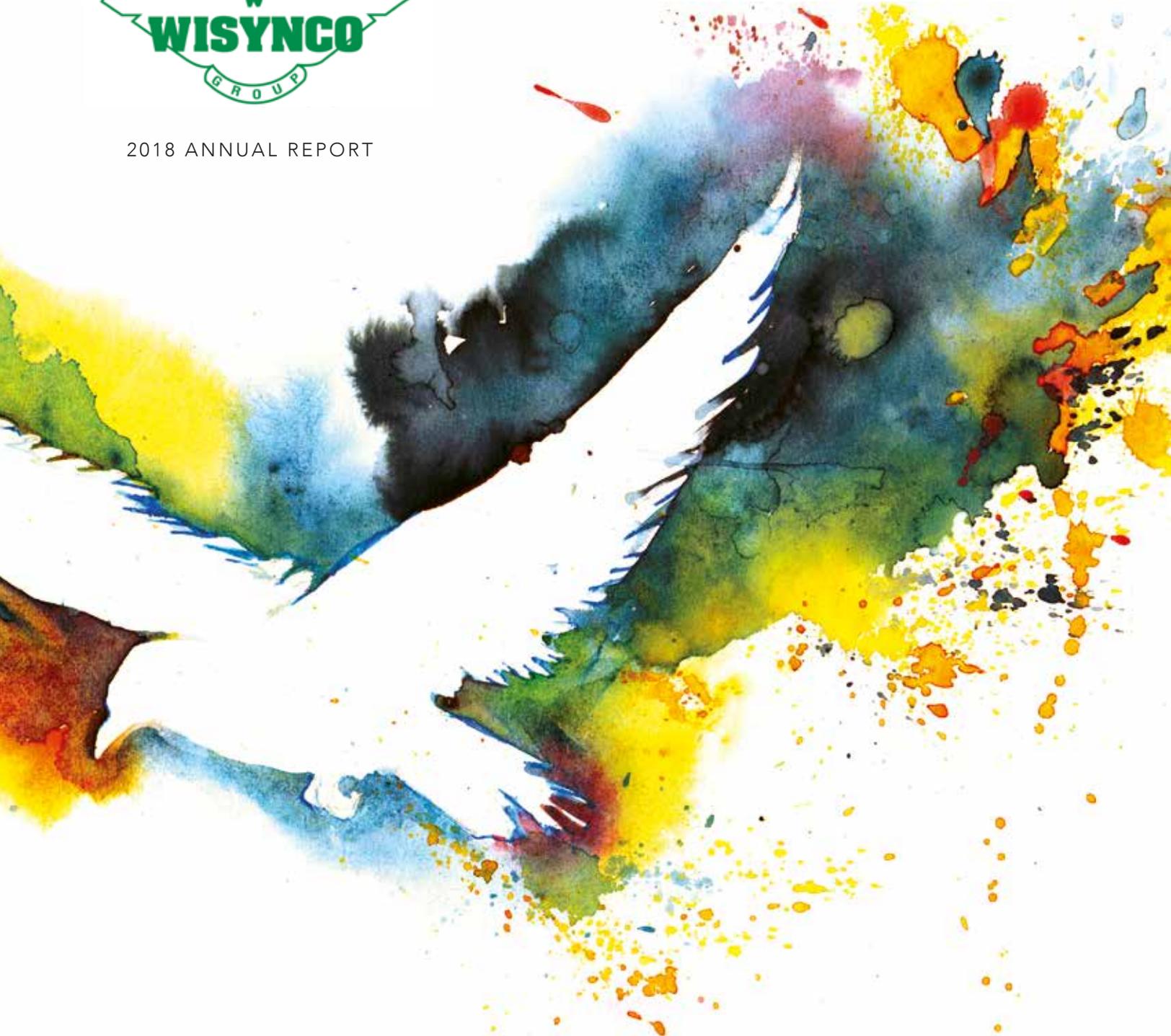




2018 ANNUAL REPORT



Giving wings to
INNOVATION

MISSION

To improve
the lives of
our people





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The new warehouse offers over 360,000 sq. ft. of dry goods space.





SIGNS OF SUCCESS

Strong Financial Performance

State of the art Manufacturing Facilities

Unparalleled Sales and Distribution infrastructure

Agile, Motivated and Committed Management team

Motivated & Resilient team

Strong Brand Portfolio

Innovation led

About Us

Wisynco Group Limited (herein referred to as 'Wisynco' or 'the Company') is a proud and established Jamaican manufacturer and distributor. The Company produces its own lines of high quality beverage products including BIGGA soft drinks, WATA, cranberry flavoured WATA and Boom energy drink, as well as Sweet Synthetic Packaging Products. In addition to their manufacturing portfolio, Wisynco boasts an enviable portfolio of imported food and beverage brands. The Company, in its present form, is a result of an amalgamation of West Indies Synthetic Company Limited (formed in 1965), Wisynco Trading (formed in the 1930's) and the Jamaica Drink Company (formed in 1995).

The Wisynco Family has significantly expanded over the years, and has faced many triumphs and challenges together, making the team more resilient and committed. Through the years the Company and their growing employee base have been guided by the principles of their founding fathers, who maintained that their priorities in life should be God first, Family second, Country and then Company. The Company Mission Statement; To improve the lives of our people, extends to all stakeholders – shareholders, team members, customers, partners and fellow Jamaicans alike.

The Wisynco Team conceptualized the acronym C.H.I.R.P. which speaks to the values of Compassion, Humility, Integrity, Respect, and Passion. These guiding principles define the Wisynco Way by which all Wisynco employees strive to live.

Wisynco takes great pride in offering quality products to the Jamaican market at competitive prices. The Company's goal is to remain the premier distributor and manufacturer of food and beverages in Jamaica. This is achieved by constant innovation in existing and potential product categories. The variety of brands and package offerings the Company has in its portfolio provide the flexibility to reach all Jamaican consumers.

Bottling and distribution

The primary activities of the Company are the bottling and distribution of purified water and beverages and the manufacturing of a wide range of plastic and foam packing and disposable products mainly used in the retail, food service and tourism industry. Wisynco distributes 126 brands with over 4,000 different products.



700 sales-related employees

The Company has a direct customer base of over 12,000 customers. This is made up primarily of restaurants, supermarkets, retail and wholesale channels, schools and food service outlets. It offers its products through distributors in Jamaica, Antigua, Bahamas, Trinidad, Grenada, Dominica, St. Lucia, Canada, Barbados, St. Vincent, Guyana, Belize, Curaçao, Grand Cayman, the United Kingdom, the United States, Aruba, Panama, St. Kitts and Suriname. Wisynco prides itself on creating a differentiated customer experience, as such the focus is on providing innovative product offerings and superior customer care resulting in a high degree of customer loyalty.

With one of the largest sales forces in Jamaica comprising of more than 700 sales-related employees, Wisynco boasts a sales and distribution infrastructure that has a significant presence in the marketplace, ensuring that all Wisynco-represented products are well positioned and accessible to Jamaican consumers at all times.

The Company operates from a modern centralized 360,000 square foot warehouse space and commands a fleet of over 60 owned and 300 contracted trucks that deliver product directly to its vast customer base. Its in-trade assets also include over 6,000 coolers and 1,300 freezers which help to ensure the ready-to-serve availability of their products.

Wisynco - The Innovators

At Wisynco, innovation is viewed as the most effective driver of long-term sustainable shareholder value. By understanding the needs of the Jamaican consumer, the Company has been able to conceptualize several local beverage brands which have gone on to resonate with the Jamaican palate and lifestyle and dominate in their respective categories.



1965

Was the official birth of Wisynco. The new plant started production and manufactured 60 pairs of boots per hour. Soon farmers, casual labourers, factory workers, and anyone needing protection from the elements would be sporting Jamaican-made Iron Man water boots. Initially Wisynco introduced a double-shift system to keep up with growing demand, and when that still was not enough, expanded to three shifts. This was done by David Kerr and Joe Mahfood working 12 hour shifts to manage the three eight hour shifts. This was also the year Andrew and William Mahfood were born.

1966

Wisynco started exporting Iron Man water boots to Trinidad and Barbados.

1968

Wisynco expanded production with its second line, "Mr. Robin" plastic shoes and boots for children. Factory space increased to 12,000 square feet by the middle of the 1960s, and by the end of that decade to 20,000 square feet.

1971

Wisynco exchanged its equipment with a Haitian producer of men's shoes, and started producing Gator Shoes, a full range of men's and children sneakers, casual and dress shoes. The Gator brand of footwear was the most popular product that rolled off its production line. Growth continued during the 1970s and, in fact, by the end of that decade, Wisynco required 60,000 square feet of production/warehouse space in order to supply the Jamaican market with its expanding range of products.

1973

Wisynco started production of cups and containers, in the old offices at West Indies Synthetics, Twickenham Park being brought into use as the thermoforming hall.

1985

Wisynco started distributing beverages such as Carib Beer and Shandy, Cole-Cold and Chubby from Trinidadian manufacturers.



1991

Wisynco started its Fisheries Division. The company produced 1.2 million pounds per year using a Russian trawler and divers from Jamaica and the Dominican Republic.



1996

Wisynco discontinues their distribution of Carib Beer and Shandy, Cole-Cold and Chubby from Trinidad. The company borrowed US\$3 million and set up a 10,000 square-foot carbonated soft drink manufacturing plant. BIGGA Soft Drink was born.

Company History

As the Wisynco Group Limited celebrates 50 years of business and service to the Jamaican people, we take a look at how it all began and how the company earned its title "The Innovators".

2005

Wisynco Group Limited formed as a result of the amalgamation of the three companies – West Indies Synthetics Limited, Wisynco Trading Limited, and Jamaica Drink Company Limited.

2006

Wisynco began distributing Coca-Cola products on a non-exclusive basis.



2008

Wisynco collaborated with Ocean Spray to introduce the innovative Ocean Spray Cranberry flavoured WATA, later to be renamed Cranberry Flavoured WATA



2010

Wisynco began to manufacture and distribute the first locally produced energy drink BOOM. In March of that year, the Company announced it will be the exclusive distributor of the world's leading energy drink Red Bull. By December, Wisynco announced that they would be the exclusive bottlers and distributors for the Coca-Cola products.



2014

Wisynco purchased a fifty percent share in United Estates Ltd & Trade Winds Citrus Ltd.

2015

The Wisynco Group Limited celebrates 50 years of existence.

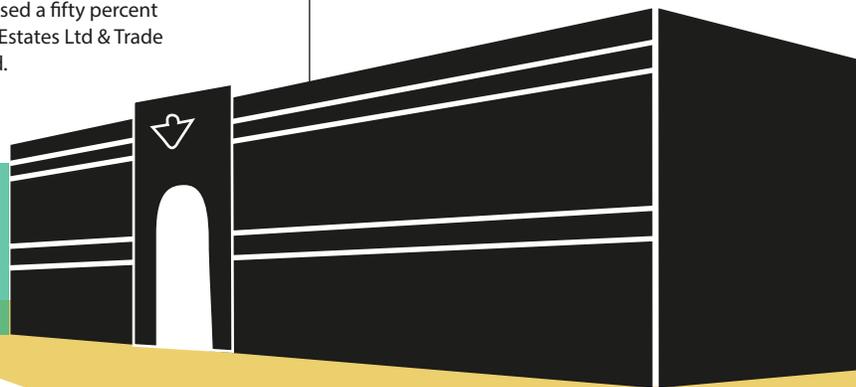
2016

On May 26th, the Wisynco Distribution warehouse is destroyed as a fire raged through the entire space.



2017

In July 2017, the operations team moves back to its Lakes Pen warehouse after 14 months of servicing customers using multiple warehouses and difficult logistical issues. The new warehouse is larger and will allow Wisynco to meet further customer demands into the future.





Andrew Mahfood

William Mahfood

Investing in Jamaica and future growth

Wisynco Group Limited started the 2018 financial year on an impressive note with the opening of our new and improved state of the art warehouse at Lakes Pen, successfully listing Wisynco on the Jamaica Stock Exchange and ending strong as the group achieved record sales and higher profits on a normalized basis. Most of all, we saw where our dedicated teams, at all levels within the Company continued to rally together to bring us back up to full operational efficiency.

As a country, Jamaica is enjoying an economic upturn, which is increasing consumer confidence nationally. Over the past few years as the Jamaican economy has shown signs of improvement, Wisynco was investing aggressively as a strategic player to invest in the country and our future growth. Now with inflation and interest rates at the lowest points in decades, the exchange rate stabilizing, along with increased employment and purchasing power, we are even more optimistic about the future of our country.

Growing economy

In our 2018 Financial Year, the macro-economy recorded single digit inflation of just under 3.0% for 12 months ending June 30, 2018. Also, the Bank of Jamaica's policy rate closed at 2.0% in June 2018 and was supported by increased business and consumer confidence and a reduction in the rate of unemployment to 9.7%. GDP growth, however, continued to lumber along within the 1.0% range for much of the financial year, picking up within the fourth quarter ending as at June 30, 2018 at 2.2%, which remains in line with projections of 2.0% growth rate for the 2019 fiscal year.

Tremendous demand for the stock which listed at \$7.87 and closed the financial year at \$9.64.

There has been growing demand for our products locally and also increasing opportunities for regional expansion. During the year, we spent \$2.6 billion on capital investments to fuel strong growth within our markets. The bulk of that spending, approximately \$1.5 billion, went towards investments in new production lines and equipment. We expect this increased capacity to contribute to our growth starting from the second quarter of financial 2019.

Having listed Wisynco's ordinary shares on the main market of the Jamaica Stock Exchange in December 2017, we witnessed tremendous demand for the stock which listed at \$7.87 and closed the financial year at \$9.64. The net proceeds of the initial public offering ("IPO") equated to \$1.13 billion in proceeds which we used to fund the expansion of our manufacturing capacity to facilitate growth in all current markets.

The funds will also facilitate the funding of future projects including investing in new internal power generation units; facilitating potential strategic acquisitions; fund new distribution partnerships; expand our distribution fleet and infrastructure; and establish a western distribution centre.

Targeted approach

Although there was some depreciation of the Jamaica dollar in the last two quarters of financial 2018, we remain aligned with our strategy set forth last year. Our strategy includes organic growth of our existing brands through the expansion of manufacturing and distribution channels and a targeted approach to our export business which now accounts for 1% of our revenue with a view of increasing this to more than 10% over the next five years.

In the face of a growing economy and market, we see this as an opportunity to innovate and grow our owned-brands particularly in the beverage category. Not least within our overall group strategy is to acquire new distribution agreements from local and international brands. We are keen to play a significant role in distributing local products as we are devoted to building a Jamaica that consumes more locally grown and manufactured products. We see the business climate ripe with these opportunities and are inspired to ensure we play a role in this expansion of Made In Jamaica.

\$2.6B

Spend on capital investments to fuel strong growth within our markets

\$1.13B

Proceeds of IPO were used to expand manufacturing capacity to meet growing demand



We continue to play our part in alleviating environmental challenges through the manufacturing of eco-friendly products and through our corporate social responsibility initiative, Wisynco Eco, which is focused on recycling. In our first year, Wisynco Eco collected 3 million bottles for recycling through its initiatives.

Wisynco and other industry partners have agreed with the Government of Jamaica on a proposal where the Industry will fully lead the plastic recycling program and evolve this program towards the establishment of a national deposit refund scheme. The Industry Partners, alongside the JMEA, are working assiduously to launch this initiative in Wisynco's 2019 financial year.

Subsequent to the end of financial 2018, our parent Company, Wisynco Group Caribbean Limited, acquired a 30% stake in sugar and rum maker, Worthy Park Estates Limited. Since the investment was made by our parent Company all costs and risks associated with the production of Sugar and Spirits will not accrue to Wisynco. Shareholders of Wisynco

will however benefit from the local distribution of the products which will be sold by the Company. The spirits business, we believe, has huge potential for development with our innovation and strong distribution network. Wisynco is poised to generate this new revenue stream which could grow nicely in the coming years.

Proud and grateful

The Board and Management of Wisynco are truly proud and grateful to our Team members who truly embody their core values that we call CHIRP-an acronym for Compassion, Humility, Integrity, Respect and Passion which guides our everyday operations.

We are optimistic about the prospects of the 2019 financial year due to the improved Jamaican economy, our increased production capacity and widened distribution channels.

We thank our customers and shareholders for their continued support and wish you all the best as we enter our 2019 financial year.

William Mahfood
Chairman

Andrew Mahfood
Chief Executive Officer



We see the business climate ripe with these opportunities and are inspired to ensure we play a role in this expansion of Made In Jamaica.



The average Jamaican
consumes a Wisyngo
product at least once
every two days.



Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN that the FIRST ANNUAL GENERAL MEETING of Wisynco Group Limited (the Company) will be held at the Company's Registered Office on the 3rd Floor of the Sam Mahfood Distribution Centre, Lakes Pen Road, St. Catherine, Jamaica on Tuesday November 27, 2018 at 3:00 P.M. to consider, and if thought fit, to pass the following resolutions:

1. To receive the Audited Financial Statements for the year ended June 30, 2018 and the Reports of the Auditors and Directors thereon.

To consider, and if thought fit, pass the following Resolution:

"THAT the Audited Financial Statements for the year ended June 30, 2018 and the Reports of the Auditors and Directors thereon, be and are hereby adopted."

2. To appoint Auditors and authorize the Directors to fix the remuneration of the Auditor.

To consider, and if thought fit, pass the following Resolution:

"THAT PricewaterhouseCoopers (PwC), Chartered Accountants, having agreed to continue in office as Auditors, be and are hereby appointed Auditors of the Company to hold office until the next Annual General Meeting at a remuneration to be fixed by the Directors of the Company."

3. To elect Directors:

In accordance with section 114 of the Company's Articles of Incorporation, all Directors shall retire from office at the Company's first Annual General Meeting and with the exception of Mr. Joseph M. Mahfood who is not seeking re-election, all others being eligible, offer themselves for re-election.

To consider, and if thought fit, pass the following Resolution:

"THAT:

- (a) Mr. William Mahfood;
- (b) Mr. Andrew Mahfood;
- (c) Mr. John Lee;
- (d) Mrs. Lisa Soares Lewis;
- (e) Mr. Adam Stewart;
- (f) Mr. Francois Chalifour; and
- (g) Mr. Devon Reynolds

be and are hereby re-elected Directors of the Company."

4. To approve the remuneration of the Directors.

To consider, and if thought fit, pass the following Resolution:

"THAT the amount shown in the Audited Accounts of the Company for the year ended June 30, 2018 as fees of the Directors for their services as Directors, be and is hereby approved."

5. To approve and ratify dividends:

To consider, and if thought fit, pass the following Resolution:

"THAT the dividend of 6.3 cents paid on May 29, 2018 be and is hereby ratified and declared final for the financial year ended June 30, 2018."

6. To consider any other business which may properly be transacted at an Annual General Meeting.

BY ORDER OF THE BOARD



Andrew Fowles
Company Secretary

Registered Office: Lakes Pen Road, St. Catherine

September 20, 2018

NOTE:

A member entitled to attend and vote at the meeting may appoint a proxy, who need not 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 either at the Company's Registered Office located at Lakes Pen Road, St. Catherine, or with the Registrar of the Company, the JCSD located at 40 Harbour Street, Kingston, not less than 48 hours before the time of the meeting. The Form of Proxy should bear stamp duty of \$100.00 which may be paid by adhesive stamps which are to be cancelled by the person signing the Proxy.

The Board of Directors



William Mahfood

Chairman

William Mahfood was appointed Chairman of the Board in 2014. He holds a B.Sc. in Industrial Engineering & Management Information Systems from North Eastern University.

He started his career with Wisynco Trading Limited as Warehouse Supervisor back in 1988. He then moved to Wisynco Group Limited where he served served as Co-Managing Director and Director for Wisynco Group and Walisa Marketing Limited for 11 years concurrently.

William has served on over 10 Boards during his career. This includes serving as President of the Private Sector Organization of Jamaica (PSOJ) and Trade Wind Citrus Limited.



Andrew Mahfood

Chief Executive Officer

Andrew Mahfood is currently the Chief Executive Officer of Wisynco Group Limited. Andrew worked at Pricewaterhouse North York, Ontario Canada for 3 years before moving to Wisynco Trading Limited as the Financial Controller in 1991. He then went on to become Group Finance Director for 6 years before being appointed CEO.

He is a Chartered Accountant and member of the Chartered Professional Accountant (CPA) Association in Ontario, Canada. He obtained a B.Sc. in Finance, Economics and Computer Science from Boston College.

Andrew serves on the Boards of Wisynco Group Limited, Wisynco Foods Limited, Food for the Poor Jamaica, and Trade Winds Citrus Limited.



François P. Chalifour

Director of Marketing & Development

Currently the Director of Marketing & Development of Wisynco Group Limited, Francois began his career in Montreal Canada during the early 1990s as an Auditor for Richter, Usher & Vineberg; and Financial Controller at Bariatrix International. He moved to Jamaica to start-up The Jamaica Drink Company Limited where he served as Managing Director for 8 years. As Jamaica Drink was amalgamated into The Wisynco Group Limited, Francois continued his role overseeing manufacturing of the Company's beverage brands. In 2012, he took on the role of Director of Marketing and Development for the entire Group.

Francois has a Degree in Administrative and Commercial Studies from the University of Western Ontario, and a Degree in Accounting from the University of Laval, Canada. He is a member of the Chartered Professional Accountant (CPA) Association of Quebec.

François serves on the Boards of Recycle Partners of Jamaica, Wisynco Group Limited, Wisynco Foods Limited, CGM Gallagher, and Trade Winds Citrus Limited.



Devon H. Reynolds

Director of Manufacturing

Devon Hugh Reynolds has served as Maintenance Manager, Assistant Plant Manager, Plant Manager, General Manager, Managing Director and now Director of Manufacturing. Devon has been with the Company for 36 years, a Director for over 25 years, of which he has been the Director of Manufacturing for the past 10 years.

Prior to working at the Wisynco Group, Devon started his work experience as a Maintenance Engineer at Thermo-Plastics Jamaica Limited, where he became a supervisor. He went on to the Plastic Corporation of Jamaica as a Production Factory Foreman and was later promoted to Plant Manager. He returned to Thermo-Plastics as the Production Manager.

Devon has a Diploma in Electrical and Electronics Engineering from UTECH (formerly the College of Arts, Science & Technology), and received certification and training in Supervisory Management, Injection Moulding, Production Management, Industrial Relations, Flexible Packaging and Advanced Executive Management Development.



Joseph M. Mahfood

Director Emeritus

Joseph Mahfood, Wisynco Group Director Emeritus, was educated at McGill University in Montreal, Canada.

Prior to becoming Store Manager of Mahfood's 1965 Limited, Joseph started his work experience as a travelling salesman for Mahfood's Commercial Limited, after which he started working at Wisynco where he was Plant Manager, General Manager and Group Managing Director.

