

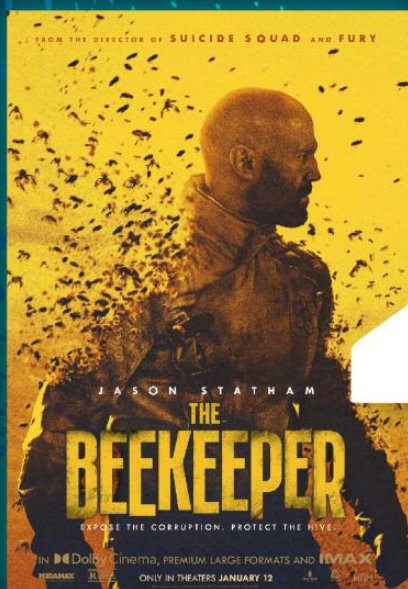
THE PALACE



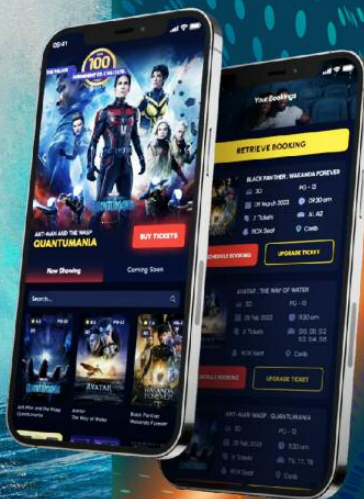
AMUSEMENT CO. (1921) LTD.

# ANNUAL REPORT 2023

Experience the Action!



# 4DX



# Our Vision

... to remain in the vanguard of the industry, with cutting edge technology and quality, timely box office releases.

# Our Mission

... to ensure that cinema remains a preferred option and that the audience enjoys the ultimate movie experience, complete with the best available technology and first class customer service, all in an atmosphere of comfort and relaxation.



# 4DX

Palace Amusement Company has taken bold steps and is keeping pace, in a technologically advanced world. Cinema in Jamaica is Twenty First Century and growing.

The terms "movies" and "Palace Amusement Company" are synonymous here in Jamaica,

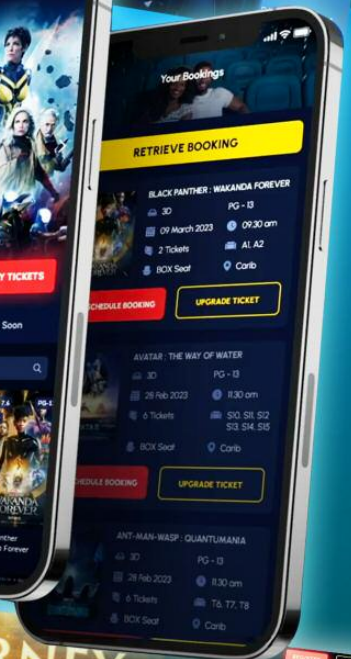
where many patrons hold cherished memories of their special experience.

Movie-going is much more than mere entertainment, it is a catalyst for love; relationships; marriage - the stuff that life is made of!



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[www.palaceamusement.com](http://www.palaceamusement.com)

# Chairman’s Message

Our **Reimagining Cinema** thrust is a continuation of our drive to remain in the vanguard of the film industry and we are proud to announce that by year end into early 2024, **State-of-the-Art 4DX Technology** will be a phenomenon at our flagship Carib 5 cinema.

In our last release, we told you there was more to come and the Palace adventure continues as we move boldly into 2nd Century Orbit.

With 4DX, the cinematic adventure will no longer be confined to the screen, you will - Experience the Action! 4DX pulls you smack dab into the magic of the movies, complete with an immersive multi-sensory cinematic experience - including synchronized motion seats, environmental effects such as rain, wind, fog, scent and more.

This move has been part of our plot and its implementation is timely as we move into even more exciting scenarios where directors and production houses are upping their game with the movie experience; so too is the steady increase in the number of concerts being filmed for the Big Screen as patrons are not just watching the action but are now part of the adventure.

Our recently introduced user-friendly Digital App and interactive Website have made our patrons happy. We are glued to their feedback in order to tweak and improve where possible, to ensure their satisfaction and ease in online shopping for movie tickets, selecting box seats and, of course, which film they would like to see, while gifting tickets to family and friends.



**DOUGLAS GRAHAM**  
Chairman and Managing Director



The Directors’ Report and Management Discussion and Analysis give details of operating developments throughout the year. There are still bumps in the road but the show must go on and we stand by our commitment to continue to deliver our best.

**OUR NEW WEBSITE AND MOBILE APP ARE NOW HERE!**

GET IT ON Google Play | Download on the App Store

# Notice Of Annual General Meeting

**NOTICE IS HEREBY GIVEN** that the Annual General Meeting of The Palace Amusement Company (1921) Limited will be held on **Tuesday, 23 January 2024, at Carib Theatre, 93A Slipe Road, Kingston 5, at 2:00 p.m.** for the following purposes:

## ORDINARY BUSINESS:

1. To receive the Report of the Directors, the Auditors' Report and Audited Financial Statements of the Company for the year ended 30 June 2023:

### Resolution 1

**"RESOLVED THAT** the Audited Financial Statements of the Company for the year ended 30 June 2023, and the Reports of the Directors and Auditors thereon, be hereby adopted."

2. Re-election of Directors

### Resolution 2

(a) **"RESOLVED THAT** Director Melanie Graham, who retires by rotation and being eligible for re-election, be and is hereby re-elected a Director of the Company."

(b) **"RESOLVED THAT** Director Elon Beckford, who retires by rotation and being eligible for re-election, be and is hereby re-elected a Director of the Company."

3. To fix the remuneration of the Directors or to determine the manner in which such remuneration is to be fixed. To consider and, if thought fit, pass the following resolution.

### Resolution 3

**"RESOLVED THAT** the Directors be and are hereby authorised to fix their remuneration for the ensuing year."

4. To appoint the Auditors and authorise the Directors to fix the remuneration of the Auditors.

### Resolution 4

**"RESOLVED THAT** PricewaterhouseCoopers, Chartered Accountants of Scotiabank Centre, Cnr. of Duke & Port Royal Streets, having agreed to continue to serve as Auditors, be and are hereby appointed Auditors of the

Company to hold office until the conclusion of the next Annual General Meeting at a remuneration to be fixed by the Directors of the Company."

## SPECIAL BUSINESS:

**"RESOLVED THAT** the existing Articles of Incorporation of the Company be amended as follows:"

### By inserting a New Article 150:

#### Hybrid & Virtual Meetings

- (1) To the extent permitted by law, the Company may, in lieu of holding a Physical Meeting, convene and hold a meeting of its members as a:
  - (a) Hybrid Meeting; or
  - (b) Virtual Meeting, and a Hybrid Meeting or Virtual Meeting shall be identified as such in the Notice convening such meeting.
- (2) For the purpose hereof:
  - (a) "Hybrid Meeting" means a meeting held simultaneously, by Electronic Means, as well as at a physical venue in which attendees, whether by Electronic Means or present in person, simultaneously attend and participate in the proceedings of the meeting in real time;
  - (b) "Virtual Meeting" means a meeting in which the attendees participate from numerous physical locations, whether inside or outside of Jamaica, through the facility of the internet or intranet by use of integrated audio and video, chat and messaging tools, and application-sharing software, by Electronic Means; and
  - (c) "Physical Meeting" means a meeting in which all attendees (a) are physically present

## Notice of Annual General Meeting (Continued)

together in one location and (b) participate in the business of the meeting and interact with each other, face to face.

- (3) Notwithstanding anything to the contrary in these Articles, the Notice of a Virtual Meeting need not specify a place as a physical location, but shall include an electronic or virtual location or details sufficient to facilitate the attendance by members at an electronic or virtual location, and such a meeting shall be recorded as held in Jamaica. The Notice of a Hybrid Meeting shall specify a physical location and an electronic or virtual location.
- (4) If the Company holds a Hybrid Meeting, it shall have power to limit the number of persons in attendance at any physical venue to such number as is reasonable in all the circumstances.
- (5) Where the Company holds a Hybrid Meeting or a Virtual Meeting, the use of Electronic Means for the purpose of enabling members to attend such meetings may be made subject only to such requirements and restrictions as are:
  - (a) Necessary to ensure the identification of the members of the Company, and the security of the electronic communication; and
  - (b) Necessary to provide reasonable evidence of the entitlement of any person, who is not a member, to attend such meeting.
- (6) A member who attends a Hybrid Meeting or a Virtual Meeting by Electronic Means shall vote by Proxy, or by such alternative means including the use of electronic voting, as may otherwise be determined by the Company. Notwithstanding anything to the contrary contained in these Articles, a Proxy Form may be returned to the Company by any Electronic Means prescribed by the Company, and this shall be deemed as deposited at the registered office of the Company and valid, provided that the Company is able to identify that it has been duly stamped in accordance with the applicable law.
- (7) A member who participates in a general meeting, which is either a Hybrid Meeting or a Virtual Meeting, is deemed to be present at the general meeting and shall count to constitute a quorum. Any Hybrid Meeting or Virtual Meeting is deemed to have been convened and held in Jamaica and shall be governed by the laws of Jamaica.
- (8) Any failure of technology or any failure or inability of a member to attend or remain in a meeting held in accordance with these Articles, as a result of a mistake or of events beyond the control of the Company shall not constitute a defect in the calling of such a meeting and shall not invalidate any resolutions passed or proceedings taking place at that meeting, provided that a quorum is present at all times.

### By inserting a New Article 151:

- 1A. A document or information required to be sent may be sent: -
  - (a) In an "Electronic Form" if it is sent or supplied in an electronic form (for example by electronic mail, facsimile), or by other means while in an electronic form (for example by sending a QR code, computer disk, post or hand delivery).
  - (b) By "Electronic Means" if it is sent: -
    - (i) Initially and received at its destination by means of a computer, laptop, tablet, mobile phone, scanning devices, QR code, automated or photographic devices or other electronic equipment for the processing (including digital compression), downloading or storage data;
    - (ii) Entirely transmitted, conveyed and received by wire, by radio, optical means scanning devices, QR code, mobile phone, tablets, iPad, laptops, computers or other electromagnetic means;
    - (iii) By posting links to access documents or information via the Company's website;



## Notice of Annual General Meeting (Continued)

1B. Where in these Articles of Incorporation it is provided that a document or information may be sent in electronic form or by Electronic Means, it means that the Company may send the document or information in electronic form or by Electronic Means, if the intended recipient has consented or is deemed to have consented in writing to such document or information being sent to the shareholder in that form or by that means, and has provided the Company with an electronic address at which such document or information may be sent in electronic form or by Electronic Means. In the event that the Company requests any shareholder to consent to any document being sent to that shareholder by electronic form or by Electronic Means and such shareholder does not respond within 7 working days, he or she shall be deemed to have consented to such document being sent to him or her in the electronic form by Electronic Means in the manner proposed, and if he or she has not provided an Electronic Address to the Company, he or she shall be deemed to have consented to such document being sent or served upon him or her by uploading same to the Company's website.

1C. In the event that the Company uploads a document to its website and/or the Jamaica Stock Exchange's Website and publishes a Notice in a daily newspaper that it has done so, then such document shall be deemed to have been served or given to its shareholders.

Dated this 23rd day of October, 2023.

**BY ORDER OF THE BOARD**



**Nedra Bailey**  
Company Services Limited  
Company Secretary

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*Please note: A member entitled to attend and vote at this Meeting is entitled to appoint one or more proxies to attend and vote in his/her stead; Such proxies need not be Members of the Company. Instruments appointing proxies (a specimen of which has been circulated to members along with the Company's Annual Report) must be deposited with the Company Secretary at 6 ½ Hillview Avenue, Kingston 10 or at the registered office of the Company, 1A South Camp Road, Kingston C.S.O. Jamaica, not less than forty-eight (48) hours before the Meeting.*

*The Proxy Form, to be valid, shall bear the stamp duty of \$100.00 and shall be signed.*



# Directorate & Corporate Data

## DIRECTORS

Douglas Graham\* , Chairman  
Elon Beckford, Vice Chairman  
Steven Cooke\*  
Heather Facey  
Charles "Scott" Graham\*  
Melanie Graham\*  
Carol Lee\*  
Douglas Stiebel  
Brian St. Juste

## ATTORNEYS

Phillipson Partners  
Livingston, Alexander & Levy

## BANKERS

VM Group  
Bank of Nova Scotia Jamaica Ltd.  
National Commercial Bank Jamaica Ltd.

## COMPANY SECRETARY

Company Services Limited

## FINANCIAL CONTROLLER

Carol Lee

## REGISTERED OFFICE

1A South Camp Road  
P.O. Box 8009  
C.S.O. Kingston  
Tel: (876) 928-1240,8-9  
Fax: (876) 928-5632  
Email: [info@palaceamusement.com](mailto:info@palaceamusement.com)

## AUDITORS

PricewaterhouseCoopers  
Scotiabank Centre  
Cnr Duke & Port Royal Streets  
Box 372, Kingston, Jamaica  
[www.pwc.com/jm](http://www.pwc.com/jm)

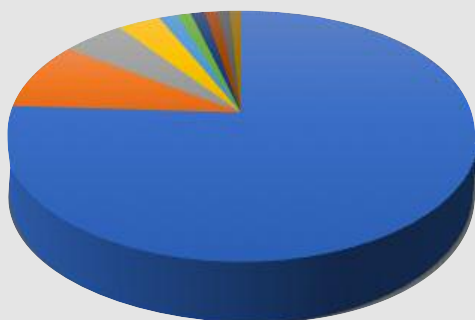
\* Full Time Executive Compensation Guidelines can be viewed on the Company's website: [www.palaceamusement.com](http://www.palaceamusement.com)

\* Full Time Executive



# Shareholdings of Note

## 10 Largest Shareholders



NAME	HOLDINGS	%
Russgram Investments Limited	568,603,800	65.9
Charles "Douglas" Graham	66,676,200	7.7
Bridgeton Management Services	37,588,200	4.4
Herbert Sharpe	25,924,200	3.0
Juanita Alberga	11,196,000	1.3
Roman Catholic Archbishop of Kingston	8,568,000	1.0
Exors. Est. Effie May Phillips (Deceased)	8,532,000	1.0
Elmar Development Limited	8,440,200	1.0
Est. Olive Lamb Sharp (Deceased)	7,192,800	0.8
Melanie Graham	6,868,800	0.8

## Directors and Connected Parties

Name	Holdings
<b>Charles "Douglas" Graham</b>	66,676,200
Connected Party Holdings	575,472,600
<b>Melanie Graham</b>	6,868,800
Connected Party Holdings	66,676,200
<b>Elon Beckford</b>	5,875,200
Connected Party Holdings	8,440,200
<b>Charles "Scott" Graham</b>	1,916,400
Connected Party Holdings	NIL
<b>Steven Cooke</b>	600,000
Connected Party Holdings	NIL
<b>Douglas Stiebel</b>	600
Connected Party Holdings	NIL
<b>Brian St. Juste</b>	600
Connected Party Holdings	NIL
<b>Heather Facey</b>	600
Connected Party Holdings	NIL
<b>Carol Lee</b>	600
Connected Party Holdings	NIL

# Corporate Governance

The Board of Directors of The Palace Amusement Company (1921) Limited continues to be committed to Corporate Governance structures and practices, which serve the interest of all stakeholders, including shareholders, movie patrons and employees.

Its fundamental principles are rooted in fair, transparent and accountable practices. These guidelines are listed on the Company's website and are subject to review annually.

There are no restrictions on the number of Committees on which a Director may sit.

The Corporate Governance Committee consists of five Board members, two executive Directors and three non-executive Directors, and they meet at least once per year.

The Investment, Risk Management and Audit Committee consists of six members, two executives, three non-executives and the Financial Controller, and they meet at least six times each year.

