

UNAUDITED CONSOLIDATED FINANCIAL STATEMENTS

Fourth Quarter Ended December 31, 2022

COMMUNITY & WORKERS OF JAMAICA CO-OPERATIVE CREDIT UNION LIMITED (C&WJCCUL) (A Society Registered Under the Co-operative Societies Act)

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Directors' Interim Report

For the fourth Quarter Ended December 31, 2022

On behalf of the Board of Directors of the Community & Workers of Jamaica Co-operative Credit Union Limited, I am pleased to present the Unaudited Consolidated Financial Statements for the period ended December 31, 2022.

The Bank of Jamaica through its Monetary Policy Committee (MPC) on December 20, 2022, issued the following statements in regard to its monetary policy direction:

- •In the context of the incoming data and consistent with its November 2022 announcement, the MPC unanimously decided to maintain the policy interest rate at 7.00 per cent, effective 21 December 2022.
- The MPC also agreed to continue containing Jamaican dollar liquidity expansion and maintaining relative stability in the foreign exchange market.

As indicated by the MPC these decisions were based on the following considerations:

- 1. Jamaica's inflation rate at November 2022 of 10.3 per cent was within the range of 9.5 to 10.5 per cent expected by Bank of Jamaica (BOJ).
- 2. Core inflation (which excludes food and fuel prices) declined to 8.8 per cent at November 2022 from 9.0 per cent at October 2022.
- 3. The key external drivers of headline inflation, such as grains, fuel and shipping prices, continued to trend downward and broadly in line with the Bank's expectations.
- 4. Inflation expectations continued to fall.
- 5. As expected, the pace of monetary tightening by the United States (US) Federal Reserve Board (Fed) appeared to be slowing.
- 6. The level of liquidity in the financial system remained consistent with the Bank's objective of facilitating a reduction in inflation.
- 7. Interest rates in the money and capital markets have generally increased in line with the policy rate.
- 8. Some deposit-taking institutions have recently adjusted their deposit and lending rates marginally and have announced future rate increases. The MPC anticipates more material increases in deposit and lending rates in early 2023.

Despite these challenging economic conditions, the Credit Union continued to experience growth during the fourth quarter of 2022, both in terms of total assets as well as membership. The Credit Union's capital adequacy, liquidity and asset quality ratios remain strong as we continue to emphasize efficiency and to improve our performance month over month. The Credit Union remains strong in our resolve to protecting our members' funds.

(A Society Registered Under the Co-operative Societies Act)

Financial Results for the twelve-months ended December 31, 2022

GROUP FINANCIAL PERFORMANCE - FOURTH QUARTER PERFORMANCE

Surplus

The Credit Union achieved a net surplus of \$305.85M for the financial year ended December 31, 2022. This was \$46.29M more than the prior year's performance due mainly to improved performance on investment portfolio along with reduction in the loan loss provision.

The fourth quarter performance showed strong results with net surplus of \$135.45M which was marginally above the surplus of \$132.3M reported for the corresponding quarter in 2021 and \$46.94M more than the \$88.51M reported for the third quarter of 2022. This was due primarily to the Credit Union benefiting from the gains made on the investment portfolio as well as the increased income generated from the special loan promotion.

Interest Income

The Credit Union earned interest income of \$597.62M for the quarter ended December 31, 2022, compared to \$577.4M for the corresponding period in 2021. The year-to-date interest income of \$2.17B for the year ended December 31, 2022 remained relatively flat when compared to the \$2.08B reported for the same period in 2021.

Interest Expense

Total interest expense for the quarter ending December 31, 2022, was \$119.75M, which was higher than the \$85.85M reported for the corresponding period in 2021. The year-to-date expense was \$404.15M, an increase of \$60.43M or 17% above the prior year. The increase in interest rate on the Deferred Shares was the major contributing factor.

Non-Interest Income

Non-interest income for the current quarter was \$111.00M, which remained relatively flat when compared to the \$111.58M reported for the corresponding period of 2021. The year-to-date performance showed Non-Interest Income of \$388.97M, representing an increase of \$36.56M, or 10.37% above the similar period for 2021. The improvement in the current year was primarily due to fees generated from the increased level of activity in personal loans.