Joseph serves on the Board of Wisynco Group Caribbean Limited.



Andrew Fowles

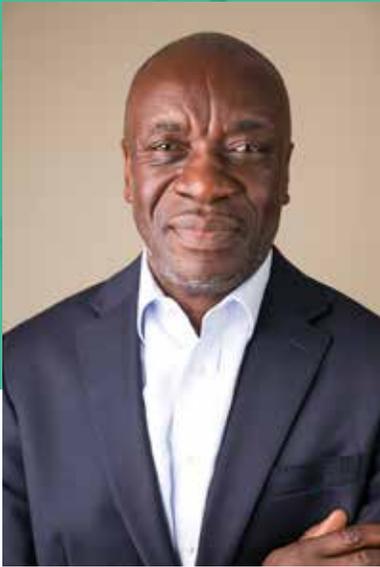
Group Company Secretary

Andrew worked at PriceWaterhouse as a Group Manager and at Jamaica Broilers as Project Co-ordinator, before joining West Indies Synthetics in 1987 as Financial Director. He left in 1995 to set up his own consulting practice, and now serves a wide range of corporate clients throughout Jamaica.

Andrew is a member of the Institute of Chartered Accountants in both Scotland and Jamaica.

He was appointed Group Company Secretary in 2005 and sits on the Board of Xsomo International Limited.

The Board of Directors (continued)



John Lee

Non-Executive Director

John Lee is Chairman of 138 Student Living, having conceptualised and implemented the idea in 2013 of 'on campus' student housing.

Up to retirement in 2013, John was a Director/Partner in PricewaterhouseCoopers (PwC) Tax and Advisory Services Limited, with 35 years of accounting and business experience obtained through corporate and project finance, insolvency and business turnaround, litigation support and auditing assignments.

He has assisted companies in the public and private sectors in their structuring of corporate and project financing and led the PwC team in advising clients on access to the local and international capital markets for corporate and project finance.

John holds a M.Sc. in Finance and is a retired member of the Chartered Association of Certified Accountants.

John is also a member of the Company's Audit & Risk and Compensation & Governance Committees.



Lisa Soares Lewis

Non-Executive Director

Lisa is the Founder/CEO of Great People Solutions that she created following her Human Resources Director roles in DIAGEO Jamaica (Red Stripe) and North Latin America and the Caribbean (NorthLAC). Her career has spanned 20+ years across a range of local and global businesses in banking, telecoms, and FMCG industries including DIAGEO, Cable & Wireless, Scotiabank and KPMG. Her roles covered general management consulting, end-to-end human resource (HR) management, corporate and commercial banking and corporate governance.

She is trained in performance diagnostics and breakthrough performance coaching and has a strong and consistent ownership orientation. She has undertaken and held leadership roles in global transformational projects, is known for delivering compelling results. Lisa is highly respected in the business community in Jamaica, has held key industry association roles and sat on company boards and pension plan trustee boards in the public, private and not-for-profit sectors. She has a B.Sc. in Industrial Engineering (First Class Hons) and an MBA (Distinction) in Finance and Marketing from UWI; and has held the PHR and SPHR designation.

Lisa is also a member of the Company's Audit & Risk, and Compensation & Governance Committees.



Adam Stewart

Non-Executive Director

Adam is the Deputy Chairman and Chief Executive Officer of Sandals Resorts International, one of the world's leading resort companies; and the ATL Group, Jamaica's longest standing automotive and appliance distributors with recently expanded region-wide operations.

In August 2009, Adam was appointed CEO and Deputy Chairman of the family-owned ATL Group comprising the Jamaica Observer and ATL Appliance Traders, a chain of domestic and commercial appliance outlets combining exclusive distributorship of some of the world's top electronic brands and "unbeatable" customer service throughout Jamaica.

In 2016, Adam received the Order of Distinction (Commander Class) for outstanding contribution to tourism and the hotel industry. Additionally, he has also been appointed as a member of Jamaica's Economic Growth Council and the Board of Directors of the Port Authority. He has been chosen to lead the Tourism Linkages Committee in the capacity of Chairman and currently holds the post of First Vice-President for the Jamaica Hotel and Tourist Association.

Adam is also a member of the Company's Audit & Risk and Compensation & Governance Committees.

Executive Management



Halcott Holness

Head of Sales

Halcott was appointed Head of Sales in 2007. He has experience in managing large distribution/sales divisions and implementing automated sales/distribution systems.

He was a Production Supervisor at Dairy Industries Limited and was also an Assistant Sales Manager at Gator Ltd, Business Manager at Walisa T&T Limited, and Sales & Marketing Export Manager at Wisynco Group. He went on to become the National Sales Manager of the Wisynco Group.

Halcott has a master's degree in Business Administration from Nova Southeastern University and a B.Sc. in Management studies from the University of the West Indies, Mona.



Tabitha Athey

General Manager, Full Service Model (FSM)

Tabitha Athey currently heads the sales transformation and distribution project as a member of Wisynco's Executive Management Committee. With over 15 years of experience in sales, marketing, business operations, management, and business development, she previously worked at VIP Attractions as Chief Executive Officer, Ritz Carlton Hotel Company, and Sysco Foods.

Tabitha holds an MBA from Hult International Business School and a BSBA in International Business from the University of Nebraska.



N. Craig Clare

Head of Operations (Acting)

Currently the Head of Operations (Acting), Craig has served the Wisynco Group in manufacturing as the Assistant to the Director of Manufacturing and Group Engineer since 2012. Prior to his stay at Wisynco, Craig's occupation was in construction project management.

He has a Bachelor of Engineering (Civil) from McGill University in Montreal, Canada, and a Master of Business Administration from Tias Nimbas in Utrecht, Netherlands. Craig is also currently certified and registered as a Professional Engineer at the Professional Engineering Registration Board (PERB) in Jamaica.



Christopher Ramdon

Chief Information Officer

Christopher Ramdon currently serves as the Chief Information Officer at Wisynco Group Limited where he oversees all hardware and software, telecom and systems infrastructure.

He has a B.Sc. in Electronics and Physics from the University of the West Indies and a Master of Business Administration in Finance and Operations with emphasis in Brand Management, from the Vanderbilt University's Owen Graduate School of Management. His areas of expertise also include Project Management and Business Process Improvement, ERP implementation, Strategic Planning and execution and IT Security Policy implementation.

Executive Management (continued)



Jacinth Bennett

Group Financial Controller

Jacinth became the Group Financial Controller of Wisynco Group Limited in August 2006. Her career started as an Input Clerk/Teller at NCB. She served as a Cost Accountant at Caribbean Casting Limited, Senior Accountant at PricewaterhouseCoopers, Financial Controller at Partner Foods Limited and then at Sugar Company of Jamaica before assuming her current role at Wisynco Group Limited.

Jacinth is an ACCA Certified Accountant and sits on the Boards of Wisynco Foods Limited and the Greendale Early Childhood Development Centre.



Annette Morrison

Group Head of Human Resources

Annette joined Wisynco Group Limited in April 2018 with over 20 years of experience within the human resource management field. She is responsible for developing and executing Wisynco's people strategy. Prior to Wisynco Annette was the Head of Talent & Global Mobility at GraceKennedy Limited. She also held senior HR roles at Lascelles deMercado / J. Wray & Nephew Limited, including General Manager – Customer & Employee Experience.

She has a B.Sc. in Psychology and Management Studies and a M.Sc. in Human Resource Management. Annette also holds the designation of certified Global Professional in Human Resources (GPHR).



Leilani Hunt

Chief Internal Auditor

Leilani joined Wisynco Group Limited in 2017 as Chief Internal Auditor. In this capacity and reporting directly to the Audit & Risk Committee and CEO, she is responsible for implementing a systematic, disciplined approach to improving the effectiveness of risk management, internal control, and governance processes.

Leilani brings a wealth of experience with over ten years working in audit practice. She began her career in Atlanta GA, working at Ernst & Young LLP for 5 years, followed by a 7-year tenure at PricewaterhouseCoopers SA in Switzerland, where she held the position of Audit Senior Manager.

She is a Certified Public Accountant and holds a B.Sc. in Accounting from Oglethorpe University and a B.A. Degree in Spanish from the University of Virginia.



Rachel Zacca

In-House Counsel and Assistant Corporate Secretary

Rachel joined Wisynco in October 2017 in the position of In-House Counsel and Assistant Corporate Secretary reporting to the CEO, Andrew Mahfood.

She is responsible for developing and implementing processes to promote and sustain good corporate governance and ensuring that the Company complies with relevant legislations and regulations, as well as provide counsel, guidance and support on legal matters.

Rachel is a qualified Attorney-at-Law and has been called to the Bar in Jamaica, England and Wales, holding a first class LLB (Hons) degree from the University of Liverpool (Cayman Islands Law School) as well as the Certificate of Legal Education from the Norman Manley Law School. She is also an accredited Civil and Commercial Mediator. Prior to joining the team, Rachel engaged in two years of legal training at the Law firm Patterson Mair Hamilton.

Corporate Data

Executive Directors

Chairman: William Mahfood

CEO: Andrew Mahfood

Directors:

François P. Chalifour

Devon H. Reynolds

Director Emeritus:

Joseph M. Mahfood

Non-executive Directors

John Lee

Lisa Soares Lewis

Adam Stewart

Group Company Secretary:

Andrew Fowles

Registered Head Office

Wisynco Group Limited
Lakes Pen, St. Catherine, Jamaica

Tel: 876.665.9000

Fax: 876.633.5977

Website: www.wisynco.com

Attorney

Debbie-Ann Gordon and Associates

79 Harbour Street

Kingston, Jamaica

Bankers

Bank of Nova Scotia Jamaica Limited

Corporate & Commercial Banking Centre

Cnr. Duke & Port Royal Streets,

2nd Floor,

Kingston, Jamaica

CitiBank

111 Wall Street,

New York, NY 10043, USA

Citibank Jamaica

19 Hillcrest Avenue,

Kingston 6

National Commercial Bank

Jamaica Limited

Corporate Banking Division

The Atrium

32 Trafalgar Road,

Kingston 10

Auditors

PricewaterhouseCoopers

Scotiabank Centre,

Duke Street, Box 372

Kingston, Jamaica

10 Largest Shareholders *Wisynco Group Limited as at June 30 2018*

Name of Shareholder	Units	Percentage Ownership
1. Wisynco Group Caribbean Limited	2,776,183,736	74.0316%
2. JCSD Trustee Services Limited - SIGMA OPTIMA	42,514,132	1.1337%
3. Devon Hugh Reynolds	37,729,613	1.0061%
4. Francois Paul Chalifour	37,729,580	1.0061%
5. Guardian Life Limited	29,341,646	0.7824%
6. Sagicor Pooled Equity Fund	23,913,562	0.6377%
7. NCB Capital Markets X Trading A/C	23,620,863	0.6299%
8. Grace Kennedy Limited Pension Scheme	23,077,285	0.6154%
9. NCB Insurance Co. Ltd. A/C WT160	22,732,309	0.6062%
10. NCB Insurance Co. Ltd. A/C WT157	22,191,926	0.5918%
10. NCB Insurance Co. Ltd. A/C WT109	22,191,926	0.5918%

Shareholdings of Directors *as at June 30 2018*

Directors	Direct	Connected Parties	Total
* Joseph Mahfood	0	2,800,025,236	2,800,025,236
* William Mahfood	2,083,333	2,784,637,536	2,786,720,869
* Andrew Mahfood	2,083,333	2,784,285,236	2,786,368,569
Devon H. Reynolds	37,729,613	0	37,729,613
Francois Chalifour	37,729,580	0	37,729,580
John Lee	0	4,283,333	4,283,333
Lisa Soares Lewis	3,167,600	0	3,167,600
Adam Stewart	0	2,938,936	2,938,936

** These Directors have a beneficial holding in Wisynco Group Caribbean Limited, which owns 74.03% of Wisynco Group Limited in addition to other connected party holdings.*

Shareholdings of Senior Executives *as at June 30 2018*

Senior Executives	Direct	Connected Parties	Total
Christopher Ramdon	2,202,383	0	2,202,383
Andrew Fowles	2,200,300	0	2,200,300
Gerald Mahfood	2,083,333	0	2,083,333
Halcott Holness	2,085,333	0	2,085,333
Jacinth Bennett	1,420,000	0	1,420,000
Leilani Hunt	535,059	0	535,059
Rachel Zacca	368,596	0	368,596
Annette Morrison	0	0	0

Corporate Governance

The Company has had an exciting 6 months since listing on the Jamaica Stock Exchange, filled with opportunities for growth, expansion, and change that should positively impact the progress of the organization in the future.





Introduction

The Company has had an exciting 6 months since listing on the Jamaica Stock Exchange, filled with opportunities for growth, expansion, and change that should positively impact the progress of the organization in the future.

Ever cautious of our duty to our shareholders to continue on an upward trend that they may reap positive returns on their investment, we remain vigilant in our quest to seek out positive and innovative opportunities that will propel the company forward.

This report summarizes the functions of the Board of Directors (“the Board”) and its sub-committees and highlights their respective accomplishments since we have listed on the Jamaica Stock Exchange. The Company remains cognisant of the fact that corporate governance is an area of paramount importance, that will require consistent monitoring, evaluation and development, and confirms that this remains the focus of the Board and its sub-committees.

The Board

The Board’s Responsibility is primarily to create strategic objectives and to develop and monitor the frameworks that will guide the Company towards achieving these objectives. The Board monitors and evaluates financial reporting, and facilitates the monitoring of operations that have the potential to impact profit trends. Board meetings also address the goals and strategies for the operations, significant acquisitions and investments, as well as matters relating to the capital structure. Senior executives report business plans and strategic issues to the Board on an ongoing basis.

The Board, with the assistance of its Audit and Compensation and Corporate Governance Committees, is continuously reviewing and developing internal policies and guidance to ensure that the Company is following both local and international best practices.

Board proceedings during the year

During the period of being a listed company, a total of two Board and two Audit Committee

Meetings were held. The Board addressed key strategic issues related to opportunities within new markets, diversification within current markets and key environmental issues. The executive management of all business areas presented their goals and strategies for the year ending June 2019. The Board also addressed matters related to human resources, such as environment, health and safety, and issues concerning investments and the review of previously made investments, as well as future acquisitions and divestments and capital projects

Composition of the Board

At June 30, 2018 the Board comprised eight (8) Directors, of which five (5) are Executive Directors (including the Chairman and CEO) and three (3) are Non-Executive Directors. All Directors understand and act in accordance with their fiduciary duties and are equally responsible and accountable for proper and effective management of the Company. Board members are as follows and their attendance at Board Meetings was as follows:

To view Wisynco’s Corporate Governance Guidelines, please visit www.wisynco.com and under the “Corporate” tab select “Investor Relations”.



Board meeting Attendance

William Mahfood, <i>Executive Chairman</i>	2/2
Andrew Mahfood, <i>CEO</i>	2/2
John Lee, <i>Non-executive</i>	2/2
Lisa Soares Lewis, <i>Non-executive</i>	2/2
Adam Stewart, <i>Non-executive</i>	1/2
Joseph M. Mahfood CD, <i>Executive</i>	2/2
Francois Chalifour, <i>Executive</i>	2/2
Devon Reynolds, <i>Executive</i>	2/2

Board Sub-Committees

There are two (2) sub-committees of the Board, being the Audit Committee and the Compensation and Corporate Governance Committee. These Committees are comprised of a mix of Non-Executive and Executive Directors who meet to discuss and review the key matters that fall within the scope of their responsibilities. These responsibilities are discussed in greater detail below.

The Audit Committee

The Audit Committee is established for the primary purpose of assisting the Board with the oversight of the Company’s internal audit functions, the financial reporting processes, the qualification and independence of external auditors and compliance with legal and regulatory requirements.

All three (3) Non-Executive Directors are members of and form the majority of the Audit Committee, which is chaired by Mr. John Lee. The CEO and Chairman of the Board are also members of the Committee, bringing the Committee’s total membership to five (5) Directors.

The Audit Committee is scheduled to meet at least four (4) times per year and its meetings are scheduled to coincide with key events or dates in the Company’s financial reporting calendar. The

Audit Committee will agree on an annual schedule of meetings and the principal items to be discussed at these meetings.

Committee members are as follows and their attendance at Committee Meetings was as follows:

Audit Committee Meetings

John Lee, <i>Chairman</i>	2/2
William Mahfood, <i>Member</i>	2/2
Andrew Mahfood, <i>Member</i>	2/2
Lisa Soares Lewis, <i>Member</i>	2/2
Adam Stewart, <i>Member</i>	0/2

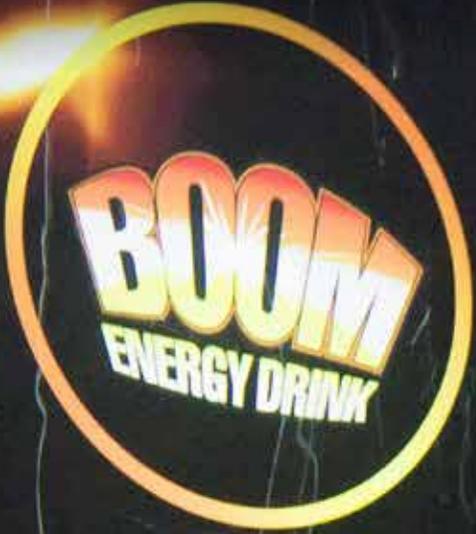
In summary, the responsibilities of the Audit Committee include:

- i. **Financial Reporting:** overseeing the integrity of the Company’s financial statements and other documents relating to the Company’s financial performance and overseeing the Company’s internal controls, related party transactions and statutory and regulatory filing compliance;
- ii. **External Auditors:** reviewing the annual appointment of the external auditor and recommending subsequent approval by the Board, overseeing and reviewing the services the external auditor is to provide to the Company, as well as monitoring their independence, objectivity and effectiveness, and fees.

Over 300 contracted trucks and 60 owned



Wisynco has also invested millions
in connecting to and creating
experiences with our consumers
in fresh and exciting new ways!



SET. BOOM!



- iii. **Internal Audit:** examining and overseeing the Company's Internal Audit plans for the year, reviewing the performance of the Internal Audit department, reviewing recommendations for improvements and implementation thereof and overseeing the resolution of any matters raised in relation to internal audit.

The Compensation and Corporate Governance Committee

All three (3) Non-Executive Directors are members of and form the majority of the Compensation and Corporate Governance Committee, which is chaired by Mrs. Lisa Soares Lewis. The CEO and Chairman of the Board are also members of the Committee, bringing the Committee's total membership to five (5) Directors.

Tasked with reviewing and developing the Company's corporate governance code, sub-committee charters, internal policies and governance guidance on an ongoing basis, the Compensation and Corporate Governance Committee is always at work to ensure that the Company is following best practices at both an industry and a commercial level, in the context of the social, regulatory and consumer environment.

The Chairman of the Compensation and Corporate Governance Committee liaises with the Company Secretary to determine the timing and frequency of meetings. The Committee is charged with meeting at least once per calendar year, but as often as necessary to fulfil its mandate. Although the committee did not hold any meetings during the year, its members, as members of the main Board, collaborated on, contributed to and approved the Company's governance policies which can be found on the Company's website.

In summary, the responsibilities of the Compensation and Corporate Governance Committee include:

- i. Compensation of Non-Executive Directors
- ii. Annual review of the remuneration policies for Executive directors and senior officers, including material benefits.
- iii. Review of the organisation structure and succession plan
- iv. Review of the systems and processes, by which the operations of the Company are directed
- v. Monitor and report on the policies, practices and decisions of the company, and their effects on its customers, employees and stakeholders

Risk Management and Internal Controls

The Company recognizes that effective risk management is not about eliminating risk taking, which is a fundamental, driving force in business, entrepreneurship, and innovation, but instead uses an enterprise-wide risk management framework that serves to identify both the positive (opportunities) and negative risk (threats).

The Company employs the "three lines of defense" risk management model to mitigate threats. Operational management is the first line of defense. They are responsible for maintaining effective internal controls, designed into the systems and processes under their guidance. The second line of defense includes various risk management, controller and compliance oversight functions, established to build and monitor the first line controls. Internal audit serves as the third line of defense, and provides the Board with assurances on the effectiveness of governance, risk management and internal controls.

This framework allows the Board to:

- 1) Make informed decisions about the acceptable level of risk;
- 2) Implement the necessary safeguards and controls to mitigate risk; and
- 3) Align the Company's strategic objectives with company policies and practices, thereby increasing shareholder value.



MID&A



Management Discussion & Analysis

Wisynco Group Limited (Wisynco) is committed to our beautiful country Jamaica and to growing our business locally and regionally. We are never satisfied as a team, and have a burning desire to always beat targets, in our relentless pursuit of perfection.

We have a proven track record of ensuring that every brand we represent gains island wide and regional acceptance and availability in the Jamaican trade. Furthermore, we have a relentless focus on operational efficiency and customer service. In keeping with this approach, we have continually partnered with internationally recognized food and beverage brands around the globe- The Coca-Cola Company, Red Bull, Kellogg's, Nestle, General Mills, Welch's, Unilever and Herr's - to gain a formidable foothold in the local market. This combination of our Company-owned brands Bigga, WATA, CranWATA and Boom, and local partners such as Trade Winds has contributed to us achieving economies of scale in manufacturing and distribution unmatched by others.

A strategic tenet of ours is to maintain laser focus on the customer and continue to drive strong operating profit margins through sustained investments in talent development, infrastructure and systems in order to maximize volume and efficiency opportunities. As such, the two main focuses for the upcoming three to five year period includes:

Improving Profitability

- Continued investment to expand manufacturing and distribution capacities resulting in organic growth of existing brands that will in turn allow for significant improved efficiencies;
- Increasing manufacturing capacity leading to deeper export market penetration; and
- Focusing on innovation through the creation and growth of new owned brands and acquiring new distribution and manufacturing agreements with local and international brands.

Building Greater Efficiency

- Increasing both return on assets and operating profitability from increased manufacturing and distribution volumes;
- Investment in greater energy efficiency and alternative energy sources;
- Innovating in packaging and raw material unit costs whilst limiting environmental impact;
- Investing in and implementing optimal IT systems for manufacturing, distribution and sound financial management;
- Consistently reviewing Sales, Distribution and Administrative (SD&A) costs to ensure we are operating at maximum efficiency levels; and
- Expanding our talent pool with specific focus on sales and customer service teams, thus ensuring that we exceed customer expectations.

