



ANNUAL REPORT 2012



Manufacturers of corrugated carton boxes.





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NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Annual General Meeting of AMG Packaging & Paper Company Limited will be held at 9 Retirement Crescent, Kingston 5 on Tuesday, March 19, 2013 at 9 a.m. to transact the following business:

1. To receive the Audited Accounts for the year ended August 31, 2012 together with the reports of the Directors ad Auditors thereon,

The Company is asked to consider, and if thought fit, pass the following resolution:

Resolution No. 1

"That the Audited Accounts for the year ended August 31, 2012, together with the reports of the Directors and Auditors thereon, be and are hereby adopted."

2. To re-elect Directors.

(i) The Directors retiring by rotation in accordance with Regulation 95 of the Company's Articles of Incorporation are Messrs. Mark Chin and Paul Chin, who being eligible for re-election, offer themselves for re-election.

The Company is being asked to consider, and if thought fit, pass the following resolutions:

Resolution No. 2

"That retiring director Mark Chin be and is hereby elected a director of the company".

Resolution No. 3

"That retiring director Paul Chin be and is hereby elected a director of the company".

(ii) Mr. Antonia Hugh having been appointed a Director since the last Annual General Meeting, shall retire in accordance with Regulation 101 of the Articles of Incorporation and, being eligible offer himself for re-election.

The Company is being asked to consider, and if thought fit, pass the following resolution:

Resolution No. 4

"That Mr. Antonia Hugh be and is hereby elected as a Director of the Company."



3. To re-appoint Auditors and to authorize the Directors to fix the remuneration of the Auditors.

The Company is asked to consider, and if thought fit, pass the following resolution:

Resolution No. 5

"That the remuneration of the Auditors, Bogle and Company, who have signified their willingness to continue in office, be such as may be agreed between the Directors of the Company and the Auditors."

Dated the (date) By Order of the Board

Paul Chin

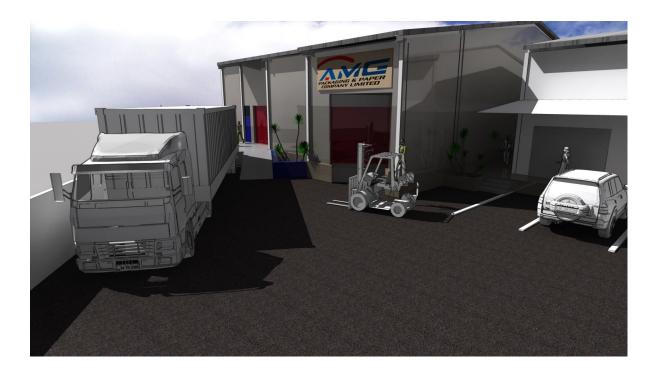
Company Secretary
Registered Office
10 Retirement Crescent

Kingston 5

NOTE:

- 1. A member entitled to attend and vote at the meeting may appoint a proxy, who need also be a member, to attend and so on a poll, vote on his/her behalf. A suitable form of proxy is enclosed. Forms of proxy must be lodged at the Registrar of The Company, KPMG Regulatory & Compliance, 6 Duke Street, Kingston not less than 48 hours before the time of the meeting.
- 2. A Corporate shareholder may (instead of appointing a proxy) appoint a representative in accordance with Regulation 80 of the Company's Articles of Incorporation. A copy of Regulation 80 is set out on the enclosed detachable proxy form.

























MISSION STATEMENT

"Our aim is to manufacture packaging materials at the highest standards and sell at the lowest price and maintain a reputation of being a viable alternative for imported packaging".





CHAIRMAN'S STATEMENT

AMG Packaging and Paper Ltd. have made amazing strides; far exceeding our projection for the year 2012. From the listing on the junior stock exchange in June 2011 and the positive growth of our stocks to the newly developing warehouse space, which we are about to move into, it's been growth, growth, growth.

Our Financial results for 2012 have shown an increase in revenues by 15.71% but more important is the increase in profits by 52.45%. Even with us bursting at the seams while waiting anxiously for our new facility to be completed, we managed to produce and grow at a tremendous rate. Not even the fire we had stopped AMG's production. AMG was able to increase our product lines and customer base while keeping our product quality and customers very pleased with their orders.

AMG could not have accomplished all we have, without our Board of Directors; who demand nothing short of excellence and the Management and staff who worked assiduously to do whatever they had to, to get the job done. My heart filled thanks to a team committed to the continued success of AMG.

Peace and Love,

Mark Chin



GENERAL MANAGER'S STATEMENT

AMG Packaging & Paper Company Limited (AMG) is pleased to present its audited financial statements for the 12 months ended August 31, 2012.

2012 was another exciting year for AMG. Our new warehouse facility is currently here and the Chinese technician arrives in September to start the much anticipated development. The approximately 10,000 square feet new warehouse will allow us additional space to stock both raw materials and finished products as well as expand our production capacity. The facility boasts two loading bays which will enable us to load and unload containers minimizing damage to the rolls. We can now store our raw materials in a secure proper environment as is the standard. We made a deposit on a paper clamp forklift. This should arrive in Jamaica before the end of the first quarter. This will enable us to move our paper rolls in a more efficient manner.

The new Two Color Printing and Rotary Die Cut Machine is currently installed and producing. This acquisition has increased our production as well as widens our product base. A Partition machine was also acquired where we can now offer our services to companies that package glass products.

We are currently sourcing additional machines which will increase quality and production. One is a multi functional machine that will replace the older manual ones. The other is an additional Rotary Die Cut machine.

From an operational standpoint we have decided to rearrange our shift system to accommodate a third shift in the near future. Currently the shifts are 8am to 5pm and 7pm to 7am. The new hours will be 6am to 2pm and 2pm to 10pm. This will eliminate the down time we have as well as minimize the overtime which is a negative factor on our bottom line.

