capital	Share premium	Contributed surplus	Revaluation surplus	Retain earnin
Balance at December 31, 2018	\$	150,000	12,377,952	16,351,369	12,473,768	15,139,19
Net income		–	–	–	–	10,355,70
Share based compensation		–	–	–	–	32,9:
Balance at December 31, 2019		150,000	12,377,952	16,351,369	12,473,768	25,527,80
Net (loss)		–	–	–		(1,330,8:
Revaluation Loss (note 9)					(4,389,306)	
Balance at December 31, 2020	\$	150,000	12,377,952	16,351,369	8,084,462	24,197,00

See accompanying notes to consolidated financial statements.

COMMONWEALTH BREWERY LIMITED

Consolidated Statement of Cash Flows

Year ended December 31, 2020, with corresponding figures for 2019
(Expressed in Bahamian dollars)

	Note(s)	2020	2019
Cash flows from operating activities			
Net (loss) income		\$ (1,330,857)	10,355,705
Adjustments for:			
Depreciation	10	6,340,498	5,466,274
Amortisation	11	398,575	161,957
Impairment loss recognized on trade receivables	18	1,155,627	385,446
Gain on disposal of property, plant and equipment	17	(35,788)	(1,038,898)
Finance expense		686,274	736,615
Net cash from operations before changes in working capital		7,214,329	16,067,099
Changes in working capital	22	(2,362,694)	5,352,155
Net cash from operating activities		4,851,635	21,419,254
Cash flows from financing activities			
Dividends paid	21	-	(8,325,000)
Proceeds from loans and borrowings	13	8,000,000	-
Repayment of loans and borrowings		(6,809,672)	(8,163,738)
Repayment of lease liabilities		(2,408,595)	(1,612,627)
Interest paid		(686,274)	(736,615)
Net cash used in financing activities		(1,904,541)	(18,837,980)
Cash flows from investing activities			
Additions to property, plant and equipment	10	(3,325,795)	(4,481,845)
Additions to intangible assets	11	(36,632)	(2,328,257)
Proceeds from sale of property, plant and equipment		35,788	1,117,483
Net cash used in investing activities		(3,326,639)	(5,692,619)
Net decrease in cash and cash equivalents		(379,545)	(3,111,345)
Cash and cash equivalents, beginning of year		5,979,119	9,090,464
Cash and cash equivalents, end of year	4	\$ 5,599,574	5,979,119

See accompanying notes to consolidated financial statements.

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

1. General information

Commonwealth Brewery Limited (“CBL” or “the Company”) was incorporated under the laws of The Commonwealth of The Bahamas on November 17, 1983 and commenced trading in March 1987. The consolidated financial statements of the Company comprise the Company and its subsidiaries (together referred to as “the Group” and individually as “Group entities”). Details of the principal subsidiaries are set out in note 23 to the consolidated financial statements.

The principal activity of the Group is the production of alcoholic and non-alcoholic beverages, liquor importation, distribution and sales.

The Group’s registered office is located at Clifton Pier, Nassau, Bahamas.

The Group is a subsidiary of Heineken International B.V. (“Heineken” or “the Parent”). Heineken is incorporated under the laws of The Netherlands and its corporate office is located at Tweede Weteringplantsoen 21, 1017 ZD, P. O. Box 28, 1000 AA Amsterdam, The Netherlands. The ultimate parent of CBL is Heineken N.V. located at the same address. 75% of shares of the Group are owned by Heineken and remaining 25% are owned by the Bahamian public.

2. New and revised international financial reporting standards (IFRS)

2.1 Impact of the initial application of amendments to IFRS 16 COVID-19 Related Rent Concessions

In May 2020, the IASB issued *Covid-19 Related Rent Concessions (Amendment to IFRS 16)* that provides practical relief to lessees in accounting for rent concessions occurring as a direct consequence of COVID-19, by introducing a practical expedient to IFRS 16. The practical expedient permits a lessee to elect not to assess whether a COVID-19 related rent concession is a lease modification. A lessee that makes this election shall account for any change in lease payments resulting from the COVID-19-related rent concession applying IFRS 16 as if the change were not a lease modification.

The practical expedient applies only to rent concessions occurring as a direct consequence of COVID-19 and only if all of the following conditions are met:

- i. The change in lease payments results in revised consideration for the lease that is substantially the same as, or less than, the consideration for the lease immediately preceding the change;
- ii. Any reduction in lease payments affects only payments originally due on or before 30 June 2021 (a rent concession meets this condition if it results in reduced lease payments on or before 30 June 2021 and increased lease payments that extend beyond 30 June 2021); and
- iii. There is no substantive change in other terms and conditions of the lease.

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

2. New and revised international financial reporting standards (IFRS) *(continued)*

Impact on accounting changes for lease payments applying the exemption

The Group has applied the practical expedient retrospectively to all rent concessions that meet the conditions in IFRS 16:46B, and has not restated prior period figures.

CBL has benefited from a three-month waiver of lease payments on buildings. The waiver of lease payments of \$218,150 has been accounted for as a negative variable lease payment in profit or loss. CBL has derecognised the part of the lease liability that has been extinguished by the forgiveness of lease payments, consistent with the requirements of IFRS 9:3.3.1.

2.2 New and revised IFRSs in issue but not yet effective

The following standards, amendments and interpretations are only effective for accounting periods, beginning on or after the date mentioned against each of them. Management has not assessed whether the relevant adoption of these standards and interpretations in future periods will have a material impact on the consolidated financial statements of the Group.

Amendments to IFRS 4	Extension of Temporary Exemption From Applying IFRS 9	January 1, 2021
IFRS 17	Insurance Contracts	January 1, 2023
IFRS 3	Reference to the Conceptual Framework	January 1, 2022
IAS 1	Classification of Liabilities as Current Or Non-Current	January 1, 2023
Annual Improvements to IFRS Standards 2018–20 Cycle	Amendments to IFRS 1 First-time Adoption of IFRS, IFRS 9, IFRS 16, IAS 41	January 1, 2022
IFRS 10	IFRS 10 Consolidated Financial Statements	(*)
IAS 28	IAS 28 (amendments) - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	(*)
Amendments to IFRS 16	Proceeds before Intended Use	January 1, 2022

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020
(Expressed in Bahamian dollars)

2. New and revised international financial reporting standards (IFRS) (continued)

2.2 New and revised IFRSs in issue but not yet effective (continued)

Amendments to IAS 37	Onerous Contracts - Cost of Fulfilling a Contract	January 1 2022
Conceptual Framework	Amendments to References to the Conceptual Framework in IFRS Standards	January 1 2022

(*) The IASB decided in September 2014 to defer the effective date indefinitely; nevertheless, the amendments are available for earlier adoption.