Operating Expenses

Operating expenses for the quarter ending December 31, 2022, amounted to \$380.66M, an increase of \$22.15M when compared to the corresponding period in 2021. Operating expenses for the year ending December 31, 2022 increased marginally by 3.33% to \$1.6B, up from the \$1.55B reported in 2021. This low level of increase in operating expenses was in line with our strategy of efficiently managing the expenses.

(A Society Registered Under the Co-operative Societies Act)

Financial Results for the twelve-months ended December 31, 2022

GROUP FINANCIAL POSITION

Total Assets

Total assets grew by 6.72% or \$1.43B for the twelve-month period, moving from \$21.29B as at December 31, 2021, to \$22.72B as at December 31, 2022. This represents a 1.16% growth over the last quarter September 30, 2022. Liquid assets and financial investments increased by \$1.17B for the twelve-month period. The increase in total assets was funded primarily by the savings of our members.

Loans

The uncertainty that exists within the economy continues to be reflected in our members' relatively lower demand for loans. This resulted in a marginal increase of 2.23% in the loan portfolio, closing the quarter with a loan balance of \$13.29B, compared to \$13.00B as at December 31, 2021. Management has been pursuing several initiatives to improve the performance of the loan portfolio while preserving our strong credit quality. The non-performing loan portfolio was maintained well within the regulatory guidelines, despite the negative effects of COVID-19 on our members and the economy.

Savings

The Credit Union's savings portfolio grew by 8.17% over the twelve-month period, and by 1.35% during the current quarter ended December 31, 2022. This represents an increase of \$1.35B for the twelve-month period, moving from \$16.58B as at December 31, 2021, to \$17.94B as at December 31, 2022.

Liquidity

As at December 31, 2022, the Credit Union had a strong liquidity position of \$3.45B, which represented a liquidity ratio of 19.12%. The Credit Union's strong liquidity position is a deliberate strategy that is being pursued by management to provide an effective buffer for the Credit Union in order to mitigate any unforeseen events.

Capital Adequacy

The Credit Union's financial position is supported by a strong capital base. The total capital base was \$3.98B as at December 31, 2022, which is higher than the capital adequacy requirements of our regulators. Our institutional capital ratio was 12.91% as at December 31, 2022, which is in compliance with the minimum requirement of 8%.

(A Society Registered Under the Co-operative Societies Act)

Financial Results for the twelve-months ended December 31, 2022

OUTLOOK

The Global Economic Outlook as reported by the World Bank reveals a slashed growth outlook from a 3% projection to 1.7% for 2023. "This marks the third weakest pace of growth in nearly three decades, overshadowed only by the global recessions caused by the pandemic and the global financial crisis." Growth has slowed to the extent the global economy is perilously close to falling into a recession". The following are some indicators highlighted:

- a) An unexpected rapid and synchronous global monetary policy tightening behind the sluggish growth in the economy.
- b) A 0.5% growth in the U.S. economy which is a significant downgrade from the earlier 2.4% projection.
- c) Tighter monetary policies from central banks around the world may have been necessary to tame inflation, but they have "contributed to a significant worsening of global financial conditions, which is exerting substantial drag activity".
- d) The United States, the Euro area, and China are all undergoing a period of pronounced weakness, and the resulting spill overs are exacerbating other headwinds faced by emerging market and developing economies.
- e) China's economic recovery may be delayed if faster than expected reopening results in major outbreaks that overburden the health sector and sap confidence. The Bank also reported that "there is significant uncertainty about the trajectory of the pandemic and how households, businesses and policy makers in China will respond."

The International Monetary Fund (IMF) having concluded its Article IV consultation with Jamaica reported on February 8, 2023, that the Jamaican economy is now recovering strongly supported by sound policy frameworks and policies prioritising macroeconomic stability. The IMF added that the outlook points to a continued recovery in activity and inflation falling back within the Bank of Jamaica's target range by the end of 2023. Nonetheless, the Fund warned that global risks remained high.

As the financial services industry faces a very challenging period, the Credit Union assures its members of its commitment to ensuring the safety of members' funds. We are committed to a sustainable future and to improving the environmental, social, and governance policies and practices in our Credit Union.

As the Credit Union looks forward to the new financial year, the leadership team will continue to manage the various risks which the business encounters as a result of the economic environment and respond responsibly to the respective challenges. The Credit Union remains optimistic that with the changes in interest rate and inflation, the offerings will remain attractive to the members. In this regard, the Board and management have ensured that all the pillars of growth are in place for the Credit Union to operate successfully within the new paradigm.