Our performance for the year was satisfactory in a number of areas in spite of a challenging operating environment. Sales for the year ended August 31, 2011 increased by 15.71% to \$357.46 million as a result of an increase of 27.19% in the number of units produced. This increase in sales resulted in a 27.23% increase in Gross Profit of \$81.31 million (2011- \$63.91 million).

Management remains extremely focused on managing manufacturing expenses as this performance was achieved in spite of a 21.27% increase in Electricity charges and much needed Maintenance Expenses \$6.2 million 2012 up from \$2.8 million in 2011. This focus on cost management included administrative expenses which increased from \$21.92 million(2011) to \$39.51 million(2012) during the year resulting in Profits of \$47.66 million for the 12 month period, up 52.45% over the prior year (2011 - \$31.27 million).



	12 months to	12 months to
	August 31,2012	August 31,2011
Total Revenues	357,461,714	308,921,086
Gross Profit	81,316,904	63,911,205
Profit	47,666,087	31,265,395
Total Assets	309,802,822	283,706,678
Total Shareholder's Equity	241,483,209	193,817,120
Weighted Average # of Shares in Issue	102,387,857	82,670,290
Earning per Share	0.47	0.38

Total Assets grew from \$283.71 million to \$309.80 million, primarily as a result of our new machinery and expansion. In addition Inventories grew, consistent with our strategy, to increase the stock of paper help for production as well as finished products available for specific customer orders.

The new financial year has begun on a positive note given the sound foundation we continue to build on. The next 12 months will continue to see many positive changes at AMG with our increased production capacity, additional storage space and broader product line. On behalf of the AMG team we would like to wish our shareholders a peaceful holiday season and all the very best for the New Year.

Michael P. Chin General Manager



GENERAL MANAGER'S PROFILE



Mr. Michael Chin serves as General Manager of the Company and is responsible for supporting Chief Officer George Hugh in its day to day operations. He brings to the Company over 20 year's management experience.. Michael joined the Company in 2009 and his leadership assisted it to win a "Bold Ones" award from its client National, the Continental Baking Company, which is given to outstanding local manufacturers.

Michael holds a BSc. Degree in Business Management from Lynn University in Boca Raton, Florida. Prior to joining the company he acted as Operations Manager at Markham Betting Company for over 6 years, where he was responsible for leading an initiative to computerize the business' operations, amongst other things. Michael has also worked in management at Home Choice Rentals of South Florida



BOARD OF DIRECTORS

Mr. Mark S. Chin NON-EXECUTIVE CHAIRMAN

Mr. Mark Chin is a businessman with over 23 years experience in the construction business. He is the founder and managing director of Island Wide Construction Limited and Island Concrete Company Limited. He was also a founder of Markham Betting Company and currently serves as Chairman of the company.



Mr. George Hugh DIRECTOR AND CHIEF EXECUTIVE OFFICER

Mr. George Hugh has been the managing director of the family founded business Rayton Electric Commercial Equipment Limited since 1989. He has had stakes in many local businesses, including Jade Gardens Restaurant, Dominos Pizza and Homelectrix. He is also a founder and currently serves as a director of Island Concrete Company Limited.





Mr. Paul Chin NON-EXECUTIVE DIRECTOR

Mr. Paul Chin is a local businessman who had worked at Kingston Hub Distributors and Desnoes& Geddes Limited prior to joining Island Wide Construction Limited as a director in 1993. He is also a director of Heiss Properties. He brings to the company his wide business and project management experience



Mr. Peter Chin, B.Sc. (Hons.), M.B.A. NON-EXECUTIVE DIRECTOR

Mr. Peter Chin is the President and co-founder of Alliance Investment Management Limited and Chairman and majority shareholder of DPK Information Systems. He had served as General Manager of Issa Trust and Merchant Bank Limited and held senior finance position with Grace Kennedy Limited and IBM World Trade Corp. He is also a Past President of the Jamaica Securities Dealers Association (JSDA). He brings to the company his financial services and management experience.





Mr. Barrington Chisholm, J.P. NON-EXECUTIVE DIRECTOR

Mr. Barrington (Barry) Chisholm is a retired banker, who occupied a number of senior management positions at the Scotiabank Group. He has completed numerous banking, finance, marketing and management courses at the University of Western Ontario and York University in Canada. He is Chairman of the National Insurance Fund of Jamaica and is a director of the Development Bank of Jamaica, Houston Managers (BVI) Limited. He is a member of the Rotary Club of Spanish Town. He brings to the Board his financial and management experience.



Mr. Michael Fraser, J.P., C.L.U. NON-EXECUTIVE DIRECTOR and MENTOR

Mr. Michael Fraser has a distinguished career in the insurance Industry having served as President and CEO of Island Life Insurance Company Limited and Deputy CEO and Chief Marketing Officer of Sagicor Life Jamaica Limited and currently as the President & CEO of Sagicor Life of the Cayman Island Limited and a director of Sagicor Life Insurance Brokers Limited. He is a past president of Life Underwriters Association of Jamaica, was voted 'Insurance Man of the Year' in 1999 and inducted in the Caribbean Insurance Hall of Fame in 2005.He is also a director of Lascelles de Mercado Limited. His responsibility is to ensure that the Company has adequate procedures, systems and controls for financial reporting, compliance with Junior Market Rules, and corporate governance generally.





Mr. Antonia Hugh NON-EXECUTIVE DIRECTOR

Mr. Antonia Hugh is a director of Rayton Group and is in the business over 20 years. He also serves as a consultant of Dollars to Dollars limited. He is an art collector and is a keen golf player.





CORPORATE GOVERNANCE

The Board of Directors of AMG Packaging & Paper Company Limited is responsible for the Company's system of corporate governance and ultimately accountable for the Company's activities, strategy, risk management and financial performance. The Board has the authority, and is accountable to shareholders, for ensuring that the Company is appropriately managed and achieves the strategic objectives it sets. The Board discharges those responsibilities through an annual programme of meetings which includes the approval of overall budgetary planning and business strategy. The Board reviews the Company's internal controls and risk management policies and approves its governance structure and code of ethics.