## Board Role And Structure

**A. General.** The Company's business is conducted by its employees, managers and officers, under the direction of the Chairman and Chief Executive Officer (CEO) and the oversight of the Board, to enhance the value of the Company for its stockholders. The Board oversees management and aims to ensure that the long-term interests of stockholders are being served. Both the Board and management recognize that the interests of stockholders are advanced by responsibly addressing the concerns of other stakeholders and interested parties, including employees, movie patrons, suppliers, communities, governmental bodies and the public at large. Members are encouraged to exercise independent judgement in carrying out their responsibilities.

**B. Functions.** In addition to general oversight of management, the Board, either directly or through one or more of its

Committees, also performs a number of specific functions, including:

- (1) Reviewing, monitoring and, where appropriate, approving fundamental financial and business strategies and major corporate actions;
- (2) Overseeing management's assessment of major risks facing the Company and options for mitigation as well as the adequacy of financial controls; and
- (3) Ensuring processes are in place for maintaining the integrity of the Company, including the integrity of the financial statements, compliance with law and ethics, the integrity of relationships with movie patrons and suppliers, as well as relationships with other stakeholders.
- (4) Ensuring timely and accurate disclosure of information to stockholders and the Jamaica Stock Exchange.

**C. Board Size.** It is the policy of the Board that the number of Directors shall not exceed an amount that can function efficiently as a body and is in keeping with the maximum number as per its Articles of Association. The Corporate Governance Committee, in consultation with the Chairman of the Board and the CEO, makes recommendations to the Board concerning the appropriate size and needs of the Board.

**D. Board Composition.** The members of the Board have been chosen from industries and areas that impact the nature of the business.

## Director Selection And Evaluation

**Board Membership Criteria.** Directors should possess the highest personal and professional ethics, integrity and values, and be committed to representing the long-term interests of stockholders. The Corporate Governance Committee (which also serves as the Nominating Committee) is responsible for:

- the determination of the appropriate skills and characteristics required of Board members and candidates for the Board, which should include, among other things, independence, considerations of character, judgment, and personal and professional integrity, ability to read and understand corporate financial statements;

## Corporate Governance Guidelines (Continued)



*Carol Lee, Director, Financial Controller, addresses attendees at the 2022 AGM*

willingness to commit sufficient time to attend to his or her duties and responsibilities as a member of the Board;

- qualifications for membership on certain committees of the Board; any potential conflicts of interest;
- make up and diversity of the Company's existing Board;
- age;
- relevant professional skills and depth of business experience;

all in the context of an assessment of the perceived needs of the Board at that point in time.

- A. Procedure for Selecting Nominees.** The Corporate Governance Committee is responsible for the screening of Director candidates. Nominees presented are recommended by the Corporate Governance Committee to the full Board for their approval and election of the new Director.

- B. Majority Voting for Directors.** The Board endorses the principle of using a majority vote standard for non-contested elections as set forth in the Company's Articles of Association.
- C. Retirement Age.** There is no current policy of the Board for a retiring age of Directors and this is an area for consideration by the Corporate Governance Committee.

### Board Operations

#### A. Director Compensation

Compensation for Directors is such as to attract, retain and encourage non-executive Directors to carry out their duties to the highest quality. It, therefore, reflects time, commitment and responsibilities.

#### Meetings

- 1. Number of Meetings.** The Board generally meets at least five times annually. The Sub-Committees also meet throughout the year.
- 2. Agenda Preparation.** The Chairman of the Board as well as the CEO, if different from the Chairman of the Board and the Corporate Secretary, in consultation with the Independent Directors, will establish the agenda for each Board meeting. Each Director may recommend agenda items, and is free to raise any subject that is not on the agenda for a particular meeting.
- 3. Attendance at Annual Stockholder Meeting.** Each Director is encouraged to attend the Company's annual meeting of stockholders.

### Confidentiality And Non-Disclosure

Directors are required to maintain the confidentiality of all information regarding Board proceedings and deliberations, and all information regarding the Company and its officers, and affiliates that is learnt in his or her capacity as a Director of the Company. Directors may not use confidential information for their own personal benefit or for the benefit of persons or entities outside the Company, or in violation of any law or regulation, including insider trading laws and regulations.

## Corporate Governance Guidelines (Continued)

The Board believes that management speaks for the Company. Individual Board members may, from time to time, meet or otherwise communicate with various constituencies that are involved with the Company. However, it is expected that Board members would speak for the Company only with the knowledge of management, and, in most instances, at the request of management. In those instances where comments from the Board are appropriate, they should, in most circumstances, come from the Chairman.

**Compliance with Policies.** Directors shall comply with the “Policy Regarding Securities Trades By Company Personnel,” “Insider Trading Policy,” “Related Person Transaction Policy” and “Code of Ethics,” which have been adopted by the Company.

**Disciplinary Measures.** Directors may be subject to disciplinary action for the failure to comply with the Code of Conduct, Code of Ethics and other applicable Company policies, including policies regarding securities trades by Company personnel and related party transactions. The Corporate Governance Committee (other than the Director whose conduct is at issue, if such a Director is a member of the Corporate Governance Committee) will consider and make recommendations to the full Board.

Any breach should be reported to the Company Secretary, who should promptly disclose same to the Jamaica Stock Exchange.

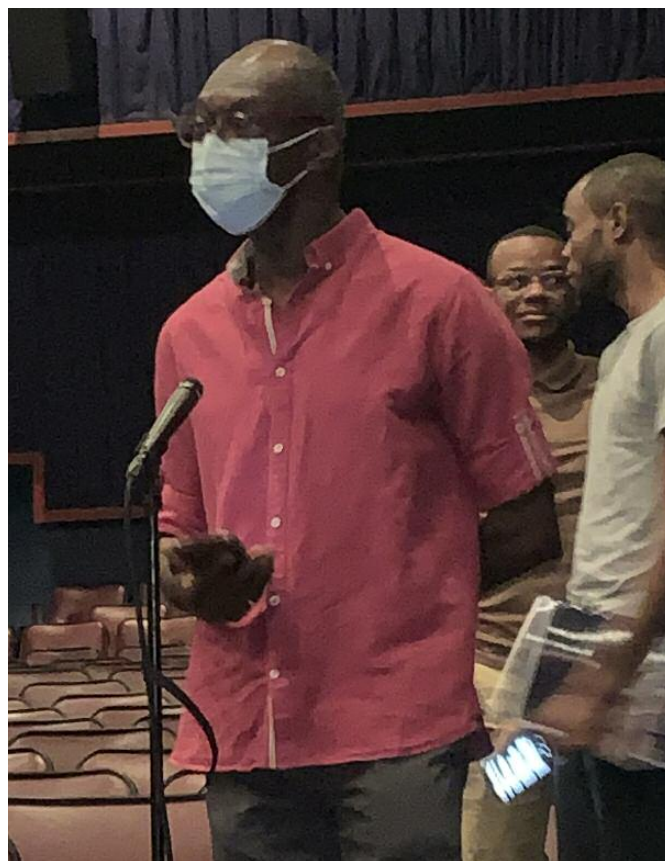
### Management Oversight

- A. Executive Compensation.** The Executive Directors administer the Company’s compensation plans, including its equity incentive plan and its deferred compensation plan.
- B. Management Succession Planning.** The ultimate responsibility for the selection of a successor CEO resides with the Board.

### Assessment Of Board Effectiveness And Review Of Corporate Governance Guidelines

The Board believes it is appropriate to review its own effectiveness annually, including its corporate governance policies and practices. The Corporate Governance Committee has the responsibility to report to the Board the results of its analysis and any recommendations following each such review. Any Director is free to make suggestions to improve the Board’s practices at any time and is encouraged to do so.

The Corporate Governance Committee’s assessment of the Board should be made with respect to the Board’s contribution as a whole and is focused on areas in which the Board and/or management believe a better contribution could be made.



*Marston Gordon, shareholder, asks a question at the Annual General Meeting.*

# Directors' Report

The Board of Directors is pleased to advise shareholders of the major turnaround in our financial year ended 30 June 2023.

Patrons continued to return to the cinema and the year ended with a profit as a result of the improvement in revenues.

In reflecting on the Company's fortunes to date, we are mindful of the distress that our Management and Staff have undergone and the sacrifices made as a result of the dislocation caused by the pandemic, and we are grateful for the assistance given by our financiers in providing the working capital to tide us over the period to this point.

## Group Results

The Company's 2023 financial year rebounded significantly over the prior year, as moviegoers opted for the prime entertainment of the big screen. The recovery of the Company's well-being began in the summer of 2022, with patrons visiting the cinemas in their thousands – post COVID-19 no movement days and curfews.

Revenues for the 2023 year climbed to \$1.5 billion from \$649 million in the prior year. The financial year ended with an operating profit of \$47.6 million before taxation, a major turnaround from the significant loss of \$267.6 million in the prior year. More details of the year's operations are included in the Management Discussion and Analysis (MD&A).

Additionally, at the Annual General Meeting held on 24 January 2023, shareholders voted to increase the Company's authorised share capital from 1,500,000 shares of no par value to an unlimited number of ordinary shares, and they also agreed to a stock split. The latter resulted in each ordinary share being divided into 600 ordinary shares, effective 28 February 2023, and the total issued share capital of the Company increasing from 1,437,028 ordinary shares of no par value to 862,216,800 ordinary shares of no par value.

Earnings per stock unit at the end of the June financial year stood at \$0.27.

The Board is not recommending the payment of a dividend, as the Company continues to strive to return to a solid financial position.

## Directors

In accordance with Article 95 of the Company's Articles of Incorporation, the Directors retiring from office by rotation are Melanie Graham and Elon Beckford, who, being eligible, offer themselves for re-election.

The Finance and Audit Committee discharged its duties with respect to:

- Compliance with internal controls and external regulatory requirements
- Compliance with accuracy and consistency in financial reporting
- Oversight of the operational and cash flow decision making
- Assessment of the Company's risk exposure and mitigating options.

The Committee includes three (3) non-executive Directors – Elon Beckford, Douglas Stiebel and Heather Facey. There were six (6) meetings in the financial year at which the Chairman/Managing Director and Financial Controller were in attendance.

## Auditors

PricewaterhouseCoopers have indicated their willingness to continue in the office of Auditors for the Company.

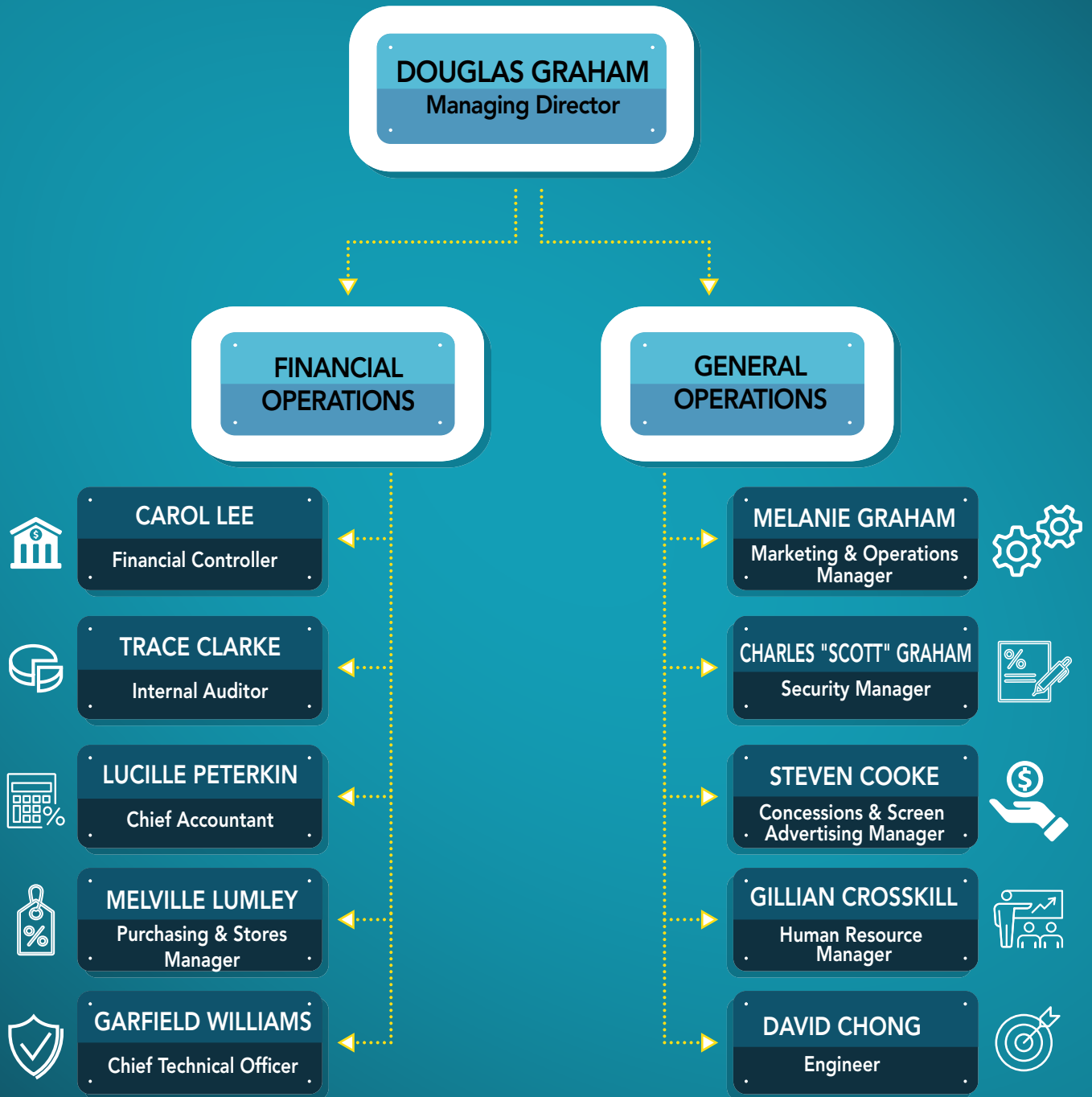
## Acknowledgements

The Directors wish to express their appreciation to the Management and Staff of the Group for their dedication and commitment as we continue the journey towards full recovery.

### Douglas Graham

Chairman  
23rd October 2023

# Management Team



# Management Discussion & Analysis

The Management of Palace Amusement Company (1921) Limited presents to you, our Shareholders, a review of the year ended June 2023 and the Financial Statements detailed in the Annual Report.

## The Company

Palace Amusement Company (1921) Limited, a leading exhibitor and distributor of motion pictures, is publicly listed and was originally registered on the Kingston Stock Market prior to the advent of the Jamaica Stock Exchange, which commenced trading activities in 1969.

The Company's cinema circuit comprises:

**Carib 5** Cross Roads, Kingston

**Palace Cineplex** Sovereign Centre, Liguanea, St. Andrew

**Sunshine Palace** Sunshine Outlet Mall, Portmore Pines, St. Catherine

**Palace Multiplex** Fair View Shopping Centre, Bogue, Montego Bay

## Year In Review

After the major disruption to our business following the COVID-19 period, Palace Amusement is pleased to report that the 2023 financial year reflects a strong rebound in revenues amounting to \$1.5 billion, a 134 percent increase over the previous year's \$649 million. The bright lights of the

**CINEMA RENTAL**

**BUSINESS MEETINGS, PRESENTATIONS**

**WEDDINGS, ANNIVERSARIES & ENGAGEMENTS**

**BRAND & PRODUCT LAUNCH EVENTS**

**BIRTHDAY**

**PARTY**

VISIT OUR WEBSITE  
**WWW.PALACEAMUSEMENT.COM**

## Management Discussion and Analysis (Continued)

cinema drew patrons to the big screens to watch top performers, *Avatar: The Way of Water*, *Barbie*, *Black Panther: Wakanda Forever*, *John Wick: Chapter 4*, *Mission Impossible: Dead Reckoning Part One*, *The Super Mario Bros.* movie, as well as *Spider-Man: Across the Spider-Verse*, *The Little Mermaid* and *Transformers: Rise of the Beast*.

K-pop concerts and World Tours, (named by fans of popular music and live entertainment originating in South Korea), which has a large and growing following among young people in Jamaica, were showcased on our Big Screens with *BTS: Yet to Come - Encore in cinemas* in February, followed by *SUGA: ROAD TO D-DAY & JHOPE IN THE BOX*, in March – both concerts performed well at the box office.