3. Significant accounting policies

Following is a summary of the significant accounting policies which have been applied consistently by the Group in preparing these consolidated financial statements.

(a) *Statement of compliance*

These consolidated financial statements are prepared in accordance with International Financial Reporting Standards (“IFRS”).

(b) *Basis of preparation*

These consolidated financial statements are prepared under the historical cost convention, except for land and buildings included in property, plant and equipment, which are carried at revalued amounts.

Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

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, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group takes into account the characteristics of the asset or liability if market participants would take those characteristics into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of IFRS 2, leasing transactions that are within the scope of IFRS 16, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in IAS 2 or value in use in IAS 36.

In addition, for financial reporting purposes, fair value measurement are categorised into Level 1, 2, 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020
(Expressed in Bahamian dollars)

3. Significant accounting policies *(continued)*

- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability

(c) *Basis of consolidation*

Subsidiaries are entities controlled by the Group. The Group controls an entity when it has power over the entity, is exposed to, or has right to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. The financial statements of subsidiaries are included in the consolidated financial statements from the date on which control commences until the date on which control ceases. Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies in line with those adopted by the Group. All intragroup assets and liabilities, equity, income and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

Non-controlling interests in subsidiaries are identified separately from the Group's equity therein. The carrying amount of non-controlling interests is the amount of these interests at initial recognition plus the non-controlling interest's share of subsequent changes in equity.

Total comprehensive income is attributed to non-controlling interests even if it results in the non-controlling interests having a deficit balance.

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

Changes in the Group's interests in subsidiaries that do not result in a loss of control are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the Group.

(d) *Functional and presentation currency*

These consolidated financial statements are presented in Bahamian dollars, the Group's functional and reporting currency. The Bahamian dollar is the currency of the country where the Group entities are domiciled and is the prime operating currency.

Transactions in foreign currencies are translated into Bahamian dollars at exchange rates prevailing on the transaction dates. Monetary assets and liabilities denominated in such currencies at the year-end date are translated at the rates prevailing at that date.

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

3. Significant accounting policies *(continued)*

Any differences arising on translation are recognised as exchange gains/losses within other income in the consolidated statement of profit or loss and other comprehensive income.

(e) *Use of estimates and judgements*

The preparation of consolidated financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Information about critical judgements in applying accounting policies and estimates that have the most significant effect on the amounts recognised in the consolidated financial statements is included in the following notes:

Note 3(l)	Impairment
Note 3(p)	Provisions
Note 7	Inventories
Note 9	Goodwill
Note 10	Property, plant and equipment
Note 24	Lease Liability
Note 15	Commitments and contingencies
Note 24	Financial instruments and associated risks

(f) *Financial instruments*

Classification

Financial instruments include financial assets and financial liabilities. Financial assets that are classified as loans and receivables include cash held with banks and trade and other receivables. Financial liabilities that are not at fair value through profit or loss include accounts payable and accrued expenses.

Recognition

The Group recognises financial instruments initially at the trade date, which is the date when it becomes a party to the contractual provisions of the instruments.

Measurement

Financial instruments are measured initially at fair value plus, in the case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial asset or financial liability. Transaction costs on financial assets and financial liabilities at fair value through profit or loss are expensed immediately, while on other financial instruments they are amortised.

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

3. Significant accounting policies *(continued)*

Subsequent to initial recognition, financial assets and financial liabilities not at fair value through profit or loss are carried at amortised cost using the effective interest method, less in the case of financial assets, impairment losses, if any.

(f) *Financial instruments (continued)*

Derecognition

The Group derecognises a financial asset when the contractual rights for cash flows from the financial asset expire or it transfers the right to receive the contractual cash flows on the financial asset in a transaction in which substantially all the risks and rewards of ownership of the financial assets are transferred.

The Group derecognises a financial liability when the obligation specified in the contract is discharged, cancelled or expired.

(g) *Cash and cash equivalents*

Cash and cash equivalents comprise cash on hand and cash held with banks.

(h) *Trade receivable*

Trade receivable are stated at amortised cost net of an allowance for doubtful debts. The Group always measures the loss allowance for trade receivables at an amount equal to lifetime Expected Credit Losses. The Expected Credit Losses on trade receivables are estimated using a provision matrix by reference to past default experience of the debtor and an analysis of the debtor's current financial position, adjusted for factors that are specific to the debtors, general economic conditions of the industry in which the debtors operate and an assessment of both the current as well as the forecast direction of conditions at the reporting date.

The Group writes off a trade receivable when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery, e.g. when the debtor has been placed under liquidation or has entered into bankruptcy proceedings.

(i) *Inventories*

Inventories are stated at the lower of cost and net realisable value. Cost is determined using the weighted average method and includes expenditure incurred in acquiring the inventories, production costs and other costs incurred in bringing them to their existing location and condition. In the case of finished goods and work-in-progress, cost includes an allocation of those production overhead costs based on normal operating capacity, that relate to bringing the inventories to their present location and condition.

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

Provision for obsolescence is established when management determines the net realisable value of the inventories to be less than cost.

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020
(Expressed in Bahamian dollars)

3. Significant accounting policies (continued)

(j) Property, plant and equipment

Items of property, plant and equipment are carried at cost less accumulated depreciation and impairment losses, except land and buildings, which are carried at revalued amounts.

The directors review the carrying value annually. Whenever the directors determine that the carrying value differs materially from the fair value, an independent valuation is obtained and the land and buildings are revalued.

The surplus on revaluation is recorded in other comprehensive income, in the revaluation surplus account, and is transferred to retained earnings when the revalued asset is derecognised. When an item of property, plant and equipment is revalued, accumulated depreciation is eliminated against the gross carrying amount of the asset.

Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour and any other costs directly attributable to bringing the asset to a working condition for its intended use.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

The cost of replacing a part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. The costs of the day-to-day servicing of property, plant and equipment are recognised in the consolidated statement of profit or loss and other comprehensive income as incurred.

