K.L.E. GROUP LIMITED
FINANCIAL STATEMENTS
31 DECEMBER 2020

FINANCIAL STATEMENTS

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Tel: (876) 926-1616/7, 926-4421 Fax: (876) 926-7580

www.bdo.com.jm

Chartered Accountants 26 Beechwood Avenue P.O. Box 351 Kingston 5, Jamaica

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INDEPENDENT AUDITORS' REPORT

To the Members of K.L.E. Group Limited

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of K.L.E. Group Limited (the company) set out on pages 6 to 50, which comprise the statements of financial position as at 31 December 2020, the statements of profit or loss and other comprehensive income, changes in equity and cash flows for the year then ended, and notes, comprising significant accounting policies and other explanatory information.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the company as at 31 December 2020, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS) and the requirements of the Jamaican Companies Act.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the company in accordance with the International Ethics Standard Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code) and we have fulfilled our other ethical responsibilities in accordance with the IESBA code.

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

Emphasis of Matter - Impact of COVID -19.

We draw your attention to note 28 in which is disclosed the strategies which management has adopted to deal with the impact of COVID-19 on the operations of the company.

Management is of the view that the strategies which have been implemented will overcome the challenges posed by the pandemic. Our opinion is not modified in respect of this matter.

Key Audit Matters

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



To the Members of K.L.E. Group Limited

Key audit matters

Investment in Joint venture

See notes 3(a) and 14 to the financial statements for management's disclosures of related accounting policies.

As at 31 December 2020, investment in joint venture represents approximately 5% of the company's total assets.

Investment in joint venture is originally carried at cost. We focused on assessing the carrying value of this investment which was primarily towards land purchased for the development to determine whether there was evidence of impairment.

How our audit addressed the Key audit matters

We assessed the status of the agreement by obtaining third party confirmation to ensure that the agreement between K.L.E. Group Limited and Sagicor Life was still in force.

The criteria we used to determine if there is objective evidence of impairment included:

- Indications of financial difficulty of the joint venture partners; and
- Observable market data indicating whether there is a decline in the estimated future viability of the project.

We reviewed periodic status reports and concluded that the project is viable and no adjustments were considered necessary.

Effect of COVID - 19 Pandemic

See note 28 to financial statements for management's disclosures.

The company's revenue is derived from its operation of a restaurant. Given the impact of the COVID-19 Pandemic on the sector, we focused on the appropriateness of preparing the financial statements on the going concern basis.

We assessed and tested the appropriateness of preparing the financial statements of the company on the going concern basis.

Based on our review, management has identified a material uncertainty that may cast significant doubt on the company's ability to continue as a going concern, and has put various strategies in place to mitigate against the effects.



To the Members of K.L.E. Group Limited

Other Information

Management is responsible for the other information. The other information comprises the Annual Report but does not include the financial statements and our auditors' report thereon. The Annual Report is expected to be made available to us after the date of this auditors' report.

Our opinion on the 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 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 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 Financial Statements

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

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

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



To the Members of K.L.E. Group Limited

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these 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 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 company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including
 the disclosures, and whether the financial statements represent the underlying transactions and
 events in a manner that presents a true and fair view.



To the Members of K.L.E. Group Limited

Auditors' Responsibilities for the Audit of the Financial Statements (cont'd)

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

Report on additional matters 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 financial statements, which are in agreement therewith, give the information required by the Jamaican Companies Act, in the manner required.

The engagement partner on the audit resulting in this independent auditors' report is Kenneth Wilson.

Chartered Accountants

21 May 2021

K.L.E. GROUP LIMITED

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME YEAR ENDED 31 DECEMBER 2020

	<u>Note</u>	<u>2020</u> \$'000	2019 \$'000
REVENUE	6	151,379	224,572
Cost of sales	9	(44,370)	(_64,246)
GROSS PROFIT		107,009	160,326
Other operating income	7	505	6,091
Administrative and other expenses	9	(186,062)	(<u>170,512</u>)
OPERATING LOSS		(78,548)	(4,095)
Finance costs	8	(10,552)	(<u>8,645</u>)
Share of post-tax loss of equity		(89,100)	(12,740)
accounted associate	16	(_13,230)	(4,748)
Loss before taxation		(102,330)	(17,488)
Taxation	11	(1,627)	682
NET LOSS FOR THE YEAR		(103,957)	(16,806)
OTHER COMPREHENSIVE INCOME:			
Items that may be reclassified to profit or loss - Unrealised (loss)/gain on investments	15	(<u>531</u>)	1,962
TOTAL COMPREHENSIVE LOSS		(104,488)	(_14,844)
EARNINGS PER STOCK UNIT BASIC AND DILUTED	12	(<u>\$1.04</u>)	(\$0.17)

STATEMENT OF FINANCIAL POSITION

31 DECEMBER 2020

	<u>Note</u>	2020 \$'000	2019 \$'000
<u>ASSETS</u>			
NON-CURRENT ASSETS:			
Property, plant and equipment	13	108,562	22,908
Investment in joint venture	14	14,078	12,979
Investments	15	7,889	12,919
Investment in associate	16	42,634	55,864
Long term receivables	. 17	7,330	9,737
Deferred tax asset	18	8,241	9,868
Right of use asset	19	32,791	
		221,525	124,275
CURRENT ASSETS:	20	2 525	2.464
Inventories	20	3,525	3,461
Receivables	17	10,509	17,204
Due from related parties	21	44,734	63,387
Cash and bank balances	22	4,457	6,169
		63,225	90,221
		<u>284,750</u>	214,496
EQUITY AND LIABILITIES			
EQUITY:		400.000	400.000
Share capital	23	122,903	122,903
Fair value reserve	24	1,907	2,438
Accumulated deficit		(<u>129,961</u>)	(<u>26,004</u>)
		(5,151)	99,337
NON-CURRENT LIABILITIES:	25	470 545	F7 (00
Long term liabilities	25	178,545	57,690
Lease liability	19	25,413	4.042
Due to related party	21		1,043
		203,958	58,733
CURRENT LIABILITIES:			
Payables	26	53,755	42,125
Lease liability	19	10,444	
Bank overdraft	22	9,035	6,291
Taxation		646	648
Current portion of long term liabilities	25	12,063	7,362
		85,943	56,426
		284,750	<u>214,496</u>

Approved for issue by the Board of Directors on 21 May 2021 and signed on its behalf by:

Gary Matalon - Director David Shirley - Director

STATEMENT OF CHANGES IN EQUITY

YEAR ENDED 31 DECEMBER 2020

	Share Capital \$'000	Fair Value <u>Reserve</u> \$'000	Accumulated <u>Deficit</u> <u>\$'000</u>	<u>Total</u> <u>\$'000</u>
BALANCE AT 1 JANUARY 2019	122,903	476	(_9,198)	114,181
TOTAL COMPREHENSIVE LOSS Net loss Other comprehensive income		- <u>1,962</u>	(16,806)	(16,806)
		1,962	(_16,806)	(_14,844)
BALANCE AT 31 DECEMBER 2019	122,903	2,438	(_26,004)	99,337
TOTAL COMPREHENSIVE LOSS Net loss Other comprehensive loss		- (<u>531</u>)	(103,957)	(103,957) (<u>531</u>)
		(531)	(103,957)	(104,488)
BALANCE AT 31 DECEMBER 2020	122,903	1,907	(<u>129,961</u>)	(<u>5,151</u>)