Box office receipts vastly improved across all the cinemas with an exceptional outturn in revenues at Palace Cineplex of \$120 million in contrast to just \$10 million in the 2022 period (substantially attributed to the delayed re-opening of that location in May of 2022), followed by Palace Multiplex with \$189.7 million versus \$61.4 million, Carib Cinema with \$327 million compared to \$142 million and Sunshine Palace with an increase of 138 percent, moving from \$88.6 million in 2022 to \$211.6 million. Film rentals also contributed \$488.1 million, an increase of 110 percent over the prior year; all this, as a result of a return to normal operations and show times with a substantial product offering.

The New Kingston Drive-in was closed early in the year and as such its contribution to revenues was negligible.

There was more to celebrate as the year's attendance surged to just below 90 percent of pre-pandemic levels, with almost 200,000 patrons in the last quarter – numbers not seen since the release of *Black Panther* in 2018.

The Group generated Gross Profit amounting to \$297 million in the fiscal year, a major turnaround from a loss of \$57 million in the prior period. Attendant with improved revenue, direct expenses climbed from \$706 million to \$1.2 billion, in response to increased operational activity levels. Administrative expenses rose from \$174 million to \$208 million.

Profit levels before taxation bounced back from a loss of \$267.6 million in 2022 to a profit of \$47.6 million in 2023. Profit after tax amounting to \$228 million was boosted by a tax credit of \$181 million - with the recognition of a tax asset recorded from tax losses incurred in the 2021 and 2022 fiscal years, compared with a loss of \$261 million in 2022. All this translated to net profit attributable to shareholders of the Company in 2023 and an Earnings per share of \$0.27 versus negative Earnings of \$0.30 in 2022.

Despite losses incurred over the previous two years, the Group still maintains positive shareholders' equity of \$581 million, up from \$383 million in the previous year.

The Net Debt declined from \$928 million to \$770 million (see Note 29), as a result of renegotiations in the agreements for the leased properties. The amounts outstanding on the financing provided by our Bankers, during the difficult period we endured, remained unchanged at the financial year end – but will be reduced by a bullet payment of \$107 million when the moratorium period ends in October 2023.

Current assets stand at \$503 million versus \$407 million in the prior year and current liabilities have moved up from \$463 million to \$673 million, primarily due to the imminent end of the moratorium period and partial payout of the loan as previously discussed.

Going forward, the expectation is for cash flow surpluses from improved revenues to assist in the recovery plan. Even as we continue to assess economic and market conditions, the Group is committed to improving its operational efficiency, which includes determining the best use for under-utilised assets.

### Stock Split

At our Annual General Meeting on 24 January 2023, shareholders approved a change in the Company's capital structure, resulting in a 600 to one stock split, effective 28 February 2023. The change increased the total issued shares from 1,437,028 ordinary shares to 862,216,800 ordinary shares. Since the split, the shares have traded frequently, achieving the objective and providing a much higher level of liquidity than in recent years.



# Management Discussion and Analysis (Continued)

## Outlook

With the uptick in revenues and movie attendance, we are of the view that the positives bode well for the future. Post year end, the Company launched a new interactive Website and Digital App in September. This has improved efficiency in ticket sales and the selection of box seats, while empowering patrons with the ease of planning ahead for their movie entertainment as well as purchasing for corporate or personal use.

By the end of calendar year 2023, the implementation of state of the art 4DX technology, another major innovation, will further enhance the movie experience as a premium entertainment option.

National Cinema Day, held in August, was another big performer and a hit with patrons who were gifted movie tickets at the nominal price of \$650 across all price categories. Almost 7K of our patrons visited our locations, just marginally less than the previous year's Back to Cinema Day - and largely related to available releases.

This new calendar event is one of the many ways in which the Company is striving to make patrons *The Star of our Show* and is also in keeping with the National Theatre Owners Association's (NATO) drive for improved market awareness of the film industry.



Palace Amusement was one of the earliest foreign members of NATO, which is the largest exhibition trade organization in the world, representing roughly 32,000 movie screens in all 50 states in the U.S.A, and additional cinemas in 81 countries worldwide.

Despite the recent five-month Hollywood writers' strike,

production houses are pulling out all the stops to release films that are waiting in the wings, especially during the upcoming holiday period and the new year.

The Company remains optimistic that Alternative Content will continue to grow and deliver good returns to the bottom line. In October 2023, Palace screens showcased multi Grammy-awarding winning singer/songwriter, Taylor Swift in her celebrated *ERAS TOUR* concert. Plans are underway to showcase among other coming events, the highly anticipated - *RENAISSANCE: A FILM BY BEYONCÉ* - a mega concert tour by the celebrated singer/songwriter in December 2023.

## Pending Releases

Among the line up for the holiday period are - the highly anticipated *Aquaman* and the *Lost Kingdom* with Jason Momoa reprising his lead role, *The Hunger Games: The Ballad of Songbirds & Snakes* with Oscar® winner, Viola Davis and Peter Dinklage, *Migration*, an animated family film, Warner Bros' *Wonka*, a musical fantasy with Oscar® nominee, Timothée Chalamet, *The Marvels*, a superhero film based on Marvel comics, and the animated comedy, *Trolls Band Together*.



Among the 2024 list of films are - *Bob Marley: One Love*, *Captain America: Brave New World*, *Kraven The Hunter*, *Bettlejuice 2* and *Marvels - Madame Web* and *Thunderbolts*.

The Company's Management and Staff remain committed to the task of maintaining and improving the movie experience while delivering positive results to our shareholders and investors.

# Customer Service & Rewards Programme

Movie-going remains a staple in local entertainment. We think of our patrons as part of our Palace Amusement Family and have designed customer service and rewards programmes to captivate them as they make it the movies again and again.

## New Mobile App and Website



Patrons are now familiar with our new interactive website and mobile app for both iOS and Android. They can log on to experience the convenience of buying tickets, selecting box seats and seeing the movies scheduled for their cinema of choice - all designed to make their purchase fast, intuitive and very easy.

## E-Gifts

Once logged in as a member, which can now be done using Google credentials or any popular social media profile, patrons can purchase electronic gift cards in any denomination. This can be sent as a gift to any loved one or friend, and makes the ideal gift. For now, this card is redeemable, only online, through our website and mobile app and can be used to purchase tickets.

## Movie Vouchers

Available in batches with a minimum purchase of six vouchers at our Box Office; these discounted tickets are also great for gifting.

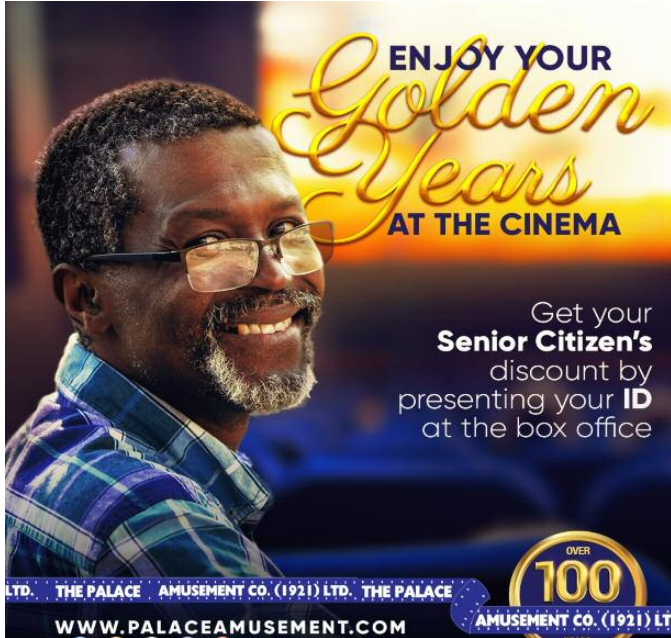


Palace Amusement is also listed as a merchant on the GiftMe platform, which is another option to purchase digital Gift Cards.

## Half Off

This special on movie tickets is available for late shows on Mondays and matinees on Tuesdays, in addition to occasions such as Valentine's Day, Mother's Day, Father's Day, Christmas Eve and New Year's Eve.

# Customer Service & Rewards Programme (Continued)

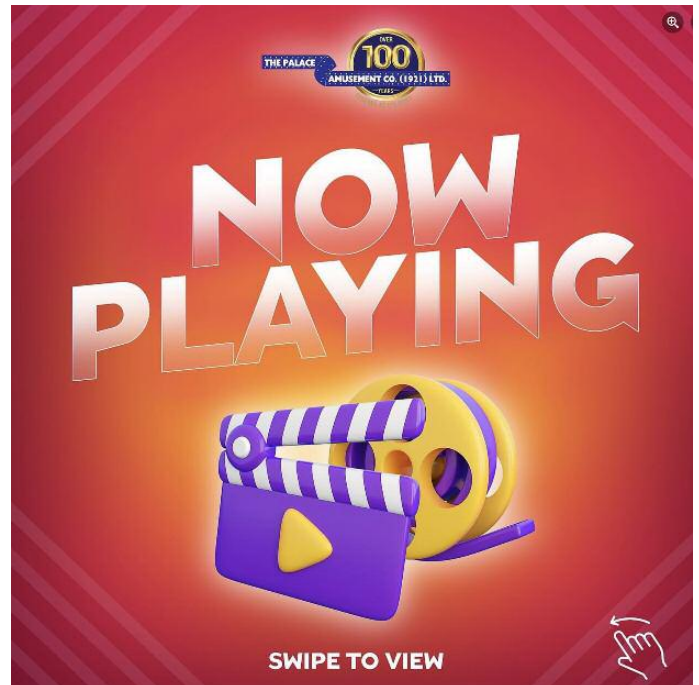


## National Cinema Day

Now an annual feature – we will continue to offer patrons one day at the movies with all tickets at one super low price.

## Social Media

Our platforms IG, FB, X and YouTube are integral to sharing information and communicating with our patrons in real time. We are continuing to grow and develop our outreach, including partnerships with other companies.



*Movie-going is great fun for family and friends.*

# Audited Financial Statements

Year ended 30 June 2023



## Independent auditor's report

To the Members of The Palace Amusement Company (1921) Limited

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

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### Our opinion

In our opinion, the consolidated financial statements and the stand-alone financial statements give a true and fair view of the consolidated financial position of The Palace Amusement Company (1921) Limited (the Company) and its subsidiaries (together 'the Group') and the stand-alone financial position of the Company as at 30 June 2023, and of their consolidated and stand-alone financial performance and their consolidated and stand-alone cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS) and with the requirements of the Jamaican Companies Act.

### **What we have audited**

The Group's consolidated and stand-alone financial statements comprise:

- the consolidated statement of financial position as at 30 June 2023;
- the consolidated statement of comprehensive income for the year then ended;
- the consolidated statement of changes in equity for the year then ended;
- the consolidated statement of cash flows for the year then ended;
- the company statement of financial position as at 30 June 2023;
- the company statement of comprehensive income for the year then ended;
- the company statement of changes in equity for the year then ended;
- the company statement of cash flows for the year then ended; and
- the notes to the financial statements, which include significant accounting policies and other explanatory information.

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### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the consolidated and stand-alone financial statements* section of our report.

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

### **Independence**

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

PricewaterhouseCoopers, Scotiabank Centre, Duke Street, Box 372, Kingston, Jamaica  
T: (876) 922 6230, F: 876) 922 7581, [www.pwc.com/jm](http://www.pwc.com/jm)

B.L. Scott B.J. Denning G.A. Reece P.A. Williams R.S. Nathan C.I. Bell-Wisdom G.K. Moore T.N. Smith DaSilva K.D. Powell

## Our audit approach

### **Audit scope**

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

### **How we tailored our group audit scope**

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

In assessing the risk of material misstatement to the consolidated financial statements, we designed and performed full scope audits over the Group's two individually financially significant components being, The Palace Amusement Company (1921) Limited and The Cinema Company of Jamaica Limited. In total, the Group comprises four components, all of which are domiciled in Jamaica. The remaining two components contribute less than 1% of the Group's profit before taxation. We performed other procedures including analytical review procedures and testing of consolidation journals and intercompany eliminations to further respond to the risks of material misstatement to the consolidated financial statements. All components were audited by PwC Jamaica.

### **Key audit matters**

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

Key audit matter	How our audit addressed the key audit matter
<p>Valuation of pension plan liabilities (Group &amp; Company)</p> <p>Refer to notes 2(l), 4(b) and 15 to the consolidated and stand-alone financial statements for disclosures of related accounting policies, judgements, estimates and balances.</p> <p>The Group and Company have a defined benefit pension plan, with a net asset balance, which is significant in the context of the overall statement of financial position of the Group and Company. Pension plan net assets amounted to \$11 million for both the Group and Company as at 30 June 2023 including gross liabilities of \$258 million, being the present value of funded obligations.</p>	<p>We performed the following procedures, amongst others, on the valuation of pension plan liabilities:</p> <ul style="list-style-type: none"> <li>evaluated the work of management's actuarial expert, including assessing their independence, experience and objectivity;</li> <li>tested the completeness and accuracy of data extracted and supplied to the actuary by agreeing to employee personnel files maintained by the Group;</li> </ul>

Key audit matter	How our audit addressed the key audit matter
<p>The pension plan liabilities estimate involves a number of key assumptions which can have a material impact on the calculation of the pension plan liabilities including:</p> <ul style="list-style-type: none"> <li>• salary increases;</li> <li>• pension increases;</li> <li>• inflation rates;</li> <li>• discount rates; and</li> <li>• mortality rates.</li> </ul> <p>Management uses external actuaries to assist in determining these assumptions and the liabilities within the pension plan.</p> <p>We focused on this area as the valuation of the pension plan liabilities requires significant levels of judgement and technical expertise in determining appropriate assumptions.</p>	<ul style="list-style-type: none"> <li>• evaluated management’s assumptions relating to salary and pension increases and mortality rates by comparing them to national and industry averages; and</li> <li>• assessed the appropriateness of the discount and inflation rates used in the valuation of the pension liabilities and agreed them to the rates issued by the Institute of Chartered Accountants of Jamaica and the Bank of Jamaica, respectively.</li> </ul> <p>Based on the audit evidence obtained, no material exceptions were noted in our testing of the valuation of pension plan liabilities.</p>

**Other information**

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

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

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

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

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

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

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

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

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

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

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

- Identify and assess the risks of material misstatement of the consolidated and stand-alone financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group and Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.





- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group or Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated and stand-alone financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group or Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated and stand-alone financial statements, including the disclosures, and whether the consolidated and stand-alone financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated and stand-alone financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.