Gains and losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment, and are recognised on a net basis within other income in the consolidated statement of profit or loss and other comprehensive income.

Depreciation is calculated on the depreciable amount, which is the cost of an asset, or other amounts substituted for cost, less its residual value.

Depreciation is recognised in the consolidated statement of profit or loss and other comprehensive income on a straight-line basis over the estimated useful lives of the items of property, plant and equipment, since this most closely reflects the expected pattern of consumption of the future economic benefits embodied in the asset.

Leasehold improvements are depreciated over the shorter of the lease term and their useful lives. No depreciation is charged on land and capital work in progress.

The estimated useful lives of property, plant and equipment are as follows:

Buildings	15 to 40 years
Plant and machinery	5 to 30 years
Furniture, fixtures and equipment	3 to 25 years
Vehicles and transportation equipment	5 years

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

3. Significant accounting policies *(continued)*

(j) **Property, plant and equipment** *(continued)*

Depreciation methods, useful lives and residual values are reviewed at each reporting date and are adjusted, if necessary.

(k) **Goodwill and intangible assets**

Goodwill

Goodwill is carried at cost less accumulated amortisation and impairment losses, if any. Goodwill arose on the acquisition of the Group's 100% ownership interest in Butler & Sands Company Limited and its subsidiaries in the year 2000 represents the excess of the cost of acquisition over the net fair value of the identifiable assets and liabilities of Butler & Sands Company Limited and its subsidiaries recognised at the date of acquisition less accumulated amortisation thereon to December 31, 2004, at which time amortisation ceased and goodwill was deemed to have an indefinite useful life. Thereafter, goodwill is tested for impairment annually.

Computer software

Acquired computer software licenses are capitalised on the basis of the costs incurred to acquire and bring to use the specific software. The computer software is carried at cost less accumulated amortisation and any accumulated impairment losses.

Amortisation is computed on the straight-line method over an estimated useful life of up to five years.

(l) **Impairment**

Non-financial assets

The carrying amounts of the Group's non-financial assets other than inventories are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. The recoverable amount of goodwill is estimated each year at the same time. An impairment loss is recognised if the carrying amount of the asset or its related cash generating unit ("CGU") exceeds its estimated recoverable amount. The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. Value in use represents the present value of estimated future cash flows expected arise from the continuing use of an asset and from its disposal at the end of its useful life.

Impairment losses are recognised in the consolidated statement of profit or loss and other comprehensive income except for revalued assets where the impairment loss is first applied to the revaluation surplus and any excess is recognised in the consolidated statement of profit or loss and other comprehensive income. An impairment loss recognised in respect of a CGU is allocated first to reduce the carrying amount of any goodwill associated with the CGU and then to reduce the carrying amount of other assets in the CGU on a pro-rata basis.

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

3. Significant accounting policies *(continued)*

(l) **Impairment** *(continued)*

Non-financial assets (continued)

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indication that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined net of depreciation or amortisation, if no impairment loss had been recognised except for assets normally carried at revalued amounts.

(m) **Related parties**

A related party is a person or entity that is related to the entity that is preparing its financial statements ("reporting entity").

- (a) A person or a close member of that person's family is related to a reporting entity if that person:
 - (i) Has control or joint control over the reporting entity;
 - (ii) Has significant influence over the reporting entity; or
 - (iii) Is a member of the key management personnel of the reporting entity or of a parent of the reporting entity.
- (b) An entity is related to a reporting entity if any of the following conditions applies:
 - (i) The entity and the reporting entity are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
 - (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
 - (iii) Both entities are joint ventures of the same third party.
 - (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
 - (v) The entity is a post-employment benefit plan for the benefit of employees of either the reporting entity or an entity related to the reporting entity.
 - (vi) The entity is controlled, or jointly controlled by a person identified in (a).
 - (vii) A person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).
 - (viii) A related party transaction is a transfer of resources, services or obligations between the reporting entity and a related party, regardless of whether a price is charged.

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

3. Significant accounting policies *(continued)*

(n) Leases

The Group assesses whether a contract is or contains a lease, at inception of the contract. The Group recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. For these leases, the Group recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Group uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- (i) Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable;
- (ii) Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- (iii) The amount expected to be payable by the lessee under residual value guarantees;
- (iv) The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- (v) Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the consolidated statement of financial position.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Group remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- (i) The lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- (ii) The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

3. Significant accounting policies *(continued)*

(n) *Leases (continued)*

- (iii) A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The Group did not make any such adjustments during the periods presented.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

Whenever the Group incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under IAS 37. To the extent that the costs relate to a right-of-use asset, the costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories.

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfer's ownership of the underlying asset or the cost of the right-of-use asset reflects that the Group expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets are presented as a separate line in the consolidated statement of financial position.

The Group applies IAS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the 'Property, Plant and Equipment' policy.

Variable rents that do not depend on an index or rate are not included in the measurement the lease liability and the right-of-use asset. The related payments are recognised as an expense in the period in which the event or condition that triggers those payments occurs and are included in the line "Other expenses" in profit or loss.

(o) *Share capital*

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

(p) *Provisions*

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

3. Significant accounting policies *(continued)*

(p) *Provisions (continued)*

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the reporting period, taking into account the risks and uncertainties surrounding the obligation.

Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows. When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, a receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

(q) *Foreign currencies*

Transactions in foreign currencies are translated into Bahamian dollars at exchange rates prevailing on the transaction dates. Monetary assets and liabilities denominated in such currencies at the year-end date are translated at the rates prevailing at that date.

Any differences arising on translation are recognised as exchange gains/losses within other income in the consolidated statement of profit or loss and other comprehensive income.

(r) *Revenue recognition*

Products sold

The majority of the Group's revenue is generated by the sale and delivery of products to customers. The product portfolio of the Group mainly consists of beer, soft drinks, spirits and tobacco.

Products are own-produced finished goods from the Group's brewing activities, but also contain purchased goods for resale from the Group's wholesale and retail activities. The Group's customer group can be split between on-trade customers like restaurants and bars and off-trade customers like retailers and wholesalers. Revenue is recognised when control over products has transferred its performance obligation has been fulfilled to the customer. For the majority of the sales, control is transferred either at delivery of the products or upon pickup by the customer from the Group's premises.

Revenue recognized is based on the price specified in the contract, net of returns, discounts, sales taxes and excise taxed collected on behalf of third parties.