The Board appraises and approves major financing and investment decision in excess of defined thresholds. This includes:

- engaging at Board meetings with the Chairman, CEO and the other Directors on the financial and operating performance of AMG and external issues material to the Company's prospects
- evaluating progress towards the achievement of the Company's financial and business objectives and annual plans
- monitoring, through reports received directly or from various committees, the significant risks facing the Company.



BOARD COMPOSITION

As at August 31, 2011, the Board comprised 5 non-executive directors and one executive director. The names of the directors and their qualifications are set out in the Directors' Profile section of this report.

BOARD COMMITTEES

1. THE AUDIT COMMITTEE
Chairman – Mr. Barrington Chisholm

Barrington Chisholm joined the AMG Packaging & Paper Board in 2011. He has wide banking experience and brings to the Board financial and management experience.

Committee Members
Barrington Chisholm
Mark S. Chin
Peter D. Chin
Michael Fraser

2. THE COMPENSATION COMMITTEE Chairman – Mr. Peter D. Chin

Peter Chin joined the AMG
Packaging & Paper Board in 2011
He brings to the Board wide
financial and management
experience.

Committee Members
Peter D. Chin
Mark S. Chin
Barrington Chisholm
Michael Fraser

SENIOR MANAGERS

Michael Chin (General Manager)

Leslie McPherson (Accounting Manager)

Christopher Hendriks (Production Manager)



SHAREHOLDINGS OF DIRECTORS

DIRECTORS' NAMES	SHAREHOLDING	CONNECTED PARTY
MARK CHIN	24,263,792	HEISS HOLDINGS LIMITED
PAUL CHIN	11	HEISS HOLDINGS LIMITED
GEORGE HUGH	24,263,792	GEORGE HUGH HOLDINGS LTD
PETER CHIN	332,370	
MICHAEL FRASER	382,913	
BARRINGTON CHISHOLM	76,583	
	49,319,450	

SHAREHOLDINGS OF SENIOR MANAGEMENT

MICHAEL CHIN	394,487
LESLIE MCPHERSON	38,291
CHRISTOPHER HENDRIKS	11,249
	444,027



TOP 10 SHAREHOLDERS AT 31 AUGUST 2012

Issued Ordinary shares

		Silaies
		102,378,857
SHAREHOLDERS	SHAREHOLDINGS	<u>%</u>
RANKINSTON LIMITED	32,351,718	31.600
GEORGE HUGH HOLDINGS LIMITED	24,263,792	23.700
HEISS HOLDINGS LIMITED	24,263,792	23.700
MF&G TRUST AND FINANCE SIGMA VENTURE FUND	1,915,428	1.871
HAROLD SOLTAU	1,361,605	1.330
VMBS A/C CONTRIBUTORY PENSION SCHEME	597,293	0.583
P.A.M. LTD SUPER CLUBS RESORT P/PLAN	597,293	0.583
METRY SEAGA	552,555	0.540
GERALD W. PURDY	550,000	0.537
STOCKS AND SECURITIES PENSION PLAN	517,356	0.505
	85,903,476	83.907
NO. OF SHAREHOLDERS AT 31/8/2012	JCSD MAIN REGISTER TOTAL	345 1 346







AUDITORS' REPORT



AMG PACKAGING & PAPER
COMPANY LIMITED
FINANCIAL STATEMENTS
AUGUST 31 2012

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BOGLE & COMPANY

CHARTERED ACCOUNTANTS

Shop #16, Hagley Park Plaza Kingston 10 Jamaica W.I.

Tel: (876) 926-5106, 968-1656

Fax: (876) 926-2995

Website: www.bogleandcompany.com

AUDITORS' REPORT TO THE MEMBERS OF AMG PACKAGING & PAPER COMPANY LIMITED

We have audited the financial statements for AMG Packaging & Paper Company Limited set out on the following pages 3-18 which comprise the statement of financial position as of August 31, 2012 and the statement of comprehensive income, statement of changes in equity and statement of cashflows for the period then ended, and a summary of significant accounting policies and other explanatory notes.

Management's responsibility for the Financial Statements

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

Auditors' Responsibility

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

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

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

WORRICK BOGLE, FCCA FCA CPA

Email: info@bogleandcompany.com

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Opinion

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the company as of August 31, 2012 and of the financial performance and cash flows of the company for the period then ended accordance with International Financial Reporting Standards and the requirements of the Jamaican Companies Act.

Report on Other Legal Regulatory Requirements

As required by the Jamaican Companies Act, we have obtained all the information and explanations which, to the best of our knowledge and belief, were necessary for the purposes of our audit.

In our opinion, proper accounting records have been kept, so far as appears from our examination of those records, and the accompanying financial statements are in agreement therewith and give the information required by the Act, in the manner so required.

BOGLE & COMPANY 26 October 2012

AMG PACKAGING & PAPER COMPANY LTD STATEMENT OF FINANCIAL POSITION AUGUST 31, 2012

Assets	<u>Notes</u>	<u>2012</u> \$	2011 \$
Non-Current Assets			
Property, Plant & Equipment Investments Deposit on Property & Equipment	2(e) & 9 2(g) & 4 5	128,116,037 7,320,588 53,622,892	109,222,843 51,576,032 15,191,845
Current Assets:			
Inventories Accounts Receivable net of allowances Related Parties Taxation Recoverable Cash & Cash Equivalents Total Assets	2(d) & 6 2(j) & 7 8 10 2(l) & 11	74,887,770 34,799,805 947,591 10,108,140 120,743,306 309,802,823	57,506,910 41,290,414 287,069 629,064 8,002,501 107,715,958 283,706,678
Equity & Liabilities Equity: Share Capital	2(m) &12	63,250,028	63,250,028
Revaluation Reserve Retained Earnings	13	48,928,537 129,304,644	48,928,537 81,638,557
Non- Current Liabilities		241,483,209	193,817,122
Long-Term Loans	14	15,233,019	10,549,235
Current Liabilities:			
Current Portion of Long-Term Loan Accounts Payable & Accruals Taxation	14 15 16	14,149,670 38,936,925	16,933,635 57,087,296 5,319,392
Total Equity & Liabilities		53,086,595 309,802,823	79,340,322 283,706,678

Approved by the Board of Directors on October 26, 2012 and signed on its behalf by:

-/---\Director

Peter Chin

Mark Chin

-\Director

The accompanying notes form an integral part of these Financial Statements and should be read in conjunction therewith.