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### Report on other legal and regulatory requirements

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

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

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

*PrincewaterhouseCoopers*  
Chartered Accountants  
Kingston, Jamaica  
6 October 2023

**Consolidated Statement of Comprehensive Income**

Year ended 30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

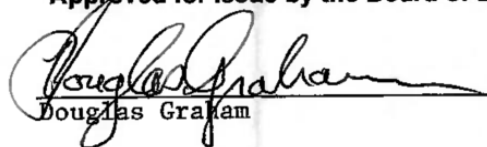
	Note	2023 \$'000	2022 \$'000
<b>Revenue</b>	5	1,519,457	649,044
Direct expenses	7	<u>(1,222,135)</u>	<u>(706,270)</u>
<b>Gross Profit/(Loss)</b>		297,322	(57,226)
Other operating income	6	16,138	9,415
Administration expenses	7	<u>(208,066)</u>	<u>(174,487)</u>
<b>Operating Profit/(Loss)</b>		105,394	(222,298)
Finance costs – interest expense		<u>(57,781)</u>	<u>(45,319)</u>
<b>Profit/(Loss) before Taxation</b>		47,613	(267,617)
Taxation	9/14	<u>180,528</u>	<u>6,935</u>
<b>Net Profit/(Loss)</b>		228,141	(260,682)
<b>Other Comprehensive Income:</b>			
<i>Items that will not be reclassified to profit or loss in the future</i>			
Unrealised (losses)/gains on FVOCI investments, net of taxation		(933)	5,647
Re-measurement of post-employment benefit asset, net of taxation		<u>(30,113)</u>	<u>2,895</u>
Total other comprehensive income		<u>(31,046)</u>	<u>8,542</u>
<b>Total Comprehensive Income</b>		<u>197,095</u>	<u>(252,140)</u>
<b>Net Profit/(Loss) Attributable to:</b>			
Stockholders of the Company	10	228,162	(260,671)
Non-controlling interest		<u>(21)</u>	<u>(11)</u>
		<u>228,141</u>	<u>(260,682)</u>
<b>Total Comprehensive Income Attributable to:</b>			
Stockholders of the Company		197,208	(252,688)
Non-controlling interest		<u>(113)</u>	<u>548</u>
		<u>197,095</u>	<u>(252,140)</u>
<b>Earnings per Stock Unit Attributable to Stockholders of the Company</b>	11	<u>0.27</u>	<u>(0.30)</u>

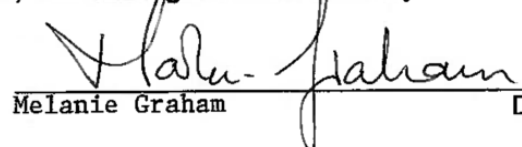
**Consolidated Statement of Financial Position****30 June 2023**

(Expressed in Jamaican dollars unless otherwise indicated)

	Note	2023 \$'000	2022 \$'000
<b>Non-Current Assets</b>			
Property, plant and equipment	12	1,033,330	1,087,213
Deferred tax asset	14	151,922	-
Investments	13	24,097	25,030
Right-of-use assets	28	61,123	213,560
Post-employment benefit asset	15	10,984	39,380
		<u>1,281,456</u>	<u>1,365,183</u>
<b>Current Assets</b>			
Inventories	17	63,388	46,180
Receivables	18	47,523	47,021
Investments	13	224,106	215,406
Cash and cash equivalents	19	168,431	98,110
		<u>503,448</u>	<u>406,717</u>
<b>Current Liabilities</b>			
Payables	20	411,394	408,426
Taxation payable		5,979	4,828
Current portion of lease liabilities	28	39,551	50,071
Current portion of long-term liabilities	21	216,296	-
		<u>673,220</u>	<u>463,325</u>
<b>Net Current Liabilities</b>		<u>(169,772)</u>	<u>(56,608)</u>
		<u>1,111,684</u>	<u>1,308,575</u>
<b>Stockholders' Equity</b>			
Share capital	22	1,437	1,437
Capital reserve	23	772,388	772,388
Fair value reserve	24	22,358	23,199
Accumulated deficit	10	(215,662)	(413,711)
		<u>580,521</u>	<u>383,313</u>
<b>Non-Controlling Interest</b>		<u>7,551</u>	<u>7,664</u>
		<u>588,072</u>	<u>390,977</u>
<b>Non-Current Liabilities</b>			
Long term liabilities	21	494,886	711,182
Lease liabilities	28	19,676	166,566
Deferred tax liability	14	9,050	39,850
		<u>523,612</u>	<u>917,598</u>
		<u>1,111,684</u>	<u>1,308,575</u>

Approved for issue by the Board of Directors on October 6, 2023 and signed on its behalf by:

  
 Douglas Graham  
 Director

  
 Melanie Graham  
 Director

**Consolidated Statement of Changes in Equity**

Year ended 30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

	<b>Attributable to the Company's Stockholders</b>						
	<b>Number of Shares</b>	<b>Share Capital</b>	<b>Capital Reserve</b>	<b>Fair Value Reserve</b>	<b>Accumulated Deficit</b>	<b>Non- Controlling Interest</b>	<b>Total</b>
	<b>'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
<b>Balance at 1 July 2021</b>	1,437	1,437	772,388	18,111	(155,935)	7,116	643,117
<b>Total Comprehensive Income</b>							
Net loss	-	-	-	-	(260,671)	(11)	(260,682)
Other Comprehensive Income –							
Re-measurement of post-employment benefit asset	-	-	-	-	2,895	-	2,895
Unrealised gains on FVOCI investments	-	-	-	5,088	-	559	5,647
	-	-	-	5,088	(257,776)	548	(252,140)
<b>Balance at 30 June 2022</b>	1,437	1,437	772,388	23,199	(413,711)	7,664	390,977
<b>Total Comprehensive Income</b>							
Net profit	-	-	-	-	228,162	(21)	228,141
Other Comprehensive Income –							
Re-measurement of post-employment benefit asset	-	-	-	-	(30,113)	-	(30,113)
Unrealised losses on FVOCI investments	-	-	-	(841)	-	(92)	(933)
Stock split of shares	860,780	-	-	-	-	-	-
	860,780	-	-	(841)	198,049	(113)	197,095
<b>Balance at 30 June 2023</b>	862,217	1,437	772,388	22,358	(215,662)	7,551	588,072

# Consolidated Statement of Cash Flows

Year ended 30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

	2023 \$'000	2022 \$'000
<b>Cash Flows from Operating Activities</b>		
Cash provided by operating activities (Note 25)	180,904	12,883
<b>Cash Flows from Investing Activities</b>		
Purchase of property, plant and equipment	(4,045)	(4,034)
Encashment of investments	50,749	35,668
Purchase of investments	(59,449)	(251,074)
Interest received	8,517	3,581
Dividends received	784	709
Cash used in investing activities	(3,444)	(215,150)
<b>Cash Flows from Financing Activities</b>		
Long term loans repaid	-	(260,651)
Long term loan received	-	687,958
Principal elements of lease payments	(50,915)	(75,488)
Interest paid	(57,781)	(45,319)
Cash (used in)/provided by financing activities	(108,696)	306,500
Increase in cash and cash equivalents	68,764	104,233
Exchange gain/(loss) on foreign balances	1,557	(1,892)
Cash and cash equivalents at beginning of year	98,110	(4,231)
<b>Cash and Cash Equivalents at End of Year (Note 19)</b>	<b>168,431</b>	<b>98,110</b>

# Company Statement of Comprehensive Income

Year ended 30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

	Note	2023 \$'000	2022 \$'000
<b>Revenue</b>	5	1,154,422	489,664
Direct expenses	7	<u>(926,173)</u>	<u>(527,206)</u>
<b>Gross Profit/(Loss)</b>		228,249	(37,542)
Other operating income	6	41,515	20,062
Administration expenses	7	<u>(208,066)</u>	<u>(174,487)</u>
<b>Operating Profit/(Loss)</b>		61,698	(191,967)
Finance costs – interest expense		<u>(57,307)</u>	<u>(45,047)</u>
<b>Profit/(Loss) before Taxation</b>		4,391	(237,014)
Taxation	9/14	<u>165,473</u>	<u>1,151</u>
<b>Net Profit/(Loss)</b>	10	169,864	(235,863)
<b>Other Comprehensive Income:</b>			
<i>Items that will not be reclassified to profit or loss in the future -</i>			
Re-measurement of post-employment benefit asset, net of taxation		<u>(30,113)</u>	<u>2,895</u>
Total other comprehensive income		<u>(30,113)</u>	<u>2,895</u>
<b>Total Comprehensive Income</b>		<u><u>139,751</u></u>	<u><u>(232,968)</u></u>

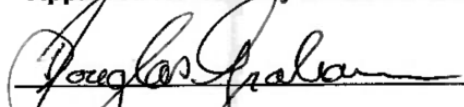
# Company Statement of Financial Position

30 June 2023

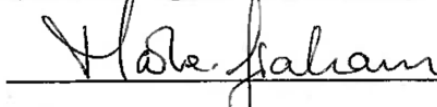
(Expressed in Jamaican dollars unless otherwise indicated)

	Note	2023 \$'000	2022 \$'000
<b>Non-Current Assets</b>			
Property, plant and equipment	12	529,072	566,426
Deferred tax asset	14	151,922	-
Investments	13	485	485
Right-of-use assets	28	61,123	213,560
Post-employment benefit asset	15	10,984	39,380
Due from subsidiaries	16/26	17,222	85,959
		770,808	905,810
<b>Current Assets</b>			
Inventories	17	60,026	44,261
Receivables	18	44,583	45,727
Investments	13	224,106	215,406
Taxation recoverable		3,257	-
Cash and cash equivalents	19	167,288	97,306
		499,260	402,700
<b>Current Liabilities</b>			
Payables	20	381,875	390,970
Taxation payable		-	7
Current portion of lease liabilities	28	39,551	50,071
Current portion of long-term liabilities	21	216,296	-
		637,722	441,048
<b>Net Current Liabilities</b>		(138,462)	(38,348)
		632,346	867,462
<b>Stockholders' Equity</b>			
Share capital	22	1,437	1,437
Capital reserve	23	385,490	385,490
Accumulated deficit	10	(313,803)	(453,554)
		73,124	(66,627)
<b>Non-Current Liabilities</b>			
Due to subsidiaries	16/26	44,660	45,012
Long term liabilities	21	494,886	711,182
Lease liabilities	28	19,676	166,566
Deferred tax liability	14	-	11,329
		559,222	934,089
		632,346	867,462

Approved for issue by the Board of Directors on October 6, 2023 and signed on its behalf by:

  
 \_\_\_\_\_  
 Douglas Graham

Director

  
 \_\_\_\_\_  
 Melanie Graham

Director



# Company Statement of Changes in Equity

Year ended 30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

	Number of Shares	Share Capital	Capital Reserve	Accumulated deficit	Total
	'000	\$'000	\$'000	\$'000	\$'000
<b>Balance at 1 July 2021</b>	1,437	1,437	385,490	(220,587)	166,340
<b>Total Comprehensive Income</b>					
Net loss	-	-	-	(235,862)	(235,862)
Other Comprehensive Income –					
Re-measurement of post-employment benefit asset	-	-	-	2,895	2,895
	-	-	-	(232,967)	(232,967)
<b>Balance at 30 June 2022</b>	1,437	1,437	385,490	(453,554)	(66,627)
<b>Total Comprehensive Income</b>					
Net profit	-	-	-	169,864	169,864
Other Comprehensive Income –					
Re-measurement of post-employment benefit asset	-	-	-	(30,113)	(30,113)
Stock split of shares	860,780	-	-	-	-
	860,780	-	-	139,751	139,751
<b>Balance at 30 June 2023</b>	862,217	1,437	385,490	(313,803)	73,124

# Company Statement of Cash Flows

Year ended 30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

	2023 \$'000	2022 \$'000
<b>Cash Flows from Operating Activities</b>		
Cash provided by operating activities (Note 25)	179,492	12,776
<b>Cash Flows from Investing Activities</b>		
Purchase of property, plant and equipment	(2,662)	(4,034)
Encashment of investments	50,749	35,668
Purchase of Investments	(59,449)	(251,074)
Interest received	8,517	3,581
Cash used in investing activities	(2,845)	(215,859)
<b>Cash Flows from Financing Activities</b>		
Long term loans repaid	-	(260,651)
Long term loans received	-	687,958
Principal elements of lease payments	(50,915)	(75,488)
Interest paid	(57,307)	(45,047)
Cash (used in)/provided by financing activities	(108,222)	306,772
Increase in cash and cash equivalents	68,425	103,689
Exchange gain/(loss) on foreign cash balances	1,557	(1,892)
Cash and cash equivalents at beginning of year	97,306	(4,491)
<b>Cash and Cash Equivalents at End of Year (Note 19)</b>	<b>167,288</b>	<b>97,306</b>

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

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## 1. Identification and Principal Activities

The Palace Amusement Company (1921) Limited (the Company) and its subsidiaries (collectively referred to as the Group) are limited liability companies, incorporated and resident in Jamaica and are cinema operators. The Company is a 65.95% subsidiary of Russgram Investments Limited (the parent company), which is also incorporated in Jamaica. The registered office of the Company, its subsidiaries and the parent company, is 1A South Camp Road, Kingston.

The Company is listed on the Jamaica Stock Exchange.

Films are rented from:

- (i) United International Pictures, which represents Universal Pictures and Paramount Pictures;
- (ii) ATM Film Distributors;
- (iii) Metropolitan Opera and By Experience, which represent National Theatre Live and Bolshoi Ballet; and
- (iv) The parent company, which represents Warner Bros, 20th Century Fox, Disney as well as Goldmine Productions and other independent distributors.

## 2. Significant Accounting Policies

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

### (a) Basis of preparation

These financial statements have been prepared in accordance with International Financial Reporting Standards (IFRSs) and have been prepared under the historical cost convention as modified by the revaluation of certain financial assets.

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

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

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## 2. Significant Accounting Policies (Continued)

### (a) Basis of preparation (continued)

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

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

- **Amendments to IFRS 3, IAS 16, IAS 17 and some annual improvements on IFRS 1, IFRS 9, and IFRS 16**, (effective for annual periods beginning on or after 1 January 2022). Amendments to IFRS 3, 'Business combinations' update a reference in IFRS 3 to the Conceptual Framework for Financial Reporting without changing the accounting requirements for business combinations. Amendments to IAS 16, 'Property, plant and equipment' prohibit a company from deducting from the cost of property, plant and equipment amounts received from selling items produced while the company is preparing the asset for its intended use. Instead, a company will recognise such sales proceeds and related cost in profit or loss. Amendments to IAS 37, 'Provisions, contingent liabilities and contingent assets' specify which costs a company includes when assessing whether a contract will be loss-making. Annual improvements make minor amendments to IFRS 1, 'First-time Adoption of IFRS', IFRS 9, 'Financial instruments', and the illustrative examples accompanying IFRS 16, 'Leases'. The adoption of these amendments did not have any impact on the financial statements of the Group.

#### ***Standards, amendments and interpretations to existing standards that are not yet effective and have not been early adopted by the Group***

The Group has concluded that the following standards, which are published but not yet effective, are relevant to its operations. These pronouncements are effective for annual periods beginning on or after year end dates noted and will be applied by the Group as of those dates unless otherwise indicated.

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 2. Significant Accounting Policies (Continued)

### (a) Basis of preparation (continued)

#### ***Standards, interpretations and amendments to existing standards not yet effective during the current year by the Group (continued)***

**Amendments to IAS 1, Non-current liabilities with covenants** (deferred until accounting periods starting not earlier than 1 January 2024). These amendments clarify how conditions with which an entity must comply within twelve months after the reporting period affect the classification of a liability. The amendments also aim to improve information an entity provides related to liabilities subject to these conditions. The Group does not expect any impact on the financial statements from adoption of this amendment.

**Narrow scope amendments to IAS 1, Practice statement 2 and IAS 8**, (effective for annual periods beginning on or after 1 January 2023). The amendments aim to improve accounting policy disclosures and to help users of the financial statements to distinguish between changes in accounting estimates and changes in accounting policies. The Group does not expect any significant impact on the financial statements from adoption of these amendments.

**Amendment to IAS 12 – Deferred tax related to assets and liabilities arising from a single transaction**, (effective for annual periods beginning on or after 1 January 2023). These amendments require companies to recognise deferred tax on transactions that, on initial recognition, give rise to equal amounts of taxable and deductible temporary differences. The Group does not expect any significant impact on the financial statements from adoption of this amendment.

**Amendment to IFRS 16 – Leases on sale and leaseback**, (effective for annual periods beginning on or after 1 January 2024). These amendments include requirements for sale and leaseback transactions in IFRS 16 to explain how an entity accounts for a sale and leaseback after the date of the transaction. Sale and leaseback transactions where some or all the lease payments are variable lease payments that do not depend on an index or rate are most likely to be impacted. The Group does not expect any significant impact on the financial statements from adoption of this amendment.

There are no other IFRS or IFRIC interpretations that are not yet effective that would be expected to have a material impact on the Group.

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

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## 2. Significant Accounting Policies (Continued)

### (b) Basis of consolidation

#### ***Subsidiaries***

Subsidiaries are all entities over which the Group has control. The Group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are de-consolidated from the date that control ceases.