\$24.5B

Increase in sales of 15% to \$24.5 billion

28%

Increase in profit after tax to \$2.3 billion

\$0.61

Earnings per share attributable to shareholders up from \$0.49

\$211M

Increase in finance cost from \$170M, resulting from factory expansion

Financial Highlights

Over the past five years, sales grew by double digits year-on-year, with the exception of 2017. In 2018, our growth of 15% is attributed to the continued growth in our core beverage brands as well as beverage brands which we produce under license. The products we distribute for third party principals also showed good growth in volumes sold. Acquisition of other brands over the years also contributed to sales growth such as the continued successful distribution of Trade Winds Citrus (Tru-Juice) products. In line with the strategic tenet of product innovation, we introduced our own isotonic drink 'Ironade' and commenced distributing Unilever products once more.

The revenue increase in 2018 was mainly driven by strong growth in our beverage portfolio and solid growth in the brands we represent in Jamaica. In the financial year ending June 2018, Wisynco performed admirably with sales up 15% to \$24.5 billion and profit after tax up some 28% to \$2.3 billion year-on-year versus \$1.76 billion in 2017 (once discounting the \$500 million 'other income' which mostly represented a one-off fire insurance payment in 2017 and removing discontinued operations). Earnings per share attributable to shareholders was \$0.61 on a normalized basis for the year compared to \$0.49 on a normalized basis for the corresponding prior year (once discounting the insurance payment arising

from fire insurance and removing discontinued operations). The work we have done through sales teams along with increased customer relationships have continued to drive top line revenue.

We made our largest investment in our history in new beverage equipment installing two new beverage lines and one filler replacing our first ever beverage filler. Overall, capital expenditures on fixed assets in the past year amounted to some \$2.6 billion, of which \$1.5 billion represented the capital investment in production equipment. In order to fund the factory expansion, we increased our borrowing, in fiscal 2017, which led to increased finance costs year on year to \$211 million from \$170 million.

Overall, Wisynco expects the increased production capacity arising from this investment to increase overall capacity by approximately 30% in the 2019 financial year. The new state of the art cold storage facility will allow for further dominance in the ice cream and refrigerated/frozen distribution. This coupled with the investments being made along with our partners has increased our freezer display capabilities.

Selling & distribution expenses have remained constant as a percentage of sales ranging from 20% - 22% while administrative expenses over the last 2 years have remained at 4% of sales down from 7% in 2015. Finance income is due mainly to interest received on deposits and foreign exchange gains.



Five-year financial review

Statement of Comprehensive Income, Year ended 30 June

	2014 \$'000	2015 \$'000	2016 \$'000	2017 \$'000	2018 \$'000
Revenue	14,894,920	17,862,659	20,342,987	21,381,665	24,544,049
Cost of Sales	(9,729,669)	(11,214,946)	(12,101,189)	(13,973,617)	(15,421,144)
Gross Profit	5,165,251	6,647,713	8,241,798	7,408,048	9,122,905
Other operating income	107,636	60,570	217,426	743,538	92,157
Selling and distribution expenses	(3,190,271)	(3,488,015)	(4,148,981)	(4,708,190)	(5,412,601)
Administration expenses	(946,150)	(1,276,396)	(1,197,530)	(891,676)	(956,683)
Operating Profit	1,136,466	1,943,872	3,112,713	2,551,720	2,845,778
Finance Income	37,812	70,001	128,229	159,965	130,837
Finance costs	(135,276)	(180,831)	(150,835)	(169,746)	(211,411)
Share of investments accounted for using the equity method	31,770	49,227	73,264	-	-
Profit before taxation	1,070,772	1,882,269	3,163,371	2,541,939	2,765,204
Taxation	(162,105)	(376,128)	(728,723)	(286,312)	(513,834)
Net Profit	908,667	1,506,141	2,434,648	2,255,627	2,251,370
Profit from discontinued operations	-	-	-	190,845	41,555
Net Profit	908,667	1,506,141	2,434,648	2,446,472	2,292,925
Other Comprehensive Income					
<i>Items that may be subsequently reclassified to profit or loss</i>					
Exchange differences on translation of foreign subsidiary	-	-	-	(21)	26,853
Unrealised (loss)/gain on available-for-sale investments	(1,413)	4,790	9,118	(4,344)	3,728
Total Comprehensive Income	907,254	1,510,931	2,443,766	2,442,107	2,323,506
Earnings Per Share					
From continuing operations	\$0.25	\$0.42	\$0.68	\$0.63	\$0.61
From discontinued operations				\$0.05	\$0.01

Notes:

1 Years 2014 - 2016 included results of subsidiaries Wisynco Foods Limited, Seville Development Ltd and share of associate company Fusion Limited these were included as discontinued operations due to the reorganization in 2017.

2. In fiscal year 2018 the company was listed on the stock exchange increasing its authorised share capital from 1,100,000 to 4,000,000. The issued shares were then subdivided into 3,384 shares, increasing the issued share capital from 1,064,632 to 3,600,585,424 shares. A further 149,414,576 shares were made available by the company bringing the issued shares to 3,750,000. The 2017 figures were reinstated accordingly.

Newest flavour in the Cran-Wata product line



Regulation

During the year, the government announced plans to institute a ban on sugary drinks in schools which is to become effective in January 2019. Wisynco is aligned and committed to the health and wellbeing of our consumers, especially children and recognizes parents and caregivers right to make decisions over their children's consumption habits.

As such, Wisynco commenced a number of projects in reducing sugar in brands such as Bigga soft drinks, Zero Sugar Coca-Cola and Sprite. Effective November 1, 2018, we will implement a school beverage portfolio focused on hydration and nutrition, which will follow the Ministry of Health Interim Guidelines for Beverages in Schools. The portfolio categories are defined by Water, 100% fruit juices, and Low-no-calorie beverages. Also in line with affirming positive diet and lifestyle choices, we launched our healthy lifestyle through activity and sports programmes in schools, with an ISSA partnership on programmes such as Schoolboy Football and the WATA Dacosta Cup.

Wisynco has been leading, working closely with



industry partners and the JMEA, a national initiative towards a Deposit Refund Scheme (DRS). This scheme has been presented to the Government of Jamaica and has received its support. The intention of the Industry is to start activities in the second half of the 2019 financial year. This program will have as a five year goal the collection of up to 80% of the PET across the island.

At the close of the financial year, the government announced a proposed ban on styrofoam and plastics on a phased basis. The ban of locally manufactured styrofoam is slated to take effect January 1, 2020. However, we have requested an extension for at least one more year for retooling and allowing for new technologies. It will impact us by some \$1 billion in annual revenue at that time. Wisynco will continue to identify alternatives to styrofoam within the next two years and if not successful in sourcing technologies required, we will look at repurposing the current factory and team members, to be used in other innovations currently being explored. Subsequent to the June 30, 2018 year end, Wisynco signed off on a distribution agreement with Worthy Park Estates which will commence in November 2018 for spirits and January 2019 for sugar. This positive distribution agreement is expected to be accretive to revenue by approximately \$2.1 billion per annum.

Wisynco continues to push for better environmental practices nationally through our many ongoing initiatives, including a bottle deposit scheme, school and corporate challenges through Wisynco Eco, and reduction of plastic in bottles. We feel that we all have a role to play, and the Government and Solid Waste Management authorities need to play their part as well. They need to develop a sustainable waste management system that fosters the deposit and collection of all types of waste and very importantly support it with a public education programme that would positively impact our environment.

... affirming positive diet and lifestyle choices, we launched our healthy lifestyle through activity and sports programmes in schools, with an ISSA partnership on programmes such as Schoolboy Football and the WATA Dacosta Cup.





Human Resources

Organizational sustainability is dependent on our ability to attract and retain talent, and thus we continue to focus on developing and executing a human resource strategy in support of the strategic direction of Wisynco and further business growth.

Highlights of Wisynco's Accomplishments

With a strong focus on talent development, Wisynco is proud to report that 55% of our leaders participated in development programmes, including performance management. The average learning hours per employee was 9.6 and total learning hours amounted to 13,935. Additionally, 4 educational grants were awarded to employees pursuing tertiary studies during the year.

We continued to focus on youth development and corporate social responsibility by employing just under 100 summer interns during the year. These students were placed in various departments across the organization and received work experience and guidance from the leadership and other team members. 48 employees volunteered for Wisynco's ECO initiative.

Looking Ahead in HR

Wisynco has set out the following key focus areas that are aligned to our growth strategy.

- Strengthen organizational capability by accelerating talent development with the introduction of two Wisynco signature programmes.
- Wisynco LEAD (Leadership, Excellence And Development) seeks to further develop the competencies of current and future senior leaders.
- Wisynco Future Leaders Programme will provide university graduates with a work study environment to hone their skills and abilities needed to be effective in the working world.
- Implement succession management to build bench strength for mission-critical roles, which will support deployment of talent and ensure business continuity.
- Further develop high performing teams by strengthening performance management and enhancing employee engagement with the creation of a cross-functional committee to focus on recognition and recreation initiatives.
- Complete implementation of the new human resource management information system -HR-Plus- with the rollout of additional modules which will improve compliance, records management and reporting.



Sales & Operations Report

35%

Increase in capacity and shortened loading time.

Wisynco saw growth locally in all major portfolios with local sales growing by 14% and our Export Sales recording its highest sales in 6 years recording a 16% growth led by Tru-Juice Tetra Pak, Squeezz and WATA. Finally, we welcomed back Unilever into our portfolio, which is one of the top 15 food manufacturers in the world.

Operationally, we continue to focus on convenience, affordability and availability. Smaller packaging, placement of additional freezers and coolers across the island has facilitated exponential growth in non-traditional channels during the fiscal year in review. Any establishment with services and people is considered a potential point of sale and provides great opportunity for our sales and customer service team of over 700 strong. The addition of a Customer Experience Manager has allowed for more advanced training and increased KPI's for order placement and customer experience and has streamlined our training process by placing tremendous focus on the growth and upward mobility for internal team members.

In July 2017 we opened our 360,000-square foot distribution center, which is 100,000- square feet larger than the pre-fire facility, with 50% more loading bays. This dramatically increases capacity by 35% and shortens loading time for the fleet of 360 contracted and owned delivery vehicles.

Wisynco utilizes industry leading LED lights for the illumination of entire warehouse facility and has a ground mount high voltage solar system of 750 Kw. All of the energy produced is self-consumed.



Our environmental management efforts through water conservation is an important area where we have demonstrated advances annually. Through our baseline water minimization programs we have been able to maintain a program that efficiently utilizes treated water and recycles rinse water from the beverage filling lines. These programmes have resulted in an average Water Usage Ratio up to July 2017 of 2.13 Liters Water/ Liter Product against a target of 2.25 Liters Water/ Liter Product.

These investments along with our continuous discipline in improving our service delivery levels through system implementation and integration at our state-of-the-art warehouse, housing over 4,000 SKUs, has readied us for the product diversification and expansion planned for the upcoming financial year.

Marketing

Wisynco continues to develop and market an extensive and diverse portfolio of 126 brands from leading food and beverage manufacturers across the world.

In keeping with our mission, “To Improve the Lives of Our People”, our marketing strategy continues to integrate a consumer-centric approach via new product development, campaigns, partnerships, promotions, and sponsorships. Further, all owned brands have a corporate social responsibility component as a part of our strategy, providing support to the arts, music, culture, health, sports, youth, education, and the environment in Jamaica.

It has been found through extensive research and emerging market trends that Jamaicans tastes are evolving and there is a growing concern for health and wellness. WATA created its own wellness vehicle in the form of a workout program made entirely free to the public. The brand conceptualized and sponsored a variety of other wellness initiatives including: ‘Jamaica Moves’, ‘Fit For Christmas’ and a number of 5K runs, providing hydration and raising awareness around living a healthy lifestyle.

In an effort to cater to the ever-evolving needs of consumers, we provided healthier product alternatives, evidenced by the introduction of Coca-Cola No Sugar and Sprite with 25% less sugar into the market. In addition, consumers can look forward to a relaunch of the Bigga soft drinks portfolio, which will have 30% less sugar. Other initiatives include the provision of more detailed product information on packaging, increased Tetra Pak offerings, and additional package sizes for beverages, snacks, grocery, and confectionary products, so consumers can make the best choices for themselves and their families.

Wisynco has also invested millions in connecting to and creating experiences with our consumers in fresh and exciting new ways. This is through over 10,000 promotions and approximately 450 sponsorships across Jamaica that support our retailers, educational programs, sustainability programs, sports development for the youth and professional athletes, cultural and community events, and fundraising charity events. Some notable activities include: Wisynco ECO, BIGGA Socially Aware, and a multimillion dollar partnership with the Shaggy Make A Difference Foundation.



At left, Fit For Christmas. Below, Queen’s High School Wellness Week.



Our brands continue to inspire and excite Jamaicans to do more for themselves, their families and for the environment around them.

DISTRIBUTION



FERRERO

Freshhh
JUICE DRINKS & FRUIT DRINKS



HAWAIIAN PUNCH

HELADOS
BON



HERR'S
FOREVER GOOD



Kellogg's



Brand Portfolio

As a total beverage provider, Wisynco offers a strong and diverse portfolio of owned flagship beverage brands led by WATA, BOOM Energy Drinks, CranWATA and BIGGA soft drinks. We are also the official Coca-Cola Bottler and sole manufacturer for Hawaiian Punch in Jamaica. In addition, we are the exclusive local distributor of several third-party brands.

MANUFACTURING



Logos are for illustrative purposes and not representative of all brands.



Outlook

The overall strategy of Wisynco for financial year 2019 will include further deepening our distribution capabilities and reach, with the entire portfolio of products and strengthening our relationships with customers. The intention is to become even more relevant and important to customers' businesses and expand our footprint beyond the thousands of customers that we now serve. This will be enabled by the continued development of our sales and management teams.

We plan to roll out several products in the 2019 financial year, and the majority of these are being developed as reduced sugar alternatives.

Bigga, WATA, CranWATA, Boom and Squezz will see greater levels of exports into the Caribbean in the coming months with the implementation of the increased production capacity.

There are a number of new brand and partnership discussions for the financial year going forward, commencing with the official announcement of the Wisynco partnership with Worthy Park Estate Limited. Through this partnership, we will distribute Worthy Park's rum and sugar products for an initial five-year period. Wisynco will have 8 months of revenue from their spirits portfolio and 6 months from their sugar revenues for the financial year 2019, so in excess of J\$1 billion for the financial year overall. Certainly, there will be other partnerships that will be rolled out in the year as more companies see the benefit of having Wisynco manage their distribution.

Proceeds from the IPO at \$1.13 billion bolstered cash reserves to fund some of the projects earmarked for the proceeds. Having just approved the implementation of a power generation unit using liquid natural gas which is to be installed and operational in the fourth quarter Fiscal 2019, the net effect will result in a reduction of our cost of power. We are also aggressively seeking space for a western distribution centre and are in discussions with a view of being operational within 2 years.



CSR





Corporate Social Responsibility

In keeping with the Company's mission 'To Improve the Lives of Our People', Wisynco has shown its commitment to overall health and wellness, education and youth development, sports, and the environment over the last fiscal year. The Company has successfully initiated a series of social campaigns targeting a broad range of issues including plastic waste, the benefits of drinking water and exercise, the misuse of social media, and the development of sports, education and healthcare facilities. Using their platform to initiate change in these areas is of paramount importance to the Company. Further, by working with schools the Company is making an indelible impact on the fabric of Jamaica's future.

The Company's primary initiative for next year will be their national recycling programme which is under the Wisynco ECO platform and includes: Eco Club, Corporate Challenge and Eco Troopers, in alignment with their continued effort to improve Jamaica and the lives of Jamaicans.

HEALTH & WELLNESS

Over the last four years, WATA has embarked on a mission to transform the lives of our people through a variety of health and wellness activations.

WATA Wellness

This programme inspires Jamaicans to integrate WATA as a part of their daily routine. Consumers are able to experience firsthand the benefits of consuming four bottles of WATA per day within an integrated programme of exercise and nutrition. The activation challenged persons to become the best versions of themselves with specific focus on: mental health, nutrition, hydration and exercise, at no cost.

Fit for Christmas 2017

This activation combined the importance of wellness with the spirit of giving that is synonymous with Christmas time. Wellness Club members were asked to form teams that participate in weekly workout sessions and bring their recyclable bottles for a chance to win \$50,000 towards a charity of their choice.

Doctor's Appointment

This 30-minute weekly TV show hosted by Dr. Sarah Lawrence, focused on highlighting critical health issues. The show aims to encourage Jamaicans to become more proactive about their health care by tackling challenging wellness topics and providing testimonies.

Other Wellness Efforts

WATA has become one of the leading sponsors of several participatory events in Jamaica. The 5K phenomenon has provided the brand with the opportunity to reward runners with hydration whilst assisting in the participants efforts to raise funds for various needs. The Food for the Poor 5K is a prime example of this, raising over \$46 Million to build homes for the needy in Jamaica.

Further to this, WATA joined forces with Jamaica's Ministry of Health initiative called Jamaica Moves to encourage persons to increase their physical activity and improve their dietary habits.



ENVIRONMENT

With the increase in environmental awareness and focus on environmental degradation, Wisynco has sought to do its part by instituting a series of programmes for which persons have accepted and adopted.

WATA Sustainability Programme

This High School Competition challenged the youth to learn techniques and sustainable practices that would positively impact their environment and the wider community in three categories: conservation, green energy and sustainable design. Many of the participating schools have been able to maintain and even expand their projects to help sustain their wider environment and, in some cases, reduce operational costs for their school.

SPRITE RFRSH & RECYCLE

Sprite relaunched the #BornToRFRSH campaign in which the brand partnered with Wisynco ECO on a RFRSH & RECYCLE initiative to raise funds to develop recycling facilities for the Port Royal Infant & Primary School. The brands joined forces with high fashion event, The Collection MoDA, and engaged many social influencers and key opinion leaders to spread the word in an effort to raise funds for this cause. The brands also organized a massive beach clean-up along the Palisadoes strip.

Sprite #BornToRFRSH message highlighted the importance of recycling and the need for increased environmental awareness and activism. The brand donated \$5 from the sale of each 2L product sold over an 8-week period towards the development of the school's facilities.

Wisynco Eco Club

This initiative speaks to the company's overall commitment to the environment with a very strong focus on changing the culture of how people dispose of, collect, and recycle plastic bottles. Wisynco has a dedicated team of staff volunteers, the ECO Troopers, who continue to bring the various initiative to life.

Through the Eco Club, Wisynco directly engages young people at schools. This program has helped to shift the perception and attitude towards recycling. Additionally, to address Corporate Jamaica, ECO has engaged organizations through a promo-



tions called the RECYCLE CHALLENGE.

These programs were supported by the RECYCLE ME campaign showcasing the usefulness of plastics as a viable raw material coining the phrase - RECYCLING PLASTIC FEELS FANTASTIC!

In its first year, Wisynco Eco collected 3M bottles for recycling through its initiatives.



Clean Coasts Project (CCP)

Wisynco serves as a corporate sponsor for the Clean Coasts Project (CCP) – an environmental initiative in collaboration with the Tourism Enhancement Fund (TEF) and the Jamaica Environment Trust (JET) to provide public education on environmental issues such as solid waste management and marine conservation. The well received Nuh Dutty Up Jamaica media campaign has been a highlight of the CCP, along with other seminars, research initiatives, school programmes, competitions and conservation themed field trips.

Hurricane Relief Efforts

Wisynco has been involved in hurricane relief efforts across the Caribbean in collaboration with other local companies. Wisynco provided 5 containers of WATA and other products to assist those who suffered from the devastation of the 2017 active hurricane season.

EDUCATION & YOUTH DEVELOPMENT

Shaggy & Friends

WATA has partnered with The Shaggy Make A Difference Foundation and the Shaggy & Friends Concert since their inception. For the past two stagings of the event, WATA donated over \$15M to this initiative directly benefitting the Bustamante Hospital for Children. The funds raised by Shaggy & Friends have helped to purchase over 450 pieces of life-saving equipment for the hospital, greatly increasing its capability to provide quality health care for the children of Jamaica and the wider Caribbean.

To help promote and increase awareness around this, WATA distributed cobranded Shaggy & Friends promotional labels persuading consumers to buy WATA and support this worthy cause.

WATA: Skool-A-Child Programme

Wisynco used this promotion as a vehicle to engage its retail partners in giving back to our surrounding communities. Twenty-five (25) retail



stores were selected island wide to participate in a 6-week promotion where \$3 from the sale of each 600ML bottle of WATA was donated to a school of their choice. Benefitting schools received donations ranging from J\$10,000 to as high as J\$350,000.

Cran WATA

As a testament to its commitment to education and the development of Jamaican youth, the brand invested millions of dollars in scholarships to several student's island wide through partnerships with: Schools Challenge Quiz, Talk Up Yout and All Together Sing.

BIGGA: Socially Aware

The brand has recently embarked on a major social media education campaign under the banner "Share with Care". The aim is to sensitize high school students to effective, safe and responsible behaviours online and through social media channels like Facebook, WhatsApp and SnapChat.

Students are engaged in an edutainment format completed with expert panel discussion, student interaction and lively entertainment. In 2017-2018 school year, the program was executed in 42 schools reaching approximately 62,000 students.

Schools Loyalty Programme

Through this programme, Wisynco provides schools, which carry Wisynco beverages and products, with funds to facilitate school improvement projects. This year the company paid out \$17.4M JMD to forty-nine (49) schools. The Bursars and Principals of these schools advised the funds went towards projects including scholarships, CSEC payments, canteen appliances, sporting equipment, roof repair, courtyard aesthetic and building of classrooms, bathrooms, and greenhouses. Notably, through this program, Wisynco provided stadium-style lights for St. Elizabeth Technical High School athletic field in September 2017.