Services

Revenue from services, which is included in miscellaneous income, is recognised in the consolidated statement of profit or loss and other comprehensive income when the services are rendered.

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

3. Significant accounting policies *(continued)*

Customer loyalty programme

The Group operates a loyalty programme through which retail customers accumulate points on purchases of qualified goods that entitle them to discounts on future purchases. These points provide a discount to customers that they would not receive without purchasing the goods (i.e. a material right). The promise to provide the discount to the customer is therefore a separate performance obligation.

The transaction price is allocated between the product, and the points on a relative stand-alone selling price basis. The stand-alone selling price per point is estimated based on the discount to be given when the points are redeemed by the customer. A contract liability is recognised for revenue relating to the loyalty points at the time of the initial sales transaction. Revenue from the loyalty points is recognised when the points are redeemed by the customer. Revenue for points that are not expected to be redeemed is recognised in proportion to the pattern of rights exercised by customers. Loyalty points earned during the period expire by February of the subsequent period.

(s) *Employee benefits*

Defined contribution plans

A defined contribution plan is a pension plan under which the Group pays fixed contributions to the fund. The Group has no legal or constructive obligation to pay further contributions. Contributions to the Group's defined contribution pension plans are recognised as an employee benefit expense in the consolidated statement of profit or loss and other comprehensive income in the periods during which services are rendered by employees.

Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term benefits if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employees and the obligation can be estimated reliably.

(t) *Finance income*

Finance income is accrued on a daily basis using the effective interest rate method.

(u) *Earnings per share*

Earnings per share are based on consolidated net income divided by the weighted average number of ordinary shares outstanding during the year.

(v) *Dividends*

Dividends are recognised as a liability in the period in which they are declared.

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

3. Significant accounting policies (continued)

(w) *Operating segments*

Business segments are components of an enterprise about which separate financial information is available that is evaluated regularly by management in deciding how to allocate resources and in assessing performance.

Generally, financial information is required to be reported on the basis that is used internally for evaluating segment performance and deciding how to allocate resources to segments.

For management purposes, the Group is currently organised into two business segments: (i) Wholesale and (ii) Retail. These divisions are the basis on which the Group reports its operating segment information.

(x) *Value Added Tax (VAT)*

On 1 January 2015, the Bahamas Government implemented a consumer VAT. Output VAT related to the sale of goods is payable to the Government upon delivery of goods and property rights to customers. Input VAT related to goods and services purchased is generally recoverable against output VAT. It is presented net on the Consolidated Statement of Financial Position as it is off set and settled on a net basis.

(y) *Share based payment plan (LTIP)*

HEINEKEN's share-based compensation plans are equity-settled share rights granted to the Executive Board and senior management. The grant date fair value is calculated by deducting expected foregone dividends from the grant date during the performance period share price. The costs of the share plans are adjusted for expected performance and forfeiture and spread evenly over the service period.

Share-based compensation expenses are recorded in the profit or loss, with a corresponding adjustment to equity.

4. Cash and cash equivalents

	2020	2019
Cash on hand	\$ 105,720	103,420
Cash held with banks, (net)	5,493,854	5,875,699
Cash and cash equivalents	\$ 5,599,574	5,979,119

The Group has an unsecured overdraft facility of \$3,000,000 for the operating account. As the Bank has the ability to offset with all accounts within the relationship, the balance is presented net of the used facility.

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

5. Trade receivables, net

	2020	2019
Trade Receivables, gross	\$ 4,079,441	7,860,437
Allowance for expected credit losses	(1,048,594)	(994,390)
Trade Receivables, net	\$ 3,030,847	6,866,047

Aging analysis of trade receivables, gross, as at December 31, 2020:

2020	Not past due	<30 days	31-180 days	> 180 days	Total
Expected Credit Loss Rate	-	17%	83%	93%	
Estimated total gross carrying amount at default	1,850,234	1,278,820	421,254	529,133	4,079,441
Lifetime ECL	-	(216,330)	(390,450)	(441,814)	(1,048,594)

2019	Not past due	0-30 days	31-180 days	> 180 days	Total
Expected Credit Loss Rate	-	2%	9%	65%	
Estimated total gross carrying amount at default	2,844,948	2,729,276	999,688	1,286,525	7,860,437
Lifetime ECL	-	(66,595)	(93,631)	(834,164)	(994,390)

Allowance for expected credit losses and movement in allowance for doubtful accounts is as follows:

	2020	2019
Balance at beginning of the year	\$ 994,390	608,944
Increase in allowance	54,204	385,446
Amounts written off as uncollectible	-	-
Balance at end of the year	\$ 1,048,594	994,390

Maximum exposure to credit risk for trade receivables at December 31, by geographic region:

	2020	2019
The Bahamas	\$ 3,651,649	7,020,131
Caribbean	-	69,209
Europe	38,169	384,154
Americas	389,623	386,943
Trade receivables, gross	\$ 4,079,441	7,860,437

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

6. Prepaid expenses and other assets

	2020	2019
Other receivables	\$ 4,914,787	4,613,971
Prepaid expenses	569,725	963,033
Staff loans	6,010	3,643
	5,490,522	5,580,647
Allowance for doubtful accounts	(5,191)	(5,191)
	\$ 5,485,331	5,575,456

Movement in the allowance for doubtful accounts created for other receivables is as follows:

	2020	2019
Balance at beginning of the year	\$ 5,191	5,191
Reversal of allowance	-	-
Balance at end of the year	\$ 5,191	5,191

7. Inventories

	2020	2019
Goods bought for resale	\$ 16,827,055	21,446,251
Raw materials and packaging	5,047,516	5,310,032
Finished goods	935,712	1,036,052
Work-in-progress	333,674	216,532
Spare parts	1,114,167	957,588
Other stock items	307,557	223,182
	24,565,681	29,189,637
Provision for obsolescence	(601,994)	(441,178)
	\$ 23,963,687	28,748,459

Movement in the provision for obsolescence:

	2020	2019
Balance at beginning of the year	\$ 441,178	7,928
Increase in provision	160,816	433,250
Balance at end of the year	\$ 601,994	441,178

As outlined in note 18, the cost of inventories recognized as an expense during the year was \$44,369,769 (2019: \$61,845,347).