STATEMENT OF CASH FLOWS

YEAR ENDED 31 DECEMBER 2020

	2020 \$'000	2019 \$'000
CASH FLOWS FROM OPERATING ACTIVITIES: Net loss	(103,957)	(16,806)
Items not affecting cash resources: Amortisation of ROU assets Depreciation Interest income Effects of exchange translation Share of loss from associate Interest expense Bad debt provision Taxation Gain on disposal of investment	9,434 21,241 (5) (3,952) 13,230 10,552 8,765 1,627 	11,223 (34) (3,422) 4,748 8,645 (682) (500) 3,172
Changes in operating assets and liabilities: Inventories Receivables Related parties Payables Taxation paid	(64) 9,102 8,845 <u>11,628</u> (13,554)	(853) (2,001) (16,999) (<u>26,605</u>) (43,286) (149)
Net cash used in operating activities	(13,554)	(43,435)
CASH FLOWS FROM INVESTING ACTIVITIES: Interest received Purchase of investments Purchase of property, plant and equipment Proceeds from sales of investments	5 (106,895) <u>3,400</u>	34 (9,749) (2,742)
Net cash used in investing activities	(103,490)	(<u>11,457</u>)
CASH FLOWS FROM FINANCING ACTIVITIES: Lease liability payments Loan interest paid Lease interest paid Loan repayments Loan proceeds	(6,368) (7,468) (3,084) (65,052) 190,608	(8,645) - (12,216) <u>70,500</u>
Net cash provided by financing activities	108,636	49,639
Net decrease in cash and cash equivalents Effect of exchange gains on foreign balances Cash and cash equivalents at beginning of year	(8,408) 3,952 (122)	(5,253) 6,100 (969)
CASH AND CASH EQUIVALENTS AT END OF YEAR (note 22)	(<u>4,578</u>)	(<u>122</u>)

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

1. IDENTIFICATION AND PRINCIPAL ACTIVITIES:

- (a) K.L.E. Group Limited is a limited liability company incorporated and domiciled in Jamaica. The registered office of the company is Unit 6, 67 Constant Spring Road, Kingston 10. The company's shares are listed on the Junior Market of the Jamaica Stock Exchange.
- (b) The principal activities of the company are the operation of a restaurant under the brand of "Tracks and Records", and the provision of management services to T & R Restaurant Systems Limited.
- (c) K.L.E. currently has a 49% shareholding in T & R Restaurant Systems Limited.

REPORTING CURRENCY:

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

3. SIGNIFICANT ACCOUNTING POLICIES:

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

(a) Basis of preparation

These financial statements have been prepared in accordance with International Financial Reporting Standards and International Accounting Standards as issued by the International Accounting Standards Board (IASB) and interpretations (collectively IFRS). The financial statements have been prepared under the historical cost convention as modified by certain properties and financial assets that are measured at fair value.

The preparation of financial statements in conformity with IFRS 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. 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.

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

SIGNIFICANT ACCOUNTING POLICIES (CONT'D):

(a) Basis of preparation (cont'd)

New, standards, interpretations and amendments adopted from 1 January 2020

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

IFRS 16, "Leases' (effective for annual reporting periods beginning on or after 1 January 2019). The standard eliminates the current dual accounting model for lessees, which distinguishes between on-balance sheet finance leases and off-balance sheet operating leases. Instead, there is a single, on-balance sheet accounting model that is similar to current finance lease accounting. Entities will be required to bring all major leases on balance sheet, recognizing new assets and liabilities. The on-balance sheet liability will attract interest; the total lease expense will be higher in the early years of a leas even if a lease has fixed regular cash rentals. Optional lessee exemption will apply to short-term leases and for low-value items with value of US\$5,000 or less.

Lessor accounting remains similar to current practice as the lessor will continue to classify leases as finance and operating leases.

The adoption of IFRS 16 from the 1 January resulted in changes in accounting policies and adjustments to amounts recognized in the 2019 financial statements. In accordance with the transitional provisions in IFRS 16, comparative figures have not been restated. Details of the new accounting policies are outlined in Note 3 (d) and the impact on the financial statements on the adoption of the new standard is disclosed in Note 27.

Revised Conceptual Framework for Reporting (effective for accounting periods beginning on or after 1 January 2020). The revised Conceptual Framework will be used in standard-setting decisions with immediate effect; however, no change will be made to any of the current accounting standards. Entities that apply the Conceptual Framework in determining accounting policies will need to consider whether their accounting policies are still appropriate under the revised Framework. There was no impact from the adoption of this amendment.

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D):

(a) Basis of preparation (cont'd)

New standards, interpretations and amendments adopted from 1 January 2020 (cont'd)

IAS 1 and IAS 8 - Definition of Material - Amendments to IAS 1 and IAS 8 (effective for annual periods beginning on or after 1 January 2020). The IASB issued amendments to IAS 1 Presentation of Financial Statements and IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors to align the definition. The new definition states that, 'information is material if omitting, misstating or obscuring it could reasonably be expected to influence decisions that the primarily users of general purpose financial statement make on the basis of those financial statements, which provide financial information about a specific reporting entity.

The amendments clarify that materiality will depend on the nature or magnitude of information, or both. An entity will need to assess whether the information, either individually or in combination with other information, is material in the context of the financial statements. The amendments are not expected to have any impact on the financial statements of the company.

The adoption of these standards are not expected to have a significant impact on the company.

New standards, amendments and interpretations to existing standards not yet effective and not early adopted

There are a number of amendments to standards and interpretations which have been issued by the IASB that are effective in future accounting periods that the Company has decided not to adopt early. The most significant of these are:

Amendments to IAS 1, 'Presentation of financial statements' (effective for accounting periods beginning on or after 1 January 2022). This narrow-scope amendment to IAS 1 on classification of liabilities clarify that liabilities are classified as either current or non-current, depending on the rights to exit at the end of the reporting period. Classification is unaffected by the expectation of the company or event after the reporting date (for example, the receipt of a waiver or a breach of covenant). This amendment is not expected to have any impact on the financial statements of the company.

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D):

(a) Basis of preparation (cont'd)

New standards, amendments and interpretations to existing standards not yet effective and not early adopted (cont'd)

Amendments to IFRS 16, 'Leases' - COVID-19 related rent recession (effective for annual periods beginning on or after 1 June 2020). As a result of the coronavirus (COVID-19) pandemic, rent concessions have been granted to lessees. Such concessions might take a variety of forms, including payment holidays and deferral of lease payments. On 28 May 2020, the IASB published an amendment to IFRS 16 that provides and optional practical expedient for lessees from assessing whether a rent concession related to COVID-19 is a lease modification. Lessees can elect to account from such rent concessions in the same way as they would if they were not lease modifications. In many cases, this will result in accounting for the concession as variable lease payments in the period(s) in which the event or condition that triggers the reduced payments occurs. The adoption of this amendment is not expected to have a significant impact on the company's financial statements.

Annual Improvements to IFRS Standards 2018-2020 cycle (effective for annual periods beginning on or after 1 January 2022). These amendments include minor changes to the following applicable standards:

- (i) IFRS 9 Financial Instruments amendment clarifies that for the purpose of performing the '10 per cent test' for derecognition of financial liabilities-in determining those fees paid net of fees received, a borrower includes only fees paid or received between the borrower and the lender, including fees paid or received by either the borrower of lender to the other's behalf.
- (ii) IFRS 16 Leases amendment removes the illustration of payments from the lessor relating to leasehold improvements.

The company is assessing the impact of the amendment on its 2022 financial statements.

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

SIGNIFICANT ACCOUNTING POLICIES (CONT'D):

(a) Basis of preparation (cont'd)

Associates

Where the company has the power to participate in (but not control) the financial and operating policy decisions of another entity, it is classified as an associate. Associates are initially recognized in the statement of financial position at cost.