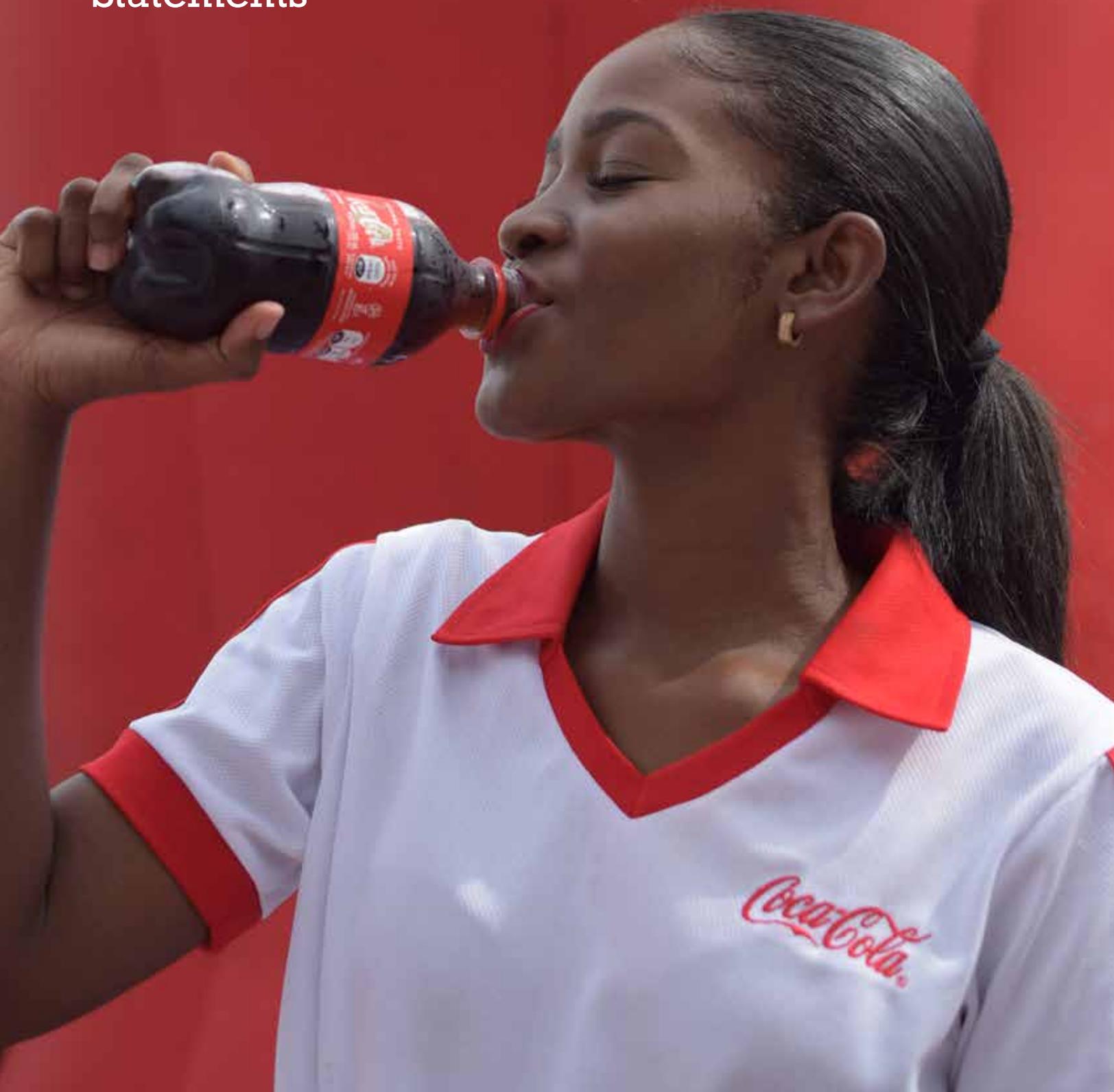
SPORTS

The WATA, Coca-Cola and PowerAde brands go hand in hand with the Wisynco Group's objective to assist with the development of Jamaica's next generation of athletes. Their multimillion-dollar investments in the sporting industry provided a channel of opportunity for many young athletes.

Wisynco has fuelled the development of sports in Jamaica, having sponsored a number of sporting competitions and teams for men and women. In schoolboy football we partner with ISSA in school competitions including Manning Cup, DaCosta Cup, Walkers Cup, Ben Francis Cup, U14/16 Urban and Rural, and the FLOW Super CUP. We also partner with the Jamaica Football Federation Senior Men and Woman and Grassroots programs. In Cricket, CPL, Jamaica Cricket Association Franchise League, Monroe. In Track & Field, JAAA Junior and Senior Trials, All Comers Meet, Racers Grand Prix, Jamaica International Invitational Meet, Gibson Relay's, McKenley/Wint Track & Field Meet, UTECH Classis, Monroe College 6.5K. Lastly, in Netball, Jamaica's National Netball teams and leagues.



Audited
Financial
Statements





Independent auditor's report

To the Members of Wisynco Group Limited

Report on the audit of the consolidated and stand-alone financial statements

Our opinion

In our opinion, the consolidated financial statements and the stand-alone financial statements give a true and fair view of the consolidated financial position of Wisynco Group Limited (the Company) and its subsidiary (together 'the Group') and the stand-alone financial position of the Company as at 30 June 2018, and of their consolidated and stand-alone financial performance and their consolidated and stand-alone cash flows for the year then ended in accordance with International Financial Reporting Standards and with the requirements of the Jamaican Companies Act.

What we have audited

Wisynco Group Limited's consolidated and company financial statements comprise:

- the consolidated statement of financial position as at 30 June 2018;
- the consolidated statement of comprehensive income for the year then ended;
- the consolidated statement of changes in equity for the year then ended;
- the consolidated statement of cash flows for the year then ended;
- the company statement of financial position as at 30 June 2018;
- the company statement of comprehensive income for the year then ended;
- the company statement of changes in equity for the year then ended;
- the company statement of cash flows for the year then ended; and
- the notes to the financial statements, which include significant accounting policies.

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 *Auditor's responsibilities for the audit of the consolidated and stand-alone financial statements* section of our report.

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

Independence

We are independent of the Group in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (IESBA Code). We have fulfilled our other ethical responsibilities in accordance with the IESBA Code.

PricewaterhouseCoopers, Scotiabank Centre, Duke Street, Box 372, Kingston, Jamaica

T: (876) 922 6230, F: (876) 922 7581, www.pwc.com/jm

L.A. McKnight P.E. Williams A.K. Jain B.L. Scott, B.J. Denning G.A. Reece P.A. Williams R.S. Nathan C.I. Bell-Wisdom G.K. Moore



Our audit approach

Audit scope

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the consolidated and stand-alone financial statements. In particular, we considered where management made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

How we tailored our group audit scope

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the consolidated financial statements as a whole, taking into account the structure of the Group, the accounting processes and controls, and the industry in which the Group operates.

Key audit matters

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

Key audit matter	How our audit addressed the key audit matter
<p><i>Accounting for reconstruction and discontinued operations (Group and Company)</i></p> <p><i>Refer to notes 2(t) and 11 to the consolidated financial statements for disclosures of related accounting policies and balances.</i></p> <p>During the year, the Company effected a Scheme of Reconstruction (“the reconstruction”), which impacted the Group as a whole, and resulted in it retaining its core business along with the insurance operations of its subsidiary Indies Insurance Company Limited. Consequently, the ownership of the other subsidiaries, namely Wisynco Foods Limited and Seville Development Corporation Limited were transferred to separate legal entities of the ultimate parent company. Additionally, the shareholding of Fusion Holdings Limited was transferred to the ultimate parent company.</p> <p>The deemed disposal of these entities resulted in the transfer of net assets of \$1,017,728,000 and</p>	<p>Our audit paid particular attention to the areas of judgement related to the recording of the reconstruction and the consistent application of the applicable IFRS requirements for both the current year and previous year adjustments.</p> <p>Our audit work focused on the following areas:</p> <ul style="list-style-type: none">• In order to have an accurate understanding of the reconstruction, we inspected the related contracts along with the approval from the Tax Administration under the laws of



\$582,552,000 for the Group and Company respectively as at 30 October 2017 to the ultimate parent company. Additionally, the financial performance of the entities under the deemed disposal have been recorded as profits from discontinued operations of \$41,555,000 (2017 - \$190,845,000) in the statement of comprehensive income.

We focused on this area due to the significance of the amounts transferred as well as its general impact on the disclosures included in the financial statements.

Jamaica. We obtained management's entries for the reconstruction and agreed they were in accordance with our expectations based on the agreements and the application of the accounting standards.

- We tested certain financial statement line items, based on our professional judgement, comprising the net assets, which were deemed to be disposed of, through various procedures including confirmation with related party and agreement of balances to supporting documents.
- We recalculated the allocation, within the group and company, of the carrying value of the net assets and statement of comprehensive income balances of the subsidiaries and associate being disposed of for current and prior year. Based on the work performed above, we were able to evaluate the adequacy of the disclosures made in the notes to the financial statements in accordance with the accounting standards.

There were no significant exceptions from our procedures performed above.

Other information

Management is responsible for the other information. The other information comprises the Annual Report (but does not include the consolidated and stand-alone financial statements and our auditor's report thereon), which is expected to be made available to us after this auditor's report date.

Our opinion on the consolidated and stand-alone financial statements does not cover the other information and we will not express any form of assurance conclusion thereon.



In connection with our audit of the consolidated and stand-alone financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the consolidated and stand-alone financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.

Responsibilities of management and those charged with governance for the consolidated and stand-alone financial statements

Management is responsible for the preparation of the consolidated and stand-alone financial statements that give a true and fair view in accordance with IFRS and with the requirements of the Jamaican Companies Act, and for such internal control as management determines is necessary to enable the preparation of consolidated and stand-alone financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Auditor's responsibilities for the audit of the consolidated and stand-alone financial statements

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

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

- Identify and assess the risks of material misstatement of the consolidated and stand-alone 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 and Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group and Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated and stand-alone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and stand-alone financial statements, including the disclosures, and whether the consolidated and stand-alone 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 and stand-alone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



Report on other legal and regulatory requirements

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

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

The engagement partner on the audit resulting in this independent auditor's report is Recardo Nathan.

PricewaterhouseCoopers

Chartered Accountants
28 September 2018
Kingston, Jamaica

Consolidated Statement of Comprehensive Income

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

	Note	2018 \$'000	Restated 2017 \$'000
Revenue		24,544,049	21,381,665
Cost of sales		<u>(15,421,144)</u>	<u>(13,973,617)¹</u>
Gross Profit		9,122,905	7,408,048
Other operating income	5	92,157	743,538
Selling and distribution expenses		(5,412,601)	(4,708,190)
Administration expenses		<u>(956,683)</u>	<u>(891,676)</u>
Operating Profit		2,845,778	2,551,720
Finance income	8	130,837	159,965
Finance costs	9	<u>(211,411)</u>	<u>(169,746)</u>
Profit before Taxation		2,765,204	2,541,939
Taxation	10	<u>(513,834)</u>	<u>(286,312)</u>
Profit for the year from continuing operations		2,251,370	2,255,627
Profit from discontinued operations	11	<u>41,555</u>	<u>190,845</u>
Net Profit		2,292,925	2,446,472
Other Comprehensive Income			
<i>Items that may be subsequently reclassified to profit or loss</i>			
Exchange differences on translation of foreign subsidiary		26,853	(21)
Unrealised gains/(losses) on available-for-sale investments		<u>3,728</u>	<u>(4,344)</u>
Total Comprehensive Income		<u>2,323,506</u>	<u>2,442,107</u>
Net Profit attributable to:			
Shareholders of Wisynco Group Limited		2,292,961	2,446,492
Non-controlling interest	28	<u>(36)</u>	<u>(20)</u>
		<u>2,292,925</u>	<u>2,446,472</u>
Total Comprehensive Income attributable to:			
Shareholders of Wisynco Group Limited		2,323,542	2,442,127
Non-controlling interest		<u>(36)</u>	<u>(20)</u>
		<u>2,323,506</u>	<u>2,442,107</u>
Earnings Per Share from continuing and discontinued operations attributable to shareholders of the Group			
	12		
From continuing operations		\$0.61	\$0.63
From discontinued operations		<u>\$0.01</u>	<u>\$0.05</u>
		<u>\$0.62</u>	<u>\$0.68</u>

¹ See Note 34 for details of restatement

Consolidated Statement of Financial Position

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

	Note	2018 \$'000	2017 \$'000
Non-Current Assets			
Property, plant and equipment	14	6,775,727	5,175,738
Investments in associates	16	-	664,854
Intangibles	17	-	56,786
Available-for-sale investments	18	215,760	293,452
Deferred tax asset	29	-	52,156
Investment property	19	-	13,449
		<u>6,991,487</u>	<u>6,256,435</u>
Current Assets			
Inventories	20	2,199,273	1,957,852
Receivables and prepayments	21	2,302,693	1,910,075
Available-for-sale investments – current portion	18	269,530	184,386
Cash and short-term deposits	22	3,968,075	3,385,944
		<u>8,739,571</u>	<u>7,438,257</u>
Current Liabilities			
Trade and other payables	23	3,873,904	3,186,245
Short-term borrowings	24	376,686	432,840
Taxation payable		362,940	177,797
Due to parent company	24	-	259,745
		<u>4,613,530</u>	<u>4,056,627</u>
Net Current Assets		<u>4,126,041</u>	<u>3,381,630</u>
		<u>11,117,528</u>	<u>9,638,065</u>

Consolidated Statement of Financial Position

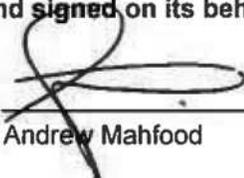
Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

	Note	2018 \$'000	2017 \$'000
Equity			
Capital and reserves attributable to the company's equity holders			
Share capital	25	1,192,647	57,927
Capital reserve	26	119,946	116,218
Translation reserve		30,086	3,233
Retained earnings	27	7,347,482	7,377,182
		8,690,161	7,554,560
Non-controlling interest	28	-	5,740
		8,690,161	7,560,300
Non-Current Liabilities			
Deferred tax liabilities	29	257,430	215,015
Borrowings	24	2,169,937	1,862,750
		2,427,367	2,077,765
		11,117,528	9,638,065

Approved by the Board of Directors on September 28, 2018 and signed on its behalf by:



 William Mahfood Director



 Andrew Mahfood Director

Consolidated Statement of Changes in Equity

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

	Attributable to Equity Holders of the Company					Non-Controlling Interest	Total Equity
	Number of shares '000	Share Capital \$'000	Capital Reserves \$'000	Retained Earnings \$'000	Translation Reserve \$'000	\$'000	\$'000
Balance at 1 July 2016	3,600,585	57,927	120,562	6,134,911	3,254	5,760	6,322,414
Net profit	-	-	-	2,446,492	-	(20)	2,446,472
Unrealised loss on investments	-	-	(4,344)	-	-	-	(4,344)
Exchange differences on translating foreign subsidiary	-	-	-	-	(21)	-	(21)
Total comprehensive income	-	-	(4,344)	2,446,492	(21)	(20)	2,442,107
Transactions with owners -							
Dividends paid (Note 33)	-	-	-	(1,204,221)	-	-	(1,204,221)
Balance at 30 June 2017	3,600,585	57,927	116,218	7,377,182	3,233	5,740	7,560,300
Net profit	-	-	-	2,292,961	-	(36)	2,292,925
Unrealised gain on investments	-	-	3,728	-	-	-	3,728
Exchange differences on translating foreign subsidiary	-	-	-	-	26,853	-	26,853
Total comprehensive income	-	-	3,728	2,292,961	26,853	(36)	2,323,506
Sale of ordinary shares (IPO) (Note 25)	149,415	1,134,720	-	-	-	-	1,134,720
Transactions with owners -							
Dividends paid (Note 33)	-	-	-	(1,304,933)	-	-	(1,304,933)
Transfer to owners consequent on reorganisation (Note 11)	-	-	-	(1,017,728)	-	(5,704)	(1,023,432)
	-	-	-	(2,322,661)	-	(5,704)	(2,328,365)
Balance at 30 June 2018	3,750,000	1,192,647	119,946	7,347,482	30,086	-	8,690,161

Consolidated Statement of Cash Flows

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

	2018 \$'000	2017 \$'000
Operating Activities		
Cash provided by operating activities (Note 30)	3,655,873	1,959,757
Cash Flows from Investing Activities		
Purchase of property, plant and equipment ^(a)	(2,728,656)	(2,312,422)
Purchase of intangible assets	-	(6,565)
Insurance proceeds	-	479,849
Purchase of investments	(468,805)	(260,295)
Proceeds from the sale of property, plant and equipment	8,533	25,199
Proceeds from sale of investment	477,529	18,344
Dividend received	1,487	3,101
Cash outflow on disposal of subsidiaries	(135,108)	-
Interest received	68,491	73,306
Cash used in investing activities	<u>(2,776,529)</u>	<u>(1,979,483)</u>
Cash Flows from Financing Activities		
Interest paid	(249,449)	(169,147)
Long-term loans repaid	(533,683)	(928,278)
Long-term loans received	725,000	1,900,000
Proceeds from IPO	1,134,720	-
Finance lease repaid	(58,587)	(95,265)
Dividend paid	(1,304,933)	(1,204,221)
Cash used in financing activities	<u>(286,932)</u>	<u>(496,911)</u>
Increase/(decrease) in cash and cash equivalents	592,412	(516,637)
Effects of changes in foreign exchange rates on cash and cash equivalents	11,293	51,102
Increase/(decrease) in cash and cash equivalents	603,705	(465,535)
Cash and cash equivalents at beginning of year	<u>3,313,958</u>	<u>3,779,493</u>
Cash and Cash Equivalents at End of Year (Note 22)	<u><u>3,917,663</u></u>	<u><u>3,313,958</u></u>

The principal non-cash transactions include:

- (a) There was no acquisition of property, plant and equipment under finance lease in current year (2017 – \$112,650,000).

Company Statement of Comprehensive Income

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

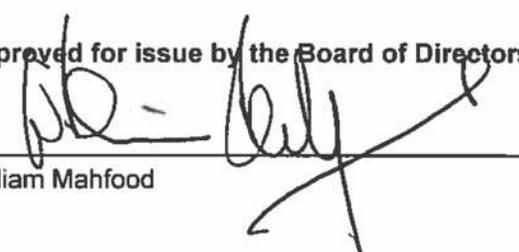
	Note	2018 \$'000	Restated 2017 \$'000
Revenue		24,514,835	21,247,767
Cost of sales		<u>(15,284,340)</u>	<u>(13,588,194)</u>
Gross Profit		9,230,495	7,659,573
Other operating income	5	85,397	736,796
Selling and distribution expenses		(5,412,601)	(4,976,496)
Administration expenses		<u>(1,049,101)</u>	<u>(885,903)</u>
Operating Profit		2,854,190	2,533,970
Finance income	8	130,837	159,965
Finance costs	9	<u>(211,411)</u>	<u>(169,746)</u>
Profit before Taxation		2,773,616	2,524,189
Taxation	10	<u>(513,834)</u>	<u>(286,312)</u>
Net Profit		2,259,782	2,237,877
Other Comprehensive Income			
<i>Items that may be subsequently reclassified to profit or loss</i>			
Unrealised gain/(loss) on available-for-sale investments		<u>2,849</u>	<u>(4,344)</u>
Total Comprehensive Income		<u><u>2,262,631</u></u>	<u><u>2,233,533</u></u>

Company Statement of Financial Position

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

	Note	2018 \$'000	2017 \$'000
Non-Current Assets			
Property, plant and equipment	14	6,775,727	4,874,521
Investments in subsidiaries	15	11,375	164,434
Investments in associates	16	-	429,498
Available-for-sale investments	18	215,760	293,452
		<u>7,002,862</u>	<u>5,761,905</u>
Current Assets			
Inventories	20	2,199,273	1,940,382
Receivables and prepayments	21	2,291,515	1,978,610
Available-for-sale investments – current portion	18	269,530	184,386
Due from parent company	13(b)	1,898	
Cash and short-term deposits	22	3,918,405	3,187,431
		<u>8,680,621</u>	<u>7,290,809</u>
Current Liabilities			
Trade and other payables	23	3,854,981	3,093,489
Short-term borrowings	24	376,686	382,469
Taxation payable		362,940	178,814
Due to parent company	24	-	259,745
		<u>4,594,607</u>	<u>3,914,517</u>
Net Current Assets			
		<u>4,086,014</u>	<u>3,376,292</u>
		<u>11,088,876</u>	<u>9,138,197</u>
Shareholders' Equity			
Share capital	25	1,192,647	57,927
Capital reserve	26	119,946	117,097
Retained earnings		7,348,916	6,976,619
		<u>8,661,509</u>	<u>7,151,643</u>
Non-Current Liabilities			
Deferred tax liabilities	29	257,430	213,565
Borrowings	24	2,169,937	1,772,989
		<u>2,427,367</u>	<u>1,986,554</u>
		<u>11,088,876</u>	<u>9,138,197</u>

Approved for issue by the Board of Directors on September 28, 2018 and signed on its behalf by:



 William Mahfood

Director



 Andrew Mahfood

Director

Company Statement of Changes in Equity

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

	Note	Number of shares '000	Share Capital \$'000	Capital Reserves \$'000	Retained Earnings \$'000	Total \$'000
Balance at 1 July 2016		3,600,585	57,927	121,441	5,942,963	6,122,331
Net profit		-	-	-	2,237,877	2,237,877
Other comprehensive income		-	-	(4,344)	-	(4,344)
Total comprehensive income		-	-	(4,344)	2,237,877	2,233,533
Transactions with owners -						
Dividends paid	33	-	-	-	(1,204,221)	(1,204,221)
Balance at 30 June 2017		3,600,585	57,927	117,097	6,976,619	7,151,643
Net profit		-	-	-	2,259,782	2,259,782
Other comprehensive income		-	-	2,849	-	2,849
Total comprehensive income		-	-	2,849	2,259,782	2,262,631
Sale of ordinary shares (IPO)	25	149,415	1,134,720	-	-	1,134,720
Transactions with owners -						
Dividends paid	33	-	-	-	(1,304,933)	(1,304,933)
Transfer to owners consequent on reorganisation	11	-	-	-	(582,552)	(582,552)
		-	-	-	(1,887,485)	(1,887,485)
Balance at 30 June 2018		3,750,000	1,192,647	119,946	7,348,916	8,661,509

Company Statement of Cash Flows

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

	2018 \$'000	2017 \$'000
Operating Activities		
Cash provided by operating activities (Note 30)	3,563,012	1,766,967
Cash Flows from Investing Activities		
Purchase of property, plant and equipment	(2,680,363)	(2,258,648)
Proceeds from the sale of property, plant and equipment	8,533	25,199
Insurance proceeds	-	479,849
Purchase of investments	(468,805)	(260,295)
Proceeds from sale of investments	477,529	18,344
Dividend received	1,487	3,101
Interest received	68,491	71,736
Cash used in investing activities	<u>(2,593,128)</u>	<u>(1,920,714)</u>
Cash Flows from Financing Activities		
Interest paid	(249,449)	(158,678)
Long-term loans repaid	(495,644)	(928,278)
Long-term loans received	725,000	1,900,000
Proceeds from IPO	1,134,720	-
Finance leases repaid	(38,323)	(49,041)
Dividend paid	(1,304,933)	(1,204,221)
Cash used in financing activities	<u>(228,629)</u>	<u>(440,218)</u>
Increase/(decrease) in cash and cash equivalents	741,255	(593,965)
Effects of changes in foreign exchange rates	11,293	49,975
Cash and cash equivalents at beginning of year	<u>3,115,445</u>	<u>3,659,435</u>
Cash and Cash Equivalents at End of Year (Note 22)	<u><u>3,867,933</u></u>	<u><u>3,115,445</u></u>
The principal non-cash transactions include:		

^(a) There was no acquisition of property, plant & equipment under finance lease for 2018 (2017 – \$28,774,000).