AMG PACKAGING & PAPER COMPANY LTD STATEMENT OF COMPREHENSIVE INCOME AUGUST 31, 2012

	<u>Notes</u>	<u>2012</u> \$	<u>2011</u> \$
Turnover	17	357,461,714	308,921,086
Manufacturing Costs		276,144,810	245,009,881
Administrative Expenses		39,514,339	21,927,020
Profit from operations		41,802,565	41,984,185
Other Income	18	5,863,523	602,783
Profit before Taxation		47,666,088	42,586,968
Taxation	2g & 16		11,321,573
Profit after taxation		47,666,088	31,265,395
Other Comprehensive Income			
Gain on Revaluation	13	-	48,928,537
Total Comprehensive Income		47,666,088	80,193,932
Earnings per share		\$0.47	\$0.38

average number of shares in issue for the year of 102,387,857 (2011 - 82,670,290 shares)

AMG PACKAGING & PAPER COMPANY LTD STATEMENT OF CHANGES IN EQUITY AUGUST 31, 2012

	Share Capital	Revaluation Reserve	Retained Earnings	Total Equity
	\$	\$	\$	\$
Balance as at September 1, 2010	11,554,086	-	50,373,162	61,927,248
Public Issue of ordinary shares	51,695,942			51,695,942
Revaluation Surplus	-	48,928,537	-	48,928,537
Net profit for the year		_	31,265,395	31,265,395
Balance as at August 31, 2011	63,250,027	48,928,537	81,638,557	193,817,121
Balance as at September 1, 2011	63,250,027	48,928,537	81,638,557	193,817,121
Net profit for the year		-	47,666,088	47,666,088
Balance as at August 31, 2012	63,250,028	48,928,537	129,304,644	241,483,209

AMG PACKAGING & PAPER COMPANY LTD STATEMENT OF CASHFLOWS AUGUST 31, 2012

Cash flows from Operating Activities	<u>2012</u> \$	<u>2011</u> \$
Net Profit		
Adjustment to reconcile income for	47,666,088	31,265,395
year to net cash provided by operating activities		
Depreciation	6,664,562	(3,745,325)
	54,330,650	27,520,069
(Increase)/decrease in Current Assets		
Taxation Recoverable	(318,527)	(629,063)
Inventories	(17,380,860)	(30,809,849)
Related Parties	287,069	(287,069)
Receivables	6,490,609	(4,571,846)
(Increase)/decrease in current liabilities		
Taxation	(5,319,392)	(4,127,875)
Payables & Accruals	(18,150,370)	26,429,623
Long-Term Payable		(13,020,205)
Net cash flows from Operating Activities	19,939,179	503,786
Cash flows from Investing Activities		
Purchase of property, plant and equipment	(25,557,756)	(2,113,031)
Deposits	(38,431,047)	(15,191,845)
Investments	44,255,444	(51,576,032)
Net cash used in Investing Activities	(19,733,359)	(68,880,908)
Cash flows from Financing Activities		
Loan acquisition / (payments)	1,899,819	19,935,720
Proceeds from share issue	. •	51,695,942
Net Cash flows from Financing Activities	1,899,819	71,631,662
Net increase cash & cash equivalents	2,105,639	3,254,538
Cash & cash equivalents at beginning of year	8,002,501	4,747,963
	0,002,301	4,747,903
Cash & cash equivalents at end of year	10,108,140	8,002,501
Represented by:		
Cash and cash equivalent (note 11)	10,108,140	9 000 504
	10,100,140	8,002,501

- 1 Identification and principal activities
- (a) The company was incorporated on the 26th of September 2005, under the Jamaica Companies Act and is a wholly owned Jamaican company. It's registered office is located at 9 Retirement Crescent, Kingston 5.
 Under the Companies Act 2004 the company was re-registered as a public company in July 2011.
- (b) The company is engaged primarily in the manufacturing, distribution and retailing of cartons of varying sizes
- (c) Stock Exchange Listing

The company has been listed on the Jamaica Junior Stock Exchange since July 14, 2011

- 2 Statement of Compliance, Basis of Preparation and Significant Accounting Policies
- (i) Statement of compliance

These financial statements are prepared in accordance with International Financial Reporting Standards (IFRS) and their interpretation adopted by the International Accounting Standards Board, and have been prepared under the historical convention.

IFRS 7, Financial Instructions: Disclosures led to some changes in the qualitative and quantitative disclosures relating to credit risk. In particular, disclosure of the amount of the company's 'maximum exposure to credit risk without considering any collateral held 'is now made only if the carrying amount of the financial assets does not already reflect such exposure.

Revised IAS 24, Related Party Disclosures introduced changes to related party disclosure requirements for government -related entities and amends the definitions of a related party. Aside from the change of the definition of a related party in note 2(ii) (f), this revision did not have any impact on the financial statements.

At the date of the financial statements there were standards which are in issue, but not yet effective. Those considered relevant to the company are as follows:

IFRS 9, Financial instruments (effective January 1, 2013). It introduces new requirements for classifying and measuring financial instruments. The standard also amends some of the requirements of *IFRS 7* financial instruments: disclosures

- Including added disclosures about investments in equity instruments through other comprehensive income.