The Group uses the acquisition method of accounting to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair value of the assets transferred, the liabilities incurred, and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Acquisition-related costs are expensed as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date. On an acquisition-by-acquisition basis, the Group recognises any non-controlling interest in the acquiree either at fair value or at the non-controlling interest's proportionate share of the acquiree's net assets. Investments in subsidiaries are accounted for at cost less impairment. Cost is adjusted to reflect changes in consideration arising from contingent consideration amendments.

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If this is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in profit or loss, in the statement of comprehensive income.

Inter-company transactions, balances and unrealised gains on transactions between Group companies are eliminated. Unrealised losses are also eliminated.

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 2. Significant Accounting Policies (Continued)

### (b) Basis of consolidation (continued)

#### **Subsidiaries**

The subsidiaries and their principal activities are as follows:

Name of Company	Principal activity	Country of Incorporation	Percentage Ownership 2023 (%)	Percentage Ownership 2022 (%)
The Cinema Company of Jamaica Limited	Cinema operations	Jamaica	100.0	100.0
Tropical Cinema Company Limited	Not trading	Jamaica	90.1	90.1
Harbor View Cinema Company Limited	Not trading	Jamaica	77.5	77.5

#### **Transactions and non-controlling interests**

The Group treats transactions with non-controlling interests as transactions with equity owners of the Group. For purchases from non-controlling interests, the difference between any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

When the Group ceases to have control or significant influence, any retained interest in the entity is remeasured to its fair value, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

### (c) Foreign currency translation

#### **Functional and presentation currency**

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

#### **Transactions and balances**

Foreign currency transactions are accounted for at the exchange rates prevailing at the dates of the transactions. At the statement of financial position date monetary items denominated in foreign currency are translated to Jamaican dollars using the closing rate as at the reporting date. Non-monetary items measured at historical cost denominated in a foreign currency are translated using the exchange rate as at the date of initial recognition; non-monetary items in a foreign currency that are measured at fair value are translated using the exchange rates at the date when the fair value was determined.

Exchange differences arising from the settlement of transactions at rates different from those at the dates of the transactions and unrealised foreign exchange differences on unsettled foreign currency monetary assets and liabilities are recognised in profit or loss. Translation differences on non-monetary financial instruments, such as equities classified as fair value through other comprehensive income, are recognised in other comprehensive income.

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 2. Significant Accounting Policies (Continued)

### (d) Property, plant and equipment

Property, plant and equipment are initially recorded at cost. Freehold land and buildings are subsequently shown at fair value based on valuations by external independent valuers at least every three years, less subsequent depreciation of buildings. All other assets are stated at historical cost less depreciation, except land which is not depreciated as it is deemed to have an indefinite life.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate only when it is probable that a future economic benefit associated with the item will flow to the company or 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.

Increases in carrying amounts arising on revaluation are credited to the capital reserve in shareholders' equity. Decreases that offset previous increases of the same asset are charged against the capital reserve.

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 expected useful lives. Land is not depreciated. The expected useful lives of the other property, plant and equipment are as follows:

Theatre and other buildings	40 years
Leasehold improvements	10 years
Equipment and fixtures	5-10 years
Motor vehicles	5 years

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

An asset's carrying amount is written down immediately to its recoverable amount if the asset's carrying amount is greater than its estimated recoverable amount (Note 2(e)).

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

### (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 recognised for the amount by which the carrying amount of the assets 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 level for which there are separately identified cash flows. Non financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at each reporting date.



# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 2. Significant Accounting Policies (Continued)

### (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) *Classification*

The Group classifies its financial assets in the following measurement categories:

- At fair value (either through OCI or through profit or loss); and
- At amortised cost

The classification is based on the Group's business model for managing the financial assets and the contractual terms of the cash flows.

For assets measured at fair value, gains and losses are recorded in profit or loss or OCI.

##### (ii) *Recognition and derecognition*

Purchases and sales of financial assets are recognised on trade-date, the date on which the Group commits to purchase or sell the asset. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred and the Group has transferred substantially all the risks and rewards of ownership.

##### (iii) *Measurement*

At initial recognition, the Group measures a financial asset at its fair value plus transaction cost directly attributable to the acquisition of the financial asset in the case of a financial asset not at fair value through profit or loss (FVPL). Transaction costs that are directly attributable to the acquisition of the financial asset carried at FVPL are expensed in profit or loss.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 2. Significant Accounting Policies (Continued)

### (f) Financial instruments (continued)

#### *Financial assets (continued)*

##### *(iii) Measurement (continued)*

- *Amortised costs* - Financial assets classified as amortised costs are assets that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. Any gain or loss arising on derecognition is recognised directly in profit or loss and presented in gains/(losses). Impairment losses are presented as separate line item in profit or loss. The Group's financial assets measured at amortised cost comprise trade and other receivables, due from related parties, investments and cash and bank balances.
- *FVOCI* – Financial assets that are held for collection of contractual cash flows and for selling, where the assets' cash flows represent solely payments of principal and interest, are measured at FVOCI. Movements in the carrying amount are taken through OCI, except for the recognition of impairment gains or losses, interest income and foreign exchange gains and losses which are recognised in profit or loss. When the financial asset is derecognised, the cumulative gain or loss previously recognised in OCI is reclassified from equity to profit or loss and recognised in other gains/(losses). Interest income from these financial assets is included in investment income using the effective interest rate method. Foreign exchange gains and losses are presented in gains/(losses) and impairment expenses are presented as separate line item in the statement of profit or loss.
- *FVPL* - Assets that do not meet the criteria for amortised cost or FVOCI are measured at FVPL. Gains or losses on a debt investment that is subsequently measured at FVPL is recognised in profit or loss and presented net within other gains/(losses) in the period in which it arises.

#### *Equity instruments*

The Group subsequently measures all equity investments at fair value. Where the Group's management has elected to present fair value gains and losses on equity investments in OCI, there is no subsequent reclassification of fair value gains and losses to profit or loss following the derecognition of the investment. Dividends from such investments continue to be recognised in profit or loss when the Group's right to receive payment is established.

Changes in the fair value of financial assets at FVPL are recognised in gains/(losses) in the profit or loss statement as applicable. Impairment losses (and reversal of impairment losses) on equity investments measured at FVOCI are not reported separately from other changes in fair value.

##### *(iv) Impairment*

The group assesses on a forward-looking basis the expected credit loss associated with its debt instruments carried at amortised cost (include cash and cash equivalents) and FVOCI. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

For trade receivables, the Group applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 2. Significant Accounting Policies (Continued)

### (g) Inventories

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

### (h) Trade receivables

Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, in which case they are recognised at fair value. The Company holds the trade receivables with the objective to collect the contractual cash flows. The cash flows of the Company's trade receivables are solely payments of principal and interest (SPPI). Subsequent to initial recognition at fair value, the Company measures trade receivables at amortised cost using the effective interest method.

### (i) Cash and cash equivalents

Cash and cash equivalents are carried in the statement of financial position at cost. For the purposes of the cash flow statement, cash and cash equivalents comprise cash at bank and in hand and short-term deposits with original maturity of 90 days or less.

### (j) Borrowings

Borrowings are recognised 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 recognised in profit or loss over the period of the borrowings.

### (k) 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 Group'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 realised or the deferred income tax liability is settled.

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

Deferred tax is charged or credited to profit or loss, except where it relates to items charged or credited to other comprehensive income or equity, in which case deferred tax is also dealt with in other comprehensive income or equity.

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 2. Significant Accounting Policies (Continued)

### (k) Current and deferred income taxes (continued)

Deferred income tax liabilities are not recognised for the withholding tax and other taxes that would be payable on the unremitted earnings of subsidiaries as such amounts are permanently reinvested and are not subject to tax.

### (l) Employee benefits

The Group operates defined benefit plans, the assets of which are generally held in separate trustee-administered funds. A defined benefit plan is a pension plan that defines an amount of pension benefit to be provided, usually as a function of one or more factors such as age, years of service or compensation. The plans are generally funded through payments to trustee administered funds, determined by periodic actuarial calculations.

The asset or liability recognised in the statement of financial position in respect of the defined benefit pension plan is the present value of the defined benefit obligation at the statement of financial position date less the fair value of plan assets, together with adjustments for past service costs. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating the terms of the related pension liability.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to other comprehensive income in the period in which they arise.

Past service costs are recognised immediately in the income statement.

### (m) Provisions

Provisions for restructuring costs and legal claims are recognised when the Group has a present legal or constructive obligation as a result of past events; it is probable that an outflow of resources will be required to settle the obligation; and the amount has been reliably estimated. Restructuring provisions comprise employee termination payments. Provisions are not recognised for future operating losses.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole.

Provisions are measured at the present value of the expenditure expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognised as interest expense.

### (n) Revenue recognition

Group revenue comprises box office receipts, theatre confectionery sales, advertising and film rental income. Box office receipts and concession sales are cash sales and are recognised when cash is collected. Advertising and rental income are recognised on an accrual basis in accordance with the substance of the underlying contracts. Revenue is shown net of General Consumption Tax, returns and discounts and after eliminating sales within the Group.

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 2. Significant Accounting Policies (Continued)

### (n) Revenue recognition (continued)

The Group recognises 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 Group's activities as described above.

The Group sells movie vouchers which entitle customers to box office attendance in the future. The fair value of the consideration received is recognised as deferred income. Revenue is recognised as the movie vouchers are utilised or expire. Vouchers expire 12 months after the initial sale.

### (o) Leases

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Group. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payment that are based on an index or a rate
- amounts expected to be payable by the lessee under residual value guarantees
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

Lease payments to be made under reasonably certain extension options are also included in the measurement of the liability.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions. To determine the incremental borrowing rate, the Group uses recent third-party financing received by the individual lessee as a starting point.

The Group is exposed to potential future increases in variable lease payments based on an index or rate, which are not included in the lease liability until they take effect. When adjustments to lease payments based on an index or rate take effect, the lease liability is reassessed and adjusted against the right-of-use asset.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

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## 2. Significant Accounting Policies (Continued)

### (o) Leases (continued)

Right-of-use assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group is reasonably certain to exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Payments associated with short-term leases are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less.

The lease term is determined as the non-cancellable period of the lease and also takes account of extension and termination options if reasonably certain to be exercised. The assessment of reasonable certainty is only revised if a significant event or change in circumstances occurs, which affects this assessment, and that is within the control of the Group.

### (p) Segment reporting

A business segment is a group of assets and operations engaged in providing products or services that are subject to risks and returns that are different from those of other business segments. Operating segments are reported in a manner consistent with internal reporting to the Group's chief operating decision maker.

### (q) Dividend distribution

Dividend distributions to the Company's shareholders are recognised as a liability in the Group's financial statements in the period in which the dividends are approved by the Company's shareholders.

Dividends for the year that are declared after the reporting date are dealt with in the subsequent events note.

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 3. Financial Risk Management

### (a) Financial risk factors

The Group's activities expose it to a variety of financial risks: market risk (including currency risk, cash flow interest rate risk and price risk), credit risk and liquidity risk. Management seeks to minimise potential adverse effects on the financial performance of the Group.

Financial risk management is carried out by the Finance department under policies approved by the Board of Directors. The Board provides principles for overall risk management, as well as policies covering specific areas, such as foreign exchange risk, interest rate risk, credit risk and investment of excess liquidity.

#### (i) Market risk

##### **Currency risk**

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

Currency risk arises from film rental income and US dollar cash and bank balances. The Group manages this risk by ensuring that the net exposure in foreign assets and liabilities is kept to an acceptable level by monitoring currency positions. The Group further manages this risk by maximising foreign currency earnings and holding net foreign currency assets.

##### **Concentration of currency risk**

The Group and Company are exposed to foreign currency risk in respect of US dollar receivables and cash and bank balances amounting to \$14,170,000 (2022 – \$24,790,000) and \$2,505,000 (2022 – \$4,676,000), respectively.

##### **Foreign currency sensitivity**

The following table indicates the sensitivity of profit 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 and accounts receivable balances and adjusts their translation at the year-end for 4% (2022 – 4%) depreciation and a 1% (2022 – 1%) appreciation of the Jamaican dollar against the US dollar. The changes below would have no impact on other components of equity.

	The Group and Company			
	% Change in Currency Rate	Effect on Profit before Tax 30 June 2023 \$'000	% Change in Currency Rate	Effect on Profit before Tax 30 June 2022 \$'000
<b>Currency:</b>				
USD	-4	667	-4	1,179
USD	+1	(167)	+1	(295)

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

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## 3. Financial Risk Management (Continued)

### (a) Financial risk factors (continued)

#### (i) Market risk (continued)

##### **Price risk**

Price risk is the risk that the value of a financial instrument will fluctuate as a result of changes in market prices, whether those changes are caused by factors specific to the individual instrument or its issuer or factors affecting all instruments traded in the market. The Group is exposed to equity securities price risk arising from its holding of FVOCI investments. As the Group does not have a significant exposure, market price fluctuations are not expected to have a material effect on the net results or stockholders' equity.

##### **Cash flow and fair value interest rate risk**

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

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

The Group is primarily exposed to fair value interest rate risk on its fixed rate borrowings. The Group analyses its interest rate exposure arising from borrowings on an ongoing basis, taking into consideration the options of refinancing, renewal of existing positions and alternative financing.

Short term deposits and borrowings are the only interest-bearing assets and liabilities respectively, within the Group. The Group's short-term deposits are due to mature within 3 to 12 months of the reporting date, and the Groups borrowings are at fixed rates.

##### **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 these are at fixed rates and are carried at amortised cost.



# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 3. Financial Risk Management (Continued)

### (a) Financial risk factors (continued)

#### (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 trade receivables, due from subsidiary companies, and cash and bank balances.

#### **Trade receivables**

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

In assessing credit losses associated with trade receivables, the Group applies the simplified approach permitted by IFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

The expected credit loss rates are based on the historical credit losses experienced within a three-year period before 30 June 2023. The historical rates are adjusted to reflect current and forward-looking information on the macroeconomic factors affecting the ability of the customers to settle the receivables. The group has identified the Gross Domestic Product (GDP), the interest rate and the inflation rate of the country in which it sells its services to be the most relevant factors and accordingly adjusts the historical loss rates based on the expected changes in these factors.

On this basis, the loss allowance as at 30 June 2023 and 2022 was determined as follows for trade receivables:

	<u>The Group and Company</u>	
	<b>Expected Credit Loss Rate</b>	<b>Gross Carrying Amount \$'000</b>
<b>30 June 2023</b>		
Current	0%	4,838
More than 30 days past due	0%	8,396
More than 90 days past due	47%	1,384
		14,619
Loss allowance		(595)
<b>Total</b>		14,024

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 3. Financial Risk Management (Continued)

### (a) Financial risk factors (continued)

#### Credit risk (continued)

#### *Trade receivables (continued)*

	<u>The Group and Company</u>	
	<b>Expected Credit Loss Rate</b>	<b>Gross Carrying Amount \$'000</b>
<b>30 June 2022</b>		
Current	0%	21,460
More than 30 days past due	0%	203
More than 90 days past due	47%	1,736
		<u>23,399</u>
Loss allowance		<u>(595)</u>
<b>Total</b>		<u><u>22,804</u></u>

#### ***Due from subsidiary companies***

This represents the year end balance arising mainly from the Group's centralised treasury function. The subsidiaries conduct all transactions through their current accounts with the Company. The Company mainly has balances with The Cinema Company of Jamaica and the credit risk associated with these balances is considered low due to the credit quality of The Cinema Company of Jamaica.

#### ***Cash and bank balances***

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

#### ***Maximum exposure to credit risk***

The maximum exposure to credit risk is equal to the carrying amount of 'trade and other receivables', 'due from subsidiaries' and 'cash and cash equivalents' in the statement of financial position.

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 3. Financial Risk Management (Continued)

### (a) Financial risk factors (continued)

#### (ii) Credit risk (continued)

The closing loss allowances for trade receivables as at 30 June 2023 reconcile to the opening loss allowance as follows:

	<b>The Group and Company</b>	
	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>
Opening loss allowance as at 1 July	595	1,414
Provision for receivables impairment	-	164
Amounts recovered from previous provision	-	(983)
At 30 June	<u>595</u>	<u>595</u>

The creation and release of provision for impaired receivables have been included in expenses in profit or loss. Amounts charged to the allowance account are generally written off when there is no expectation of recovering additional cash. Impairment estimates have been adjusted based on actual collection patterns.