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

1. Identification and Principal Activities

- (a) Wisynco Group Limited (the company) is a limited liability company, incorporated and domiciled in Jamaica. The parent company is Wisynco Group (Caribbean) Limited, a Barbados International Business Company. The ultimate controlling party of the company is Evesam Investments Holdings Limited, a company incorporated in the Cayman Islands. The registered office of the company is located at White Marl, St Catherine.
- (b) The company together with wholly owned subsidiary, Indies Insurance Company Limited, incorporated and resident in St. Lucia is referred to as "the Group". The following entities are no longer part of the Group due to changes in the ownership structure as disclosed in Note 11:
- Wisynco Foods Limited, subsidiary, previously 100% owned – Incorporated and resident in Jamaica
Seville Development Corporation Limited, subsidiary, previously 85% owned – Incorporated and resident in Jamaica
Fusion Holdings Limited, associate, previously 50% owned – Incorporated and resident in St. Lucia.
- (c) The principal activities of the group are the bottling and distribution of water and beverages, the manufacturing of a wide range of plastic and foam packaging and disposable products for use in industry, tourism and for the retail trade, the distribution and retailing of food items and the provision of insurance services. The operation of fast food restaurants through Wisynco Foods Limited was discontinued during the year as disclosed in Note 11.

2. Significant Accounting Policies

(a) Basis of preparation

These financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) and interpretations issued by the IFRS Interpretations Committee (IFRS IC) applicable to companies reporting under IFRS. The financial statements comply with IFRS as issued by the International Accounting Standards Board (IASB).

The financial statements have been prepared under the historical cost convention as modified by the revaluation of certain financial assets.

The preparation of financial statements in conformity with IFRSs requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. Although these estimates are based on management's best knowledge of current events and action, actual results could differ from those estimates. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements, are disclosed in Note 4.

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

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

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

2. Significant Accounting Policies (Continued)

(a) Basis of preparation (continued)

Standards, interpretations and amendments to published standards effective in the current year (continued)

Amendments to IAS 7, 'Statement of Cash Flows', (effective for annual periods beginning on or after 1 January 2017). In January 2016, the IASB published amendments to IAS 7 to improve information about an entity's financing activities. These amendments are as part of the IASB initiative to improve presentation and disclosure in financial reports. The amendments require disclosure of information enabling users to evaluate changes in liabilities arising from financing activities including both cash and non-cash changes. The reconciliation of changes in liabilities arising from financing activities is disclosed in (Note 30).

Amendments to IAS 12, 'Income Taxes' (effective for annual periods beginning on or after 1 January 2017). The amendments clarify the accounting for deferred tax where an asset is measured at fair value and that fair value is below the asset's tax base. They also clarify certain other aspects of accounting for deferred tax assets. Deferred tax assets are assessed in combination with other deferred tax assets where the tax law does not restrict the source of taxable profits against which particular types of deferred tax assets can be recovered. Where restrictions apply, deferred tax assets are assessed in combination only with other deferred tax assets of the same type. The amendment also clarifies that tax deductions resulting from the reversal of deferred tax assets are excluded from the estimated future taxable profit that is used to evaluate the recoverability of those assets. There was no impact from the adoption of this amendment.

Standards, interpretations and amendments to published standards that are not yet effective

At the date of authorisation of these financial statements, certain new standards, amendments and interpretations to existing standards have been issued which were not yet effective for the group at balance sheet date, and which the group has not early adopted. The group has assessed the relevance of all such new standards, interpretations and amendments, has determined that the following may be relevant to its operations, and has concluded as follows:

IFRIC 22, 'Foreign currency transactions and advance consideration' (effective for annual periods beginning on or after 1 January 2018) This IFRIC addresses foreign currency transactions or parts of transactions where there is consideration that is denominated or priced in a foreign currency. The interpretation provides guidance for when a single payment/receipt is made as well as for situations where multiple payments/receipts are made. The guidance aims to reduce diversity in practice. It does not apply when an entity measures the related asset, expense or income on initial recognition at fair value or at the fair value of the consideration received or paid at a date other than the date of initial recognition of the non-monetary asset or non-monetary liability. Also, the Interpretation need not be applied to income taxes, insurance contracts or reinsurance contracts. The Group is currently assessing the impact of this amendment.

Amendments to IAS 12, 'Income Taxes', (effective for annual periods beginning on or after 1 January 2018). In January 2017, the IASB published amendments to IAS 12 clarifying specifically how to account for deferred tax assets related to debt instruments measured at fair value as well as clarifying the guidance for deferred tax assets in general by adding examples and elaborating on some of the requirements in more detail. The amendments do not change the underlying principles for the recognition of deferred tax assets. The Group does not expect any significant impact on its financial statements arising from the future adoption of the amendments.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

2. Significant Accounting Policies (Continued)

(a) Basis of preparation (continued)

Standards, interpretations and amendments to published standards that are not yet effective (continued)

IFRS 9, Financial Instruments (effective for annual periods beginning on or after 1 January 2018). This standard specifies how an entity should classify and measure financial instruments, including some hybrid contracts. It requires all financial assets to be classified on the basis of the entity's business model for managing the financial assets and the contractual cash flow characteristics of the financial asset; initially measured at fair value plus, in the case of a financial asset not at fair value through profit or loss, particular transaction costs; and subsequently measured at amortised cost or fair value. These requirements improve and simplify the approach for classification and measurement of financial assets compared with the requirements of IAS 39. They apply a consistent approach to classifying financial assets and replace the four categories of financial assets in IAS 39, each of which had its own classification criteria. They also result in one impairment method, replacing the two impairment methods in IAS 39 that arise from the different classification categories. For financial liabilities, the standard retains most of the IAS 39 requirements. The main change is that, in cases where the fair value option is taken for financial liabilities, the part of a fair value change due to an entity's own credit risk is recorded in other comprehensive income rather than the income statement, unless this creates an accounting mismatch. There has been no significant change in the recognition and measurement of financial liabilities carried at amortised cost from what obtained under IAS 39.

The Group Executive Management Committee is in the process of evaluating the impact of IFRS 9 on the financial statements of the Group. The preliminary assessment to date will result in the Group continuing to account for available for sale investments at fair value through other comprehensive income and loans and receivables will continue to be accounted for at amortised cost based on the criteria of the standard. There is no anticipated impact on the accounting for financial liabilities as these liabilities within the Group would continue to be accounted for similar to the existing standard IAS 39 *Financial Instruments: Recognition and Measurement*.

The Group will apply the 'general model' as required under IFRS 9 for debt instruments other than trade receivables by assessing on a forward-looking basis the expected credit losses associated with its available for sale investments carried at fair value through other comprehensive income. A simplified approach, permitted by IFRS 9 will be used for trade receivables, utilising historical default rates by aged receivables as well as forward looking information to determine impairment.

The new standard will have expanded disclosure requirements as well as changes in presentation. Upon adoption of the standard the Group will apply the modified retrospective approach, showing cumulative adjustments against opening retained earnings while not restating comparative information for the prior period.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

2. Significant Accounting Policies (Continued)

(a) Basis of preparation (continued)

Standards, interpretations and amendments to published standards that are not yet effective (continued)

IFRS 15, 'Revenue from Contracts with Customers' (effective for accounting periods beginning on or after 1 January 2018). The IASB has published its new revenue standard, IFRS 15 'Revenue from Contracts with Customers'. The U.S. Financial Accounting Standards Board (FASB) has concurrently published its equivalent revenue standard which is the result of a convergence project between the two Boards. IFRS 15 applies to nearly all contracts with customers: the main exceptions are leases, financial instruments and insurance contracts. It specifies how and when an entity will recognise revenue. It also requires entities to provide more informative, relevant disclosures. The standard supersedes IAS 18, 'Revenue', IAS 11, 'Construction Contracts' and a number of revenue-related interpretations. Application of the standard is mandatory for accounting periods beginning on or after 1 January 2018.

The Group Executive Management Committee is in the process of evaluating the impact of IFRS 15 on the financial statements of the Group. Management's assessment indicates that accounting for contracts with variable consideration such as rights of return, trade discounts or volume rebates will be impacted. The Group currently records revenue net of General Consumption Tax or applicable sales tax, returns, rebates and discounts. The Group will determine estimates for variable consideration at the inception of a customer contract which will be updated periodically, this therefore impacts the pattern of revenue recognition which may result in deferred revenue.

The new standard will have expanded disclosure requirements as well as changes in presentation. Upon adoption of the standard the Group will apply the modified retrospective approach, showing cumulative adjustments against opening retained earnings while not restating comparative information for the prior period.

Amendment to IFRS 15, 'Revenue from contracts with customers' (effective for accounting periods beginning on or after 1 January 2018). These amendments comprise clarifications of the guidance on identifying performance obligations, accounting for licences of intellectual property and the principal versus agent assessment (gross versus net revenue presentation). The IASB has also included additional practical expedients related to transition to the new revenue standard.

IFRS 16, 'Leases', (effective for annual periods beginning on or after 1 January 2019). In January 2017, the IASB published IFRS 16 which replaces the current guidance in IAS 17. Under IAS 17, lessees were required to make a distinction between a finance lease (on balance sheet) and an operating lease (off balance sheet). IFRS 16 now requires lessees to recognise a lease liability reflecting future lease payments and a 'right-of-use asset' for virtually all lease contracts. There is an optional exemption for lessees for certain short-term leases and leases of low-value assets. The Group Executive Management Committee is in the process of evaluating the impact of IFRS 16 on the financial statements of the Group. The impact on the financial statements on adoption of IFRS 16 is not expected to be significant, as the Group currently accounts for all leases as finance leases. Additionally future lease contracts entered into will be based on terms resulting in its classification as finance lease.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

2. Significant Accounting Policies (Continued)

(a) Basis of preparation (continued)

Standards, interpretations and amendments to published standards that are not yet effective (continued)

IFRIC 23 'Uncertainty over Income Tax Treatments', (effective for annual reporting periods beginning on or after 1 January 2019). This Interpretation clarifies how to apply the recognition and measurement requirements in IAS 12 when there is uncertainty over income tax treatments. In such a circumstance, an entity shall recognise and measure its current or deferred tax asset or liability applying the requirements in IAS 12 based on taxable profit (tax loss), tax bases, unused tax losses, unused tax credits and tax rates determined applying this Interpretation. . The Group is currently assessing the impact of this amendment.

Amendments to IFRS 4 'Insurance Contracts' (effective for annual periods beginning on or after 1 January 2018). This amendment addresses the concerns of insurance companies about the different effective dates of IFRS 9, 'Financial instruments', and the forthcoming new insurance contracts standard. The amendment to IFRS 4 provides two different solutions for insurance companies: a temporary exemption from IFRS 9 for entities that meet specific requirements (applied at the reporting entity level); and the 'overlay approach'. Both approaches are optional. IFRS 4 (including the amendments that have now been issued) will be superseded by the forthcoming new insurance contracts standard. Accordingly, both the temporary exemption and the 'overlay approach' are expected to cease to be applicable when the new insurance standard becomes effective. The Group is currently assessing the impact of this standard.

IFRS 17, 'Insurance contracts' (effective for annual periods beginning on or after 1 January 2021). This standard was issued as replacement for IFRS 4 'Insurance contracts' and requires a current measurement model where estimates are re-measured each reporting period. The standard allows a choice between recognising changes in discount rates either in the income statement or directly in other comprehensive income. An optional, simplified premium allocation approach is permitted for the liability for the remaining coverage for short duration contracts. The Group is currently assessing the impact of this standard.

The group has concluded that all other standards, interpretations and amendments to existing standards, which are published but not yet effective are either relevant to its operations but will have no material impact on adoption; or are not relevant to its operations and will therefore have no material impact on adoption; or contain inconsequential clarifications that will have no material impact when they come into effect.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

2. Significant Accounting Policies (Continued)

(b) Basis of consolidation (continued)

(i) *Subsidiaries*

Subsidiaries are all entities (including structured entities) over which the Group has the power to govern the financial and operating policies generally accompanying a shareholding of more than one half of the voting rights. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity. The Group also assesses existence of control where it does not have more than 50% of the voting power but is able to govern the financial and operating policies by virtue of de-facto control. De-facto control may arise in circumstances where the size of the Group's voting rights relative to the size and dispersion of holdings of other shareholders give the Group the power to govern the financial and operating policies, etc.

Subsidiaries are consolidated from the date on which control is transferred to the group and are no longer consolidated from the date that control ceases. The purchase method of accounting is used to account for the acquisition of subsidiaries. The cost of an acquisition is measured as the fair value of the assets given up, shares issued or liabilities undertaken at the date of acquisition plus cost directly attributable to the acquisition. The excess of the cost over the fair value of net assets acquired is recorded as goodwill.

Intercompany transactions, balances and unrealised gains on transactions between group companies are eliminated; unrealised losses are also eliminated unless cost cannot be recovered. Where necessary, accounting policies of subsidiaries have been changed to ensure consistency with the policies adopted by the group.

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions – that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

(ii) *Associates*

Associates are all entities over which the Group has significant influence but not control or joint control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Investments in associates are accounted for using the equity method of accounting and are initially recognised at cost. Under the equity method, the investment is initially recognised at cost, and the carrying amount is increased or decreased to recognise the investee after the date of acquisition. The Group's investment in associates includes goodwill identified on acquisition, net of any accumulated impairment loss.

If the ownership interest in an associate is reduced but significant influence is retained, only a proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate.

The Group's share of its associates' post-acquisition profits or losses is recognised in the income statement, and its share of post-acquisition movements in reserves is recognised in reserves. The cumulative post-acquisition movements are adjusted against the carrying amount of the investment. When the Group's share of losses in an associate equals or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the associate.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

2. Significant Accounting Policies (Continued)

(b) Basis of consolidation (continued)

(ii) Associates (continued)

The Group determines at each reporting date whether there is any objective evidence that the investment in the associate is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the associate and its carrying value and recognises the amount adjacent to 'share of results of associated companies' in the income statement.

Unrealised gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group. Dilution gains and losses arising in investments in associates are recognised in the income statement.

In the company's statement of financial position, investment in associates is shown at cost.

The Group's associated companies are as follows:

	Financial Reporting Year-end	Country of Incorporation	Nature of Business	Group's percentage interest	
				2018	2017
Fusion Holdings Limited	30 June	Jamaica	Manufacturing and distribution	-	50.0

The group disposed of its interest in Fusion Holdings Limited through a reconstruction scheme as disclosed in Note 11.

(c) Revenue and income recognition

Group revenue comprises revenue of the group and its subsidiaries. Revenue is shown net of General Consumption Tax or applicable sales tax, returns, rebates and discounts and after eliminating sales within the Group.

Revenue comprises amounts charged to customers in respect of the sale of water and beverages, plastic, foam packaging and disposable products, general food items and fast food items.

Sale of goods

Revenue from the sale of merchandise and fast food items is recognised when significant risks and rewards of ownership of the goods are transferred to the buyer which is upon acceptance of the goods by the customer.

Interest and dividend income

Interest income are recorded on the accrual basis using the effective interest method. Dividends are recognised when the right to receive payments is established.

Other operating income

Other operating income primarily comprising rebates received and the sale of miscellaneous items is recognised as it accrues unless collectibility is in doubt.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

2. Significant Accounting Policies (Continued)

(d) Foreign currency translation

Transactions and balances

Foreign currency transactions are accounted for at the exchange rates prevailing at the dates of the transactions. At the year end, monetary assets and liabilities denominated in foreign currency are translated using the closing exchange rate. Exchange differences arising from the settlement of transactions at rates different from those at the dates of the transactions and unrealised foreign exchange differences on unsettled foreign currency monetary assets and liabilities are recognised in the statement of comprehensive income.

Functional and presentation currency

Items included in the financial statements of each of the group's entities are measured using the currency of the primary economic environment in which the entity operates ('the functional currency'). The consolidated financial statements are presented in Jamaican dollars, which is the group's functional and presentation currency.

(e) Property, plant and equipment

Property, plant and equipment are stated at historical or deemed cost less depreciation.

The carrying values of property, plant and equipment are written off on a straight-line basis over their expected useful lives using the following rates:

Buildings	2½ - 3 ½%
Furniture, fixtures and equipment	10 - 50%
Motor vehicles	20%
Leasehold improvements	Shorter of the life of the lease or the useful life of the asset

Land is not depreciated.

Gains and losses on disposals are determined by comparing proceeds with carrying amount and are included in operating profit.

Repairs and maintenance expenses are charged to profit or loss during the financial period in which they are incurred. The cost of major renovations is included in the carrying amount of the asset when it is probable that future economic benefits in excess of the originally assessed standard of performance of the existing asset will flow to the group. Major renovations are depreciated over the remaining useful life of the related asset.

(f) Intangible assets

Brands

Brands are recorded at cost and represent the value of the consideration paid to acquire the well established and recognised pizza and fast food. This cost is amortised over 10 years which is the estimated useful life of the brand.

Goodwill

Goodwill is recorded at cost and represents the excess of the value of consideration paid over the fair value of the net assets acquired. Goodwill is tested annually for impairment and carried at cost less accumulated impairment losses.

Franchise fees

Franchise fees are recorded at cost and represents consideration paid to operate each fast food store location. This cost is amortised over the life of the franchise agreement period which is 10 years.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

2. Significant Accounting Policies (Continued)

(f) Intangible assets (continued)

Contracts

Contracts are recorded at cost based and represents consideration paid for right to Bottler's Agreement. This cost is amortised over the life of the contract which is 3 years.

(g) Impairment of non-current assets

Property, plant and equipment and other non-current assets are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. An impairment loss is recognised for the amount by which the carrying amount of the asset exceeds its recoverable amount, which is the higher of an asset's net selling price and value in use. For the purposes of assessing impairment, assets are grouped at the lowest level for which there are separately identifiable cash flows.

(h) Financial instruments

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

Financial assets

The company classifies its financial assets in the following categories: at fair value through profit or loss and loans and receivables and available –for-sale. The classification depends on the purpose for which the financial assets were acquired. Management determines the classification of its financial assets at initial recognition and re-evaluates this designation at every reporting date.

Financial assets at fair value through profit or loss

This category has two sub-categories: financial assets held for trading, and those designated as fair value through profit or loss at inception. A financial asset is classified in this category if acquired principally for the purpose of selling in the short term or if so designated by management. Assets in this category are classified as current assets if they are either held for trading or are expected to be realised within 12 months of the statement of financial position date. These assets are classified as cash and short term investments and are included in current assets on the statement of financial position.

Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the year end. These are classified as non-current assets. Loans and receivables are classified as balances with related parties, long term receivables and trade and other receivables and are included in non-current and current assets in the statement of financial position. The particular recognition methods adopted are disclosed in the individual policy statements associated with each item.

Available-for-sale

Available-for-sale financial assets are non-derivatives that are either designated in this category or not classified in any other categories. They are included in non-current assets unless management intends to dispose of the investment within 12 months of the statement of financial position date. These are classified as available-for-sale investments and are included in non-current assets.

The fair value of financial instruments traded in active markets is based on quoted market prices at the statement of financial position date. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker, industry group, pricing service, or regulatory agency, and those prices represent actual and regularly occurring market transactions on an arm's length basis. The quoted market price used for financial assets held by the group is the current bid price.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

2. Significant Accounting Policies (Continued)

(h) Financial instruments (continued)

Available-for-sale (continued)

These instruments are included in level 1. Instruments included in level 1 comprise primarily JSE equity investments classified as available-for-sale.

Investments intended to be held for an indefinite period of time, which may be sold in response to needs for liquidity or changes in interest rates, are classified as available-for-sale, and are included in non-current assets unless management has the express intention of holding the investment for less than twelve months from the reporting date or unless they will need to be sold to raise operating capital, in which case they are included in current assets.

Purchases and sales of investments are recognised on the trade date, which is the date that the company commits to purchase or sell the asset. The cost of purchase includes transaction costs. Available-for-sale investments are subsequently carried at fair value. Unrealised gains and losses arising from changes in the fair value of securities classified as available-for-sale are recognised in equity. The fair values of investments are based on quoted bid prices or amounts derived from cash flow models. Fair values for unlisted equity securities are estimated using applicable price/earnings or price/cash flow ratios refined to reflect the specific circumstances of the issuer. Equity securities for which fair values cannot be measured reliably are recognised at cost less impairment. When securities classified as available-for-sale are sold or impaired, the accumulated fair value adjustments are included in the statement of comprehensive income as gains and losses from investment securities.

Financial liabilities

The company's financial liabilities are initially measured at fair value, and are subsequently measured at amortised cost using the effective interest method.

(i) Investment property

Investment property represents land. It is carried at cost.

(j) Inventories

Inventories are stated at the lower of cost and net realisable value.

The cost of raw materials is determined using the weighted average cost method. The cost of work in progress and manufactured finished goods is determined using standard raw material cost, plus budgeted cost of labour and factory overheads, which approximates actual cost. The cost of finished goods purchased for resale is the suppliers' invoice price applied on a weighted average basis.

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

(k) Trade receivables

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for impairment of trade receivables is established when there is objective evidence that the Group will not be able to collect all amounts due according to the original terms of the receivables. The amount of the provision is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the original effective interest rate. The carrying amount of the asset is reduced through the use of an allowance account, and the amount of the loss is recognised in the profit or loss in administration and other expenses. When a trade receivable is uncollectible, it is written off against the allowance account for trade receivables. Subsequent recoveries of amounts previously written off are credited in profit or loss.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

2. Significant Accounting Policies (Continued)

(l) Cash and cash equivalents

Cash and cash equivalents are carried on the statement of financial position at cost. Cash equivalents are short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to insignificant risk of changes in value. For the purpose of the consolidated statement of cash flows, cash and cash equivalents comprise investment securities with less than 90 days maturity from the date of acquisition including cash balances, short term deposits, securities purchased under agreements to resell and bank overdrafts.

(m) Payables

Payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Payables are initially recognised at fair value and subsequently stated at amortised cost.

(n) Leases

Leases of property, plant and equipment where the group has substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the inception of the lease at the lower of the fair value of the leased property or the present value of the minimum lease payments.

Each lease payment is allocated between the liability and finance charges so as to achieve a constant rate on the finance balance outstanding. The corresponding rental obligations, net of finance charges, are included in non-current borrowings. The interest element of the finance cost is charged to the statement of comprehensive income over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. Property, plant and equipment acquired under finance leases are depreciated over the shorter of the useful life of the asset or the lease term.

Leases where a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases (net of any incentives received from the lessor) are charged to the statement of comprehensive income on a straight-line basis over the period of the lease.

(o) Borrowings and borrowings 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 net proceeds and the redemption value is recognised in the statement of comprehensive income over the period of the borrowings using the effective yield method.

General and specific borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation. All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

2. Significant Accounting Policies (Continued)

(p) Income taxes

Taxation expense in the income statement comprises current and deferred tax charges.