IFRS 12, Disclosure of Interest on Other Entities is effective for annual reporting periods beginning on or after January 1, 2013. It contains disclosure requirements for entities that have interests in subsidiaries, joint arrangements, associates and /or unconsolidated structured entities. These require disclosures aim to provide information to enable users to evaluate the nature of, and risks associated with, an entity's interests in other entities and effects of those interests on the entities' financial position, financial performance and cash flows.

(ii) Basis of preparation

IAS 1, Presentation of Financial Statements: Presentation of Items of Other Comprehensive Income is effective for annual periods beginning on or after July 1, 2012. It has been amended to require an entity to present separately the items of other comprehensive income (OCI) that may be classified to profit or loss in the future from those that would never be reclassified to profit or loss. Consequently, an entity that presents items of OCI before related tax effects will also have to allocate the aggregated tax amount between the sections. The existing option to present the profit or loss and other comprehensive income in two statements has not changed. The title of the statement has changed from Statement of Comprehensive Income to Statement of Profit or loss and Other Comprehensive Income. However, an entity is still allowed to use other titles.

IFRS 13, 'Fair Value Measurement' (effective for annual periods beginning on or after 1 January 2013). The standard explains how to measure fair value for financial reporting. It defines fair value; sets out in a single IRFS a framework for measuring fair value; and requires value measurements. This standards applies to those standards that require or permits fair value measurements or disclosures about fair value measurements (and measurements, such as fair value less costs to sell, based on fair value or disclosures about those measurements), except in specified circumstances.

(a) Reporting Currency

The amounts in these financial statements are expressed in Jamaican dollars, which is the primary currency in the country which it operates.

(b) Use of estimates

The preparation of the financial statements to conform to IFRS requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, contingent assets and liabilities at the date of the statement of Financial Position, and the income and expenses for the year then ended. Actual amounts may vary from the estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revision to the accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period of the revision and future periods if the revision affects both current and future periods.

(c) Judgement in evaluation of contingencies

For a contingent liability to qualify for recognition there must be a present obligation and the probability of an outflow of economic benefits to settle that obligation. In recognising contingent liabilities of the company, management determines the possibility of an outflow of resources and makes estimates of expenditure required to settle the present obligation at the reporting date.

No provision is made if management considers the possibility of any outflow in settlement to be remote.

(d) Inventories

Inventories are stated at the lower of cost and net realisable value and have been calculated on the First- In First-Out basis

(ii) Basis of Preparation Continued

(e) Depreciation

Depreciation is charged on the straight line basis at rates designed to write off the cost or valuation of assets over their useful lives. The first year is pro-rated based on date of acquisition. Rates are as follows:

Buildings	2.5%
Equipment	10%
Computer & Equipment	20%
Furniture & Fixtures	10%

(f) Related Parties

A related party transaction is a transfer of resources, services or obligations between related parties, regardless of whether a price is charged.

A party is related to the company, if:

- (i) directly or indirectly through one or more intermediaries, the party:
 - (a) is controlled by, or is under common control with, the company (this includes parties, subsidiaries and fellow subsidiaries)
 - (b) has an interest in the company that gives it significant influence over the entity: or
 - (c) has joint control over the company;
- (ii) the party is an associate of the company
- (iii) the party is a joint venture in which the company is a venturer;
- (iv) the party is a member of the key management personnel of the entity or its parent;
- (v) the party is a close member of the family of any individual referred to in (i) or (iv);
- (vi) the party is an entity controlled, jointly controlled or significantly influenced by, or for which significant voting power in such entity resides with, directly or indirectly, any individual referred to in (iv) or (v); or
- (vii) the party is a post -employment benefit plan for the benefit of employees of the company, or of any entity that is a related party of the entity.

The company has related party relationship with it's directors and key management personnel.

(g) Investments

Investment is carried in the financial statements at fair value. Gains and losses arising in changes in the market value of the investment is recorded in the Statement of Comprehensive Income in the period in which they arise.

(h) Tax Exemption Status

The company is currently listed on the Jamaica Junior Stock Exchange. This listing renders the company exempt from Income Tax for five years from the original listing in July 2011, with the proviso that the company remains on the Stock Exchange for at least fifteen years.

(ii) Basis of Preparation cont'd

(i) Foreign Currency Transaction

Foreign currency transactions are converted and included in the financial statements at the prevailing rate of exchange at the transaction date. Deposits held and liabilities in foreign currency at the date of the statement of financial position are adjusted to reflect the Jamaican equivalent as at that date. Exchange differences arising from settling income transactions are reflected in the statement of comprehensive income.

(j) Trade Receivables

A trade receivable is carried at invoiced amounts less provision made for impairment losses. Provision for impairment of trade receivable is established when there is sufficient evidence that the company will not be able to recover the full amounts in accordance with the original terms of the transaction.

(k) Borrowings & Borrowing costs

Borrowings are recognised initially at the proceeds received, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost and any difference between proceeds and redemption value is recognised in the Statement of Comprehensive income over the period of the borrowings. Borrowing costs are recognised in the period in which they are incurred.

(I) Cash & Cash Equivalents

Cash and cash equivalents are carried in the statement of financial position at cost. For the purpose of the Statement of Cash flows, this is comprised of deposits, cash at bank and cash in hand.

(m) Share Capital

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

(n) Revenue Recognition

Revenue is recognised in the income statement when it is probable that future economic benefit associated with the items of revenue will flow to the company and is able to be reliably measured. Revenue from the sale of goods are measures at fair value of the consideration received or receivable net of discounts and allowances.

(o) Interest Income

Interest income is recognised in the statement of comprehensive income for all interest bearing instruments on the accruals basis.

3 Financial Instruments

A Financial instrument is a contract that gives rise to both a financial asset of one enterprise and a financial liability or equity instrument of another. Financial assets carried in the Statement of Financial Position include accounts receivable and cash. Bank overdraft and accounts payable are deemed financial liabilities.

(a) Interest Rate Risk

Interest rate risk arises when the value of a financial instrument fluctuates during a specified period due to changes in market interest rates.