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

8. Right of Use (ROU) assets

The group leases stores, an office, and cars in the ordinary course of business. Many leases contain extension and termination options, which are included in the lease term if the Group is reasonably certain to exercise an extension option and reasonably certain not to exercise a termination option. Refer to the table below for the carrying amount of ROU assets per asset class per balance sheet date:

		2020	2019
Real estate	\$	5,926,294	5,340,487
Motor vehicles		685,738	949,837
Carrying amount ROU assets	\$	6,612,032	6,290,324

Depreciation of ROU assets

		2020	2019
Real estate	\$	1,934,814	1,265,368
Motor vehicles		473,781	372,283
Carrying amount ROU assets	\$	2,408,595	1,637,651

9. Goodwill

Goodwill comprises the following:

	2020	2019
Balance at end of the year	\$4,487,242	4,487,242

Goodwill is tested for impairment annually. The recoverable amount of the Cash Generating Unit (“CGU”) which includes the goodwill is based on a value in use calculation. The value in use has been determined by discounting the future cash flows generated from the continuing use of the CGU.

The key assumptions used for the value in use calculations are as follows:

- Cash flows are projected based on actual operating results and the annual plan. Cash flows for a further five year period are projected using expected annual growth rates.
- Cash flows after the first five years were projected using growth rate, based on internal sources, in order to calculate the terminal recoverable amount.
- Weighted average cost of capital (“WACC”) is applied in determining the recoverable amount of the CGU.

The WACC and expected growth rate are as follows:

	2020	2019
WACC	9.00%	9.00%
Expected growth rate	2%	0.39%

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

9. Goodwill *(continued)*

The values assigned to the key assumptions represent management's assessment of future trends in the wine & spirits industry and are based on both external and internal sources (historical data). The directors believe that any reasonable possible change in key assumptions on which recoverable amounts are based will not lead to a materially different outcome. Based on the value in use calculation management has determined that there has not been any impairment in the carrying amount of goodwill as at 31 December, 2020 and 2019.

Sensitivity Analysis

The Group has conducted an analysis of the sensitivity of the impairment test to changes in the key assumptions used to determine the recoverable amount for each of the group of CGU to which goodwill is allocated. The directors believe that any reasonably possible change in the key assumptions on which the recoverable amount is based would not cause the aggregate carrying amount to exceed the aggregate recoverable amount of the related CGU.

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

10. Property, plant and equipment

	Land	Buildings	Leasehold improvements	Plant and machinery	Furniture, fixtures and equipment	Vehicle and transportation equipment	Capital work in progress	Total
Cost/revalued amount:								
Balance at December 31, 2018	\$ 6,690,449	27,217,397	2,322,958	38,596,407	14,707,431	2,089,324	5,295,431	96,919,397
Additions	-	154,564	-	1,035,644	1,404,894	31,246	1,855,498	4,481,846
Transfers	-	(2,111,950)	(2,322,958)	458,537	6,851,973	282	(2,875,883)	-
Disposals and write offs	-	(30,380)	-	-	(222,070)	(79,797)	(18,021)	(350,268)
Balance at December 31, 2019	6,690,449	25,229,631	-	40,090,588	22,742,228	2,041,054	4,257,025	101,050,975
Revaluation	49,551	(4,438,857)	-	-	-	-	-	(4,389,306)
Additions	-	116,687	-	231,553	695,155	-	2,282,400	3,325,795
Transfers	-	2,895,796	-	763,907	995,419	(6,333)	(4,648,788)	-
Disposals and write offs	-	-	-	-	(139,836)	(265,268)	(959,287)	(1,364,391)
Balance at December 31, 2020	\$ 6,740,000	23,803,257	-	41,086,048	24,292,966	1,769,453	931,349	98,623,073
Accumulated depreciation:								
Balance at December 31, 2018	-	2,907,988	1,733,894	29,861,939	11,718,042	1,527,440	-	47,749,303
Depreciation	-	974,692	-	1,323,910	1,282,154	247,867	-	3,828,623
Transfers	-	(1,809,734)	(1,733,894)	(193)	3,543,821	-	-	-
Disposals and write offs	-	(2,579)	-	-	(147,820)	(121,284)	-	(271,683)
Balance at December 31, 2019	\$ -	2,070,367	-	31,185,656	16,396,197	1,654,023	-	51,306,243
Depreciation	-	872,890	-	1,193,363	1,724,418	141,232	-	3,931,903
Transfers	-	-	-	-	-	-	-	-
Disposals and write offs	-	-	-	-	(139,836)	(265,268)	-	(405,104)
Balance at December 31, 2020	\$ -	2,943,257	-	32,379,019	17,980,779	1,529,987	-	54,833,042
Net book value:-								
December 31, 2020	\$ 6,740,000	20,860,000	-	8,707,029	6,312,187	239,466	931,349	43,790,031
December 31, 2019	\$ 6,690,449	23,159,264	-	8,904,932	6,346,031	387,031	4,257,025	49,744,732

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020
(Expressed in Bahamian dollars)

10. Property, plant and equipment (continued)

Depreciation	2020	2019
Depreciation of PPE	\$ 3,931,903	3,828,623
Depreciation of ROU assets	2,408,595	1,637,651
Depreciation	\$ 6,340,498	5,466,274

The properties revaluation reserve arises on the revaluation of land and buildings. When revalued land or buildings are sold, the portion of the properties revaluation reserve that relates to that asset is transferred directly to retained earnings. Items of other comprehensive income included in the properties' revaluation reserve will not be reclassified subsequently to profit or loss. The directors do not intend to make any distribution from the properties revaluation reserve per Group policy.

The Group's land and buildings are stated at their revalued amounts, being the fair value at the date of revaluation, less any subsequent accumulated depreciation. The latest revaluation of land and buildings were performed as at 31 December, 2020 by a qualified independent appraiser, using the income approach at a discount rate ranging from 11% to 12%. This resulted in a loss of \$4,389,306.

The fair value of land and buildings are included in Level 3 at the end of the reporting period. There were no transfers between the hierarchy Levels during the year. The loss of \$ 4,389,306 (2019: \$nil) from the revaluation of land and buildings were recognized in other comprehensive income.

There are no capital commitments on work in progress projects.

Had there been no revaluation, the carrying value of land would have been \$6,690,449 (2019: \$6,690,449) and of buildings would have been \$25,298,857 (2019: \$25,229,631).