On behalf of the Board of Directors, I wish to thank the many individuals and institutions in the Credit Union movement with which we worked during the period. We thank the management and staff for their professionalism and concern for the welfare of the Credit Union and the members.

Specifically, the Board wishes to thank our members, who continue to faithfully support the institution.

For and on behalf of the Board.

Signed,

Austin Brown

President

(A Society Registered Under the Co-operative Societies Act)

Consolidated Statement of Financial Position as at December 31, 2022 (expressed in Jamaican Dollars unless otherwise indicated)

(expressed in Junuicun Dollars untess out	erwise indicated)	
	Unaudited	Audited
	Quarter Ended	Year Ended
	31-Dec-22	i i
	\$'000	\$'000
ACCETC	\$ 000	\$ 000
ASSETS		
EARNING ASSETS		
Loans	13,291,686	
Liquid Assets	3,160,769	3,874,168
Financial Investments	4,650,345	2,891,022
Total earning assets	21,102,799	19,767,478
1 otal carning assets	21,102,777	17,707,470
NON-EARNING ASSETS		
Liquid asset	287,614	162,447
Other assets	160,188	163,326
Property, plant and equipment	823,024	838,901
		343,840
Intangible assets	336,570	
Right-of-use assets	6,001	9,615
Total non-earning assets	1,613,396	1,518,129
TOTAL ASSETS	22,716,195	21,285,607
		1
<u>LIABILITIES:</u>		
INTEREST BEARING LIABILITIE	CS	
Lease liabilities	6,738	10,620
Voluntary shares	4,874,044	
Deferred shares	865,444	885,058
Saving deposits	13,062,373	
Due to other institutions	36,136	36,136
External credits	112,691	254,924
Total interest bearing liabilities	18,957,425	17,768,758
NON-INTEREST BEARING LIABI	· -	
Accruals	221,232	204,692
Payables	85,722	171,214
Others	339,088	326,361
Total non-interest bearing liabilities	646,042	702,267
TOTAL LIABILITIES		
TOTAL LIABILITIES	19,603,467	18,471,025
CADITAL		
CAPITAL	207.512	207 (00
Permanent shares	297,513	287,609
Institutional capital	2,276,297	2,273,718
	2,573,810	2,561,327
Non-institutional capital	538,918	253,255
TOTAL CAPITAL	3,112,728	2,814,582
TOTAL LIABILITIES & CAPITAI		21,285,607
	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	

Approved for issue by the Board of Directors on February 14, 2023 and signed on its behalf by:

A.S. Mlula Ashlyn Malcolm, Treasurer

Austin Brown, President

(A Society Registered Under the Co-operative Societies Act)

Consolidated Statement of Comprehensive Income for the twelve months ended December 31, 2022 (expressed in Jamaican Dollars unless otherwise indicated)