Subsequently associates are accounted for using the equity method where the company's share of post-acquisition profits or losses and other comprehensive income is recognized in the statement of profit or loss and other comprehensive income, except that losses in excess of the company's investment in the associate are not recognized unless there is an obligation to make good those losses).

Profits or losses arising on transactions between the company and its associates are recognised only to the extent of unrelated investors' interest in the associate. The investor's share in the associate's profits or losses resulting from these transactions is eliminated against the carrying value of the associate.

Any premium paid for an associate above the fair value of the company's share of the identifiable assets, liabilities and contingent liabilities acquired is capitalised and included in the carrying amount of the associate. Where there is objective evidence that the investment in an associate has been impaired the carrying amount of the investment is tested for impairment in the same way as other non-financial assets.

The company's associate company, incorporated in Jamaica is T & R Restaurant Systems Limited (see note 1c).

Joint ventures

The company is a party to a joint venture when there is a contractual arrangement that confers joint control over the relevant activities of the arrangement to the company and at least one other party. Joint control is assessed under the same principles as control over subsidiaries.

The company classifies its interests in joint arrangement as a joint venture where the company has rights to only the net assets of the joint venture.

In assessing the classification of interest in joint arrangement, the company considers:

- The structure of the joint venture
- The legal form of joint ventures structured through a separate vehicle
- The contractual terms of the joint venture agreement
- Any other facts and circumstances (including any other contractual arrangements).

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

SIGNIFICANT ACCOUNTING POLICIES (CONT'D):

(a) Basis of preparation (cont'd)

Joint ventures (cont'd)

Interest in joint venture is initially recognized in the statement of financial position at cost. Subsequently, the joint venture is accounted for using the equity method, where the company's share of profits or losses and other comprehensive income is recognized in the statement of profit or loss and other comprehensive income.

Where there is objective evidence that the investment in a joint venture has been impaired the carrying amount of the investment is tested for impairment in the same way as other non-financial assets.

(b) Foreign currency translation

Foreign currency transactions are accounted for at the exchange rates prevailing at the dates of the transactions.

Monetary items denominated in foreign currency are translated to Jamaican dollars using the closing rate as at the reporting date.

Exchange differences arising from the settlement of transactions at rates different from those at the dates of the transactions and unrealized foreign exchange differences on unsettled foreign currency monetary assets and liabilities are recognized in profit or loss.

(c) Property, plant and equipment

Items of property, plant and equipment are recorded at historical cost, less accumulated depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

SIGNIFICANT ACCOUNTING POLICIES (CONT'D):

(c) Property, plant and equipment (cont'd)

Depreciation is calculated on the straight-line basis at such rates as will write off the carrying value of the assets over the period of their estimated useful lives. Annual rates are as follows:

Equipment	10%
Furniture and fixtures	10%
Leasehold improvements	12.5%
Security system	10%
Computers	20%

Gains and losses on disposals of property, plant and equipment are determined by reference to their carrying amounts and are taken into account in determining profit or loss.

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

(d) Leases

Policy applicable from 1 January 2020

All leases are accounted for by recognising a right-of-use asset and a lease liability except for:

- · Leases of low value assets; and
- · Leases with a duration of 12 months or less.

Lease liabilities are measured at the present value of the contractual payments due to the lessor over the lease term, with the discount rate determined by reference to the rate inherent in the lease unless (as is typically the case) this is not readily determinable, in which case the company's incremental borrowing rate on commencement of the lease is used. Variable lease payments are only included in the measurement of the lease liability if they depend on an index or rate. In such cases, the initial measurement of the lease liability assumes the variable element will remain unchanged throughout the lease term. Other variable lease payments are expensed in the period to which they relate.

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

SIGNIFICANT ACCOUNTING POLICIES (CONT'D):

(d) Leases (cont'd)

Policy applicable from 1 January 2020 (cont'd)

On initial recognition, the carrying value of the lease liability also includes:

- · amounts expected to be payable under any residual value guarantee;
- the exercise price of any purchase option granted in favour of the company if it is reasonable certain to assess that option;
- any penalties payable for terminating the lease, if the term of the lease has been estimated on the basis of termination option being exercised.

Right of use assets are initially measured at an amount equal to the initial value of the lease liability, reduced for any lease incentives received, and increased for:

- · lease payments made at or before commencement of the lease;
- · initial direct costs incurred; and
- the amount of any provision recognised where the company contractually required to dismantle, remove or restore the leased asset.

Subsequent to initial measurement lease liabilities increase as a result of interest charged at a constant rate on the balance outstanding and are reduced for lease payments made. Right-of-use assets are amortised on a straight-line basis over the remaining term of the lease or over the remaining economic life of the asset if, rarely, this is judged to be shorter than the lease term.

When the company revises its estimate of the term of any lease (because, for example, it re-assesses the probability of a lessee extension or termination option being exercised), it adjusts the carrying amount of the lease liability to reflect the payments to make over the revised term, which are discounted using a revised discount rate. The carrying value of lease liabilities is similarly revised when the variable element of future lease payments dependent on a rate or index is revised, except the discount rate remains unchanged. In both cases an equivalent adjustment is made to the carrying value of the right-of-use asset, with the revised carrying amount being amortised over the remaining (revised) lease term. If the carrying amount of the right-of-use asset is adjusted to zero, any further reduction is recognised in profit or loss.

Policy applicable before 31 December 2019

Leases of property where the entity has substantially all the risks and rewards of ownership are classified as finance leases. Finance charges are expensed in the statement of profit or loss over the lease period. Leases where a significant portion of the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments under operating leases are charged as an expense in the statement of profit or loss on the straight-line basis over the period of the lease.

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

SIGNIFICANT ACCOUNTING POLICIES (CONT'D):

(e) Impairment of non-current assets

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

(f) 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 in another entity.

Financial assets

(i) Recognition and derecognition

Financial assets are initially recognised on the settlement date, which is the date that an asset is delivered to the company. This includes regular purchases of financial assets that require delivery of assets within the time frame generally established by regulation or convention in the market place.

The company derecognises a financial asset when the contractual rights to the cash flows from the asset expire, or it transfers the rights to receive the contractual cash flows in a transaction in which substantially all of the risks and rewards of ownership of the financial asset are transferred, or it neither transfers nor retains all or substantially all the risks and rewards of ownership and does not retain control over the transferred asset. Any interest in such derecognised financial assets that is created or retained by the company is recognised as a separate asset or liability.

(ii) Classification

The company classifies all of its financial instruments at initial recognition based on their contractual terms and the business model for managing the instruments. Financial instruments are initially measured at their fair value, except in the case of financial assets recorded at FVPL, transaction costs are added to, or subtracted from, this amount.

The company classifies its financial assets as those measured at amortised cost and fair value through other comprehensive income.

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D):

(f) Financial instruments (cont'd)

Financial assets (cont'd)

(iii) Measurement category

Amortised cost

These assets arise principally from the provision of goods and services to customers (eg. trade receivables), but also incorporate other types of financial assets where the objective is to hold these assets in order to collect contractual cash flows and the contractual cash flows are solely payments of principal and interest (SPPI). They are initially recognised at fair value plus transaction costs that are directly attributable to their acquisition or issue and are subsequently carried at amortised cost using the effective interest rate method, less provision for impairment.

The company's financial assets measured at amortised cost comprise receivables and cash and cash equivalents in the statement of financial position.