11. Other intangible assets

Intangible assets consist of computer software as follows:

	2020	2019
Cost:		
Balance at January 1	\$ 5,939,336	3,611,079
Additions	36,632	2,328,257
Balance at December 31	\$ 5,975,968	5,939,336
Accumulated amortisation:		
Balance at January 1	\$ 3,619,605	3,457,648
Amortisation	398,575	161,957
Balance at December 31	\$ 4,018,180	3,619,605
Net book value:	\$ 1,957,788	2,319,731

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

12. Accounts payable and accrued expenses

Accounts payable and accrued expenses comprise the following:

	2020	2019
Accounts payable - third parties	\$ 7,678,089	18,225,499
Accounts payable - related parties	6,809,597	5,897,278
Accrued expenses	3,385,051	4,786,529
	\$ 17,872,736	28,909,306

13. Loans and borrowings

The Group has two principal bank loans outstanding:

(a) An unsecured loan of \$3,000,000. The loan was originally advanced on March 27, 2020 in the amount of \$3,000,000 with an effective rate of 3.765%. This loan principal and interest were paid off in full during the year.

(b) An unsecured loan of \$5,000,000. The loan was originally advanced on May 12, 2020 is due for repayment in full November 14, 2021. The bank loan carries an effective interest rate at 3.765% per annum charged on the outstanding balance. As at 31st December amounts repayable amount to \$5,000,000.

(c) Amounts repayable to the unsecured loan of \$8,175,000 from 2019 carry interest of 3.6% per annum charged on the outstanding balance. As at December 31, 2020 amounts repayable amount to \$4,026,583. Subsequent to year end, we have made payments totalling \$1,908,161.

14. Share capital

Authorised, issued and fully paid share capital at December 31, 2020 and 2019:

	No. of shares	Amount
Ordinary shares of \$0.005 each	30,000,000	\$ 150,000

15. Commitments and contingencies

Other commitments and contingencies

At December 31, 2020 the Group was contingently liable under customs bond guarantees of \$1,611,578 (2019: \$1,867,000). These facilities are under joint and several liability of the Group in favor of each other.

As at 31 December, 2020 the Group was contingently liable to the Department of Inland Revenue on their assessment of intra-company stock transfers between its subsidiaries for Business Licence purposes. The Group was assessed \$560,403 (2017) and \$596,003 (2016) and a Bank Guarantee was issued pending the outcome of arbitration. The matter is still pending as of the date of issuance.

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

15. Commitments and contingencies (continued)

Pending Litigation

Legal proceedings are pending against the Group in the ordinary course of business. Management considers that the aggregate liability resulting from these proceedings will not be material.

Corporate Credit Cards

At December 31, 2020 the Group was had Corporate Credit Card issued to the Management Team of \$95,000 in collective credit.

16. Balances and transactions with related parties

For the purpose of this note, affiliates include other Heineken group entities and directors. Additional related party transactions are disclosed in other notes to the consolidated financial statements.

	2020	2019
<i>Balances with the Parent</i>		
Trade receivables, net (note 5)	\$ 6,409	188,704
Prepaid expenses and other assets (note 6)	8,428	8,428
Accounts payable and accrued expenses (note 12)	5,798,078	5,157,798
<i>Transactions with the Parent</i>		
Know-how fee (note 18)	358,915	468,466
IT related and other fee (note 18)	1,551,103	2,381,481
Royalties (note 18)	176,620	327,106
Dividends paid (note 21)	-	8,325,000
Group interest Loans	-	110,630
<i>Balances with affiliates</i>		
Accounts payable and accrued expenses (note 12)	969,297	652,700
Royalties	42,222	86,781
<i>Transactions with affiliates</i>		
IT related and other fee (note 18)	354,687	140,165
Supply chain fee (note 18)	209,946	325,452
Directors' fee (note 18)	42,000	42,000

Know-how fee

Effective May 18, 2010, the Group entered into an agreement with the Parent to pay 0.4% per annum of revenue to Heineken as a know-how fee. Related payments are made and/or accrued for in the normal course of business.

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

16. Balances and transactions with related parties *(continued)*

Royalties

Royalties are calculated as a percentage of revenue and are payable to the Parent based on the relevant agreement. Related payments are made and/or accrued for in the normal course of business.

Purchase of inventories, IT related fee and supply chain fee

The Group sources certain inventories from its affiliates. IT related fee, supply chain fee and other fee are charged by Heineken and other Heineken group entities as incurred and are included in other expenses (see note 17). Related payments are made and/or accrued for in the normal course of business.

Compensation of key management personnel

During the year, key management personnel received compensation amounting to \$1,819,534 (2019: \$1,359,594), comprising short-term employee benefits of \$292,509 (2019: \$865,785), and post-employment benefits of \$33,633 (2019: \$111,384).

Included in key management costs are costs relating to a Long Term Incentive Plan. This is a share based plan which provides senior employees with Heineken N.V. shares based on the performance of the Heineken Group as a whole. The amount recognised amounted to \$70,855 (2019: \$173,545).

17. Other (expense)/income, net

	2020	2019
Miscellaneous (expense)/income	\$ (235,388)	438,672
Insurance recovery	1,236,407	5,183,957
Gain/(loss)	237,036	(293,135)
(Loss)/gain on disposal of property, plant and equipment	(35,788)	1,038,898
	\$ 1,202,267	6,368,392

The Group incurred losses due to inventory destruction, property damage and lost sales due to the impact of a hurricane that hit The Bahamas in September 2019. These losses were covered under the Group's comprehensive insurance plan and resulted in recoveries of stock and property damage/disposals of \$1,236,407 for the year ending December 31, 2020. These amounts are recognized in Other income as it is considered an extraordinary event.

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020
(Expressed in Bahamian dollars)

18. Raw materials, consumables and services

	2020	2019
Cost of inventories (including related import duties)	\$ 44,369,769	61,845,347
Distribution and marketing expenses	1,899,056	4,648,009
Other expenses	3,248,634	4,192,392
Occupancy expenses (note 14)	1,703,069	2,562,762
Utilities	1,833,272	2,477,118
Duties and other taxes	1,163,366	2,031,274
Royalties	1,452,477	1,820,110
Repairs and maintenance	1,054,180	1,653,938
IT expenses	2,028,726	1,565,395
Security services	830,156	1,098,211
Insurance	973,105	931,120
Bank charges	1,085,495	930,885
Know-how fee (note 15)	358,915	468,466
Bad debt expense/(recovery)	1,155,627	387,806
	\$ 63,155,847	86,612,833

19. Employee pension plans

In 1997, the Group commenced a defined contribution pension plan. In accordance with the terms of the plan both employer and employees are required to contribute 5% (2019: 5%) of the participants' earnings to the plan. Employees are permitted to make additional contributions in order to increase their retirement benefits. The Group's contribution net of forfeitures to the plan included in personnel costs was \$511,470 (2019: \$380,308).