	Unaudited	Unaudited	Unaudited	Audited
	Onaudited	Onaudited	Twelve	Twelve
	Three months	Three months	months	months
	ended	ended	ended	ended
	31/12/2022	31/12/2021	31/12/2022	31/12/2021
	\$'000	\$'000	\$'000	\$'000
INTEREST INCOME				4
Loans	462,323	488,090	1,771,270	1,855,675
Liquid Assets	78,170	38,308	232,991	104,020
Financial investments	57,123	51,005	162,576	129,200
	597,616	577,403	2,166,836	2,088,895
INTEREST EXPENSE				
Saving deposits	61,040	53,261	225,147	204,006
Members' Shares	1,737	1,964	6,791	9,733
Deferred shares	21,788	7,298	61,147	30,224
Due to other institutions	419	1,719	6,030	8,509
Other financial costs	34,766	21,612	105,031	91,245
	119,749	85,854	404,146	343,717
NET INTEREST INCOME	477,867	491,549	1,762,690	1,745,178
Provision for credit losses	-72,220	-110,387	-224,050	-271,734
NET INTEREST INCOME AFTER				
PROVISION FOR CREDIT LOSSES	405,646	<u>381,161</u>	1,538,640	1,473,444
NON-INTEREST INCOME				
Fees	76,754	65,887	279,810	229,643
Rental Income	3,944	3,651	16,971	14,324
Others	<u>30,304</u>	42,045	92,199	108,451
	<u>111,002</u>	111,582	<u>388,979</u>	<u>352,418</u>
GROSS INCOME	<u>516,648</u>	492,743	1,927,620	1,825,862
OPERATING EXPENSES	<u>-380,662</u>	<u>-358,514</u>	<u>-1,602,627</u>	<u>-1,550,963</u>
NET SURPLUS BEFORE HONORARIA				
AND OTHER PAYMENTS	135,986	134,229	324,993	274,899
Honoria	-236	0	-11,000	-8,920
Disaster and Social Outreach	-272	-205	-1,670	-1,217
Scholarship Fund	<u>-34</u>	<u>-1,725</u>	<u>-6,473</u>	<u>-5,205</u>
NET CURRILIC AETER HONORARIA AND				
NET SURPLUS AFTER HONORARIA AND				
OTHER PAYMENTS, BEING SURPLUS FOR THE PERIOD	125 445	122 200	205 950	250 557
FOR THE PERIOD	<u>135,445</u>	132,299	305,850	<u>259,557</u>
OTHER COMPREHENSIVE INCOME				
OTHER COMPREHENSIVE INCOME				
Item that may be reclassified to surplus:				
Change in fair value of the debt securities at fair				
value through other comprehensive income	-9,420	-9,983	-7,545	2,569
value unough other comprehensive meome	<u></u>	<u></u>	<u>_7,515</u>	2,307
TOTAL COMPREHENSIVE INCOME FOR				
THE PERIOD	126,025	122,316	298,305	262,126
	120,023	122,510	<u> </u>	202,120
Earnings per Deferred Share	0.31	0.29	0.71	0.59
(expressed in \$)	0.51	0.27	0.71	0.57
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(A Society Registered Under the Co-operative Societies Act)

Unaudited Consolidated Statement of Changes in Equity for the twelve months ended December 31, 2022 (expressed in Jamaican Dollars unless otherwise indicated)

Quarter ended December 31, 2022

		IN	STITUTION	AL CAPITAL				NON-		IONAL CAPIT	AL	
	Permanent shares \$'000	Statutory & legal reserve \$'000	General reserve \$'000	Business combination reserve \$'000	Retained earnings reserve \$'000	<u>Total</u> \$'000	Loan loss <u>reserves</u> \$'000	Fair value reserve \$'000	Other Non- qualifying reserve \$'000	Undistributed net surplus \$'000	<u>Total</u> \$'000	Grand total \$'000
Balance at January 1, 2022	287,609	1,745,547	12,449	489,534	<u>26,188</u>	2273,718	122,313	35,677	35,078	60,187	<u>253,255</u>	2,814,582
Total comprehensive income for the year Surplus for the year Other comprehensive income: Change in fair value of equity at FVOCI being total other comprehensive income	-	-	-	-	-	-	-	(7,545)	-	305,850	305,850 _(7,545)	305850 (7,545
Total comprehensive income for the year								(7,545) (7,545		305,850	298,305	298,305
Transactions with members and movements in reserves								(1,343		303,830	290,303	<u> 276,303</u>
Entrance fees	-	2,579	-	-	-	2,579	-	-	-	-	-	2,579
Shares amount subscribed	9,904	-	-	-	-	-	-	-	-	-	-	9,904
Appropriation of net surplus for 2022: Dividends on membership qualification shares	-	-	-	-	-	-	-	-	-	(14,380)	(14,380)	(14,380)
Transfer to loan loss reserve	-	-	-	-	-	-	-	-	-	-	-	-
Leslie Mills Trust Fund Share transfer fund	-	-	-	-	-	-	-	-	34	-	34	34
Disaster and social outreach fund	-	-	-	-	-	-	-	-	1,196 1,300	(1,330)	1,196 (30)	(30)
Scholarship fund	-	-	-	-	-	-	-		527	(1,330)	(100)	(100)
Honorarium		<u> </u>									-	<u> </u>
Total transactions with members and movements in reserves	9,904	2,579				2,579			3,057	(15,698)	(12,641)	(158)
Balances at December 31, 2022	297,513	1,748,126	12,449	489,534	26,188	2,276,297	122,313	28,132	<u>38,135</u>	350,339	539,919	3,112,728

(A Society Registered Under the Co-operative Societies Act)

Unaudited Consolidated Statement of Changes in Equity for the twelve months ended December 31, 2022 (expressed in Jamaican Dollars unless otherwise indicated)