#### **Concentration of risk – trade receivables**

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

	<b>The Group and Company</b>	
	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>
Independent cinemas	12,519	20,759
Advertising agencies	2,100	2,640
	<u>14,619</u>	<u>23,399</u>
Less: Provision for credit losses	(595)	(595)
	<u>14,024</u>	<u>22,804</u>

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 3. Financial Risk Management (Continued)

### (a) Financial risk factors (continued)

#### (iii) Liquidity risk

Liquidity risk is the risk that the Group 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. At the reporting date, the Group has an undrawn amount relating to a credit revolving facility. The Group has also taken various measures to reduce its expenses and to defer payments for some of its trade payables and accruals.

#### **Liquidity risk management process**

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

- (i) Monitoring future cash flows and liquidity on a bi-weekly basis.
- (ii) Maintaining a portfolio of short-term deposit balances that can easily be liquidated as protection against any unforeseen interruption to cash flow.
- (iii) Maintaining committed lines of credit.
- (iv) Optimising cash returns on investments.

#### **Cash flows of financial liabilities**

The maturity profile of the Group's and Company's financial liabilities, based on contractual undiscounted payments at contractual maturity dates, is as follows:

	The Group				Total \$'000
	Within 1 Year \$'000	1 to 2 Years \$'000	2 to 5 Years \$'000	Over 5 Years \$'000	
	<b>2023</b>				
Trade payables	187,309	-	-	-	187,309
Accruals and other payables	209,686	-	-	-	209,686
Lease liabilities	39,551	14,809	-	-	54,360
Long term liabilities	261,307	207,568	276,758	58,235	803,868
<b>Total financial liabilities</b>	<b>697,853</b>	<b>222,377</b>	<b>276,758</b>	<b>58,235</b>	<b>1,255,223</b>
	<b>2022</b>				
Trade payables	144,665	-	-	-	144,665
Accruals and other payables	244,818	-	-	-	244,818
Lease liabilities	50,071	68,683	62,475	35,408	216,637
Long term liabilities	53,502	255,574	484,326	58,235	851,637
<b>Total financial liabilities</b>	<b>493,056</b>	<b>324,257</b>	<b>546,801</b>	<b>93,643</b>	<b>1,457,757</b>

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 3. Financial Risk Management (Continued)

### (a) Financial risk factors (continued)

#### (iii) Liquidity risk (continued)

##### *Cash flows of financial liabilities (continued)*

	The Company				
	Within 1Year \$'000	1 to 2 Years \$'000	2 to 5 Years \$'000	Over 5 Years \$'000	Total \$'000
	<b>2023</b>				
Trade payables	187,309	-	-	-	187,309
Accruals and other payables	192,049	-	-	-	192,049
Due to subsidiary companies	44,660	-	-	-	44,660
Lease liabilities	39,551	14,809	-	-	54,360
Long term liabilities	261,307	207,568	276,758	58,235	803,868
<b>Total financial liabilities</b>	<b>724,876</b>	<b>222,377</b>	<b>276,758</b>	<b>58,235</b>	<b>1,282,246</b>
	<b>2022</b>				
Trade payables	144,665	-	-	-	144,665
Accruals and other payables	231,206	-	-	-	231,206
Due to subsidiary companies	45,012	-	-	-	45,012
Lease liabilities	50,071	68,683	62,475	35,408	216,637
Long term liabilities	53,502	255,574	484,326	58,235	851,637
<b>Total financial liabilities</b>	<b>524,456</b>	<b>324,257</b>	<b>546,801</b>	<b>93,643</b>	<b>1,489,157</b>

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

### (b) Capital management

The Group's objectives when managing capital are to safeguard the Group'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 Group defines as net operating income, excluding non-recurring items, divided by total stockholders' equity. The Board of Directors also monitors the level of dividends to stockholders.

There are no particular strategies to determine the optimal capital structure. In the previous financial year, there were externally imposed capital maintenance requirements to which the Group was subjected, and with which they were in breach (See note 21). The Group obtained a waiver letter from the financial institution for the breached requirements for the year ended 30 June 2022. The Group met its externally imposed capital maintenance requirements for the year ended 30 June 2023.

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

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## 3. Financial Risk Management (Continued)

### (c) Fair value estimation

Fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm's length transaction. Market price is used to determine fair value where an active market (such as a recognised stock exchange) exists as it is the best evidence of the fair value of a financial instrument. The standard requires disclosure of fair value measurements by level using the following fair value measurement hierarchy:

- (i) Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- (ii) 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).
- (iii) Level 3 - Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs).

The fair value of financial instruments traded in active markets, such as FVOCI investments, is based on quoted market prices at the reporting date. The quoted market price used for financial assets held by the Group is the current bid price. These instruments are included in Level 1 and comprise equity instruments traded on the Jamaica Stock Exchange and Trinidad and Tobago Stock Exchange.

The only financial assets that are re-measured at fair value after initial recognition are equities of \$24,097,000 (2022 - \$25,030,000) and \$485,000 (2022 - \$485,000) for the Group and Company, respectively.

There were no transfers between levels during the year.

As at 30 June 2023 and 30 June 2022, there were no unquoted equity instruments.

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

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## 4. Critical Accounting Judgements and Key Sources of Estimation Uncertainty

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

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

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

### (b) Key sources of estimation uncertainty

The Group 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.

#### ***Retirement benefit obligations***

The cost of these benefits and the present value of the future obligations depend on a number of factors that are determined by actuaries using a number of assumptions. The assumptions used in determining the net periodic cost or income for retirement benefits include the expected long-term rate of return on the relevant plan assets and the discount rate. Any changes in these assumptions will impact the net periodic cost or income recorded for retirement benefits and may affect planned funding of the pension plan. The expected return on plan assets assumption is determined on a uniform basis, considering long-term historical returns, asset allocation and future estimates of long-term investment returns. The Group determines the appropriate discount rate at the end of each year, which represents the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the retirement benefit obligations. In determining the appropriate discount rate, the Group considered interest rate of high-quality Government of Jamaica bonds that are denominated in the currency in which the benefits will be paid and have terms to maturity approximating the terms of the related obligations. Other key assumptions for the retirement benefits are based on current market conditions.

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

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## 5. Segment Reporting

The Group is managed in three main business segments based on business activities. The designated segments are as follows:

- (i) Cinema activities, which comprise mainly theatre operations and the sales of confectionery items;
- (ii) Film activities, which comprise the purchase and rental of films from distributors and the rental of films to cinema operators throughout the Caribbean; and
- (iii) Screen advertising activities.

Interest expense is included in the measurement of segment results for Carib and Sunshine Palace. The remaining interest expense is not reviewed as part of the results of the reportable segments but is however regularly reviewed by the chief operating decision maker.

Interest income is not included in the measurement of segment results and is not reviewed as part of the results of the reportable segments. Interest income is however regularly reviewed by the chief operating decision maker.

Deferred tax assets and post-employment benefit assets are not included in the measurement of segment assets and are not reviewed as part of the result of the reportable segments. Deferred tax assets and post-employment benefit assets are however regularly reviewed by the chief operating decision maker.

Major customers comprise independent movie patrons who attend cinemas throughout the Group.

Revenue from film activities includes \$44,941,000 (2022 - \$52,928,000) earned from other Caribbean countries.

Segment eliminations comprise film rental charged to the cinemas and management fees charged by head office.



**Notes to the Financial Statements**

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

**5. Segment Reporting (Continued)**

2023

	Cinema Activities					Film Activities \$'000	Screen Advertising Activities \$'000	Total \$'000
	Carib Cinema \$'000	Palace Cineplex \$'000	Palace Multiplex \$'000	Sunshine Palace \$'000	New Kingston Drive In \$'000			
<b>Revenue</b>								
Box office receipts	327,017	119,996	189,707	211,603	1,548	-	-	849,871
Confectionery sales	229,202	75,898	115,680	123,108	1,167	-	-	545,055
Film rental	-	-	-	-	-	488,086	-	488,086
Screen advertising	10,500	2,914	6,919	6,021	452	-	16,175	42,981
Other activities	935	3,199	-	39,606	1,043	-	-	44,783
	<u>567,654</u>	<u>202,007</u>	<u>312,306</u>	<u>380,338</u>	<u>4,210</u>	<u>488,086</u>	<u>16,175</u>	<u>1,970,776</u>
Eliminations*								(451,319)
Revenue from external customers								<u>1,519,457</u>
<b>Segment result <sup>(1)</sup></b>	<u>43,037</u>	<u>43,292</u>	<u>59,746</u>	<u>52,262</u>	<u>(1,308)</u>	<u>67,308</u>	<u>7,174</u>	<u>271,511</u>
Eliminations								<u>26,161</u>
								<u>297,672</u>
<b>Segment assets <sup>(2)</sup></b>	<u>510,919</u>	<u>11,952</u>	<u>27,747</u>	<u>292,134</u>	<u>8,270</u>	<u>92</u>	<u>64</u>	<u>851,178</u>
Unallocated assets								<u>933,726</u>
Total assets								<u>1,784,904</u>
<b>Segment liabilities <sup>(3)</sup></b>	<u>21,957</u>	<u>10,904</u>	<u>36,626</u>	<u>78,244</u>	<u>1,800</u>	<u>-</u>	<u>-</u>	<u>149,531</u>
Unallocated liabilities								<u>1,047,301</u>
Total liabilities								<u>1,196,832</u>
<b>Capital expenditure</b>	<u>1,385</u>	<u>0</u>	<u>1,116</u>	<u>364</u>	<u>-</u>	<u>23</u>	<u>-</u>	<u>2,888</u>
Eliminations								-
Unallocated head office capital expenditure								<u>1,159</u>
Total capital expenditure								<u>4,047</u>
<b>Depreciation</b>	<u>17,911</u>	<u>1,379</u>	<u>2,783</u>	<u>27,824</u>	<u>539</u>	<u>10</u>	<u>20</u>	<u>50,466</u>
Unallocated head office depreciation								<u>7,463</u>
Total depreciation								<u>57,930</u>
<b>Interest expense</b>	<u>474</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>474</u>
Unallocated head office interest expense								<u>57,307</u>
Eliminations								-
Total interest expense								<u>57,781</u>

\*Eliminations of \$435,144,000 and \$16,175,000 relate to film rental and screen advertising, respectively.

**Notes to the Financial Statements**

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

**5. Segment Reporting (Continued)**

2022

	Cinema Activities					Film Activities \$'000	Screen Advertising Activities \$'000	Total \$'000
	Carib Cinema \$'000	Palace Cineplex \$'000	Palace Multiplex \$'000	Sunshine Palace \$'000	NKDI \$'000			
<b>Revenue</b>								
Box office receipts	141,956	10,435	61,405	88,635	21,764	-	-	324,195
Confectionery sales	99,584	6,735	38,961	51,320	13,112	-	-	209,712
Film rental	-	-	-	-	-	231,937	-	231,937
Screen advertising	6,869	102	4,227	4,245	3,502	-	11,399	30,344
Other activities	51	12,168	18,831	7	443	-	-	31,500
	<u>248,460</u>	<u>29,440</u>	<u>123,424</u>	<u>144,207</u>	<u>38,821</u>	<u>231,937</u>	<u>11,399</u>	<u>827,688</u>
Eliminations*								(178,644)
Revenue from external customers								<u>649,044</u>
<b>Segment result <sup>(1)</sup></b>	<u>(30,775)</u>	<u>(8,777)</u>	<u>(10,130)</u>	<u>(62,748)</u>	<u>(6,124)</u>	<u>44,621</u>	<u>5,841</u>	<u>(68,092)</u>
Eliminations								<u>11,356</u>
								<u>(56,736)</u>
<b>Segment assets <sup>(2)</sup></b>	<u>524,593</u>	<u>18,308</u>	<u>42,777</u>	<u>447,046</u>	<u>11,322</u>	<u>79</u>	<u>84</u>	<u>1,044,209</u>
Unallocated assets								<u>727,691</u>
Total assets								<u>1,771,900</u>
<b>Segment liabilities <sup>(3)</sup></b>	<u>9,929</u>	<u>24,163</u>	<u>71,578</u>	<u>259,809</u>	<u>2,333</u>	<u>-</u>	<u>-</u>	<u>367,812</u>
Unallocated liabilities								<u>1,013,111</u>
Total liabilities								<u>1,380,923</u>
<b>Capital expenditure</b>								
Eliminations	-	126	67	50	436	-	-	679
Unallocated head office capital expenditure								-
Total capital expenditure								<u>3,355</u>
								<u>4,034</u>
<b>Depreciation</b>								
Unallocated head office depreciation	19,115	3,570	3,823	27,788	517	10	20	54,843
Total depreciation								<u>8,094</u>
								<u>62,937</u>
<b>Interest expense</b>								
Unallocated head office interest expense	272	-	-	-	-	-	-	272
Eliminations								45,047
Total interest expense								<u>-</u>
								<u>45,319</u>

\*Eliminations of \$167,245,000 and \$11,399,000 relate to film rental and screen advertising respectively

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 5. Segment Reporting (Continued)

(1) Profit/(Losses) from the reportable segments is reconciled to the Group's profit/(losses) before taxation as follows:

	<b>The Group</b>	
	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>
Profit/(losses) from reportable segments	297,672	(56,736)
Unallocated income -		
Other operating income	16,138	9,415
Unallocated costs -		
Administrative expenses	(208,066)	(174,487)
Other	(824)	(762)
	(208,890)	(175,249)
Unallocated interest expense	(57,307)	(45,047)
	(57,307)	(45,047)
	<u>47,613</u>	<u>(267,617)</u>

(2) Reportable segments' assets are reconciled to the Group's total assets as follows:

	<b>The Group</b>	
	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>
Segment assets from reportable segments	851,178	1,044,209
Unallocated assets -		
Property, plant and equipment	263,887	270,191
Deferred tax asset	151,922	-
Investments	248,203	240,436
Post-employment benefit asset	10,984	39,380
Inventories	50,641	37,943
Receivables	43,142	43,713
Cash and cash equivalents	164,947	96,028
	<u>1,784,904</u>	<u>1,771,900</u>

# Notes to the Financial Statements

**30 June 2023**

(Expressed in Jamaican dollars unless otherwise indicated)

**5. Segment Reporting (Continued)**

(3) Reportable segments' liabilities are reconciled to the Group's total liabilities as follows:

	<b>The Group</b>	
	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>
Segment liabilities from reportable segments	149,531	367,812
Unallocated liabilities -		
Payables	321,090	257,251
Long term liabilities	711,182	711,182
Deferred tax liability	9,050	39,850
Taxation payable	5,979	4,828
	<u>1,196,832</u>	<u>1,380,923</u>

**6. Other Operating Income**

	<b>The Group</b>		<b>The Company</b>	
	<b>2023</b>	<b>2022</b>	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
Dividend income	784	709	-	-
Interest income	12,306	3,611	12,306	3,611
Management fees	-	-	26,161	11,356
Exchange gain/(loss) on foreign balances	2,604	(899)	2,604	(899)
Other	444	5,994	444	5,994
	<u>16,138</u>	<u>9,415</u>	<u>41,515</u>	<u>20,062</u>

# Notes to the Financial Statements

**30 June 2023**

(Expressed in Jamaican dollars unless otherwise indicated)

**7. Expenses by Nature**

Total direct and administration expenses:

	The Group		The Company	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
Advertising and promotion	12,775	10,488	8,815	7,334
Auditors' remuneration:				
Current year	5,965	5,560	4,800	4,500
Prior year	(96)	(169)	(100)	(150)
Bank security and fees	8,945	3,863	5,447	2,218
Cost of inventories recognised as expense	265,617	109,076	148,622	56,736
Depreciation	57,930	62,936	40,017	43,821
Film cost	416,318	182,361	416,318	182,361
Insurance	14,327	12,847	9,177	8,161
Legal and professional fees	23,397	41,713	22,910	41,338
License fees	8,857	3,571	5,531	2,059
Motor vehicle expenses	5,737	4,044	5,737	4,044
Other	28,161	15,748	22,858	12,040
Repairs, maintenance and renewals	46,904	36,368	38,435	29,501
Security	31,400	18,270	20,101	12,980
Staff costs (Note 8)	302,540	189,579	237,182	151,143
Stationery and supplies	38,033	16,490	23,006	10,544
Lease interest expense	5,049	12,641	5,049	12,641
Amortization expense	40,894	60,910	40,894	60,910
Transportation and courier	3,052	2,906	2,311	2,373
Utilities	114,396	91,555	77,129	57,139
	<u>1,430,201</u>	<u>880,757</u>	<u>1,134,239</u>	<u>701,693</u>

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 8. Staff Costs

	The Group		The Company	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
Wages and salaries	233,554	143,754	185,066	114,714
Payroll taxes – Employer's portion	26,435	16,568	19,939	12,696
Pension (Note 15)	1,033	4,483	1,033	4,483
Other	41,518	24,774	31,144	19,250
	<u>302,540</u>	<u>189,579</u>	<u>237,182</u>	<u>151,143</u>

## 9. Taxation

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

	The Group		The Company	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
Current taxation	4,940	-	524	-
Deferred taxation (Note 14)	(185,468)	(6,935)	(165,997)	(1,151)
	<u>(180,528)</u>	<u>(6,935)</u>	<u>(165,473)</u>	<u>(1,151)</u>

**Notes to the Financial Statements****30 June 2023**

(Expressed in Jamaican dollars unless otherwise indicated)

**9. Taxation (Continued)**

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

	<b>The Group</b>		<b>The Company</b>	
	<b>2023</b>	<b>2022</b>	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
Profit/(Loss) before taxation	47,613	(267,617)	4,391	(237,014)
Tax calculated at applicable tax rates	11,903	(66,904)	1,098	(59,253)
Adjusted for the effects of:				
Adjustment to pension and post employment benefits	-	1,121	-	1,121
Disallowed expenses	565	56	565	31
Acceleration of capital allowances	-	17,514	-	15,393
Foreign exchange adjustment	-	(262)	-	(262)
Interest receivable	-	(143)	-	(143)
IFRS 16 adjustment	-	(16,523)	-	(16,523)
Tax losses on which no deferred tax is recognised	-	65,185	-	59,636
Deferred tax asset recognized	(185,468)	(6,935)	(165,997)	(1,151)
Employment tax credit	(1,892)	-	-	-
Other	(5,636)	(44)	(1,139)	-
	<u>(180,528)</u>	<u>(6,935)</u>	<u>(165,473)</u>	<u>(1,151)</u>

Deferred income tax assets and liabilities are offset where there is a legally enforceable right to offset current tax assets against current liabilities and when the deferred income taxes relate to the same fiscal authority.

# Notes to the Financial Statements

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(Expressed in Jamaican dollars unless otherwise indicated)

## 10. Net Profit/(Loss) and Retained Earnings Attributable to the Stockholders

	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>
(a) Net profit/(loss) attributable to the stockholders of the Company is dealt with as follows in the financial statements of:		
The Company	169,864	(235,862)
The subsidiaries	<u>58,298</u>	<u>(24,809)</u>
	<u>228,162</u>	<u>(260,671)</u>
	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>
(b) Accumulated deficit attributable to the stockholders of the Company are dealt with as follows in the financial statements of:		
The Company	(313,803)	(453,554)
The subsidiaries	<u>98,141</u>	<u>39,843</u>
	<u>(215,662)</u>	<u>(413,711)</u>

## 11. Earnings Per Stock Unit

Earnings per stock unit is calculated by dividing the net profit/(loss) attributable to stockholders by the number of ordinary stock units in issue at year end.

	<b>2023</b>	<b>2022</b>
Net profit/(loss) attributable to stockholders (\$'000)	228,162	(260,671)
Number of ordinary stock units ('000)	862,217	862,217
Earnings per stock unit (\$ per share)	<u>0.27</u>	<u>(0.30)</u>

Basic earnings per ordinary stock unit for 2022 has been restated after taking into consideration the stock split of share (note 22). The Company has no potentially dilutive ordinary shares.



**Notes to the Financial Statements****30 June 2023**

(Expressed in Jamaican dollars unless otherwise indicated)

**12. Property, Plant and Equipment**

	The Group				
	Freehold Land and land Improvements	Buildings	Leasehold Improvements	Equipment, Fixtures & Motor Vehicles	Total
	\$'000	\$'000	\$'000	\$'000	\$'000
<b>Cost or deemed cost -</b>					
At 1 July 2021	511,534	265,292	202,607	823,225	1,802,658
Additions	-	1,504	-	2,530	4,034
At 30 June 2022	511,534	266,796	202,607	825,755	1,806,692
Additions	-	-	-	4,045	4,045
<b>At 30 June 2023</b>	<b>511,534</b>	<b>266,796</b>	<b>202,607</b>	<b>829,800</b>	<b>1,810,737</b>
<b>Depreciation -</b>					
At 1 July 2021	2,120	44,388	70,281	539,754	656,543
Charge for the year	672	6,641	3,470	52,152	62,935
At 30 June 2022	2,792	51,029	73,751	591,907	719,478
Charge for the year	672	6,655	3,470	47,132	57,929
<b>At 30 June 2023</b>	<b>3,464</b>	<b>57,684</b>	<b>77,221</b>	<b>639,039</b>	<b>777,407</b>
<b>Net Book Value -</b>					
<b>30 June 2023</b>	<b>508,070</b>	<b>209,112</b>	<b>125,386</b>	<b>190,761</b>	<b>1,033,330</b>
30 June 2022	508,742	215,767	128,856	233,848	1,087,213

**Notes to the Financial Statements****30 June 2023**

(Expressed in Jamaican dollars unless otherwise indicated)

**12. Property, Plant and Equipment (Continued)**

	<b>The Company</b>				
	<b>Freehold Land and land Improvements</b>	<b>Buildings</b>	<b>Leasehold Improvements</b>	<b>Equipment, Fixtures &amp; Motor Vehicles</b>	<b>Total</b>
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
<b>Cost or deemed cost -</b>					
At 1 July 2021	199,949	50,721	202,607	566,694	1,019,971
Additions	-	1,504	-	2,530	4,034
At 30 June 2022	199,949	52,225	202,607	569,224	1,024,005
Additions	-	-	-	2,662	2,662
<b>At 30 June 2023</b>	<b>199,949</b>	<b>52,225</b>	<b>202,607</b>	<b>571,886</b>	<b>1,026,667</b>
<b>Depreciation -</b>					
At 1 July 2021	-	354	70,281	343,122	413,757
Charge for the year	-	1,277	3,470	39,074	43,821
At 30 June 2022	-	1,631	73,751	382,196	457,578
Charge for the year	-	1,291	3,470	35,256	40,017
<b>At 30 June 2023</b>	<b>-</b>	<b>2,922</b>	<b>77,221</b>	<b>417,452</b>	<b>497,595</b>
<b>Net Book Value -</b>					
<b>30 June 2023</b>	<b>199,949</b>	<b>49,303</b>	<b>125,386</b>	<b>154,434</b>	<b>529,072</b>
30 June 2022	199,949	50,594	128,856	187,027	566,426

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 13. Investments

	The Group		The Company	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
Quoted equities – at fair value through OCI	24,097	25,030	-	-
Repurchase agreements	224,106	215,406	224,106	215,406
Unquoted – Subsidiaries, at cost:				
Cinema Company of Jamaica Limited				
56,101 Ordinary shares	-	-	272	272
Harbour View Cinema Company Limited				
133,998 Ordinary shares	-	-	68	68
Tropical Cinema Company Limited				
116,296 Ordinary shares	-	-	145	145
	<u>248,203</u>	<u>240,436</u>	<u>224,591</u>	<u>215,891</u>

Repurchase agreements totalling \$224,106,000 (2022 - \$215,406,000) for Group and Company matures within 12 months and were classified as current assets.

## 14. Deferred Income Taxes

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

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities.

The movement in deferred taxation is as follows:

	The Group		The Company	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
Balance at beginning of year	(39,850)	(46,785)	(11,329)	(12,480)
Credited to profit or loss (Note 9)	185,468	6,935	165,997	1,151
Charged to other comprehensive income	(2,746)	-	(2,746)	-
Balance at end of year	<u>142,872</u>	<u>(39,850)</u>	<u>151,922</u>	<u>(11,329)</u>

**Notes to the Financial Statements****30 June 2023**

(Expressed in Jamaican dollars unless otherwise indicated)

**14. Deferred Income Taxes (Continued)**

Deferred taxation includes the following, prior to offsetting of balances:

	<b>The Group</b>		<b>The Company</b>	
	<b>2023</b>	<b>2022</b>	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
Deferred tax assets to be recovered after more than 12 months	151,922	-	151,922	-
Deferred tax liabilities to be settled after more than 12 months	(9,050)	(39,850)	-	(11,329)

Deferred taxation asset/liability is due to the following temporary differences:

	<b>The Group</b>		<b>The Company</b>	
	<b>2023</b>	<b>2022</b>	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
Accelerated tax depreciation	7,600	6,935	146	1,151
Revaluation of property, plant and equipment	(46,785)	(46,785)	(12,480)	(12,480)
Tax losses	184,803	-	167,002	-
Post employment benefit asset	(2,746)	-	(2,746)	-
	<u>142,872</u>	<u>(39,850)</u>	<u>151,922</u>	<u>(11,329)</u>

Deferred taxation charged to profit or loss comprises the following temporary differences:

	<b>The Group</b>		<b>The Company</b>	
	<b>2023</b>	<b>2022</b>	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
Profit or loss –				
Tax losses	184,803	-	167,002	-
Accelerated capital allowances	665	6,935	(1,005)	1,151
	<u>185,468</u>	<u>6,935</u>	<u>165,997</u>	<u>1,151</u>
Other comprehensive income –				
Revaluation of property plant and equipment	-	(46,785)	-	(12,480)
Post employment benefit assets	(2,746)	-	(2,746)	-
	<u>182,722</u>	<u>(39,850)</u>	<u>163,251</u>	<u>(11,329)</u>

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 14. Deferred Income Taxes (Continued)

Deferred income tax assets are recognised for tax losses carried forward to the extent that realisation of the related tax benefit through future taxable periods is probable. Subject to agreement with Tax Administration Jamaica, losses of approximately \$740,915,000 for the Group and \$668,006,000 for the Company (2022 – \$764,452,000 and \$669,894,000, respectively) are available for set off against future profits and may be carried forward indefinitely.

Deferred income tax liabilities have not been provided for withholding and other taxes that would be payable on the undistributed earnings of certain subsidiaries to the extent that such earnings are permanently reinvested and will be tax free if distributed. Such undistributed earnings totalled \$120,766,000 (2022 - \$62,489,000).

## 15. Post-employment Benefit Asset

The amounts recognised in the statement of financial position are determined as follows:

	<b>The Group and Company</b>	
	<b>2023 \$'000</b>	<b>2022 \$'000</b>
Present value of funded obligations		
Head office employees' pension plan	(180,885)	(234,747)
Cinema employees' pension plan	(77,187)	(82,612)
	<u>(258,072)</u>	<u>(317,359)</u>
Fair value of plan assets:		
Head office employees' pension plan	237,240	263,266
Cinema employees' pension plan	97,085	104,953
	<u>334,325</u>	<u>368,219</u>
Limitation of asset due to uncertainty of obtaining economic benefits in Cinema employees' plan	(18,474)	(11,480)
Limitation of asset due to uncertainty of obtaining economic benefits in Head Office employee's plan	(46,795)	-
Asset in the statement of financial position	<u>10,984</u>	<u>39,380</u>

### **Head office employees' pension plan**

The Company participates in a defined benefit plan, which is open to all permanent head office employees and administered for The Palace Amusement Company (1921) Limited by Sagicor Life Jamaica Limited. Retirement benefits are based on the average annual earnings in the last three years to retirement, and death benefits on members' accumulated contribution.

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 15. Post-employment Benefit Asset (Continued)

### *Cinema employees' pension plan*

The Company participates in a defined benefit plan which is open to all permanent cinema employees and administered by Sagikor Life Jamaica Limited. Retirement benefits are based on the average annual earnings in the last three years to retirement, and death benefits on members' accumulated contribution.

The plans are valued annually by internal actuaries using the Projected Unit Credit Method. The latest actuarial valuation was done as at 30 June 2023.

The movement in the present value of funded obligations over the year is as follows:

	Head office employees' pension plan		Cinema employees' pension plan	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
Balance at beginning of year	234,747	267,186	82,612	88,155
Current service cost	4,407	6,666	996	1,770
Interest cost	21,583	22,932	7,897	7,582
	260,737	296,784	91,505	97,507
Re-measurements -				
Gains from change in financial assumptions	(62,102)	(28,342)	(18,216)	(8,927)
Experience losses/(gains)	514	(13,933)	5,927	(2,294)
	199,149	254,509	79,216	86,286
Members' contributions	5,486	3,930	3,388	2,091
Benefits paid	(33,206)	(38,533)	(5,417)	(6,643)
Purchased annuities	9,456	14,841	-	878
Balance at end of year	180,885	234,747	77,187	82,612

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 15. Post-employment Benefit Asset (Continued)

The movement in the fair value of plan assets during the year is as follows:

	Head office employees' pension plan		Cinema employees' pension plan	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
Balance at beginning of year	263,266	285,946	104,953	111,538
Interest income	24,702	24,794	10,296	9,779
Re-measurements -				
Return on plan assets, excluding amounts included in interest income	(32,466)	(27,712)	(16,137)	(12,690)
Members' contributions	5,486	3,930	3,388	2,091
Employers' contributions	2	-	2	-
Benefits paid	(33,206)	(38,533)	(5,417)	(6,643)
Purchased annuities	9,456	14,841	-	878
Balance at end of year	<u>237,240</u>	<u>263,266</u>	<u>97,085</u>	<u>104,953</u>

The movement on the asset ceiling during the year is as follows:

	Head office employees' pension plan		Cinema employees' pension plan	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
Balance at beginning of year	-	-	11,480	1,175
Interest on asset	-	-	1,148	106
Change in asset ceiling, excluding amounts included in interest expense	46,795	-	5,846	10,199
Balance at end of year	<u>46,795</u>	<u>-</u>	<u>18,474</u>	<u>11,480</u>

**Notes to the Financial Statements****30 June 2023**

(Expressed in Jamaican dollars unless otherwise indicated)

**15. Post-employment Benefit Asset (Continued)**

The amounts recognised in profit or loss are as follows:

	Head office employees' pension plan		Cinema employees' pension plan	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
Current service cost	4,407	6,666	996	1,770
Interest cost	21,583	22,932	7,897	7,582
Interest income on plan assets	(24,702)	(24,794)	(10,296)	(9,779)
Interest on effect of asset ceiling	-	-	1,148	106
Total included in staff costs	1,288	4,804	(255)	(321)

The distribution of plan assets in respect of each plan was as follows:

	Head office employees pension plan				Cinema employees pension plan			
	2023		2022		2023		2022	
	\$'000	%	\$'000	%	\$'000	%	\$'000	%
Pooled investment funds –								
Equity Fund	54,272	23	71,213	27	21,425	22	29,140	27
International Equity Fund	5,146	2	5,468	2	3,762	4	3,233	3
Mortgage and Real Estate Fund	16,081	7	16,376	6	14,523	15	13,489	13
Fixed Income Fund	38,530	17	42,298	17	6,956	7	9,998	10
Global Market Funds	14,105	6	13,291	5	3,129	3	2,960	3
Money Market Fund	3,533	1	3,472	1	3,641	4	2	-
Foreign Currency Fund	14,711	6	21,096	8	10,493	11	13,399	13
CPI- Indexed	30,663	13	26,602	10	6,155	6	1,573	1
Purchased annuities	76,881	32	81,312	31	10,605	11	13,219	13
Other	(16,682)	(7)	(17,862)	(7)	16,396	17	17,940	17
	237,240	100	263,266	100	97,085	100	104,953	100



# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 15. Post-employment Benefit Asset (Continued)

The expected return on plan assets was determined by considering the expected returns available on the assets underlying the current investment portfolio. Expected yields on fixed interest investments are based on gross redemption yields as at the reporting date. Expected returns on equity and property investments reflect long-term real rates of return experienced in the respective markets.