Fair value through other comprehensive income

Financial instrument classified as fair value through other comprehensive income are carried at fair value with changes in fair value recognized in other comprehensive income and accumulated in fair value reserve. Upon disposal, any balance within fair value reserves is reclassified directly to retained earnings and is not reclassified to profit or loss. Investments are measured at fair value through other comprehensive income.

(iv) Impairment

Impairment provisions for current and non-current trade receivables are recognised based on the simplified approach within IFRS 9 using a provision matrix in the determination of the lifetime expected credit losses (ECL).

During this process the probability of the non-payment of the trade receivables is assessed by taking into consideration historical rates of default for each segment of trade receivables as well as the estimated impact of forward looking information. This probability is then multiplied by the amount of the expected loss arising from default to determine the lifetime ECL for the trade receivables. For trade receivables, which are reported net, such provisions are recorded in a separate provision account with the loss being recognised within the statement of profit or loss. On confirmation that the trade receivable will not be collectable, the gross carrying value of the asset is written off against the associated provision.

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D):

(f) Financial instruments (cont'd)

Financial assets (cont'd)

(iii) Impairment (cont'd)

Impairment provisions for receivables from related parties and loans to related parties are recognised based on a forward-looking expected credit loss model. The methodology used to determine the amount of the provision is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset. For those where the credit risk has not increased significantly since initial recognition of the financial asset, twelve month expected credit losses are recognised.

For those for which credit risk has increased significantly, lifetime expected credit losses are recognised. For those that are determined to be credit impaired, lifetime expected credit losses are recognised.

Financial liabilities

The company's financial liabilities are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost using the effective interest method. At the reporting date, the following items were classified as financial liabilities: long term liabilities, payables and bank overdraft.

Long term liabilities are recognized initially at fair value less attributable transaction costs. Subsequent to initial recognition, long term liabilities are measured at amortised cost using the effective interest method.

Trade and other payables are measured at amortised cost.

The company derecognizes a financial liability when its contractual obligations expire or are discharged or cancelled.

(g) Inventories

Inventories are stated at the lower of cost and fair value less costs to sell, cost being determined on the average cost basis. Fair value less costs to sell is the estimated selling price in the ordinary course of business, less selling expenses.

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

3. SIGNIFICANT ACCOUNTING POLICIES (CONT'D):

(h) Related parties

A related party is a person or entity that is related to the company.

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

(iii) Identity of related parties

The company has a related party relationship with its joint venture partner, associate, and key management personnel. The company's directors and senior executives are referred to as "key management personnel".

A related party transaction is a transfer of resources, services or obligations between related parties, regardless of whether or not a price is charged.

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

SIGNIFICANT ACCOUNTING POLICIES (CONT'D):

(i) Borrowings

Borrowings are recognized initially at the proceeds received, net of transaction costs incurred. Borrowings are subsequently stated at amortised cost using the effective yield method. Any difference between proceeds, net of transaction costs, and the redemption value is recognized in profit or loss over the period of the borrowings.

(j) Current and deferred income taxes

Taxation expense in profit or loss 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 taxable profits exclude items that are taxable or deductible in other years, and items that are never taxable or deductible. The company's liability for current tax is calculated at tax rates that have been enacted at the reporting date.

Deferred tax is the tax that is 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.

Deferred income tax is determined using tax rates that have been enacted or substantially enacted by the reporting date and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled.

Deferred tax assets are recognized to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized. Deferred tax is charged or credited to profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

SIGNIFICANT ACCOUNTING POLICIES (CONT'D):

(k) Revenue recognition

Revenue comprise the fair value of the consideration received or receivable for the sale of goods and serviced in the ordinary course of the company's activities. Revenue is shown net of discounts. The company recognizes revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and when specific criteria have been met for each of the company's activities as described below.

Sale of meals

The company operates a restaurant outlet that provides a range of cuisine and beverages. Sales are recognized when the company sells a meal or beverage to the customer. Sales are usually in cash or by debit/credit card.

Management fee

The company is engaged in providing management services to its associate. These services are provided on a fixed-price contract.

Revenue from fixed-price contracts, typically from delivering management services, is recognized when the service is provided. Revenue is generally recognized at the contractual fee.

Sponsorship income

Sponsorship income is recognized when specific criteria have been met as per the sponsorship agreement.

Dividend income

Dividend income is recognized when the shareholder's right to receive payment is established.

Interest income

Interest income is recognized in the income statement for all interest bearing instruments on an accrual basis unless collectability is doubtful.

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

SIGNIFICANT ACCOUNTING POLICIES (CONT'D):

(l) Dividend distribution

Dividend distribution to the company's shareholders is recognized as a liability in the company's financial statements in the period in which the dividends are approved by the company's shareholders.

(m) Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new shares or options are shown in equity as a deduction, net of tax, from the proceeds.

4. CRITICAL ACCOUNTING JUDGEMENTS AND ESTIMATES:

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

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

In the process of applying the company's accounting policies, management has not made any judgements that it believes would cause a significant impact on the amounts recognized 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:

(i) Fair value estimation

A number of assets and liabilities included in the company's financial statements require measurement at, and/or disclosure of, at fair value.

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

CRITICAL ACCOUNTING JUDGEMENTS AND ESTIMATES (CONT'D):

- (b) Key sources of estimation uncertainty (cont'd)
 - (i) Fair value estimation (cont'd)

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date.

The fair value measurement of the company's financial and non financial assets and liabilities utilises market observable inputs and data as far as possible. Inputs used in determining fair value measurements are categorized into different levels based on how observable the inputs used in the valuation technique utilized are; (the 'fair value hierarchy'):

- Level 1 Quoted prices in active markets for identical assets or liabilities (unadjusted).
- Level 2 Inputs other than quoted prices included 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 Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs).

The classification of an item into the above level is based on the lowest level of the inputs used that has a significant effect on the fair value measurement of the item.

Transfers of items between levels are recognised in the period they occur.

The company measures investments at fair value.

The fair value of financial instruments traded in active markets, such as investments at fair value through other comprehensive income is based on quoted market prices at the reporting date. The quoted market price used for financial assets held by the company is the current bid price. These instruments are included in level 1 and comprise equity instruments traded on the Jamaica Stock Exchange.

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

4. CRITICAL ACCOUNTING JUDGEMENTS AND ESTIMATES (CONT'D):

- (b) Key sources of estimation uncertainty (cont'd)
 - (i) Fair value estimation (cont'd)

The fair values of financial instruments that are not traded in an active market are deemed to be/determined as follows:

Financial instruments not measured at fair value includes cash and cash equivalents, trade and other receivables, and trade and other payables and loans and borrowings.

Due to their short-term nature, the carrying value of cash and cash equivalents, trade and other receivables, and trade and other payables approximates their fair value.

The carrying values of long term liabilities approximate their fair values, as these loans are carried at amortised cost reflecting their contractual obligations and the interest rates are reflective of current market rates for similar transactions.

The fair value of related party balances could not be reasonably determined as there is no set repayment date.

(ii) Allowance for impairment losses on receivables

In determining amounts recorded for impairment of accounts receivable in the financial statements, management makes judgements regarding indicators of impairment, that is, whether there are indicators that suggest there may be a measureable decrease in the estimated future cash flows from accounts receivables, for example, repayment default and adverse economic conditions. Management also makes estimates of the likely estimated future cash flows from impaired accounts receivable, as well as the timing of such cash flows. Expected credit losses (ECL) is applied to determine impairment of financial assets. When measuring ECL, the company considers the maximum contractual period over which the company is exposed to credit risk. All contractual terms are considered when determining the expected life. The expected life is estimated based on the period over which the company is exposed to credit risk and where the credit losses would not be mitigated by management actions.