Quarter ended December 31, 2021

		IN	STITUTION	AL CAPITAL				NON		ONAL CAPITA	AL	
	Permanent shares \$'000	Statutory & legal reserve \$'000	General reserve \$'000	Business combination reserve \$'000	Retained earnings reserve \$'000	<u>Total</u> \$'000	Loan loss reserves \$'000	Fair value reserve \$'000	Other Non- qualifying reserve \$'000	Undistributed net surplus \$'000	<u>Total</u> \$'000	Grand total \$'000
Balance at January 1, 2021	<u>278,757</u>	1,502,870	12,449	489,534	26,188	2,031,041	122,313	33,108	29,895	32,935	244,173	2,553,971
Total comprehensive income for the year Surplus for the year Other comprehensive income: Change in fair value of equity at FVOCI being total other comprehensive income	-	-	-	-	-	-	-	- 2,569	-	126,947 -	126,947 _(7,415)	126,947 (7,415)
Total comprehensive income for the year								(2,569		126,947	119,532	119,532
Transactions with members and movements in reserves				 _				(2,30)		120,947	119,332	119,332
Entrance fees	-	2,045	-	-	-	2,045	-	-	-	-	-	1,510
Shares amount subscribed	8,852	-	-	-	-	-	-	-	-	-	-	6,721
Appropriation of net surplus for 2021: Dividends on membership qualification shares	-	-	-	-	-	-	-	-	-	(13,938)	(13,938)	(13,938)
Transfer to loan loss reserve Leslie Mills Trust Fund	-	-	-	-	-	-	-	-	(64)	-	(64)	(64)
Share transfer fund Disaster and social outreach fund	-	-	-	- -	-	-	-	-	1,670 3,782	(3,987)	1,670	1,670
Scholarship fund	-	-	-	-	-	-	-	-	(205)	(1,520)	-	-
Honorarium		240,632				240,632				(240,632)	(240,632	.)
Total transactions with members and movements in reserves	<u>8,852</u>	242,677				242,677			5,183	(258,227)	(253,044)	(1,515)
Balances at December 31, 2021	287,609	1,745,547	12,449	489,534	26,188	2,273,718	122,313	<u>35,677</u>	35,078	60,187	253,255	2,814,582

(A Society Registered Under the Co-operative Societies Act)

Unaudited Consolidated Statement of Cash Flows for the twelve months ended December 31, 2022 (expressed in Jamaican Dollars unless otherwise indicated)

	Unaudited	
	Twelve Months	Audited
	Ended	Year Ended
	31-Dec-22	31-Dec-21
	\$'000	\$'000
CASH FLOWS FROM OPERATING ACTIVITIES		
Surplus for the year	305,850	259,557
Adjustments for:		
Depreciation - property, plant and equipment	55,715	47,793
Depreciation - right-of-use assets	3,615	5,054
Amortisation and impairment	40,100	44,449
Loss on disposal of property, plant and equipment	-	97
Gain on assets held for sale	-	-11,795
Provision for credit losses	224,050	271,734
Interest income	- 2,166,836	-2,088,895
Interest expense	403,524	342,560
Interest expense on lease liability	1 122 260	1,157
	-1,133,360	-1,128,289
Changes in operating assets and liabilities Loans to members	121 070	55.055
	121,979	-55,955
Saving deposits	1,120,986	1,362,726 203,181
Voluntary shares & deferred shares Other assets	213,797 3,138	28,090
Other non-interest-bearing liabilities	-56,225	5,573
Due to other institutions	-30,223	-6,311
External credit	-142,233	-113,856
External credit	128,081	295,159
Interest received	2,070,753	2,092,993
Interest paid	-403,524	-330,913
Net cash provided by operating activities	1,795,310	2,057,239
recount provided by operating activities	1,770,010	
CASH FLOWS FROM INVESTING ACTIVITIES		
Financial investments	-1,211,191	-1,226,067
Purchase of property, plant and equipment	-39,838	-111,174
Proceeds on disposal of property plant and equipment	-	30
Net cash used by investing activities	-1,251,029	-1,337,211
CASH FLOWS FROM FINANCING ACTIVITIES		
Permanent shares	9,904	8,852
Entrance fees	2,579	2,045
Dividends on membership shares	-13,741	-13,938
Lease payment	-4,504	-3,358
Net cash used by financing activities	-5,762	-6,399
Increase/(decrease) in cash and cash equivalents	538,519	713,629
Cash equivalents at beginning of year	2,084,426	1,370,797
Cash equivalents at end of year	2,622,945	2,084,426
Comprised of:		
Liquid Assets: Earning	2,335,331	1,921,979
Liquid Assets: Non-earning	287,614	162,447
	2,622,945	2,084,426