Expected contributions to the post-employment plan for the year ending 30 June 2024 are \$3,598,000 for cinema employees and \$6,203,000 for head office employees. The actual return on the plan assets was \$(3,624,000) and \$(4,442,000) for cinema and head office employees respectively (2022 – (\$441,000) and (\$877,000) respectively).

Movements in the amounts recognised in the statement of financial position:

	Head office employees' pension plan		Cinema employees' pension plan	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
Asset at beginning of year	28,519	18,760	10,861	22,208
Amounts recognised in the income statement	(1,288)	(4,804)	255	321
Remeasurements recognised in OCI	(17,673)	14,563	(9,694)	(11,668)
Contributions paid	2	-	2	-
Asset at end of year	<u>9,560</u>	<u>28,519</u>	<u>1,424</u>	<u>10,861</u>

Taxation in relation to the remeasurements recognised in OCI is disclosed in note 14.

The principal actuarial assumptions used were as follows:

	Head office employees' pension plan		Cinema employees' pension plan	
	2023	2022	2023	2022
J\$ Discount rate	13.00	10.00	13.00	10.00
US\$ Discount rate	10.00	7.00	10.00	7.00
Inflation rate	5.50	5.50	5.50	5.50
Future salary increases	7.50	7.50	7.50	5.50
Future pension increases	-	-	2.75	2.75
Expected remaining working lives (years)	<u>20</u>	<u>19</u>	<u>20</u>	<u>22</u>

Mortality assumptions are based on the American 1994 Group Annuitant Mortality (GAM94) table.

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

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## 15. Post-employment Benefit Asset (Continued)

### **Plan risks**

Through its defined benefit pension plans, the Group is exposed to a number of risks. The Group does not use derivatives to manage its plan risks. Investments are well diversified, such that the failure of any single investment would not have a material impact on the overall level of assets. Pensions are secured through the purchase of annuities. The remaining assets are invested in segregated pooled funds. The Group has not changed the processes used to manage its risks from previous periods.

The most significant of these plan risks are detailed below:

(i) Investment risk

The plan liabilities are calculated using a discount rate set with reference to Government of Jamaica bond yields. If plan assets underperform in this yield, this will create a deficit.

The Group ensures that the investment positions are managed within an asset-liability matching (ALM) framework that has been developed to achieve long-term investments that are in line with the obligations under the pension scheme. Within this framework, the Group's ALM objective is to match assets to the pension obligations by investing in long-term assets with maturities that match the benefit payments as they fall due. The Group actively monitors how the duration and the expected yield of the investments are matching the expected cash outflows arising from the pension obligations.

(ii) Changes in bond yields

A decrease in Government of Jamaica bond yields will increase plans' liabilities, although this will be partially offset by an increase in the return on plans' assets which are linked to debt investments.

(iii) Salary risk

The present value of the plans' liabilities is calculated with reference to the future salaries of members. Therefore, an increase in the salary of members will increase the plans' liabilities.

(iv) Life expectancy

The majority of the plans' obligations are to provide benefits for the life of the members, so increases in life expectancy will result in an increase in the plans' liabilities.

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 15. Post-employment Benefit Asset (Continued)

The sensitivity of the defined benefit obligation to changes in the weighted principal assumptions is:

### Head office employees

	Impact on post-employment obligations		
	Change in Assumption	Increase in Assumption	Decrease in Assumption
		\$'000	\$'000
Discount rate	1%	(10,835)	13,261
Future salary increases	1%	7,954	(7,122)
Future pension increases	1%	9,668	(8,718)
Life expectancy	1 year	596	(625)

### Cinema employees

	Impact on post-employment obligations		
	Change in Assumption	Increase in Assumption	Decrease in Assumption
		\$'000	\$'000
Discount rate	1%	(4,642)	5,773
Future salary increases	1%	2,391	(2,088)
Future pension increase	1%	5,317	(4,674)
Life expectancy	1 year	371	(387)

The above sensitivity analyses are based on a change in an assumption while holding all other assumptions constant. In practice, this is unlikely to occur, and changes in some of the assumptions may be correlated. When calculating the sensitivity of the defined benefit obligation to significant actuarial assumptions the same method (present value of the defined benefit obligation calculated with the projected unit credit method at the end of the reporting period) has been applied as when calculating the pension liability recognised within the statement of financial position.

## 16. Due from/to Subsidiary Companies

This represents the year end balance arising mainly from the Group's centralised treasury function. The subsidiaries conduct all transactions through their current accounts with the Company. No interest is charged on these balances.

**Notes to the Financial Statements****30 June 2023**

(Expressed in Jamaican dollars unless otherwise indicated)

**17. Inventories**

	<b>The Group</b>		<b>The Company</b>	
	<b>2023</b>	<b>2022</b>	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
Confectionery and snacks	42,081	22,599	38,719	20,680
General stores	21,227	23,029	21,227	23,029
Goods in transit	80	552	80	552
	<u>63,388</u>	<u>46,180</u>	<u>60,026</u>	<u>44,261</u>

**18. Receivables**

	<b>The Group</b>		<b>The Company</b>	
	<b>2023</b>	<b>2022</b>	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
Trade receivables	14,619	23,399	14,619	23,399
Provision for doubtful debts	(595)	(595)	(595)	(595)
	<u>14,024</u>	<u>22,804</u>	<u>14,024</u>	<u>22,804</u>
Prepayments	3,620	1,583	2,409	1,003
Other	29,879	22,634	28,150	21,920
	<u>47,523</u>	<u>47,021</u>	<u>44,583</u>	<u>45,727</u>

**19. Cash and Cash Equivalents**

	<b>The Group</b>		<b>The Company</b>	
	<b>2023</b>	<b>2022</b>	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
Cash at bank and in hand	168,431	98,110	167,288	97,306

# Notes to the Financial Statements

**30 June 2023**

(Expressed in Jamaican dollars unless otherwise indicated)

**20. Payables**

	<b>The Group</b>		<b>The Company</b>	
	<b>2023</b>	<b>2022</b>	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
Trade payables	192,024	80,579	192,024	80,579
Accruals and other payables	219,370	202,772	189,851	192,161
	<u>411,394</u>	<u>283,351</u>	<u>381,875</u>	<u>272,740</u>

**21. Borrowings****(a) Financial Covenants**

In the previous financial year, one of the lenders required maintenance of a minimum Debt- Service Coverage and Total Debt to Tangible Net Worth (TNW) ratios. As at 30 June 2022, the Group did not meet these covenants. The Company received a waiver letter for the breach of these covenants from the financial institution. The Group met the covenants related to the year ended 30 June 2023.

**(b) Long term liabilities**

	<b>The Group and Company</b>	
	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>
(i) Victoria Mutual Investments Limited -		
Non-revolving term loan facility 1	545,942	545,942
Non- revolving term loan facility 2	107,005	107,005
(ii) Director's Loan	58,235	58,235
	<u>711,182</u>	<u>711,182</u>
Less: Current portion	216,296	-
	<u>494,886</u>	<u>711,182</u>

# Notes to the Financial Statements

**30 June 2023**

(Expressed in Jamaican dollars unless otherwise indicated)

**21. Borrowings (Continued)****(b) Long term liabilities (continued)**

- (i) This loan was obtained in September 2021 from Victoria Mutual Investments Limited. The loan was obtained to pay out existing debt facility with Bank of Nova Scotia and provide working capital support. The loan is issued in two facilities and incur interest of 8.75% for facility number 1 and 6% for facility number 2. There is a 24 month moratorium for facility number one after which principal payments will be amortized monthly. Facility number 2 will have a bullet payment on maturity October 8, 2023. The loan is secured by properties held by the Group.
- (ii) This loan is an interest free loan obtained from the Director. There are no fixed repayment terms and the Director has not indicated that payment will be required within the next financial year ending June 30, 2024.

The carrying amounts and fair value of the non-current borrowings are as follows:

	Carrying amount		Fair value	
	2023	2022	2023	2022
	\$'000	\$'000	\$'000	\$'000
Borrowings	711,182	711,182	803,868	958,987

**22. Share Capital**

	2023	2022
	\$'000	\$'000
Authorised - 1,500,000 ordinary shares		
Issued and fully paid – 862,216,800 (2022 - 1,437,028) stock units of no par value	1,437	1,437

During the year the Group had a stock split of 600 shares for every 1 share held by shareholders on record at February 28, 2023. This resulted in the shares in issue increasing by 860,779,772.

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 23. Capital Reserve

	The Group		The Company	
	2023 \$'000	2022 \$'000	2023 \$'000	2022 \$'000
Unrealised surplus on assets carried at deemed cost	1,727	1,727	1,373	1,373
Realised capital gains	163,868	163,868	146,992	146,992
Reserve on valuation of property, plant and equipment, net of taxes	606,404	606,404	237,125	237,125
Other	389	389	-	-
	<u>772,388</u>	<u>772,388</u>	<u>385,490</u>	<u>385,490</u>

## 24. Fair Value Reserve

This represents the unrealised surplus on revaluation of investments carried at FVOCI.

**Notes to the Financial Statements****30 June 2023**

(Expressed in Jamaican dollars unless otherwise indicated)

**25. Cash Flows from Operating Activities**

	<b>The Group</b>		<b>The Company</b>	
	<b>2023</b>	<b>2022</b>	<b>2023</b>	<b>2022</b>
	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>	<b>\$'000</b>
Net profit/(loss) after tax	228,141	(260,682)	169,864	(235,863)
Items not affecting cash resources:				
Depreciation	57,930	62,936	40,017	43,821
Interest income	(12,306)	(3,611)	(12,306)	(3,611)
Dividend income	(784)	(709)	-	-
Exchange loss/(gain) on foreign balances	(2,604)	899	(2,604)	899
Interest expense	57,781	45,319	57,307	45,047
Lease interest expense	5,049	12,641	5,049	12,641
Amortisation expense	40,893	60,910	40,893	60,910
Taxation	(180,528)	(6,935)	(165,473)	(1,151)
	<u>193,572</u>	<u>(89,232)</u>	<u>132,747</u>	<u>(77,307)</u>
Changes in operating assets and liabilities:				
Inventories	(17,208)	(9,267)	(15,765)	(8,982)
Receivables	545	(17,969)	2,192	(18,865)
Post-employment benefit asset	1,029	4,483	1,029	4,483
Due from subsidiaries	-	-	68,385	(4,578)
Payables	2,966	124,868	(9,096)	118,025
Cash provided by operating activities	<u>180,904</u>	<u>12,883</u>	<u>179,492</u>	<u>12,776</u>



# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 26. Related Party Transactions and Balances

### (a) Purchases of services

Film rental charged by the parent company for the year amounted to \$288,569,000 (2022 - \$98,376,000) respectively. Trade payables include \$123,421,000 (2022 - \$98,549,000) due to the parent company in respect of these expenses.

### (b) Key management compensation

	2023 \$'000	2022 \$'000
Wages and salaries	60,701	35,861
Payroll taxes – Employer's portion	3,416	2,604
Other	6,927	6,237
	<u>71,044</u>	<u>44,702</u>
Directors' emoluments –		
Fees	4,575	-
Management remuneration (included above)	<u>50,254</u>	<u>19,463</u>

### a. Transactions between the Company and its subsidiaries

During the year, the Company earned management fees of \$26,161,000 (2022 - \$11,356,000), film revenue of \$196,281,000 (2022 - \$84,946,000) and screen advertising administrative fees of \$6,338,000 (2022 - \$4,134,000) from a subsidiary.

### (d) Year end balances arising from transactions with related parties

	2023 \$'000	2022 \$'000
Receivables -		
Subsidiary companies	<u>17,222</u>	<u>85,959</u>
Payables -		
Subsidiary companies	<u>44,660</u>	<u>45,012</u>

### (e) Guarantees

The Cinema Company of Jamaica Limited has provided an unlimited guarantee in respect of the Victoria Mutual Investments Limited loans (Note 21). The guarantee is secured by a first legal mortgage over the Carib cinema building.

## 27. Contingent Liabilities

At 30 June 2023, the Group and Company were contingently liable in respect of letters of credit issued to third parties in the ordinary course of business totalling \$2,251,000 (2022 - \$3,251,000). The Group and Company were also contingently liable for credit cards totalling \$26,750,000 (2022 - \$7,000,000).

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 28. Leases

The Company operates certain cinemas from leased premises and the minimum lease commitments under non-cancellable operating leases through to their expiry are:

This note provides information for leases where the Group is a lessee.

### (a) Amounts recognised in the statement of financial position

	<b>The Group and Company</b>	
	<b>30 June 2023 \$'000</b>	<b>1 July 2022 \$'000</b>
Right-of-use assets		
Theatre buildings	61,123	262,316
Lease liabilities		
Current	39,551	67,920
Non-current	19,676	148,717
	<u>59,227</u>	<u>216,637</u>

The right-of-use assets in the statement of financial position relate to rental of commercial spaces leased for the theatre operations.

### (b) Amounts recognised in the statement of comprehensive income

The Group and Company's Statement of Comprehensive Income shows amortization expense of \$40,894,000 (2022 - \$60,910,000) for right-of-use assets and interest expense relating to leases of \$5,049,000 (2022 - \$12,641,000).

Total cash outflow for leases in 2023 was \$50,915,000 (2022 - \$75,488,000).

# Notes to the Financial Statements

30 June 2023

(Expressed in Jamaican dollars unless otherwise indicated)

## 29. Net Debt Reconciliation

	Group and Company		
	Lease Liabilities \$'000	Loan Liabilities \$'000	Total \$'000
Net debt as at 30 June 2021	(267,330)	(283,875)	(551,205)
Additions	(43,305)	(687,958)	(731,263)
Interest expense	(12,641)	(45,047)	(57,688)
Repayment	62,847	260,651	323,498
Interest paid	12,641	45,047	57,688
Termination	31,151	-	31,151
Net debt as at 30 June 2022	(216,637)	(711,182)	(927,819)
Interest expense	(5,049)	(57,781)	(62,830)
Repayment	50,915	-	50,915
Interest paid	5,049	57,781	62,830
Termination	106,495	-	106,495
Net debt as at 30 June 2023	(59,227)	(711,182)	(770,409)



# Form Of Proxy

I/We \_\_\_\_\_  
 of \_\_\_\_\_  
 being a member/members of **The Palace Amusement Company (1921) Limited** hereby appoint  
 \_\_\_\_\_ of \_\_\_\_\_  
 or failing him/her \_\_\_\_\_  
 of \_\_\_\_\_

as my/our proxy to vote on my/our behalf at the Annual General Meeting of the Company to be held on **Tuesday, 23 January 2024, at 2:00 p.m. at Cinema 1, Carib Theatre, 93A Slipe Road, Kingston 5, Jamaica** and at any adjournment thereof.

	FOR	AGAINST
RESOLUTION 1		
RESOLUTION 2		
RESOLUTION 3		

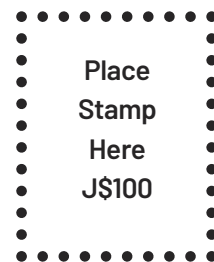
Unless otherwise instructed, the proxy will vote as he/she thinks fit.

Dated this \_\_\_\_\_ day of \_\_\_\_\_ 2023.

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature



In the case of a body corporate, this form should be executed under seal in accordance with the Company's Articles.

Note: To be valid, this Proxy must be deposited with the Company Secretary at 6 ½ Hillview Avenue, Kingston 10 or at the Registered Office of the Company at 1A South Camp Road, Kingston C.S.O., Jamaica, not less than 48 hours before the time appointed for holding the Meeting. A Proxy need not be a member of the Company.



THE PALACE