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

CRITICAL ACCOUNTING JUDGEMENTS AND ESTIMATES (CONT'D):

(b) Key sources of estimation uncertainty (cont'd)

(iii) Depreciable assets

Estimates of the useful life and the residual value of property, plant and equipment are required in order to apply an adequate rate of transferring the economic benefits embodied in these assets in the relevant periods. The company applies a variety of methods in an effort to arrive at these estimates from which actual results may vary. Actual variations in estimated useful lives and residual values are reflected in profit or loss through impairment or adjusted depreciation provisions.

(iv) 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 recognizes 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 originally recorded, such differences will impact income tax and deferred tax provisions in the period in which such determination is made.

(v) Net realizable value of inventories

Estimates of net realisable value are based on the most reliable evidence available at the time the estimates are made, of the amounts the inventories are expected to realise. These estimates take into consideration fluctuations of price or costs directly relating to events occurring after the end of the period to the extent that such events confirm conditions existing at the end of the period.

Estimates of net realisable value take into consideration the purpose for which the inventory is held (see note 3(g)).

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

5. FINANCIAL RISK MANAGEMENT:

The company is exposed through its operations to the following financial risks:

- Market risk
- Credit risk
- Fair value or cash flow interest rate risk
- Foreign exchange risk
- Other market price, and
- Liquidity risk

In common with all other businesses, the company is exposed to risks that arise from its use of financial instruments. This note describes the company's objectives, policies and processes for managing those risks and the methods used to measure them. Further quantitative information in respect of these risks is presented throughout these financial statements.

There have been no substantive changes in the company's exposure to financial instrument risks, its objectives, policies and processes for managing those risks or the methods used to measure them from previous periods unless otherwise stated in this note.

(i) Principal financial instruments

The principal financial instruments used by the company, from which financial instrument risk arises, are as follows:

- Investments
- Receivables
- Cash and cash equivalents
- Payables
- Long term liabilities

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

FINANCIAL RISK MANAGEMENT (CONT'D): 5.

(ii) Financial instruments by category

Financial assets

	Amorti	sed cost	other co	lue through mprehensive icome	
	2020 \$'000	2019 \$'000	<u>2020</u> \$'000	2019 \$'000	
Investments Receivables Cash and bank balances	9,081 4,457	4,941 6,169	7,889 - 	12,919 - 	
Total financial assets	13,538	<u>11,110</u>	<u>7,889</u>	<u>12,919</u>	
Financial liabilities					
			At amor 2020 \$'000	2019 \$'000	
Bank overdraft Payables Long term liabilities			9,035 43,824 190,608	6,291 34,919 65,052	
Total financial liabilities			243,467	` <u>106,262</u>	

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

FINANCIAL RISK MANAGEMENT (CONT'D):

(iii) Financial instruments measured at fair value

The fair value hierarchy of financial instruments measured at fair value is provided below:

	Lev	<u>vel 1</u>
	<u>2020</u> \$'000	<u>2019</u> \$'000
Financial assets		
Investments	<u>7,889</u>	12,919
Total financial assets	<u>7,889</u>	<u>12,919</u>

(iv) Financial risk factors

The Board of directors has overall responsibility for the determination of the company's risk management objectives and policies and, whilst retaining ultimate responsibility for them, it has delegated the authority for designing and operating processes that ensure the effective implementation of the objectives and policies to the company's finance function.

The overall objective of the Board is to set policies that seek to reduce risk as far as possible without unduly affecting the company's competitiveness and flexibility. Further details regarding these policies are set out below:

(i) Market risk

Foreign exchange risk

Foreign exchange risk is the risk that the value of a financial instrument will fluctuate because of changes in foreign exchange rates.

Foreign exchange risk arises from transactions that are denominated in currency other than the Jamaican dollar. The company manages this risk by ensuring that the net exposure in foreign assets and liabilities is kept to an acceptable level by monitoring currency positions.

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

FINANCIAL RISK MANAGEMENT (CONT'D):

- (iv) Financial risk factors (cont'd)
 - (i) Market risk (cont'd)

Foreign exchange risk (cont'd)

Concentration of currency risk

The exposure to foreign currency risk at the reporting date was as follows:

	<u>2020</u> \$'000	<u>2019</u> \$'000
Cash and bank balances	1,381	2,901
Receivables	-	229
Payables	(<u>3,383</u>)	(<u>1,095</u>)
	(<u>2,002</u>)	2,035

Foreign currency sensitivity

The following table indicates the sensitivity of loss before taxation to changes in foreign exchange rates. 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 cash and bank balances, receivables and payables and adjusts their translation at the year-end for 6% (2019 - 6%) depreciation and a 2% (2019 - 4%) appreciation of the Jamaican dollar against the US dollar.

The changes below would have no impact on other components of equity.

		Effect on Loss before		Effect on Loss before
	% Change in	Tax	% Change in	Tax
	Currency Rate	31 December	Currency Rate	31 December
	2020	<u>2020</u>	2019	2019
_		\$'000		<u>\$'000</u>
Currency:		(420)		(422)
USD	-6	(120)	-6	(122)
USD	<u>+2</u>	<u>40</u>	<u>+4</u>	<u>81</u>

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

FINANCIAL RISK MANAGEMENT (CONT'D):

- (iv) Financial risk factors (cont'd)
 - (i) Market risk (cont'd)

Foreign currency sensitivity (cont'd)

Exchange rates, in terms of Jamaica dollars, were as follows:

At 31 December 2020 - J\$143.27 - U\$\$1.00 At 31 December 2019 - J\$129.78 - U\$\$1.00

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. As the company does not have a significant exposure, market price fluctuations are not expected to have a material effect on the statement of changes in equity.

Cash flow and fair value interest rate risk

Interest rate risk is the risk that the value of a financial instrument will fluctuate due to changes in market interest rates.

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

Short term deposits were the only interest bearing assets within the company during the prior year. They were due to mature and re-price respectively, within 3 months of the reporting date.

Interest rate sensitivity

There is no significant exposure to interest rate risk on short term deposits, as these deposits have a short term to maturity and are constantly reinvested at current market rates.

There is no significant exposure to interest rate risk on borrowings as the interest rates are fixed.

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

FINANCIAL RISK MANAGEMENT (CONT'D):

(iv) Financial risk factors (cont'd)

(ii) Credit risk

Credit risk is the risk that one party to a financial instrument will fail to discharge an obligation and cause the other party to incur a financial loss. Credit risk arises from receivables and cash and bank balances.

Cash and bank balances

Cash transactions are limited to high credit quality financial institutions. The company has policies that limit the amount of credit exposure to any one financial institution.

Investments

The company limits its exposure by investing mainly in liquid securities, with counterparties that have high credit quality. As a consequence, management's expectation of default is low.

Trade receivables

Revenue transactions in respect of the company's primary operations are settled either in cash or by using major credit cards. For its operations done on a credit basis, the company has policies in place to ensure that sales of services are made to customers with an appropriate credit history.

The aging of trade receivables is as follows:

	<u>2020</u> \$'000	<u>2019</u> \$'000
0-30 days	317	2,821
31-60 days	3	1,835
61-90 days	3	390
Over 90 days	<u>8,758</u>	(105)
	<u>9,081</u>	4,941

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

5. FINANCIAL RISK MANAGEMENT (CONT'D):

(iv) Financial risk factors (cont'd)

(ii) Credit risk (cont'd)

The company applies the IFRS 9 simplified approach to measuring expected credit losses using a lifetime expected credit loss provision for trade receivables. To measure expected credit losses on a collective basis, trade receivables are grouped based on similar credit risk and aging.