The company is exposed to interest rate risk regarding loans and it's bank balances as at August 31, 2012.

(b) Credit Risks

Credit risk is the risk of exposure occasioned by one party to financial instruments when the other party fails to discharge an obligation thus causing the other party to suffer a financial loss. The company has policies in place to ensure that sale of products and services are made to customers with an appropriate credit history. The company is exposed to credit risks in respect of its receivables from other companies and individuals.

The maximum exposure to credit risk at the reporting date is represented by the carrying value amount of each financial asset as follows:

	<u>Carrying Amount</u>	
	<u>2012</u>	<u>2011</u>
	\$	\$
Cash equivalents	10,108,140	8,002,501
Receivables	34,799,805	41,290,414
Due from related parties	<u></u> _	287,069
	44,907,945	49,579,983

(c) Foreign Currency Risk

A foreign currency risk is the risk that the value of a financial instrument will fluctuate due to changes in the foreign exchange rates.

The company has direct exposure to foreign currency risk regarding United States dollar denominated savings account and foreign payables.

(d) Cash Flow Risk

Monetary financial instrument will fluctuate in amount. The company manages this risk by budgetary measure, ensuring that fluctuations in cash flows relating to the monetary financial assets and liabilities are matched, to mitigate any significant adverse cash flows.

(e) Liquidity Risk

Liquidity risk is that risk which a company faces when it encounters difficulty in raising funds to meet commitments associated with its financial instruments. Liquidity risk may result from an inability to sell a financial asset quickly at, or close to, its fair value. Prudent liquidity risk management implies maintaining sufficient cash and cash equivalents, and the availability of funding through an adequate amount of committed facilities.

At 31 August 2012, the company did not face any liquidity risks as indicated below:

(e) Liquidity Risk cont'd

201	12
~ U	-

<u>Assets</u>	Within 3 months	3 to 12 months	1 to 5 years	Total
			Jouro	TOTAL
Cash Resources	10,108,140			10,108,140
Investments	7,320,588			7,320,588
Other	34,799,805			34,799,805
Total	52,228,533		_	52,228,533
Liabilities				-
Loans	-	14,149,670	15,233,019	29,382,689
Payables	38,936,925	· ·		38,936,925
Taxation	00,000,000	_	_	00,900,920
Total	38,936,925	14,149,670	15,233,019	68,319,614
Total Liquidity GAP	13,291,608	(14,149,670)	(15,233,019)	(16,091,081)
Cumulative GAP	13,291,608	(858,062)	(16,091,081)	
		2011		
Total Liquidity GAP	59,260,566	(22,253,027)	(10,549,235)	26,458,304
Cumulative GAP	59,260,566	37,007,539	26,458,304	20,430,304

9 Property , Plant & Equipment

	Land \$	Building \$	Equipment \$	Motor Cycle \$	Computer & Equipment	Furniture & Fixtures	Total \$
At cost September 1, 2010	5,545,000	37,612,777	18,757,064	•	182.396	1.350.960	63 448 197
Revaluation	12,455,000	24,387,223	12,086,315				48,928,538
Additions	•	1,033,953	277,196		168,137	633,745	2,113,031
Balance as at August 31, 2011	18,000,000	63,033,953	31,120,575		350,533	1,984,705	114,489,766
Balance as at September 1, 2011	18,000,000	63,033,953	31,120,575	•	350,533	1,984,705	114.489.766
Additions	1	2,052,751	22,427,552	180,258	235,247	661,948	25,557,756
Balance as at August 31, 2012	18,000,000	65,086,704	53,548,127	180,258	585,780	2,646,653	140,047,522
Accumulated depreciation							
September 1, 2010	•	3,188,400	5,448,387	•	147,819	227,640	9,012,246
Transfer to reserve		(3,188,400)	(5,448,387)			•	(8,636,787)
Current year charges		2,317,171	2,319,375		37,514	217,404	4,891,464
Balance as at August 31, 2011	•	2,317,171	2,319,375	-	185,333	445,044 -	5,266,923
Balance as at 1September 2011	1	2,317,171	2,319,375	•	185,333	445,044	5,266,923
Current year charges	·	844,696	5,478,259		106,160	235,447	6,664,562
Balance as at August 31, 2012	•	3,161,867	7,797,634	•	291,493	680,491	11,931,485
Net Book Value	9000	000	, r				
August 11, 2012	10,000,000	01,924,637	45,750,493	180,258	294,287	1,966,162	128,116,037
August 31, 2011	18,000,000	60,716,782	28,801,200	•	165,200	1,539,662	109,222,843

10 Tax Recoverable

Amount represents General Consumption Tax (GCT) recoverable from the collectorate based on the company's input tax in excess of it's output tax.

11 Cash & Cash equivalent	<u>2012</u>	2011
Bank of Nova Scotia Ja Ltd	\$	\$
- Current account - Savings account (US dollar denominated) National Commercial Bank Limited	8,010,180 323,172	1,995,390 310,566
- Current account - Payroll account	206,834 89,902	279,953 689,943
Deposit in transit Petty Cash	755,577 30,200	-
	9,415,865	30,200
Deposit:	, ,	5,000,002
Alliance Investment Management Ltd - General accounts	692,275 10,108,140	4,696,449 8,002,501
12 Share Capital	<u>2012</u>	<u>2011</u>
Authorised: 140,000,000 (2010 - 15,000,000) ordinary shares no par value	\$	\$
Capital issued and fully paid-		
102,387,857 ordinary shares at no par value Less: Transaction costs of issued shares	63,250,028	69,354,803 (6,104,775) 63,250,028

- (i) The company's authorised share capital was increased by five million dollars to 20 million dollars by the creation of 5 million ordinary shares of \$1.00 each. The new shares are to rank pari-passu with the existing shares.
- (ii) By resolution on May 31, 2011, each ordinary share has been sub-divided into 7 ordinary shares such that the total issued shares of 20 million is now multiplied by 7 making a total of 140 million shares.