Current tax charges are based on taxable profits for the year, which differ from the profit before tax reported because it excludes items that are taxable or deductible in other years, and items that are never taxable or deductible. The group's liability for current tax is calculated at tax rates that have been enacted at the year end.

Deferred tax is the tax expected to be paid or recovered on differences between the carrying amounts of assets and liabilities and the corresponding tax bases. Deferred income tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Currently enacted tax rates are used in the determination of deferred income tax.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

(q) Employee benefits

Pension obligations

The company participates in a defined contribution plan whereby it pays contributions to a privately administered fund. Once the contributions have been paid, the company has no further payment obligations. The regular contributions constitute net periodic costs for the year in which they are due and are included in staff costs.

Termination benefits

Termination benefits are payable whenever an employee's employment is terminated before the normal retirement date or whenever an employee accepts voluntary redundancy in exchange for these benefits. The company recognises termination benefits when it is demonstrably committed to either terminate the employment of current employees according to a detailed formal plan without possibility of withdrawal or to provide termination benefits as a result of an offer made to encourage voluntary redundancy. Benefits falling due more than twelve months after the year end are discounted to present value.

Profit sharing plans

A liability for employee benefits in the form of profit sharing plans is recognised when there is no realistic alternative but to settle the liability and at least one of the following conditions is met:

- (i) There is a formal plan and the amounts to be paid are determined before the time of issuing the financial statements; or
- (ii) Past practice has created a valid expectation by employees that they will receive a profit sharing and the amount can be determined before the time of issuing the financial statements.

Liabilities for profit sharing plans are expected to be settled within twelve months and are measured at the amounts expected to be paid when they are settled.

Leave entitlements

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the balance sheet date.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

2. Significant Accounting Policies (Continued)

(r) Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate of the amount can be made. Where the Group expects a provision to be reimbursed; the reimbursement is recognised as a separate asset but only when the reimbursement is virtually certain.

(s) Dividends

Dividends are recorded as a deduction from equity in the period in which they are approved.

(t) Discontinued operations

A discontinued operation is a component of the entity that has been disposed of or is classified as held for sale and that represents a separate major line of business or geographical area of operations, is part of a single co-ordinated plan to dispose of such a line of business or area of operations, or is a subsidiary acquired exclusively with a view to resale. The results of discontinued operations are presented separately in the statement of comprehensive income.

(u) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Chief Executive Officer who makes strategic decisions.

3. Financial Risk Management

The group's activities expose it to a variety of financial risks: market risk (including currency risk, fair value interest rate risk, cash flow interest rate risk and price risk), credit risk and liquidity risk. The group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the group's financial performance.

The group's risk management policies are designed to identify and analyse these risks, to set appropriate risk limits and controls, and to monitor the risks and adherence to limits by means of reliable and up-to-date information systems. The group regularly reviews its risk management policies and systems to reflect changes in markets, products and emerging best practice.

The Board of Directors is ultimately responsible for the establishment and oversight of the group's risk management framework. The Board has established a Group Finance Department for managing and monitoring risks. This department is responsible for managing the Group's assets and liabilities and the overall financial structure. It is also primarily responsible for the funding and liquidity risks of the group. It identifies, evaluates and hedges financial risks in close co-operation with the group's operating units.

There has been no significant change to the group's exposure to financial risks or the manner in which it manages and measures risk.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(a) Credit risk

The group takes on exposure to credit risk, which is the risk that its customers, clients or counterparties will cause a financial loss for the group by failing to discharge their contractual obligations. Credit risk is an important risk for the group's business; management therefore carefully manages its exposure to credit risk. Credit exposures arise principally from the group's receivables from customers and investment activities. The group structures the levels of credit risk it undertakes by placing terms and limits on the amount of risk accepted in relation to a single counterparty or groups of related counterparties.

Credit review process

The group has a credit department whose responsibility involves regular analysis of the ability of customers and other counterparties to meet

(i) Trade and other receivables

The group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The credit department has established a credit policy under which each customer is analysed individually for creditworthiness prior to the group offering them a credit facility. Risky customers are required to provide a banker's guarantee and credit limits are assigned to each customer, which represents the maximum credit allowable without approval from the credit department; these are reviewed semi-annually. The group has procedures in place to restrict customer orders if the order will exceed their credit limits. Customers that fail to meet the group's benchmark creditworthiness may transact business with the group on a prepayment basis.

Customers' credit risks are monitored according to their credit characteristics such as whether the customer is an individual or company, industry, aging profile, and previous financial difficulties. Trade and other receivables relate mainly to the group's wholesale, retail and food service customers.

The group's average credit period on the sale of goods is 30 days. The group has provided fully for all receivables based on an estimate of amounts that would be irrecoverable, determined by taking into consideration past default experience, current economic conditions and expected receipts and recoveries once impaired.

(ii) Investments

The group limits its exposure to credit risk by investing mainly in liquid securities, with counterparties that have high credit quality. Accordingly, management does not expect any counterparty to fail to meet its obligations.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(a) Credit risk (continued)

Maximum exposure to credit risk

	The Group		The Company	
	2018 \$'000	2017 \$'000	2018 \$'000	2017 \$'000
Receivables	2,278,465	1,879,636	2,272,206	1,950,799
Cash and short-term deposits	3,968,075	3,385,944	3,918,405	3,187,431
Available-for-sale investments	463,380	442,569	463,380	442,569
	<u>6,709,920</u>	<u>5,708,149</u>	<u>6,653,991</u>	<u>5,580,799</u>

The table above represents a worst case scenario of credit risk exposure at 30 June. During the year, the group did not renegotiate any trade receivables.

(i) Ageing analysis of trade receivables that are past due but not impaired

Trade receivables that are less than three months past due are not considered impaired. As of 30 June 2018, trade receivables of \$678,634,000 (2017 - \$381,307,000) and \$678,634,000 (2017 - \$372,096,000) were past due but not impaired for the Group and company respectively. These relate to a number of independent customers for whom there is no recent history of default. The ageing analysis of these trade receivables is as follows:

	Group		Company	
	2018 \$'000	2017 \$'000	2018 \$'000	2017 \$'000
31 to 60 days	491,427	333,364	491,427	332,519
60 to 90 days	159,504	39,954	159,504	39,577
90 days or more	27,703	7,989	27,703	-
	<u>678,634</u>	<u>381,307</u>	<u>678,634</u>	<u>372,096</u>

(ii) Trade receivable that are considered impaired.

As of 30 June 2018, trade receivables of \$35,586,000 (2017 - \$35,493,000) and \$35,586,000 (2017 - \$33,624,000) for the group and company, respectively, were impaired. The amount of the provision was \$35,586,000 (2017 - \$35,493,000) and \$35,586,000 (2017 - \$33,624,000) for the group and company, respectively. The individually impaired receivables mainly relate to wholesalers who are in unexpected, difficult economic situations. It was assessed that a portion of the receivables is expected to be recovered. These receivables are aged over 90 days.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(a) Credit risk (continued)

(ii) Trade receivables that are considered impaired (continued)

Movements on the provision for impairment of trade receivables are as follows:

	Group		Company	
	2018 \$'000	2017 \$'000	2018 \$'000	2017 \$'000
At 1 July	35,493	35,216	33,624	33,347
Provision for receivables impairment	18,842	10,833	18,842	10,833
Transfer on reorganisation	(1,869)	-	-	-
Bad debt recovered/written off	(16,880)	(10,556)	(16,880)	(10,556)
At 30 June	<u>35,586</u>	<u>35,493</u>	<u>35,586</u>	<u>33,624</u>

The creation and release of provision for impaired receivables have been included in expenses in the statement of comprehensive income. Amounts charged to the allowance account are generally written off when there is no expectation of recovering additional cash.

There are no financial assets other than those listed above that were individually impaired.

(iii) Credit exposure for trade receivables

The following table summarises the group's and company's credit exposure for trade receivables at their carrying amounts, as categorised by the customer sector:

	The Group		The Company	
	2018 \$'000	2017 \$'000	2018 \$'000	2017 \$'000
Kingston & St. Andrew	762,344	849,824	762,344	849,824
South Central	293,065	226,021	293,065	226,021
North Eastern	263,372	209,216	263,372	209,216
Western	453,548	210,449	453,548	210,449
Other	117,998	59,663	117,998	48,406
	<u>1,890,327</u>	<u>1,555,173</u>	<u>1,890,327</u>	<u>1,543,916</u>
Less: Provision for credit losses	<u>(35,586)</u>	<u>(35,493)</u>	<u>(35,586)</u>	<u>(33,624)</u>
	<u>1,854,741</u>	<u>1,519,680</u>	<u>1,854,741</u>	<u>1,510,292</u>

The majority of trade receivables are receivable from customers in Jamaica.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(b) Liquidity risk

Liquidity risk is the risk that the group is unable to meet its payment obligations associated with its financial liabilities when they fall due. Prudent liquidity risk management implies maintaining sufficient cash and marketable securities, the availability of funding through an adequate amount of committed credit facilities and the ability to close out market positions.

Liquidity risk management process

The group's liquidity management process, as carried out within the group and monitored by the Group Finance Department, includes:

- (i) Monitoring future cash flows and liquidity on a regular basis. This incorporates an assessment of expected cash flows and the availability of high grade collateral which could be used to secure funding if required.
- (ii) Maintaining committed lines of credit;
- (iii) Optimising cash returns on investment;

The maturities of assets and liabilities and the ability to replace, at an acceptable cost, interest-bearing liabilities as they mature, are important factors in assessing the liquidity of the Group and its exposure to changes in interest rates and exchange rates.

The company is contingently liable to its bankers in respect of guarantees in the ordinary course of business totaling approximately \$16,000,000 (2017 - \$11,500,000).

Financial liabilities cash flows

The tables below summarises the maturity profile of the group's and company's financial liabilities at 30 June based on contractual undiscounted payments at contractual maturity dates.

	The Group					Total
	Within 1	1 to 3	3 to 12	1 to 5	Over 5	
	Month	Months	Months	Years	Years	
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
	2018					
Liabilities						
Borrowings	146,949	40,969	420,551	2,539,526	-	3,147,995
Trade and other payables	1,903,683	1,008,776	720,256	-	-	3,632,715
Total financial liabilities	2,050,632	1,049,745	1,140,807	2,539,526	-	6,780,710

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(b) Liquidity risk (continued)

Financial liabilities cash flows (continued)

Assets available to meet all of the liabilities and to cover financial liabilities include cash and short term deposits.

	The Group					Total \$'000
	Within 1 Month \$'000	1 to 3 Months \$'000	3 to 12 Months \$'000	1 to 5 Years \$'000	Over 5 Years \$'000	
	2017					
Liabilities						
Borrowings	97,301	67,808	454,901	2,150,489	156,992	2,927,491
Trade and other payables	2,509,204	429,059	-	-	-	2,938,263
Due to parent company	-	-	272,732	-	-	272,732
Total financial liabilities	2,606,505	496,867	727,633	2,150,489	156,992	6,138,486

	The Company					Total \$'000
	Within 1 Month \$'000	1 to 3 Months \$'000	3 to 12 Months \$'000	1 to 5 Years \$'000	Over 5 Years \$'000	
	2018					
Liabilities						
Borrowings	146,949	40,969	420,551	2,539,526	-	3,147,995
Trade and other payables	1,903,683	1,008,776	701,334	-	-	3,613,793
Total financial liabilities	2,050,632	1,049,745	1,121,885	2,539,526	-	6,761,788

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(b) Liquidity risk (continued)

Financial liabilities cash flows (continued)

	The Company					Total \$'000
	Within 1 Month \$'000	1 to 3 Months \$'000	3 to 12 Months \$'000	1 to 5 Years \$'000	Over 5 Years \$'000	
	2017					
Liabilities						
Borrowings	91,129	48,812	418,681	2,046,569	156,992	2,762,183
Trade and other payables	2,441,476	417,791	-	-	-	2,859,267
Due to parent company	-	-	272,732	-	-	272,732
Total financial liabilities	2,532,605	466,603	691,413	2,046,569	156,992	5,894,182

(c) Market risk

The group takes on exposure to market risks, which is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risks mainly arise from changes in foreign currency exchange rates and interest rates. Market risk is monitored by the Group Finance Department. Market risk exposures are measured using sensitivity analysis.

(i) Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The group is exposed to foreign exchange risk primarily with respect to the US dollar. Foreign exchange risk arises from future commercial transactions, recognised assets and liabilities.

The group manages its foreign exchange risk by ensuring that the net exposure in foreign assets and liabilities is kept to an acceptable level by monitoring currency positions. The group further manages this risk by maximising foreign currency earnings and holding foreign currency balances.

Concentrations of currency risk

The Group and company has accounts receivable, cash and deposits net of accounts payable denominated in United States dollars, amounting to an asset of J\$897,878,000 and J\$854,406,000 at 30 June 2018 and (2017 J\$1,676,344,000 and J\$1,537,083,000) respectively. The Group and company also has cash and deposits denominated in Euros, amounting to an asset of J\$82,591,000 (2017 - J\$315,612,000).

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(c) Market risk (continued)

(i) Currency risk (continued)

Foreign currency sensitivity

The following tables indicate the currencies to which the Group and Company had significant exposure on their monetary assets and liabilities and forecast cash flows. The change in currency rate below represents management's assessment of the possible change in foreign exchange rates. The sensitivity analysis represents outstanding foreign currency denominated monetary items and adjusts their translation at the year end for a reasonably expected change in foreign currency rates. The sensitivity of the profit was primarily as a result of foreign exchange gains and losses on translation of trade receivables and payables.

	The Group			
	% Change in Currency Rate	Effect on Profit before Taxation 2018	% Change in Currency Rate	Effect on Profit before Taxation 2017
	%	\$'000	%	\$'000
Currency:				
USD	+2	17,958	+1	(16,763)
USD	-4	(35,915)	-6	100,581
EURO	+2	1,652	+1	(3,156)
EURO	-4	(3,304)	-6	18,937

	The Company			
	% Change in Currency Rate	Effect on Profit before Taxation 2018	% Change in Currency Rate	Effect on Profit before Taxation 2017
	%	\$'000	%	\$'000
Currency:				
USD	+2	17,008	+1%	(15,371)
USD	-4	(34,176)	-6%	92,225
EURO	+2	1,652	+1%	(3,156)
EURO	-4	(3,304)	-6%	18,937

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(c) Market risk (continued)

(ii) Interest rate risk

Interest rate risk is the risk that the value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates.

Floating rate instruments expose the group to cash flow interest risk, whereas fixed interest rate instruments expose the group to fair value interest risk.

The group's interest rate risk policy requires it to manage interest rate risk by maintaining an appropriate mix of fixed and variable rate instruments. The policy also requires it to manage the maturities of interest bearing financial assets and interest bearing financial liabilities.

The following tables summarises the exposure to interest rate risk. It includes the financial instruments at carrying amounts, categorised by the earlier of contractual repricing or maturity dates.

	The Group						Total \$'000
	Within 1 Month \$'000	1 to 3 Months \$'000	3 to 12 Months \$'000	1 to 5 Years \$'000	Over 5 Years \$'000	Non- Interest Bearing \$'000	
	2018						
Assets							
Available-for-sale investments	-	-	269,530	193,850	-	21,910	485,290
Receivables	-	-	-	-	-	2,278,465	2,278,465
Cash and short-term deposits	2,700,539	1,267,060	-	-	-	476	3,968,075
Total financial assets	2,700,539	1,267,060	269,530	193,850	-	2,300,851	6,731,830
Liabilities							
Borrowings	129,058	5,358	278,536	2,133,672	-	-	2,546,623
Trade and other payables	-	-	-	-	-	3,632,715	3,632,715
Total financial liabilities	129,058	5,358	278,536	2,133,672	-	3,632,715	6,179,338
Total interest repricing gap	2,571,481	1,261,702	(9,006)	(1,939,822)	-	(1,331,864)	552,492

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(c) Market risk (continued)

(ii) Interest rate risk (continued)

	The Group						
	Within 1 Month \$'000	1 to 3 Months \$'000	3 to 12 Months \$'000	1 to 5 Years \$'000	Over 5 Years \$'000	Non- Interest Bearing \$'000	Total \$'000
	2017						
Assets							
Available-for-sale investments	-	184,386	258,183	-	-	35,269	477,838
Receivables	-	-	-	-	-	1,879,636	1,879,636
Cash and short-term deposits	2,437,219	948,254	-	-	-	471	3,385,944
Total financial assets	2,437,219	1,132,640	258,183	-	-	1,915,376	5,743,418
Liabilities							
Borrowings	80,500	33,394	317,994	1,711,702	152,000	-	2,295,590
Trade and other payables	-	-	-	-	-	2,938,263	2,938,263
Due to parent company	-	-	259,745	-	-	-	259,745
Total financial liabilities	80,500	33,394	577,739	1,711,702	152,000	2,938,263	5,493,598
Total interest repricing gap	2,356,719	1,099,246	(319,556)	(1,711,702)	(152,000)	(1,022,887)	249,820

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(c) Market risk (continued)

(ii) Interest rate risk (continued)

	The Company						Total \$'000
	Within 1 Month \$'000	1 to 3 Months \$'000	3 to 12 Months \$'000	1 to 5 Years \$'000	Over 5 Years \$'000	Non- Interest Bearing \$'000	
	2018						
Assets							
Available-for-sale investments	-	-	269,530	193,850	-	21,910	485,290
Receivables	-	-	-	-	-	2,272,206	2,272,206
Cash and short-term deposits	2,650,869	1,267,060	-	-	-	476	3,918,405
Due from parent company	-	-	-	-	-	1,898	1,898
Total financial assets	2,650,869	1,267,060	269,530	193,850	-	2,296,490	6,677,799
Liabilities							
Borrowings	129,058	5,358	278,536	2,133,672	-	-	2,546,623
Trade and other payables	-	-	-	-	-	3,613,793	3,613,793
Total financial liabilities	129,058	5,358	278,536	2,133,672	-	3,613,793	6,160,416
Total interest repricing gap	2,521,811	1,261,702	(9,006)	(1,939,822)	-	(1,317,303)	517,383

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(c) Market risk (continued)

(ii) Interest rate risk (continued)

	The Company						Total \$'000
	Within 1 Month \$'000	1 to 3 Months \$'000	3 to 12 Months \$'000	1 to 5 Years \$'000	Over 5 Years \$'000	Non- Interest Bearing \$'000	
	2017						
Assets							
Available-for-sale investments	-	184,386	258,183	-	-	35,269	477,838
Receivables	-	-	-	-	-	1,950,799	1,950,799
Cash and short-term deposits	2,238,706	948,254	-	-	-	471	3,187,431
Total financial assets	2,238,706	1,132,640	258,183	-	-	1,986,539	5,616,068
Liabilities							
Borrowings	75,499	18,131	288,839	1,620,989	152,000	-	2,155,458
Trade and other payables	-	-	-	-	-	2,858,267	2,859,267
Due to parent company	-	-	259,745	-	-	-	259,745
Total financial liabilities	75,499	18,131	548,584	1,620,989	152,000	2,858,267	5,274,470
Total interest repricing gap	2,163,207	1,114,509	(290,401)	(1,620,989)	(152,000)	(871,728)	341,598

Interest rate sensitivity

The group and company have no significant sensitivity to interest rate risk as all borrowings are at fixed rates.

(iii) Price risk

Price risk is the risk that the value of a financial instrument will fluctuate as a result of changes in market prices, whether those changes are caused by factors specific to the individual instrument or its issuer or factors affecting all instruments traded in the market. The Group is exposed to equity price risk because of equity investments held and classified on the statement of financial position as available for sale. The Group manages its price risk by trading these instruments when appropriate to reduce the impact of any adverse price fluctuations.

The impact of a 15% (2017: 10%) change in the quoted prices for these equities would be an increase or decrease in the carrying value of \$3,287,000 (2017: \$3,527,000) in income and \$3,287,000 (2017: \$3,257,000) in other comprehensive income.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(d) Capital management

The Group manages its capital resources according to the following objectives:

- (i) To continue as a going concern in order to provide benefits for stakeholders;
- (ii) To maintain a strong capital base which is sufficient for the future development of the Group's operations;
- (iii) To comply with capital requirements as stipulated by loan covenants

The group is exposed to externally imposed capital requirements as a result of loans issued by specific financial institutions as follows:

	Required	Actual 2018	Actual 2017
Minimum current assets to current liabilities	1.20:1	1.89:1	1.9:1
Maximum debt to equity ratio	2.33:1	0.28:1	0.75: 1
Minimum interest cover	2.9 times	17.8 times	20.3 times
Minimum debt service coverage margin	2.0 times	7.30 times	4.02 times

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

3. Financial Risk Management (Continued)

(e) Fair value estimation

Financial instruments that are measured in the statement of financial position at fair value are classified by level in one of the following fair value measurement hierarchy:

- Level 1 includes those instruments which are measured based on quoted prices in active markets for identical assets or liabilities.
- Level 2 includes those instruments which are measured using inputs other than quoted prices within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices).
- Level 3 includes those instruments which are measured using valuation techniques that include inputs for the instrument that are not based on observable market data (unobservable inputs).

The group's financial instruments classified as available-for-sale investments are disclosed in (Note 17). Unquoted available-for-sale investments are classified as level 2 and quoted instruments are classified as level 1.

The amounts included in the financial statements for cash and short-term deposits, receivables, payables, short-term loans and due to parent company reflect their approximate fair values because of the short-term maturity of these instruments.

The fair value of long term borrowings approximates carrying value as the contractual cash flows are at current market interest rates that are available to the group for similar financial instruments.

Fair value of land

The fair value of land disclosed in Note 18 would be classified as Level 3.

There were no transfers between the Levels.

	Level 1 \$'000	Level 2 \$'000	Level 3 \$'000	Total \$'000
30 June 2018				
Investments classified as available-for-sale –				
Quoted equities	16,692	100	-	16,792
Unquoted equities	-	-	5,018	5,018
Corporate bonds	-	463,480	-	463,480
	16,692	463,580	5,018	485,290
30 June 2017				
Investments classified as available-for-sale –				
Quoted equities	30,151	100	-	30,251
Unquoted equities	-	-	5,018	5,018
Corporate bonds	-	442,569	-	442,569
	30,151	442,669	5,018	477,838

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

4. Critical Accounting Judgements and Key Sources of Estimation Uncertainty

Judgements and estimates are continually evaluated and are based on historical experience and other factors, including expectation of future events that are believed to be reasonable under the circumstances.

(a) Critical judgements in applying the group's accounting policies

In the process of applying the group's accounting policies, management has not made any judgements that would cause a significant impact on the amounts recognised in the financial statements.