Based on the nature of the business operations, majority of the sales are made on a cash basis and trade receivables are from a related party. Management did an assessment of the expected loss and the resulting amount was immaterial. Therefore no allowance for impairment of receivables was recognised.

(iii) Liquidity risk

Liquidity risk is the risk that the company will be 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, and 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 company's liquidity management process, as carried out within the company and monitored by the directors, includes:

- (i) monitoring future cash flows and liquidity;
- (ii) maintaining a portfolio of short term deposit balances that can easily be liquidated as protection against any unforeseen interruption to cash flow; and
- (iii) maintaining committed lines of credit.

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

5. FINANCIAL RISK MANAGEMENT (CONT'D):

(iv) Financial risk factors (cont'd)

(iii) Liquidity risk (cont'd)

Cash flows of financial liabilities

The maturity profile of the company's financial liabilities, based on contractual undiscounted payments, is as follows:

		Within 1 Year \$'000	1 to 2 Years \$'000	2 to 5 Years \$'000	Over 5 Years \$'000	Total <u>\$'000</u>
31 December 2020 Bank overdraft Trade payables Accruals and other		9,035 32,124			•	9,035 32,124
Payables Long term liabilities		43,024 20,207	<u>17,764</u>	99,634	94,108	43,024 231,713
Total financial Liabilities (contractual maturity dates)	*	104,390	<u>17,764</u>	99,634	94,108	<u>315,896</u>
		377				,
		Within 1 Year \$'000	1 to 2 Years \$'000		tal 1000	
31 December 2019						
Bank overdraft Trade payables Accruals and other		6,291 15,753	·•·	15,7	291 753	
Payables Long term liabilities		19,166 14,904	64,480	19,1 79,3		
Total financial Liabilities (contractual						
maturity dates)		56,114	64,480	120,5	594	

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

FINANCIAL RISK MANAGEMENT (CONT'D):

(v) Capital management

The company's objectives when managing capital are to safeguard the company's ability to continue as a going concern in order to provide returns for stockholders and benefits for other stakeholders. The Board of Directors monitors the return on capital, which the company defines as net operating income, excluding non-recurring items, divided by total stockholders' equity.

There are no particular strategies to determine the optimal capital structure. There are also no external capital maintenance requirements to which the company is subject.

6. REVENUE:

Revenue represents the price of goods and services sold after discounts and allowances.

7. OTHER OPERATING INCOME:

			<u>2020</u> \$'000	<u>2019</u> \$'000
	Sponsorship income Gain on sale of investment Interest income Other income		500 - 5 	5,504 500 34 53
			<u>505</u>	<u>6,091</u>
8.	FINANCE COSTS:			
			<u>2020</u> \$'000	<u>2019</u> \$'000
	Lease interest expense Interest on loans		3,084 <u>7,468</u>	- <u>8,645</u>
			10,552	<u>8,645</u>

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

9. EXPENSES BY NATURE:

Total direct, administration and other operating expenses from continued operations:

	2020 \$'000	<u>2019</u> \$'000
Advertising	9,510	16,728
Auditors' remuneration	1,997	1,975
Bad debts	21,617	-,
Bank charges	6,411	7,054
Cost of inventory recognized as expense	44,370	64,246
Couriers	1,025	998
Depreciation	21,241	11,223
Amortisation on right of use assets	9,434	,
Insurance	2,713	3,434
IT expenses	1,711	1,373
Janitorial expense	2,220	3,235
Legal and professional fees	3,308	1,681
Maintenance charges	4,873	4,955
Other expenses	7,444	9,384
Rent	2,162	9,291
Repairs and maintenance	3,586	2,258
Royalties	5,965	8,458
Security	3,130	917
Staff costs (note 10)	58,059	68,778
Travel and entertainment	2,394	2,567
Utilities	17,262	16,203
	230,432	234,758

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

10.	STAFF COSTS:

	<u>2020</u> \$'000	<u>2019</u> \$'000
Wages and salaries	50,497	59,143
Statutory contributions	5,616	6,717
Staff welfare	1,946	2,444
Uniform		474
	<u>58,059</u>	68,778

11. TAXATION EXPENSE:

Taxation is computed on the loss for the year, adjusted for tax purposes, and comprises income tax at 25%.

	<u>2020</u> \$'000	<u>2019</u> \$'000
Deferred tax (note 18)	(<u>1,627</u>)	682

The tax on the loss before taxation differs from the theoretical amount that would arise using the applicable tax rate of 25%, as follows:

	<u>2020</u> \$'000	<u>2019</u> \$'000
Loss before taxation	(89,100)	(<u>12,740</u>)
Tax calculated at 25%	(22,275)	(3,185)
Adjusted for the effects of: Disallowed expenses Depreciation charge and capital allowances Other charges and credits	24,800 (3,466) (<u>686</u>)	3,959 1,441 (<u>1,533</u>)
Taxation credited to profit or loss	(<u>1,627</u>)	682

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

11. TAXATION EXPENSE (CONT'D):

Subject to the agreement of the Commissioner, Taxpayer Audit and Assessment, at the end of the reporting period the company has tax losses of approximately \$220,961,692 (2019 - \$161,228,993) available for set-off against future profits. A deferred tax asset was not recognized in respect of these losses.

Remission of income tax:

The company's shares were listed on the Junior Market of the Jamaica Stock Exchange, effective 22 October 2012. Consequently, the company is entitled to a remission of taxes for ten (10) years in the proportions set out below, provided the shares remain listed for at least 15 years.

Year 1-5 100% Year 6-10 50%

The financial statements have been prepared on the basis that the company will have 50% benefit of the tax remission.

12. EARNINGS PER STOCK UNIT ATTRIBUTABLE TO STOCKHOLDERS OF THE COMPANY:

Earnings per stock unit is calculated by dividing the net loss attributable to stockholders by the number of ordinary stock units in issue at year end. Diluted earnings per stock unit equals basic earnings per stock unit as there are no potential dilutive ordinary stock units

	<u>2020</u>	<u>2019</u>
Net loss attributable to stockholders (\$'000) Number of ordinary stock units	(103,957)	(16,806)
(weighted average) ('000) Basic and diluted earnings per stock unit (\$)	100,000 (<u>1.04</u>)	100,000 (<u>0.17)</u>
5 .	,	,

K.L.E. GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

13. PROPERTY, PLANT AND EQUIPMENT:

Total \$'000	151,762 2,742 154,504 106,895	261,399×	120,373 11,223 131,596 21,241	152,837	108,562	22,908
Computers \$'000	10,268 514 10,782 1,522	12,304	4,777 582 5,359 3,318	8,677	3,627	5,423
Security System \$'000	2,373 2,373 2,449	4,822	1,295 29 1,324 26	1,350	3,472	1,049
Furniture & Fixtures \$\sqrt{5.000}\$	38,047 . 952 38,999 32,231	71,230	29,636 4,511 34,147 6,724	40,871	30,359	4,852
Equipment \$'000	23,938 1,255 25,193 8,517	33,710	14,639 3,005 17,644 3,005	20,649	13,061	7,549
Leasehold Improvements \$\frac{\frac{1}{2000}}{\frac{1}{2000}}	77,136 21 77,157 62,176	139,333	70,026 3,096 73,122 8,168	81,290	58,043	4,035
Gost -	1 January 2019 Additions 31 December 2019 Additions	31 December 2020	Depreciation - 1 January 2019 Charge for the year 31 December 2019 Charge for the year	31 December 2020	Net Book Value - 31 December 2020	31 December 2019

NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2020

14. INVESTMENT IN JOINT VENTURE:

	<u>2020</u> \$'000	<u>2019</u> \$'000
Bessa Project	14,078	12,979

K.L.E. Group Limited (K.L.E.) entered into a Partnership Agreement with Sagicor Life Limited for the purpose of carrying out the Bessa Project; a project for the development of property in Oracabessa. St. Mary. Pursuant to the said Agreement, K.L.E. is obliged to invest the sum of US\$350,007 in cash. However, in 2017 the Board of Directors of K.L.E. decided to reduce its direct funding in respect of the Bessa Project to a maximum of US\$100,007 and accordingly invited a small company of investors (the "Participants") to assume the risk and reward of participating in the Bessa Partnership to the extent of US\$250,000.