(A Society Registered Under the Co-operative Societies Act)

Notes to the Financial Statements for *the twelve-months ended* December 31, 2022 (Unaudited) (expressed in Jamaican Dollars unless otherwise indicated)

Identification

Community & Workers of Jamaica Co-operative Credit Union Limited (C&WJCCUL) ("Co-operative") is incorporated under the laws of Jamaica and is registered under the Co-operative Societies Act ("Act") and has its registered office at 51 Half Way Tree Road, Kingston 10.

On August 1, 2019, C&WJCU Holdings Limited was formed with initial ownership of 100% by Community & Workers of Jamaica Co-operative Credit Union Limited. The principal activity of C&WJCU Holdings Limited is the holding of loan portfolios from non-members of the Credit Union. The Company is incorporated in Jamaica. The Company started trading in January 2020.

The Co-operative's Subsidiary, which together with the Co-operative are referred to as "The Group".

Membership in the Co-operative is limited to:

- (A) All registered societies and:
 - (i) Employees and ex-employees of Cable & Wireless Jamaica Limited and its successor and predecessor Companies.
 - (ii) Any person engaged in the provision of telecommunication services in Jamaica including regulators and contractors or sub-contractors of Cable & Wireless Jamaica Limited or its successor and predecessor companies.
 - (iii) Employees and ex-employees of corporate subscribers to telecommunication service in Jamaica.
 - (iv) Persons living and working in the parish of Clarendon.
 - (v) Persons working in Marine and Allied Industries in Jamaica.
 - (vi) Employees of members.
 - (vii) Minors, whether or not they are wards or children or grandchildren of members.
 - (viii) Persons working, living or who were born in the parish of Westmoreland.
 - (ix) Relatives and spouses of members. Relatives are specified as father, mother, son, daughter, grandchildren, brother, sister, aunt, uncle, niece and nephew.
- (B) Members and persons eligible to be members of the Credit Unions that merged with this society [Marine and Allied Industries Co-operative Credit Union, Clarendon Co-operative Credit Union, Westmoreland Co-operative Credit Union, ICD & Associates Co-operative Credit Union, National Water Commission Co-operative Credit Union, Desnoes and Geddes Employees Co-operative Credit Union Limited, St. Elizabeth Co-operative Credit Union Limited (STECCUL)].

PROVIDED THAT any person admitted to membership has attained the age of sixteen (16) years.

(A Society Registered Under the Co-operative Societies Act)

Notes to the Financial Statements for *the twelve-months ended* December 31, 2022 (Unaudited) (expressed in Jamaican Dollars unless otherwise indicated)

1. Identification (continued)

The Co-operative's main activities are:

- (i) The promotion of thrift;
- (ii) The provision of loans to members exclusively for provident and productive purposes; and
- (iii) To receive the saving of its members either as payments on share or as deposits.

The Co-operative Societies Act requires amongst other provisions, that at least 20% of the net surplus of the Co-operative be transferred to a statutory reserve fund.

The Co-operative is exempt from Income Tax under Section 59 (1) of the Co-operative Societies Act and Section 12 of the Income Tax Act

2. Statement of compliance and basis of preparation

(a) Basis of preparation

The Group's condensed Consolidated Interim Financial Statements for the twelve months ended December 31, 2022 have been prepared in accordance with International Financial Reporting Standards (IFRS). The condensed Consolidated Interim Financial Statements should be read in conjunction with the accounting policies as set out in the Audited Financial Statements for the year ended December 31, 2021.

(b) Basis of consolidation

Subsidiaries are entities over which the Group has power to govern the financial and operating policies, generally accompanying a shareholding of more than one half of the voting rights.

The Consolidated Financial Statements present the results of operations and financial position of the Group and it's Subsidiary.

Intercompany transactions, balances and unrealised gains on transactions between Group Companies are eliminated; unrealised losses are also eliminated unless cost cannot be recovered. The Subsidiary's accounting policies are consistent with the policies adopted by the Group.