(b) Key sources of estimation uncertainty

The company makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below:

Income taxes

Estimates are required in determining the provision for income taxes. There are some transactions and calculations for which the ultimate tax determination is uncertain during the ordinary course of business. The company recognises liabilities for possible tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recorded, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

Provision for impairment of trade receivables

Periodically, the company assesses the collectibility of its trade receivables. Provisions are created or increased as described in Note 2(k). This, however, does not necessarily mean that the company will collect the total remaining unimpaired balance, as some balances that are estimated to be collectible at period end may subsequently go bad.

Estimated impairment of goodwill and brands

The group tests annually whether goodwill and brands have suffered any impairment, in accordance with the accounting policy stated in Note 2(f). The assessment of goodwill and brand impairment involves the determination of the value in use. Determination of value in use involves the estimation of future cash flows from the business taking into consideration the growth rates, inflation rates and the discount rates. Any changes in these variables would impact the value in use calculations. Management has determined that a reasonably possible change in key assumptions, namely increase or decrease of two percentage points to the discount rate and increase or decrease of two percentage points to the revenue growth rate would not cause the aggregate carrying amount to exceed the aggregate recoverable amount. Goodwill arising from the Group's interest in Wisynco Foods Limited was derecognized during the year as a result of the reconstruction of the group (Note 11).

Associates

The Group held 50% of the voting rights of Fusion Holdings Limited up to 30 October 2017, at which point the Group's interest were transferred under a reconstruction scheme (Note 11). Management has assessed that it did not have control over this entity as under its contractual arrangements with the other shareholder, unanimous consent was required from all parties to the agreements for all relevant activities. The Group had therefore equity accounted for its share of the results of Fusion Holdings Limited as an associated company.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

5. Other Operating Income

	The Group		The Company	
	2018	Restated 2017	2018	2017
	\$'000	\$'000	\$'000	\$'000
Bad debts recovered	8,437	8,315	8,437	8,315
Discount received	24,564	33,339	24,564	33,339
Rebates	28,672	28,403	28,672	28,403
Gain on disposal of property, plant and equipment	4,397	1,029	4,397	1,524
Insurance proceeds – warehouse	-	479,849	-	479,849
Insurance proceeds – business interruption	-	156,623	-	156,623
Other	26,087	35,980	19,327	28,743
	<u>92,157</u>	<u>743,538</u>	<u>85,397</u>	<u>736,796</u>

During 2016, the Company had a fire incident, the related insurance proceeds represents funds received for business interruption, loss of warehouse building, solar panels and inventory totalling Nil (2017- \$636,472,000).

6. Expenses by Nature

	The Group		The Company	
	2018	Restated 2017	2018	2017
	\$'000	\$'000	\$'000	\$'000
Advertising costs	610,105	856,899	610,105	856,899
Audit fees	11,422	8,486	11,422	8,486
Bad debt expense	18,960	12,526	18,960	12,526
Commissions and discounts	179,558	178,219	179,558	178,219
Cost of inventory recognised as expense	12,228,143	10,814,186	12,228,143	10,814,186
Delivery and motor vehicle expense	1,295,233	1,164,176	1,295,233	1,164,176
Directors fees	12,829	18,000	12,829	18,000
Insurance	51,121	270,477	173,756	153,360
Property expenses, including depreciation	1,625,409	1,354,946	1,625,409	1,354,946
Royalties	37,366	16,319	37,366	16,319
Staff costs (Note 7)	3,768,499	3,217,534	3,768,499	3,217,534
Utilities	670,768	579,670	670,768	579,670
Other operating expenses	1,281,015	1,082,045	1,113,993	1,076,272
	<u>21,790,428</u>	<u>19,573,483</u>	<u>21,746,041</u>	<u>19,450,593</u>

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

7. Staff Costs

	The Group		The Company	
		Restated		
	2018	2017	2018	2017
	\$'000	\$'000	\$'000	\$'000
Wages and salaries	3,080,264	2,609,428	3,080,264	2,609,428
Statutory contributions	333,190	279,539	333,190	279,539
Pension contributions (Note 31)	125,885	101,866	125,885	101,866
Termination costs	8,199	1,115	8,199	1,115
Other	220,961	225,586	220,961	225,586
	<u>3,768,499</u>	<u>3,217,534</u>	<u>3,768,499</u>	<u>3,217,534</u>

8. Finance Income

	The Group		The Company	
		Restated		
	2018	2017	2018	2017
	\$'000	\$'000	\$'000	\$'000
Dividend income	1,487	3,101	1,487	3,101
Interest income	68,491	71,736	68,491	71,736
Gain on sale of investment	10,476	10,805	10,476	10,805
Foreign exchange gains	50,383	74,323	50,383	74,323
	<u>130,837</u>	<u>159,965</u>	<u>130,837</u>	<u>159,965</u>

9. Finance Costs

	The Group		The Company	
		Restated		
	2018	2017	2018	2017
	\$'000	\$'000	\$'000	\$'000
Interest expense -				
Bank borrowings and finance leases	203,497	158,678	203,497	158,678
Finance charges and non interest fees	7,914	11,068	7,914	11,068
	<u>211,411</u>	<u>169,746</u>	<u>211,411</u>	<u>169,746</u>

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

10. Taxation

The taxation charge is computed on the profit for the year, adjusted for tax purposes, and comprises income tax at 25%:

	The Group		The Company	
	2018	Restated 2017	2018	2017
	\$'000	\$'000	\$'000	\$'000
Current income tax	469,969	416,794	469,969	416,794
Deferred income tax (Note 29)	43,865	(38,900)	43,865	(38,900)
Adjustment to prior year estimate	-	(91,582)	-	(91,582)
	<u>513,834</u>	<u>286,312</u>	<u>513,834</u>	<u>286,312</u>
Tax expense attributable to:				
Profit from continuing operations	513,834	286,312	513,834	286,312
Profit from discontinued operations	4,057	(36,325)	-	-
	<u>517,891</u>	<u>249,987</u>	<u>513,834</u>	<u>286,312</u>

The tax on the group's and company's profit differs from the theoretical amount that would arise using the statutory tax rate as follows:

	The Group		The Company	
	2018	Restated 2017	2018	2017
	\$'000	\$'000	\$'000	\$'000
Profit before tax from continuing operations	2,765,204	2,541,939	2,773,616	2,524,189
Profit before tax from discontinued operations	45,612	154,520	-	-
	<u>2,810,816</u>	<u>2,696,459</u>	<u>2,773,616</u>	<u>2,524,189</u>
Tax calculated at applicable tax rate on continuing operations	691,301	635,369	693,404	631,047
Adjusted for the effects of:				
Income not subject to tax	(15,311)	(144,074)	(10,990)	(139,752)
Expenses not deductible for tax purposes	30,176	19,919	23,752	19,919
Adjustment to prior year estimate – current tax	-	(91,582)	-	(91,582)
Adjustment to prior year estimate – deferred tax	-	(55,226)	-	(55,226)
Tax credit	(194,999)	(78,880)	(194,999)	(78,880)
Other	2,667	786	2,667	786
Tax expense from continuing operations	<u>513,834</u>	<u>286,312</u>	<u>513,834</u>	<u>286,312</u>

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

11. Reconstruction/Discontinued Operations

On 30 October 2017, the Company effected a Scheme of Reconstruction ("the reconstruction") approved by the Tax Administration Jamaica under the laws of Jamaica. This resulted in the Company retaining its core businesses along with the operations of its subsidiary Indies Insurance Company Limited. The ownership of the other subsidiaries namely Wisynco Foods Limited and Seville Development Corporation Limited were transferred to separate legal entities of the ultimate parent company.

Additionally, the shareholdings of Fusion Holdings Limited was also transferred to the ultimate parent company.

As a result of this reconstruction effective 30 October 2017 these entities are no longer a part of the Wisynco Group Limited and are a deemed disposal.

The net assets of the entities involved in the reconstruction at 30 October 2017 transferred to the owners were as follows:

The financial performance and cash flow information presented at June 30, 2018 are as follows:

	2018	2017
	\$'000	\$'000
Revenue	595,457	1,671,002
Cost of sales	<u>(390,977)</u>	<u>(1,083,743)</u>
Gross Profit	204,480	587,259
Other income	1,255	4,892
Administrative and other expenses	<u>(180,530)</u>	<u>(511,385)</u>
Operating profit	25,205	80,766
Finance income	(1,220)	3,128
Finance cost	<u>(4,892)</u>	<u>(10,469)</u>
Profit before taxation	19,093	73,425
Taxation	<u>(4,057)</u>	<u>36,325</u>
Net profit after tax from discontinued operations	15,036	109,750
Share of results of associate	<u>26,519</u>	<u>81,095</u>
Profit for the period from discontinued operations	<u><u>41,555</u></u>	<u><u>190,845</u></u>

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

11. Reconstruction/Discontinued Operations (Continued)

	2018 \$'000
Operating cash flows	31,910
Investing cash flows	(48,447)
Financing cash flows	<u>(15,373)</u>
Net cash flows	<u><u>31,910</u></u>

Details of the net assets of the subsidiaries and associates transferred to owners

	2018 \$'000
Intangible Asset	15,879
Property, plant and equipment	330,280
Investment property	13,449
Deferred tax asset	50,706
Receivables	86,438
Inventories	18,098
Cash and short-term deposits	135,108
Payables	(241,907)
Borrowings	<u>(119,868)</u>
Net assets disposed	288,183
Cost of investment transferred (net)	467,670
Share of associate's profits	<u>261,875</u>
Transfer to owners	<u><u>1,017,728</u></u>

No consideration was received on derecognition of these entities. The transaction was deemed to be between shareholders, the effects of which are recorded in equity. The amount of \$582,552,000 transferred from the company represents the carrying value of investment in subsidiaries and associates at the date of transfer. The non-controlling interest of \$5,704,000, was also derecognised as a result of the reconstruction.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

12. Earnings Per Share

Earnings per share is calculated on net profit and is based on the weighted average number of ordinary shares in issue during both years.

	2018	2017 Restated
Net profit attributable to ordinary shareholders from continuing operations (\$'000)	2,251,370	2,255,627
Net profit attributable to ordinary shareholders from discontinued operations (\$'000)	41,591	190,865
Net profit attributable to ordinary shareholders (\$'000)	2,292,961	2,446,492
Weighted average number of ordinary shares in issue ('000)	3,687,744	3,600,583
Basic earnings per share from continuing operations (\$)	0.61	0.63
Basic earnings per share from discontinued operations (\$)	0.01	0.05
Basic earnings per share (\$)	<u>0.62</u>	<u>0.68</u>

The Company has no dilutive potential ordinary shares.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

13. Related Party Transactions and Balances

The following companies are related parties by virtue of:

Being a subsidiary of the company:

Indies Insurance Company

Holding shares in the company:Wisynco Group Caribbean Limited
Caribbean Bottlers Limited**Affiliates:**

Affiliates comprise companies over which the immediate parent has control. During the year Wisynco Foods Limited and Seville Development Corporation Limited and Fusion Holdings Limited and its major subsidiaries, Trade Winds Citrus Limited and United Estates Limited ceased being subsidiaries and associate respectively, and became affiliates from reconstruction scheme as disclosed in Note 11.

The company entered into the following significant transactions with related parties during the year:

(a) Transactions	The Group		The Company	
	2018 \$'000	2017 \$'000	2018 \$'000	2017 \$'000
Sales				
Wisynco Foods Limited	727,582	-	727,582	618,780
Purchases				
Trade Winds Citrus Limited	3,305,623	2,771,089	3,329,164	2,771,089
Wisynco Foods Limited	1,816	-	1,816	2,364
Insurance Expense	16,142	-	144,713	101,842
Interest expense				
Seville Development Corporation Limited	232	-	232	314
Wisynco Group Caribbean Limited	-	12,987	-	12,987
			The Company	
			2018	2017
			\$'000	\$'000
Rebates –				
Wisynco Foods Limited			3,774	3,133
Management Fees –				
Wisynco Foods Limited			7,473	-
Royalties -				
Trade Winds			37,366	16,319

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

13. Related Party Transactions and Balances (continued)

(b) Year-end balances	The Group		The Company	
	2018	2017	2018	2017
Receivables (Note 21)	\$'000	\$'000	\$'000	\$'000
Receivables from subsidiary -				
Indies Insurance Company Limited	-	-	3,164	-
Wisynco Foods Limited	-	-	-	117,337
Receivables from affiliates -				
Trade Winds Citrus	39,096	29,869	39,096	29,869
Wisynco Foods Limited	138,543	-	138,543	-
Other affiliates	1,967	1,975	1,967	1,975
Receivable from parent company	1,898	-	1,898	-
Included in receivables and prepayments	181,504	31,844	184,668	149,181
	The Group		The Company	
	2018	2017	2018	2017
Payables (Note 23)	\$'000	\$'000	\$'000	\$'000
Payables to subsidiaries -				
Seville Development Corporation Limited	-	-	-	26,928
Indies Insurance Company	-	-	-	339
Wisynco Foods Limited	-	-	-	311
Payables to affiliate -				
Trade Winds Citrus Limited	529,842	391,594	529,842	391,522
Seville Development Corporation Limited	26,592	-	26,592	-
Other affiliates	6,188	-	6,188	-
	562,622	391,594	562,622	419,100
Payable to director	-	-	97	361
Payables to parent company -				
Wisynco Group Caribbean Limited	-	38,000	-	38,000
Included in trade and other payables	562,622	429,594	562,719	457,461

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

13. Related Party Transactions and Balances (Continued)

(c) Key management compensation

	The Group and Company	
	2018 \$'000	2017 \$'000
Salaries and other short-term employee benefits	236,573	177,923
Statutory contributions	11,561	9,064
Pension benefits	12,218	7,418
	<u>260,352</u>	<u>194,405</u>
Directors' emoluments –		
Management remuneration (included above)	260,352	194,405
Fees	12,829	18,000
	<u>12,829</u>	<u>18,000</u>

(d) Loans from related parties

	The Group and Company	
	2018 \$'000	2017 \$'000
Wisynco Group (Caribbean) Limited -		
At beginning of year	259,745	259,745
Payments made	(264,074)	(11,039)
Interest charged	4,329	11,039
Included in non-current borrowings (Note 24)	<u>-</u>	<u>259,745</u>

(e) Dividends declared

	The Group and Company	
	2018 \$'000	2017 \$'000
Parent company	1,178,705	1,131,357
Key management	26,177	23,601
	<u>1,204,882</u>	<u>1,154,957</u>

During the year, the Group listed its shares on the Jamaica Stock Exchange through an Initial Public Offering (IPO); related parties held all shares prior to the IPO. Total dividends is disclosed in Note 33.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

14. Property, Plant and Equipment

	The Group					
	Land and Buildings \$'000	Furniture, Fixtures & Equipment \$'000	Motor Vehicles \$'000	Leasehold Improvements \$'000	Work in Progress \$'000	Total \$'000
Cost -						
At 1 July 2016	1,494,522	4,264,806	383,873	148,868	-	6,292,069
Additions	1,454,011	781,763	132,242	57,056	-	2,425,072
Disposals	(763)	(48,559)	(3,596)	(1,994)	-	(54,912)
At 30 June 2017	2,947,770	4,998,010	512,519	203,930	-	8,662,229
Additions	127,604	1,348,211	158,723	42,016	1,052,102	2,728,656
Disposals	-	(1,434)	(16,090)	-	-	(17,524)
Disposals on reorganisation	-	(412,668)	(2,998)	(226,914)	-	(642,580)
At 30 June 2018	3,075,374	5,932,119	652,154	19,032	1,052,102	10,730,781
Depreciation -						
At 1 July 2016	271,396	2,468,382	136,542	51,514	-	2,927,834
Charge for the year	46,336	474,120	59,465	9,478	-	589,399
Relieved on disposal	(636)	(24,622)	(3,524)	(1,960)	-	(30,742)
At 30 June 2017	317,096	2,917,880	192,483	59,032	-	3,486,491
Charge for the year	90,958	570,014	102,338	30,941	-	794,251
Relieved on disposal	-	-	(13,388)	-	-	(13,388)
Disposal on reorganisation	-	(239,726)	(1,633)	(70,941)	-	(312,300)
At 30 June 2018	408,054	3,248,168	279,800	19,032	-	3,955,054
Net Book Value -						
30 June 2018	2,667,320	2,683,951	372,354	-	1,052,102	6,775,727
30 June 2017	2,630,674	2,080,130	320,036	144,898	-	5,175,738

Included in depreciation charges are amounts in respect of discontinued operations of \$18,878,000 (2017: \$39,125,000).

The carrying amount of property, plant and equipment pledged as security for current and non current finance lease liability amounted to \$50,464,000 (2017 – 239,607,000).

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

14. Property, Plant and Equipment (Continued)

	The Company					
	Land and Buildings	Furniture, Fixtures & Equipment	Motor Vehicles	Leasehold Improvements	Work in Progress	Total
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
Cost -						
At 1 July 2016	1,494,522	3,934,042	378,893	19,066	-	5,826,523
Additions	1,454,011	701,169	132,242	-	-	2,287,422
Disposals	(763)	(43,106)	(2,100)	(34)	-	(46,003)
At 30 June 2017	2,947,770	4,592,105	509,035	19,032	-	8,067,942
Additions	127,604	1,341,448	159,209	-	1,052,102	2,680,363
Disposals	-	(1,434)	(16,090)	-	-	(17,524)
At 30 June 2018	3,075,374	5,932,119	652,154	19,032	1,052,102	10,730,781
Depreciation -						
At 1 July 2016	271,395	2,254,229	134,286	19,032	-	2,678,942
Charge for the year	46,336	431,640	58,831	-	-	536,807
Relieved on disposal	(636)	(19,592)	(2,100)	-	-	(22,328)
At 30 June 2017	317,095	2,666,277	191,017	19,032	-	3,193,421
Charge for the year	90,959	581,891	102,171	-	-	775,021
Relieved on disposal	-	-	(13,388)	-	-	(13,388)
At 30 June 2018	408,054	3,248,168	279,800	19,032	-	3,955,054
Net Book Value -						
30 June 2018	2,667,320	2,683,951	372,354	-	1,052,102	6,775,727
30 June 2017	2,630,675	1,925,828	318,018	-	-	4,874,521

The carrying amount of property, plant and equipment pledged as security for current and non current finance lease liability amounted to \$50,464,000 (2017 – 106,762,000).

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

15. Investment in Subsidiaries

	<u>The Company</u>	
	2018	2017
	\$'000	\$'000
Seville Development Corporation Limited – 85%		
323,981 (2017 – 323,981) Ordinary shares, fully paid	-	32,303
Wisynco Foods Limited – 100%		
1,000 (2017– 1,000) Ordinary shares, fully paid	-	120,756
Indies Insurance Company – 100%		
50,000 Ordinary shares, fully paid	<u>11,375</u>	<u>11,375</u>
	<u>11,375</u>	<u>164,434</u>

The shareholdings of Seville Development Corporation Limited and Wisynco Foods Limited were transferred under a reconstruction scheme as disclosed Note 11.

16. Investments in Associates

	<u>The Group</u>		<u>The Company</u>	
	2018	2017	2018	2017
	\$'000	\$'000	\$'000	\$'000
At beginning of year	664,854	583,759	429,498	429,498
Amounts recognised in the income statement	26,519	81,095	-	-
Transferred through reconstruction scheme (Note 11)	<u>(691,373)</u>	<u>-</u>	<u>(429,498)</u>	<u>-</u>
Amounts recognised in the statement of financial position	<u>-</u>	<u>664,854</u>	<u>-</u>	<u>429,498</u>

The Group owned 50% of the share capital in Fusion Holdings Limited (FHL) until 30 October 2017 when the Group's interest was transferred through reconstruction as disclosed in Note 11. FHL is one of the main manufacturers of juices and sells its products mainly through distributors.

FHL is a private company and there is no quoted market price available for its shares.

There are no contingent liabilities relating to the Group's interest in FHL.

Included in the amounts above prior to the reconstruction was the entity's share of intangible brands of \$203,426,000 which were deemed to be indefinite life intangible assets.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

16. Investments in Associates (Continued)

The summarised information for FHL that was accounted for using the equity method as at 30 October 2017 and 30 June 2017 is as follows:

Summarised statement of financial position

	<u>Group</u>	<u>Group</u>
	2018	2017
	\$'000	\$'000
Current		
Cash and cash equivalents	89,900	98,424
Other current assets (excluding cash)	1,632,303	1,239,230
Total current net assets	<u>1,722,203</u>	<u>1,337,654</u>
Other current liabilities (including trade payables)	792,897	650,473
Total current liabilities	<u>792,897</u>	<u>650,473</u>
Non-current		
Assets	3,517,690	3,959,688
Total non-current liabilities	<u>2,683,374</u>	<u>2,941,346</u>
Net assets	<u>1,763,622</u>	<u>1,705,523</u>

Summarised income statement

	<u>Group</u>	<u>Group</u>
	2018	2017
	\$'000	\$'000
Revenue	1,341,560	3,744,747
Depreciation	65,220	127,674
Interest income	10,760	67,460
Interest expense	<u>52,826</u>	<u>63,220</u>
Profit before income tax	53,038	169,291
Taxation expense	-	7,101
Profit after tax	<u>53,038</u>	<u>162,190</u>
Total comprehensive income	<u>53,038</u>	<u>162,190</u>

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

16. Investments in Associates (Continued)

Reconciliation of the summarised financial information presented to the carrying amount of its interest in associates

	Group	Group
	2018	2017
	\$'000	\$'000
Summarised financial information		
Opening net assets at 1 July	1,517,677	1,355,487
Profit for the period	53,038	162,190
Net assets transferred through reconstruction	(1,570,715)	-
Closing net assets	-	1,517,677
Interest in associates (%)	-	50%
Interest in associates (J\$)	-	758,839
Carrying value	-	664,854
Interest in associate transferred through reconstruction	785,358	-
Carrying value transferred through reconstruction	691,373	-

The carrying value transferred through reconstruction as disclosed in Note 11 is as follows:

	\$'000
Investment in associate at cost	429,498
Share of associate's post acquisition reserves as at 30 June 2017	235,356
Current year share of results of associate	26,519
Share of associate's post acquisition reserves as at 30 October 2017	261,875
	691,373

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

17. Intangible Assets

The carrying value of intangible assets was determined as follows:

	The Group				
	Goodwill \$'000	Franchise Fees \$'000	Brands \$'000	Contracts \$'000	Total \$'000
Cost -					
At 1 July 2016	38,070	14,668	118,516	41,900	213,154
Additions	-	6,565	-	-	6,565
At 30 June 2017	38,070	21,233	118,516	41,900	219,719
Disposal on reorganisation	(38,070)	(21,233)	(118,516)	-	(177,819)
At 30 June 2018	-	-	-	41,900	41,900
Amortisation -					
1 July 2016	-	3,009	104,296	41,900	149,205
Amortisation	-	1,876	11,852	-	13,728
At 30 June 2017	-	4,885	116,148	41,900	162,933
Amortisation	-	885	2,368	-	3,253
Disposal on reorganisation	-	(5,770)	(118,516)	-	(124,286)
At 30 June 2018	-	-	-	41,900	41,900
Net Book Amount					
30 June 2018	-	-	-	-	-
30 June 2017	38,070	16,348	2,368	-	56,786

The amortisation of intangible assets is included in administration expenses in the profit or loss. Included in amortisation charges for the Group are amounts in respect of discontinued operations of of \$3,253,000 (2017 – \$13,728,000).