Employees are eligible to become participants of the plan upon the completion of a probationary period, provided they have attained the age of 18 years. The plan is mandatory for all employees who joined the Group after 1 January 1997 and optional for those who joined prior to 1 January, 1997.

20. Basic and diluted earnings per share

The calculation of basic and diluted earnings per share is based on the consolidated net income divided by the weighted average number of ordinary shares outstanding during the year.

	2020	2019
Net (loss)/income	\$ (1,330,857)	10,355,705
Weighted average number of shares	30,000,000	30,000,000
Basic and diluted earnings per share	\$ (0.04)	0.35

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020
(Expressed in Bahamian dollars)

21. Dividends

Dividends declared by the Group amounted to \$nil (2019: \$nil). Dividends declared are based on basic earnings per share rounded to two decimal places.

22. Changes in working capital

	2020	2019
Increase/(decrease) in trade receivables, gross	\$ 3,835,200	(2,757,297)
Increase/(decrease) in prepaid expenses and other assets	1,840,605	(1,955,010)
Increase in inventories, net	4,623,956	4,979,178
(Decrease)/increase in accounts payable and accrued expenses	(12,662,455)	5,085,284
	\$ (2,362,694)	5,352,155

23. Principal subsidiary

The following significant operating subsidiary, which is incorporated in The Bahamas, is owned by the Group. This subsidiary currently hold real-estate contracts.

	<i>Percentage (%) Owned</i>	
	2020	2019
Todhunter-Mitchell Distillers Limited	100	100

24. Financial instruments and associated risks

The Board of Directors has established a risk management framework whose primary objective is to protect the Group from events that hinder the sustainable achievement of the Group's performance objectives.

There are a number of risks inherent in the drinks industry that the Board has identified and manages on an ongoing basis. Among these risks, the more significant are market, credit and liquidity. In accordance with IFRS 7, Financial Instruments, the Group presents qualitative information about its exposure to risk and the objectives, policies and processes for measuring and managing these risks. Further quantitative disclosures are included throughout this note.

(a) *Market risk*

Market risk is the risk that future changes in market conditions such as foreign exchange rates and interest rates will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return on risk.

(i) *Currency risk*

The Group is party to financial instruments or enters into transactions denominated in currencies other than its functional currency. Consequently, the Group is exposed to risks that the exchange rate of its currency relative to other foreign currencies may

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

24. Financial instruments and associated risks (continued)

(i) Currency risk (continued)

change in a manner that has an adverse effect on the value of that portion of the Group's assets or liabilities denominated in currencies other than the Bahamian dollar. Raw materials, packaging and finished products are purchased principally from Europe and are payable in Euros. The Group does not hedge against movements in foreign currency exchange rates.

The Group's total net liability exposure to fluctuations in foreign currency exchange rates (B\$ vs. Euro) at 31 December, 2020 was \$8,428,963 (2019: \$1,622,028).

The average exchange rate between the B\$ and the Euro was B\$1 = Euro 0.88 (2019: B\$1 = Euro 0.85). The spot rate at December 31, 2020 was B\$1 = Euro 0.81 (2019: B\$1 = Euro 0.87).

Sensitivity analysis

A 10 percent strengthening of the B\$ against the Euro at 31 December 2020 would have increased equity and net income by approximately \$1,882,144 (2019: \$808,513). This analysis assumes that all other variables, in particular interest rates, remain constant. A 10 percent weakening of the B\$ against the Euro at December 31, 2020 would have had the equal but opposite effect on equity and net income of the amounts shown above, on the basis that all other variables remain constant.

(ii) Interest rate risk

Interest rate risk refers to the risk of loss due to adverse movements in interest rates. The Group's interest rate risk arises from borrowings and its banking facilities. The Group manages its exposure to fluctuations in interest rates by linking its cost of borrowing to prevailing domestic or international interest rates.

(b) Credit risk

Credit risk is the risk that a counter party to a financial instrument will fail to discharge an obligation or commitment that it has entered into with the Group.

The Group's maximum exposure to credit risk is as follows:

	2020	2019
Cash held with banks (note 4)	\$ 5,493,854	5,875,699
Trade receivables, net (note 5)	3,030,847	6,866,047
Other receivables, net (note 6)	4,914,787	4,613,971
Staff loans (note 6)	6,010	3,644
	\$ 13,445,498	17,359,361

Management actively monitors the aging of receivables and establishes an allowance as circumstances warrant. The Group does not anticipate any losses in excess of the allowance for doubtful accounts as a result of this exposure.

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

24. Financial instruments and associated risks *(continued)*

(b) Credit risk (continued)

Cash at bank amounting to \$5,493,854 (2019: \$5,875,699) was deposited with regulated financial institutions. Accordingly, management considers this to bear minimal credit risk. The Group does not have a significant concentration of credit risk as it transacts and deals with various customers and counterparties.

(c) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's approach to managing liquidity is to ensure, as far as possible, that it will always have sufficient liquidity to meet its liabilities and other commitments when due, under both normal and stressed conditions, without incurring unacceptable losses or risking damage to the Group's reputation.

The following tables detail the Group's remaining contractual maturity for its financial liabilities with agreed repayment periods. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group can be required to pay. The tables include both interest and principal cash flows.