The Participants entered into a Participation Agreement with K.L.E., whereby K.L.E. would receive the investment funds paid in by the Participants, pay it into the Bessa Partnership, and manage the process of accounting to the Participants for any returns earned on those funds. K.L.E. does not assume the risk of this investment, and it is expressly acknowledged by the Participants that they undertake this investment at their own risk.

Under this Participation Agreement, K.L.E.'s obligations to the Participants are:

- to report to the investors throughout the life of the Bessa Partnership in respect of the progress of the Bessa Project utilizing the information provided to it as a result of the Partnership Agreement;
- (b) to account to the Participants in respect of all amounts paid to K.L.E. in cash by the Partnership in respect of K.L.E.'s interest therein and promptly pay over to each Participant the amount so received which represents a return of capital and/or profit in respect of the amount provided by each Participant; and
- (c) to receive and hold on trust for the Participants and for itself any non-cash assets received as a distribution from the Partnership, with power to dispose of such assets and to account to the Participants in respect of the net proceeds of such sale. K.L.E. shall promptly pay to each Participant such portion of the net sale proceeds received which represents a return of capital and/or profit in respect of the amount provided by each Participant.

NOTES TO THE FINANCIAL STATEMENTS

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14. INVESTMENT IN JOINT VENTURE (CONT'D):

K.L.E.'s liability to the Participants only arises in respect of any failure by it to properly account to the Participants in respect of funds received from the Bessa Partnership which are referable to the amount invested by the Participants, and/or to promptly pay over such amounts as are lawfully due to the Participants under the Participation Agreement, where it has received such amounts from the Bessa Partnership.

In return for performing its obligations under the Participation Agreement, K.L.E. is entitled to an annual administration fee equal to 1% of each Participant's invested amount, as well as a bonus payment equal to 15% of the profit earned by each Participant on their investment, where the profit exceeds a specified hurdle rate (i.e., the 12 month United States Dollar LIBOR obtaining as at the date in respect of which the final audited financial statements of the Partnership have been prepared, plus 4%).

Investment in 'Bessa' is carried at cost as there was little activity during the year. Although project was approved by the authorities during 2017 ground was not broken until 2018.

15. INVESTMENTS:

	<u>2020</u> \$'000	2019 \$'000
Quoted shares	4.000	
Opening net book amount Additions during the year	12,919	2,208 9,749
Disposals	(4,499)	(1,000)
Fair value adjustment	(<u>531</u>)	1,962
	7,889	12,919

NOTES TO THE FINANCIAL STATEMENTS

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16. INVESTMENT IN ASSOCIATE:

17.

This represents a 49% shareholding of the issued shares in T & R Restaurant Systems Limited comprising of 490 ordinary shares, costing J\$77,363,202 (US\$637,454).

	<u>2020</u> \$'000	2019 \$'000
Investment at beginning of year	55,864	60,612
Share of results after tax	(13,230)	(4,748)
At end of year	42,634	55,864
The assets, liabilities, revenue and net loss of the associate a	are as follows:	
	2020 \$'000	2019 \$'000
Assets Liabilities Revenue Net loss	23,690 102,849 1,941 (<u>27,000</u>)	62,023 114,182 30,066 (<u>9,690</u>)
RECEIVABLES: Trade receivables	<u>2020</u> \$'000	<u>2019</u> \$'000
Trade receivables Related party (note 21)	504 <u>8,577</u>	496 _4,445
Total financial assets other than cash and cash equivalents classified as amortised cost	9,081	4,941
Prepayments and other receivables Less: long term portion - other receivables	8,758 (<u>7,330</u>)	22,000 (<u>9,737</u>)
	10,509	17,204

The long term portion of other receivables represent amounts due to K.L.E. Group Ltd for performing its obligations under the ongoing Bessa Project (see note 14), as well as initial deposits on utility and rent.

NOTES TO THE FINANCIAL STATEMENTS

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18. DEFERRED TAX:

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

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities. The amounts determined after appropriate offsetting are as follows:

The movement in the deferred tax account is as follows:

	Accelerated Tax Depreciation \$'000	2020 \$'000	2019 \$'000
Balance at start of year Charge for the year (note 11)	9,868 (<u>1,627</u>)	9,868 (<u>1,627</u>)	9,186 <u>682</u>
Balance at end of year	<u>8,241</u>	<u>8,241</u>	9,868

19. RIGHT OF USE OF ASSETS:

The company recognized the right -of-use asset for its leased premises as follows:

	<u>2020</u> \$'000
Adoption of IFRS 16 Amortisation	42,225 (<u>9,434</u>)
Balance 31 December	32,791
The following table presents the lease obligation for the company:	2020 \$'000
Adoption of IFRS 16 Interest expense on lease obligation Rent payments	39,141 3,084 (<u>6,368</u>)
	35,857

NOTES TO THE FINANCIAL STATEMENTS

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19. RIGHT OF USE OF ASSETS (CONT'D):

The company recognized the right-of-use asset for its leased premises as follows:

	2020 \$'000
Current portion Non-current portion	10,444 <u>25,413</u>
31 December	<u>35,857</u>
	2020 \$'000
Short term lease expenses	<u>2,473</u>

K.L.E. Group ltd leases the property for fixed periods of up to five (5) years with option to renew and obtain lease term extentions. When measuring the leases obligation, the company discounted the remaining lease payments using its incremental borrowing rate at the date of initial application which is 8% per annum.

20. INVENTORIES:

	<u>2020</u> \$'000	<u>2019</u> \$'000
Goods for resale	<u>3,525</u>	<u>3,461</u>

21. RELATED PARTY TRANSACTIONS AND BALANCES:

(a) Transactions between the company and its associate

Sales/revenue -

During the year, the company earned management fees of \$3,600,000 (2019 - \$14,400,000).

NOTES TO THE FINANCIAL STATEMENTS

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21. RELATED PARTY TRANSACTIONS AND BALANCES (CONT'D):

	(b)	Key management compensation		
	(5)	ney management compensation	2020 \$'000	2019 \$'000
		Wages and salaries Payroll taxes - Employer's portion	16,914 _1,791	22,237
		Director's emoluments - Management remuneration (included above)	18,705 2,942	24,541 10,044
	(c)	Year end balances arising from transactions with related parties		
		Due from -	<u>2020</u> \$'000	<u>2019</u> \$'000
		T & R Restaurant Systems Limited Less: ECL provision Director	53,499 (<u>8,765)</u> 44,734	63,346 63,346 41
			44,734	63,387
		T & R Restaurant Systems Limited (included in trade receivables) (note 17)	<u>8,577</u>	4,445
		Due to - Director's current account		(<u>1,043</u>)
22.	CVSH	AND CASH EQUIVALENTS:		
ZZ.	CASIT	AND CASIT EQUIVALENTS.	<u>2020</u> \$'000	<u>2019</u> \$'000
		and bank balances overdraft	4,457 (<u>9,035</u>)	6,169 (<u>6,291</u>)
			(<u>4,578</u>)	(122)

NOTES TO THE FINANCIAL STATEMENTS

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22. CASH AND CASH EQUIVALENTS (CONT'D):

Bank overdraft

The company currently has a bank overdraft facility of \$1,500,000. Bank overdraft includes unpresented cheques of \$7,535,155 (2019 - \$4,779,570). Details of securities held are included at note 25.