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

17. Intangible Assets (Continued)

Impairment tests for goodwill

The group determines whether goodwill is impaired at least on an annual basis or when events or changes in circumstances indicate that the carrying value may be impaired. This requires an estimation of the recoverable amount of the cash generating unit (CGU) to which the goodwill is allocated. The recoverable amount is usually determined by reference to fair value less cost to sell. Estimating the fair value less cost to sell requires the group to make an estimate of the expected future cash flows from the CGU and also to choose an appropriate discount rate in order to calculate the present value of those future cash flows. The group allocated the goodwill to the Fast Food cash generating unit (CGU).

The goodwill recorded by the Group is based on its investment in Wisynco Foods Limited which is no longer a subsidiary based on the reconstruction during the year (Note 11). As at 30 October 2017, management tested for impairment the goodwill allocated to the CGU, no impairment was recognised.

The recoverable amount of a CGU is determined based on fair value less cost to sell. These calculations use cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows beyond the five-year period are extrapolated using the estimated growth rates stated below. The growth rate does not exceed the long-term average growth rate for the business in which the CGU operates.

Key assumptions used for value in use calculations:

	Revenue Growth Rate	Discount Rate
Fast Food	4%-5%	18%

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

18. Available-for-Sale Investments

	The Group and Company	
	2018 \$'000	2017 \$'000
At beginning of year	293,452	229,426
Additions	203,873	260,295
Disposals	(15,763)	(7,539)
Fair value gains/(losses) charged to fair value reserve	3,728	(4,344)
	485,290	477,838
Current portion	(269,530)	(184,386)
At end of year	215,760	293,452
Quoted	16,792	30,251
Unquoted	468,494	447,587

19. Investment Property

This represents land held and is estimated by the directors to be valued between US\$2 million and US\$4 million. The Group held investment property, through former subsidiary Seville Development Corporation Limited which is no longer part of the Group based on its reconstruction during the year (Note 11).

20. Inventories

	The Group		The Company	
	2018 \$'000	2017 \$'000	2018 \$'000	2017 \$'000
Raw materials	855,571	748,176	855,571	744,971
Finished goods	152,914	139,745	152,914	139,745
Merchandise for resale	786,405	636,944	786,405	622,679
	1,794,890	1,524,865	1,794,890	1,507,395
Less: Provision for obsolete inventories	(22,752)	(29,780)	(22,752)	(29,780)
	1,772,138	1,495,085	1,772,138	1,477,615
Goods-in-transit	427,135	462,767	427,135	462,767
	2,199,273	1,957,852	2,199,273	1,940,382

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

21. Receivables

	The Group		The Company	
	2018	2017	2018	2017
	\$'000	\$'000	\$'000	\$'000
Trade receivables	1,890,327	1,555,173	1,890,327	1,543,916
Less: Provision for doubtful debts	(35,586)	(35,493)	(35,586)	(33,624)
Trade receivables, net	1,854,741	1,519,680	1,854,741	1,510,292
Prepayments	22,329	30,438	19,308	27,811
Receivables from related parties (Note 13(b))	181,504	31,844	184,668	149,181
Principal receivables	152,033	238,275	152,033	238,275
Other receivables	92,086	89,838	80,765	53,051
	<u>2,302,693</u>	<u>1,910,075</u>	<u>2,291,515</u>	<u>1,978,610</u>

22. Cash and Cash Equivalents

	The Group		The Company	
	2018	2017	2018	2017
	\$'000	\$'000	\$'000	\$'000
Cash and bank balances	1,371,722	1,113,662	1,322,052	915,149
Short-term deposits	2,596,353	2,272,282	2,596,353	2,272,282
	3,968,075	3,385,944	3,918,405	3,187,431
Bank overdrafts (Note 24)	(50,412)	(71,986)	(50,412)	(71,986)
	<u>3,917,663</u>	<u>3,313,958</u>	<u>3,867,993</u>	<u>3,115,445</u>

The weighted average effective interest rates on cash and short-term bank deposits at the year-end are as follows:

	2018	2017
	%	%
Short-term deposits –		
J\$	2.63	6.00
US\$	2.50	2.25

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

23. Payables

	The Group		The Company	
	2018	2017	2018	2017
	\$'000	\$'000	\$'000	\$'000
Trade payables	2,292,861	1,857,354	2,292,130	1,797,567
Statutory contributions payable	54,802	47,464	54,802	47,464
Accrued expenses	638,978	431,735	638,978	411,959
Insurance payable	-	121,549	-	121,549
Payables to related parties (Note 13 (b))	562,622	430,222	562,719	457,461
Other payables	324,641	297,921	306,352	257,489
	<u>3,873,904</u>	<u>3,186,245</u>	<u>3,854,981</u>	<u>3,093,489</u>

24. Borrowings

(a) Composition of borrowings

	The Group		The Company	
	2018	2017	2018	2017
	\$'000	\$'000	\$'000	\$'000
Total borrowings -				
Bank loans -				
Long term	2,473,000	2,022,222	2,473,000	2,022,222
Finance leases	23,211	201,382	23,211	61,250
Bank overdraft	50,412	71,986	50,412	71,986
	<u>2,546,623</u>	<u>2,295,590</u>	<u>2,546,623</u>	<u>2,155,458</u>
Related party loans	-	259,745	-	259,745
	<u>2,546,623</u>	<u>2,555,335</u>	<u>2,546,623</u>	<u>2,415,203</u>
Current -				
Bank overdraft (Note 22)	(50,412)	(71,986)	(50,412)	(71,986)
Current portion of finance leases	(22,274)	(88,410)	(22,274)	(38,039)
Current portion of long term loans	(304,000)	(272,444)	(304,000)	(272,444)
	<u>(376,686)</u>	<u>(432,840)</u>	<u>(376,686)</u>	<u>(382,469)</u>
Related party loans	-	(259,745)	-	(259,745)
Total current borrowings	<u>(376,686)</u>	<u>(692,585)</u>	<u>(376,686)</u>	<u>(642,214)</u>
Non-current borrowings	<u>2,169,937</u>	<u>1,862,750</u>	<u>2,169,937</u>	<u>1,772,989</u>

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

24. Borrowings (Continued)

(a) Composition of borrowings (continued)

	The Group		The Company	
	2018 \$'000	2017 \$'000	2018 \$'000	2017 \$'000
Non-current -				
Bank of Nova Scotia (7.9%, 2023)	725,000	-	725,000	-
MF&G Trust (10% - 11.5%)	23,211	201,382	23,211	61,250
National Commercial Bank (8.75% -9.563%, 2018-2023)	1,748,000	2,022,222	1,748,000	2,022,222
Wisynco Group Caribbean Limited (Note 12(f))	-	259,745	-	259,745
	<u>2,496,211</u>	<u>2,483,349</u>	<u>2,496,211</u>	<u>2,343,217</u>
Less: Current portion	<u>(326,274)</u>	<u>(620,599)</u>	<u>(326,274)</u>	<u>(570,228)</u>
	<u>2,169,937</u>	<u>1,862,750</u>	<u>2,169,937</u>	<u>1,772,989</u>

Non-current borrowings

All loans held by the company are unsecured.

The loan from Wisynco Group (Caribbean) Limited represents promissory notes which were repaid during the year.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

24. Borrowings (Continued)

(a) Composition of borrowings (continued)

Finance lease liabilities – minimum lease payments

	The Group		The Company	
	2018	2017	2018	2017
	\$'000	\$'000	\$'000	\$'000
Not later than 1 year	22,958	103,726	22,958	42,339
Later than 1 year and not later than 5 years	928	128,243	928	24,323
	23,886	231,969	23,886	66,662
Future finance charges on finance leases	(675)	(30,587)	(675)	(5,412)
Present value of finance lease liabilities	23,211	201,382	23,211	61,250

The present value of the finance lease liabilities is as follows:

	The Group		The Company	
	2018	2017	2018	2017
	\$'000	\$'000	\$'000	\$'000
Not later than 1 year	22,290	88,410	22,290	38,039
Later than 1 year and not later than 5 years	921	112,972	921	23,211
	23,211	201,382	23,211	61,250

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

24. Borrowings (Continued)**(b) Interest rate risk exposure**

The weighted average effective interest rates on borrowings at the year-end were as follows:

	The Group and Company	
	2018	2017
	%	%
Current -		
Bank overdraft	39.75	10.00
Other	7.90 – 8.75	8.75 – 9.56
Non-current -		
Bank borrowings	7.90 – 8.75	8.75 - 9.56
Finance leases	10	10.00 – 11.00
Loans from related parties	-	5.00

25. Share Capital

	2018	2017
	\$'000	\$'000
Authorised –		
4,000,000,000 (2017 – 4,000,000,000) Ordinary shares		
Issued and fully paid –		
3,750,000,000 (2017 – 3,600,585,000) Ordinary shares at no par value	1,192,647	57,927

Consequent upon the decision to publicly list in December 2017, the authorised ordinary shares were increased from 1,100,000 to 4,000,000,000. The issued shares were then each sub-divided into 3,382 shares, increasing the total issued from 1,064,632 to 3,600,585,424. The Group made available for purchase a further 149,414,576 shares, bringing the issued shares to 3,750,000,000. The proceeds of sale of the Group's shares amounted to \$1,134,720,000 net of transaction costs of \$36,984,000.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

26. Capital Reserve

	The Group		The Company	
	2018	2017	2018	2017
	\$'000	\$'000	\$'000	\$'000
Realised gains	24,998	23,820	24,998	24,998
Redemption of preference shares	-	299	-	-
Unrealised surplus on revaluation of land and buildings	72,740	72,740	72,740	72,740
Fair value gains on available-for-sale investments	22,208	19,358	22,208	19,358
	<u>119,946</u>	<u>116,218</u>	<u>119,946</u>	<u>117,097</u>

Realised gains

This represents realised gains on sale of assets.

Unrealised surplus on revaluation of land and building

This represents freehold land and buildings which were valued in 1993 by Stoppi Cairney Bloomfield and the resulting revaluation surplus of \$126,400,000 was credited to capital reserve. The revalued amounts were used as the deemed cost of these assets, upon transition to IFRS.

Fair value gains on available-for-sale investments

This represents the fair value of quoted equity instruments.

27. Net Profit/Retained Earnings

	The Group	
	2018	2017
	\$'000	\$'000
At beginning of year	7,377,182	6,134,911
Net profit attributable to:		
Company	2,259,782	2,237,877
Subsidiaries	(8,376)	29,622
Discontinued operations - subsidiaries	15,036	97,898
Discontinued operations - associate	26,519	81,095
	<u>2,292,961</u>	<u>2,446,492</u>
Dividends	(1,304,933)	(1,204,221)
Transfer to owners consequent on reorganization (Note 11)	(1,017,728)	-
At end of year	<u>7,347,482</u>	<u>7,377,182</u>

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

28. Non-Controlling Interest

	The Group	
	2018	2017
	\$'000	\$'000
At beginning of year	5,740	5,760
Share of net loss of the subsidiary	(36)	(20)
Transferred through reconstruction (Note 11)	(5,704)	-
At end of year	<u>-</u>	<u>5,740</u>

This represents the non-controlling interest's 15% share of the subsidiary Seville Development Corporation Limited. The Group transferred its 85% share in Seville Development Corporation during the year through a reconstruction scheme as disclosed in (Note 11).

29. Deferred Income Taxes

Deferred income taxes are calculated in full on temporary differences under the liability method using a principal tax rate of 25%.

The movement on the deferred income tax account is as follows:

	The Group		The Company	
	2018	2017	2018	2017
	\$'000	\$'000	\$'000	\$'000
At the beginning of the year	162,859	258,774	213,565	252,465
Transferred through reconstruction (Note 11)	50,706	-	-	-
Charged/(credited) to income profit or loss (Note 10)	43,865	(95,915)	43,865	(38,900)
At end of year	<u>257,430</u>	<u>162,859</u>	<u>257,430</u>	<u>213,565</u>

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

29. Deferred Income Taxes (Continued)

The movement in deferred tax assets and liabilities during the year is as follows:

Deferred tax liabilities

	The Group			
	Finance lease \$'000	Excess of Capital Allowances over Depreciation \$'000	Unrealised Foreign Exchange Gain \$'000	Total \$'000
At 1 July 2016	54,864	207,413	12,588	274,865
(Credited)/charged to profit or loss	(54,864)	11,496	(3,679)	(47,047)
At 30 June 2017	-	218,909	8,909	227,818
Transferred through reconstruction (Note 11)	-	16,809	(1,670)	15,139
Charged to profit or loss	-	34,609	4,595	39,204
At 30 June 2018	-	270,327	11,834	282,161

Deferred tax assets

	Finance lease \$'000	Accrued Vacation \$'000	Unrealised Foreign Exchange Losses \$'000	Interest Payable \$'000	Total \$'000
	At 1 July 2016	-	9,625	6,466	-
Credited/(charged) to profit or loss	50,345	(1,694)	217	-	48,868
At 30 June 2017	50,345	7,931	6,683	-	64,959
Transferred through reconstruction (Note 11)	(35,033)	(534)	-	-	(35,567)
(Charged)/credited to profit or loss	(9,509)	(2,231)	(2,454)	9,533	(4,661)
At 30 June 2018	5,803	5,166	4,229	9,533	24,731

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

29. Deferred Income Taxes (Continued)

Deferred tax liabilities

	The Company			
	Finance lease \$'000	Excess of Capital Allowances over Depreciation \$'000	Unrealised Foreign Exchange Gain \$'000	Total \$'000
At 1 July 2016	34,847	222,617	10,502	267,966
Credited/(charged) to profit or loss	(34,847)	13,101	(3,263)	(25,009)
At 30 June 2017	-	235,718	7,239	242,957
Charged to profit or loss	-	34,609	4,595	39,204
At 30 June 2018	-	270,327	11,834	282,161

Deferred tax assets

	The Company				
	Accrued Vacation \$'000	Finance Lease \$'000	Unrealised Foreign Exchange Losses \$'000	Interest Payable \$'000	Total \$'000
At 1 July 2016	9,034	-	6,467	-	15,501
(Charged)/credited to profit or loss	(1,638)	15,312	217	-	13,891
At 30 June 2017	7,396	15,312	6,684	-	29,392
(Charged)/credited to profit or loss	(2,230)	(9,509)	(2,455)	9,533	(4,661)
At 30 June 2018	5,166	5,803	4,229	9,533	24,731

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

29. Deferred Income Taxes (Continued)

The amounts shown in the statement of financial position include the following to be recovered or settled after more than twelve months:

	<u>The Group</u>		<u>The Company</u>	
	2018	2017	2018	2017
	\$'000	\$'000	\$'000	\$'000
Deferred tax assets to be recovered	5,803	50,345	5,803	15,312
Deferred tax liabilities to be settled	<u>270,327</u>	<u>218,909</u>	<u>270,327</u>	<u>235,718</u>

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred income taxes relate to the same fiscal authority. The following amounts, determined after appropriate offsetting, are shown in the statement of financial position

	<u>The Group</u>		<u>The Company</u>	
	2018	2017	2018	2017
	\$'000	\$'000	\$'000	\$'000
Deferred tax assets	-	52,156	-	-
Deferred tax liabilities	<u>257,430</u>	<u>(215,015)</u>	<u>(257,430)</u>	<u>(213,565)</u>
At end of year	<u>257,430</u>	<u>(162,859)</u>	<u>(257,430)</u>	<u>(213,565)</u>

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

30. Cash Provided by Operating Activities

Cash provided by operating activities includes the following amounts:

	The Group		The Company	
	2018 \$'000	2017 \$'000	2018 \$'000	2017 \$'000
Profit before income tax from:				
Continuing operations	2,251,370	2,255,627	2,259,782	2,237,877
Discontinued operations	41,555	190,845	-	-
Net profit before tax including discontinued operations	2,292,925	2,446,472	2,259,782	2,237,877
Items not affecting cash:				
Unremitted equity in associates	(26,519)	(81,095)	-	-
Depreciation	794,251	589,399	775,021	536,807
Amortisation of intangible assets	-	13,728	-	-
(Gain)/loss on sale of property, plant and equipment	(4,397)	(1,029)	(4,397)	(1,524)
Gain on fire claim	-	(636,472)	-	(636,472)
Interest income	(68,491)	(73,306)	(68,491)	(71,736)
Gain on disposal of investments	(10,476)	(10,805)	(10,476)	(10,805)
Dividend income	(1,487)	(3,101)	(1,487)	(3,101)
Interest expense	211,411	169,147	211,411	158,678
Taxation expense	517,891	249,987	513,834	286,312
Exchange loss/(gain) on foreign currency balances	(23,530)	(26,894)	(50,373)	(25,819)
	3,681,578	2,636,031	3,624,824	2,470,217
Changes in operating assets and liabilities:				
Inventories	(259,519)	(365,490)	(258,891)	(363,051)
Receivables and prepayments	(472,738)	502,574	(310,710)	480,375
Due from parent company	(1,898)	-	(1,898)	-
Trade and other payables	1,001,141	(259,724)	795,534	(298,176)
Cash generated from operations	3,948,564	2,513,391	3,848,859	2,289,365
Insurance proceeds	-	156,623	-	156,623
Taxation paid	(292,691)	(710,257)	(285,847)	(679,021)
Cash provided by operating activities	3,655,873	1,959,757	3,563,012	1,766,967

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

30. Cash Provided by Operating Activities

Reconciliation of movements of liabilities to cash flows arising from financing
Amounts represent bank and other loans, excluding bank overdrafts

	Group		Company	
	2018 \$'000	2017 \$'000	2018 \$'000	2017 \$'000
At 30 June 2017	2,483,350	1,494,242	2,343,217	1,391,762
Loans received	725,000	1,900,000	725,000	1,900,000
Acquisitions under finance lease	-	112,651	-	28,774
Loans repaid	(533,967)	(1,023,543)	(533,967)	(977,319)
Transfer on reconstruction	(140,133)	-	-	-
Net interest movements	(38,038)	-	(38,038)	-
At 30 June 2018	2,496,212	2,483,350	2,496,212	2,343,217

31. Pension Scheme

The company participates in a defined contribution pension plan administered by Sagicor Life Jamaica Limited. Members contribute 5% of pensionable earnings which is matched by the employer. The employer also matches additional voluntary contributions, not exceeding 5%, made by members aged 45 and over who have 10 or more years of service. Pension contributions for the year was \$125,885,000 (2017 - \$101,866,000) for the Group and the company and are included in staff costs (Note 7).

32. Commitments

At year end, unexpired lease commitments, under operating leases for restaurant premises and equipment, aggregated Nil (2017 - \$199,687,000) as follows:

	The Group	
	2018 \$'000	2017 \$'000
Due within one year	-	48,622
Exceeding one year	-	151,065
	-	199,687

Lease commitments disclosed in prior year relates to Wisynco Foods Limited, which is no longer a subsidiary due to the reconstruction (Note 11), consequently there are no commitments for the Group in current year.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

33. Dividends

	2018 \$'000	2017 \$'000
Interim dividends -		
6 cents per share – 7 May 2018	236,250	-
30 cents per share – 7 November 2017	1,068,683	-
16.6 cents per share – 18 November 2016	-	597,490
16.9 cents per share – 26 May 2017	-	606,731
	<u>1,304,933</u>	<u>1,204,221</u>

34. Restatement

The financial statements for the year ended 30 June 2017 were reclassified for amounts recorded as trade deals from selling and distribution expenses to cost of sales. Trade deals represents volume discounts granted to customers in the form of free products and are therefore not related to the selling and marketing of goods and services. The impact of the reclassification on the company statement of comprehensive income statement as at 30 June 2017 is described below:

	Previously reported \$'000	Reclassification adjustment \$'000	Reclassified balance \$'000
Cost of sales	(13,319,888)	(268,306)	(13,588,194)
Selling and distribution expenses	<u>(5,244,802)</u>	<u>268,306</u>	<u>(4,976,496)</u>

The impact of the reclassification on the consolidated statement of comprehensive income statement as at 30 June 2017 is described below:

	Previously reported \$'000	Reclassification adjustment \$'000	Reclassified balance \$'000
Cost of sales(Note 11)	(13,705,311)	(268,306)	(13,973,617)
Selling and distribution expenses (Note11)	<u>(4,976,496)</u>	<u>268,306</u>	<u>(4,708,190)</u>

The statement of comprehensive income as at 30 June 2017 has been restated for the presentation of discontinued operations as a result of the reconstruction of the group as disclosed in (Note 11). The consolidated cost of sales and selling and distribution expense disclosed in the reclassification note above therefore represents the group balances from continuing operations.

Notes to the Financial Statements

Year ended 30 June 2018 (expressed in Jamaican dollars unless otherwise indicated)

35. Segment reporting

The CODM regularly reviews local versus export sales however the export sales do not meet the threshold of a reportable segment under IFRS 8 and as such no separate segment information is presented. There are no individual customers that constitute more than 10% of total revenue and the CODM does not review assets on a segment basis.

36. Subsequent events

Declaration of dividends

The Board of Directors passed a resolution on 12 September 2018 approving a dividend payment of \$0.075 per share payable to shareholders on record as at 26 September 2018.

Appointment as exclusive distributor for Worthy Park Estate Limited

The company has negotiated a five year exclusive distribution agreement with Worthy Park Estates Limited for the distribution of the spirits and sugar of Worthy Park Estate Limited. The distribution of spirits will commence on 1 November 2018 and the distribution of sugar will commence on 1 January 2019.



Place Stamp here
\$100

Form of Proxy

I / We _____

of _____

being a Member/Members of Wisynco Group Limited, hereby appoint:

of _____

or failing him/her: _____

of _____

as my/our proxy to vote on my/our behalf at the Annual General meeting of Wisynco Group Limited to be held on Tuesday November 27, 2018 at 3:00 P.M. and at any adjournment thereof.

SIGNED this _____ day of _____ 2018.

SIGNATURE of Shareholder: _____

RESOLUTIONS	FOR	AGAINST
1		
2		
3		
4		
5		
6		

NOTE:

To be valid, Forms of Proxy must be lodged either at the Company's Registered Office located at Lakes Pen Road, St. Catherine, or with the Registrar of the Company, the JCSO located at 40 Harbour Street, Kingston, not less than 48 hours before the time of the meeting. The Form of Proxy should bear stamp duty of \$100.00 which may be paid by adhesive stamps which are to be cancelled by the person signing the Proxy.



Wisynco Group Limited
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