	0 - 3 Months	3 - 12 Months	1 - 5 Years	5+ Years	Total	Carrying Amount
Accounts payable and accrued liabilities	4,388,796	13,483,940	-	-	17,872,736	17,872,736
Loans and Borrowings	1,089,161	7,937,422	-	-	9,026,583	9,026,583
Short Term Liabilities	649,255	1,759,347	-	-	2,408,602	2,408,602
Long Term Lease Liabilities	-	-	2,931,706	1,526,119	4,457,825	4,457,825
Balance at December 31, 2020	6,127,212	23,180,709	2,931,706	1,526,119	33,765,746	33,765,746

	0 - 3 Months	3 - 12 Months	1 - 5 Years	5+ Years	Total	Carrying Amount
Accounts payable and accrued liabilities	7,227,327	21,681,979	-	-	28,909,306	28,909,306
Loans and Borrowings	1,959,064	5,877,191	-	-	7,836,255	7,836,255
Short Term Liabilities	463,691	1,391,075	-	-	1,854,766	1,854,766
Long Term Lease Liabilities	-	-	2,979,063	1,550,771	4,529,834	4,529,834
Balance at December 31, 2019	9,650,082	28,950,245	2,979,063	1,550,771	43,130,161	43,130,161

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020
(Expressed in Bahamian dollars)

25. Share-based payments

HEINEKEN has a performance-based Long-term incentive plan (LTIP) for the Executive Board and senior management. Under this LTIP, share rights are conditionally awarded to participants on an annual basis. The vesting of these rights is subject to the performance of Heineken N.V. on specific internal performance conditions and continued service over a three calendar year period by the employee.

The performance conditions for LTIP are Organic Net Revenue growth, Organic EBIT beia growth, Earnings Per Share beia growth and Free Operating Cash Flow for LTIP 2016-2018. As per LTIP 2017-2019 Organic EBIT beia growth changed into Organic Operating Profit beia growth.

At target performance, 100% of the awarded share rights vest. At threshold performance, 50% of the awarded share rights vest and at maximum performance, 175% of the awarded share rights vest for the Executive Board as well as senior managers. As from LTIP 2018-2020 the maximum performance is set at 200% for all senior managers.

Ownership of the vested LTIP 2017-2019 shares will transfer to the Executive Board members shortly after publication of the annual results in 2020 and to senior management on 1 April 2021. The number of outstanding share rights and the movement over the year under the LTIP of senior management and Executive Board are as follows:

	Number of share rights	
	2020	2019
Outstanding as at 1 January	3,966	4,313
Granted during the year	1,317	1,599
Forfeited during the year	(397)	-
Vested previous year	(1,175)	(1,247)
Performance adjustment	(1,184)	682
Transfers	-	(1,380)
Outstanding as at 31 December	2,527	3,966

As HEINEKEN will withhold the payroll tax related to vesting on behalf of the individual employees, the number of Heineken N.V. shares to be received will be an after-tax number. The share rights are not dividend-bearing during the performance period.

26. Segment information

The Group has adopted IFRS 8, Operating Segments. IFRS 8 requires operating segments to be identified on the basis of internal reports about components of the Group that are regularly reviewed by the chief operating decision maker in order to allocate resources to the segments and to assess their performance. This standard has been applied to all years presented in the

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

26. Segment information *(continued)*

consolidated financial statements. Information regarding the Group's reportable segments is presented below.

The Group's revenue from operations by reportable segment is as follows:

Segment revenue

	2020	2019
Wholesale	\$ 60,019,866	91,744,231
Retail	35,873,666	42,396,686
	\$ 95,893,532	134,140,917

The Group's net income by reportable segment is as follows:

	2020	2019
Wholesale	\$ (1,442,857)	7,609,723
Retail	112,000	2,745,982
	\$ (1,330,857)	10,355,705

The Group's assets by reportable segment are as follows:

	2020	2019
Wholesale	\$ 73,272,501	63,924,581
Retail	11,531,495	27,831,267
Total segment assets	84,803,996	91,755,848
Unallocated	10,122,536	18,255,262
Total assets	\$ 94,926,532	110,011,110

For the purposes of monitoring segment performance and allocating resources between segments, the only assets allocated by segment are trade and other receivables, inventories and property, plant & equipment.

The Group's liabilities by reportable segment are as follows:

	2020	2019
Wholesale	\$ 30,748,042	38,066,028
Retail	3,017,704	5,064,132
	\$ 33,765,746	43,130,160

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020
(Expressed in Bahamian dollars)

26. Segment information (continued)

The Group's additions to property, plant and equipment by reportable segment are as follows:

	2020	2019
Wholesale	\$ 3,302,609	4,450,600
Retail	23,186	31,245
	\$ 3,325,795	4,481,845

The Group's revenue from external customers by geographical location from operations from its major products and services are as follows:

	2020	2019
Bahamas	\$ 95,811,031	133,623,349
United States	82,501	517,568
	\$ 95,893,532	134,140,917

Included in revenues arising from direct sales from the Group's wholesale segment to its customers is \$10,532,374 (2019: \$12,060,691) which arose from sales to the Group's top five customers.

27. Fair values of financial instruments

The carrying values of financial assets and liabilities are considered to approximate their fair values due to the following reasons:

- (a) immediate or short-term maturity; and/or
- (b) interest rates approximate current market rates

The fair values of cash and cash equivalents, trade and other receivables, accounts payable and accrued expenses are not considered to be materially different from their carrying values due to their short-term nature.

28. Capital management

The Group is not subject to externally imposed capital requirements except that under The Companies Act 1992, the Group may not declare and pay a dividend if there are reasonable grounds for believing that:

- (a) the Group is unable or would, after the payment of dividends be unable to meet its liabilities as they become due; or
- (b) the realisable assets of the Group will be less than the sum of its total liabilities and outstanding share capital.

There were no changes in the Group's approach to capital management during the year.

With effect from 1 January 2011 the Group's policy is to distribute 100% of consolidated net income as dividends subject to the provisions of the The Companies' Act 1992 as outlined above. The frequency of the payout is at the discretion of the Board of Directors and is subject to approval at the annual shareholders' meeting.

COMMONWEALTH BREWERY LIMITED

Notes to Consolidated Financial Statements

Year ended December 31, 2020

(Expressed in Bahamian dollars)

29. Significant event

Management has determined there were no significant events requiring adjustment in the consolidated financial statements except for the rapidly evolving outbreak of COVID-19 which adversely contributes to significant volatility in financial markets. Many countries have reacted by instituting quarantines and restrictions on travel. The rapid development and fluidity of this situation precludes any prediction as to the ultimate adverse impact of COVID-19. Nevertheless, the Group continues to closely monitor the situation with regards to the degree of uncertainty and risk on financial performance in 2021.



**COMMONWEALTH
BREWERY LIMITED**
THE BAHAMAS

Part of the **HEINEKEN** Company