13 Revaluation Reserves

Revaluation reserve results from the difference between the revaluation of land, building and equipment and their carrying value at February 12, 2011. The valuation was carried out by professional appraisers Valerie Levy & Associates limited and Stellar Caribbean (Ja.) Limited

14 <u>Loans</u>	<u>2012</u>	<u> 2011</u>
	\$	\$
Bank of Nova Scotia Jamaica Limited		
Loan 1	-	7,276,638
Loan 2	10,398,530	12,659,082
Loan 3	4,028,634	-
Loan 4	7,408,375	
	21,835,539	19,935,720
Alliance Investment Management Limited	7,547,150	7,547,150
Total loans	29,382,689	27,482,870
Current portion of long -term loan	14,149,670	16,933,635
Long-term portion of loan	15,233,019	10,549,235

- (i) Loan 2 has a duration of 5 years and a moratorium period of four (4) months on the principal payments. This loan is at an interest rate of 8.95% per annum.
- (ii) Loans 3 & 4 are revolving loans and are expected to be repaid within 90 days, at an interest rate of 15% per annum.

Securities:

Bank of Nova Scotia Jamaica Limited

- (1) Assignment of Commercial All Risks policy in favour of the bank to cover replacement value of the machinery equipment
- (2) Second legal mortgage stamped an aggregate of \$25,600,000 and registered over commercial property located at lot # 30,10 Retirement Crescent, Kingston 5 and Lot B Collins Green, Kingston 5. Volume 1094 Folio 743 and Volume 1402 Folio 431 respectively. Appraised value of Real Estate pledged \$80,000,000 as at 1 March 2011.
- (3) Bill of sale stamped \$25,600,000, collateral to 2nd legal mortgage over the above property, and over the following machinery & equipments:
 - i) Model: 2003 Dock stocker DSX40
 - ii) SG-3 Semi-auto gluing machine L1400x W2800mm; MS Strapping machine; Pallet jacks
 - iii) Two colors printer and rotary die cutting machine chain feeding.
 - iv) Machine spare parts

Alliance Investment Management Limited

Loan from Alliance Investment Management Limited is renewable each year and carries an interest rate of 9% per annum, secured by:

Letter of undertaking from M F & G Trust & Finance Limited.

4 <u>Investment</u>	Investment					
Stocks and Securities Limited			\$	\$		
BOJ Fixed Certificate of Deposit	(5.75%), 2011	(6%)	7,320,588	51,576,032		
This represents net proceeds from	m public issue of	shares on Ju	ly 14, 2011			
5 Deposit on Property & Equipment			<u>2012</u>	<u>2011</u>		
			\$	\$		
Land & Building - 9 Retirement Cr	escent		40,000,000	-		
Building structure/ frames			9,818,706	-		
Equipment	3,804,186	15,191,845				
	53,622,892	15,191,845				
6 <u>Inventories</u>			<u>2012</u>	<u>2011</u>		
Raw Materials			۳ 71,401,606	φ 57.054.750		
Finished Goods			•	57,051,756		
			<u>3,486,164</u> 74,887,770	<u>455,154</u> 57,506,910		
			14,007,770	37,300,910		
7 4						
7 Accounts Receivable			<u>2012</u>	<u>2011</u>		
Tondo Donoissalas			\$	\$		
Trade Receivables Provision for bad debts			34,996,725	41,316,373		
Provision for pad debts			(1,798,211)	(1,483,811)		
Other Receivables			33,198,514	39,832,561		
Other Receivables			1,601,291	1,457,853		
			34,799,805	41,290,414		
			de Receivables			
	Within 1	31 to 60	Over 60	Carrying		
	Months	Days	Days	<u>Value</u>		
Balance at	\$	\$	\$	\$		
August 31, 2012	26,900,088	2,712,494	γ 5,384,143	Ψ 34,996,725		
,,	20,000,000	2,112,434	3,364,143	34,990,725		
August 31, 2011	36,548,727	1,728,316	3,039,330	41,316,373		
8 Related Parties			<u>2012</u>	<u> 2011</u>		
				.\$		
Directors' Current Account			<u>-</u>	287,069		
		:		287,069		

15 Accounts Payable & Accruals			2012	<u>2011</u>
Treals Develope				\$
Trade Payables			35,312,752	54,117,725
Accruals			2,071,544	1,417,282
Other Payables			98,376	106,123
Statutories Payable			984,753	877,971
Audit Fee Payable			469,500	568,195
			38,936,925	57,087,296
	 -	Age	d Trade Payables	
	Within 1	31 to 60	Over 60	Amount
Balance at	Months	Days	Days	Due
	\$	\$	\$	\$
August 31, 2012	30,705,721	4,233,564	373,467	35,312,752
August 31, 2011	35,619,895	5,760,026	12,737,804	54,117,725

16 Taxation

Taxation is comprised of company tax at 33 1/3% on the profit for the year after adjustments for tax purposes.

17 Turnover

Turnover represents total sales net of discounts and General Consumption Tax (GCT)

18 Other Income	<u>2012</u> \$	<u>2011</u>
Interest income	889,989	Ψ 458,940
Insurance claim	4,714,264	_
Bad debt recovered	259,270	143,843
	5,863,523	602,783

19 Staff Costs

Staff costs for the year totalled \$47,286,598 while the total number of employees during the year was sixty one (61). 2011-(63 employees)

	<u>2012</u>	<u>2011</u>
	\$	\$
I. Staff compensation	45,413,701	38,634,805
II. Staff welfare & training	1,872,897	1,702,388
	47,286,598	40,337,193
20 Statutory Disclosures	<u>2012</u>	<u>2011</u>
	\$	\$
Directors' Remuneration	6,175,356	4,825,356
Interest on loans	3,805,178	1,919,331
Depreciation	6,664,562	4,891,463
Auditors' Remuneration	900,000	952,100
	17,545,096	12,588,250

21 Contingent Liabilities

Emanating from two accidents in the company's plant, the company received two separate claims for compensation arising from injuries sustained on the job. The company is now in dialogue with the insurance company, but no assessment of the likely outcome of the claims has been carried out. Thus, the adequacy of the insurance coverage to satisfy the claims cannot be assessed.