Bank accounts previously held in the name of Usain Bolt's Tracks and Records Limited prior to the amalgamation on November 2011 have not been changed to reflect K.L.E. Group Limited at the end of the reporting period.

23. SHARE CAPITAL:

Authorised -	<u>2020</u>	<u>2019</u>
100,000,000 ordinary shares of no par value	<u>\$'000</u>	\$'000
Stated capital, issued and fully paid - 100,000,000 ordinary shares of no par value	<u>122,903</u>	<u>122,903</u>

24. FAIR VALUE RESERVE:

This represents the unrealized surplus on revaluation of investments.

25. LONG TERM LIABILITIES:

LONG TERM LIABILITIES:	<u>2020</u> \$'000	2019 \$'000
Related Party Loan	94,108	-
Sagicor Bank Limited \$70.5 million loan \$70 million loan \$26.5 million loan Less: current portion	70,000 <u>26,500</u> 190,608 (<u>12,063</u>)	65,052 - - - - - - - - - - - - - - - - - - -
	<u>178,545</u>	<u>57,690</u>

The 94.1 million is a related party loan granted on 1 March 2020 with a two year moratorium. Further details regarding repayment, interest and security will be agreed upon prior to the end of the moratorium. The \$70.5 million loan was fully repaid during the year.

NOTES TO THE FINANCIAL STATEMENTS

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25. LONG TERM LIABILITIES (CONT'D):

Both the \$70 million and \$26.5 million loans attract interest at a rate of 13% per annum and are for a period of 96 months. They are secured by first demand debenture over fixed and floating assets of K.L.E. Group Limited supported by receivables, plant, property and equipment stamped to cover J\$31.8 million. It is also secured by debenture to be stamped for a further J\$38.7 million and to be held in registrable form and assignment of commercial all risks insurance valuing \$60 million. They are also secured by hypothecation of various Sigma Funds unit investments in both Jamaican and United States dollars currency.

26. PAYABLES:

	<u>2020</u> \$'000	<u>2019</u> \$'000
Trade payables	32,124	15,753
Accruals	2,073	1,850
Statutory liabilities	3,937	1,725
Credit cards	E Constitution of the Cons	12,358
GCT	5,994	5,282
Royalties payable	9,627	4,958
Other	<u> </u>	199
	<u>53,755</u>	42,125

The company is liable to the Tax Administration Jamaica (TAJ) in respect of unpaid GCT, statutory liabilities and related interest and penalties. The interest and penalties were not booked by the company as it is in discussion with (TAJ) regarding a waiver of these amounts.

NOTES TO THE FINANCIAL STATEMENTS

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27. EFFECTS OF CHANGES IN ACCOUNTING POLICIES:

The company has adopted IFRS 16, 'Leases', for the financial year ended 31 December 2020 which resulted in a change in the company's accounting policies. The standard is adopted retrospectively from 1 January 2020, however the company has chosen not to restate comparatives and therefore, the revised requirements are not reflected in the prior year financial statements. The new accounting policies are disclosed in note 3(d). Details of the impact of this standard are given below.

Effective 1 January 2019, IFRS 16 has replaced IAS 17, 'Leases', and IFRIC 4, Determining whether an arrangement contains a lease.

IFRS 16 provides a single lessee accounting model, requiring the recognition of assets and liabilities for all leases, together with options to exclude leases where the lease term is 12 months or less, or where the underlying asset is of low value (US\$5,000). IFRS 16 substantially carries forward the lessor accounting in IAS 17, with the distinction between operating leases and finance leases being retained.

Transition Method and Practical Expedients Utilised

IFRS 16 provides for certain optional practical expedients, including those related to the initial adoption of the standard. The company applied the following practical expedients when applying IFRS 16 to leases previously classified as operating leases under IAS 17:

- (a) Apply a single discount rate to a portfolio of leases with reasonably similar characteristics;
- (b) Exclude initial direct costs from the measurement of right-of-use assets at the date of initial application for leases where the right-of-use asset was determined as if IFRS 16 had been applied since the commencement date;
- (c) Reliance on previous assessments on whether leases are onerous as opposed to preparing an impairment review under IAS 36 as at the date of initial application; and
- (d) Applied the exemption not to recognise right-of-use assets and liabilities for leases with less than 12 months of lease term remaining as of the date of initial application.
- (e) Using hindsight in determining the lease term where the contract contains options to extend or terminate the lease.

As a lessee, the company previously classified leases as operating based on its assessment of whether the lease transferred substantially all of the risks and rewards of ownership. Under IFRS 16, the group recognizes a right-of-use asset and lease liability for most leases. However, the company has elected not to recognise right-of-use assets and lease liabilities for some leases of low value assets based on the value of the underlying asset when new or for short-term leases with a lease term of 12 months or less.

NOTES TO THE FINANCIAL STATEMENTS

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27. EFFECTS OF CHANGES IN ACCOUNTING POLICIES (CONT'D):

Transition Method and Practical Expedients Utilised (cont'd)

On adoption of IFRS 16, the company recognised right-of-use assets and lease liabilities as follows:

Classification under	Classification under IFRS 16	
IAS 17	Right-of-use asset	Lease liability
Operating leases	Measured at an amount equal to the lease liability, adjusted by the amount of any prepaid or accrued lease payments.	Measured at the present value of the remaining lease payments, discounted using the company's incremental borrowing rate as at 1 January 2020. The company's incremental borrowing rate is the rate at which a similar borrowing could be obtained from an independent creditor under comparable terms and conditions. The weighted-average rate applied was 10%.

28. IMPACT OF COVID-19:

The company sustained operating loss of \$89,100 (2019 - \$12,740). Despite the loss, the company has a favorable outlook for the short to medium term and has the full support of its directors. Our current operating condition continues to be challenging due to the COVID 19 Pandemic but the company continues to operate one of the top casual dining restaurant chains in Jamaica with firm footprints in Kingston and Montego Bay. The company's location in Kingston is located in Marketplace which continues to be the premier hub for eating out in Kingston, also the Marketplace has undergone renovations which were completed in the 2020 financial year. This will benefit the Kingston restaurant in the future as the Marketplace has also launched its social media pages and is doing mainstream marketing which will also yield great results for the business.

The Jamaican market conditions continue to improve daily as the country battle the effects of the pandemic and the directors maintain a positive outlook as a result of the work being undertaken by the Government of Jamaica. We are hopeful that the containment measures associated with the pandemic will be lifted by mid-year (June). This hope is also bolstered by the COVID 19 vaccine which started rolling out in the country in March 2021. The Bessa Projects will be maturing in August of 2021. These funds will assist in the capitalization of the business and the funding of future projects.

To combat the effects of the COVID 19 pandemic, KLE Group has adopted a number of strategies to settle into what appears to be the new norm, with promotions such as 'Flava on di Go', 'Curbside Pick Up', 'Pull up and Tek whe' among others. In addition, the restaurant division has partnered with a number of delivery service institutions such as 7Krave, Irie Couriers and others to facilitate the driving of revenues under strict lock down conditions and in an effort to maintain the 'keep your distance' stance which has been adopted globally as a result of the pandemic.