BOGLE & COMPANY **CHARTERED ACCOUNTANTS**

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Fax: (876) 926-2995

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ACCOUNTANTS' REPORT ON THE ADDITIONAL INFORMATION TO THE DIRECTORS OF AMG PACKAGING & PAPER COMPANY LIMITED

THE ADDITIONAL INFORMATION SET OUT ON PAGES 20 AND 21 TAKEN FROM THE ACCOUNTING RECORDS OF THE COMPANY, HAVE BEEN SUBJECTED TO THE TESTS AND OTHER AUDIT PROCEDURES APPLIED IN OUR EXAMINATION OF THE COMPANY'S FINANCIAL STATEMENTS FOR THE PERIOD ENDED AUGUST 31, 2012.

IN OUR OPINION, THIS INFORMATION ALTHOUGH NOT NECESSARY FOR A FAIR PRESENTATION OF THE COMPANY'S STATE OF AFFAIRS. RESULTS OF OPERATIONS OR CHANGES IN FINANCIAL POSITION IS FAIRLY PRESENTED IN ALL MATERIAL RESPECTS IN RELATION TO THE FINANCIAL STATEMENTS TAKEN HAS A WHOLE.

WORRICK BOGLE, FCCA FCA CPA

Email: info@bogleandcompany.com

AMG PACKAGING & PAPER COMPANY LTD MANUFACTURING ACCOUNT AUGUST 31, 2012

	<u>2012</u> \$	<u>2011</u> \$
Opening Inventories	57,506,910	26,697,061
Purchases	234,273,063	228,366,662
	291,779,973	255,063,723
Less Closing Inventories	74,887,770	57,506,910
	216,892,203	197,556,813
Direct Expenses		
Salaries, Wages & Related Costs	26,192,040	22,964,343
Maintenance Expenses	6,269,404	2,622,512
Fuel	12,346,834	11,228,798
Depreciation	6,664,562	4,891,463
Casual Labour	949,072	442,882
Electricity	6,138,576	5,061,931
Loose Tools	177,434	82,075
Equipment Lease & Hirage	514,685	159,064
	59,252,607	47,453,068
Total Manufacturing cost	276,144,810	245,009,881

AMG PACKAGING & PAPER COMPANY LTD ADMINISTRATIVE EXPENSES AUGUST 31, 2012

	<u>2012</u> \$	<u>2011</u> \$
Directors' Emoluments	·	т
* 117	6,175,356	4,825,356
Salaries, Wages & Related Costs HEART	13,046,305	10,845,106
Bank Charges	569,566	471,572
Interest	623,338	542,222
	3,805,178	1,919,331
Stationery & Printing	678,596	427,487
Advertising & Promotion	1,290,023	725,669
Legal & Professional Fees	309,854	1,603,091
Courier Expenses	355,132	244,280
Entertainment	267,025	455,465
Audit & Accounting Fees	900,000	952,100
Audit Fees under/(over) provision prior year	92,305	(102,700)
Dues & Subscriptions	516,720	220,913
Telephone	255,772	346,988
General Insurance	2,079,251	1,028,576
Indemnity Insurance	-	333,313
Health Insurance	834,580	555,708
Staff Welfare	1,872,897	1,702,388
Water	214,584	225,720
Travelling	120,000	483,060
Motor Vehicle Expenses	593,358	108,802
Donations	627,882	121,177
Provision for bad debt	586,291	643,923
Assets Tax	35,000	35,000
Cleaning & Sanitation	2,268,251	1,665,769
Property Tax	32,500	35,208
Security Expenses	149,923	72,500
Cash shortage/(overage)	4,929	(173)
Annual Return	37,000	20,100
Gain on foreign exchange	(1,251,266)	(1,438,217)
Depreciation charged back	•	(8,636,788)
Uniforms	376,572	36,092
Motor Vehicle Lease	1,411,714	1,420,405
Repairs & Maintenance	635,704	37,579
	39,514,339	21,927,020

AMG PACKAGING & PAPER COMPANY LTD COMPUTATION OF CAPITAL ALLOWANCES YEAR OF ASSESSMENT 2012

				ALLOW		W.D.V
		COST \$	ADDITIONAL \$	INITIAL \$	ANNUAL \$	C/FWD \$
	-	,		·	·	· ·
BUILDING		23,181,811	2,052,751	-	630,864	24,603,698
EQUIPMENT		11,031,000	22,427,552	4,485,510	2,509,391	26,463,651
COMPUTER & EQUIPMENT	-COST \$ 42,330	5,721			5,721	_
EQUIPMENT	-COST \$ 8,105	4,863	-	_	810	4,052
	-COST \$164,087	96,679	235,247	- 47,049	52,931	231,946
MOTOR BIKE	-0031 \$104,087	90,079	180,258	22,532	22,532	135,193
FURNITURE &	EIVTUDES	1,215,230	661,948	132,390	187,718	1,557,071
FORMIONE	FIXTORES			•		
	;	35,535,304	25,557,756	4,687,482	3,409,968	52,995,611
			TATION OF INCO OF ASSESSMEN			
					\$	\$
TRADING PRO	FIT AS PER ACCOL	JNTS				47,666,088
ADD: DEPREC	IATION				6,664,562	
DONATI	ON				627,882	7,292,444
						54,958,532
LESS CAPITAI	L ALLOWANCES					
	INITIAL				4,687,482	
	ANNUAL				3,409,968	
						8,097,449
ADJUSTED PR	ROFIT			•		46,861,083
TAXATION @	33.33%					15,618,799
TOTAL TAXE	XEMPT					(15,618,799)

TAX PAYABLE