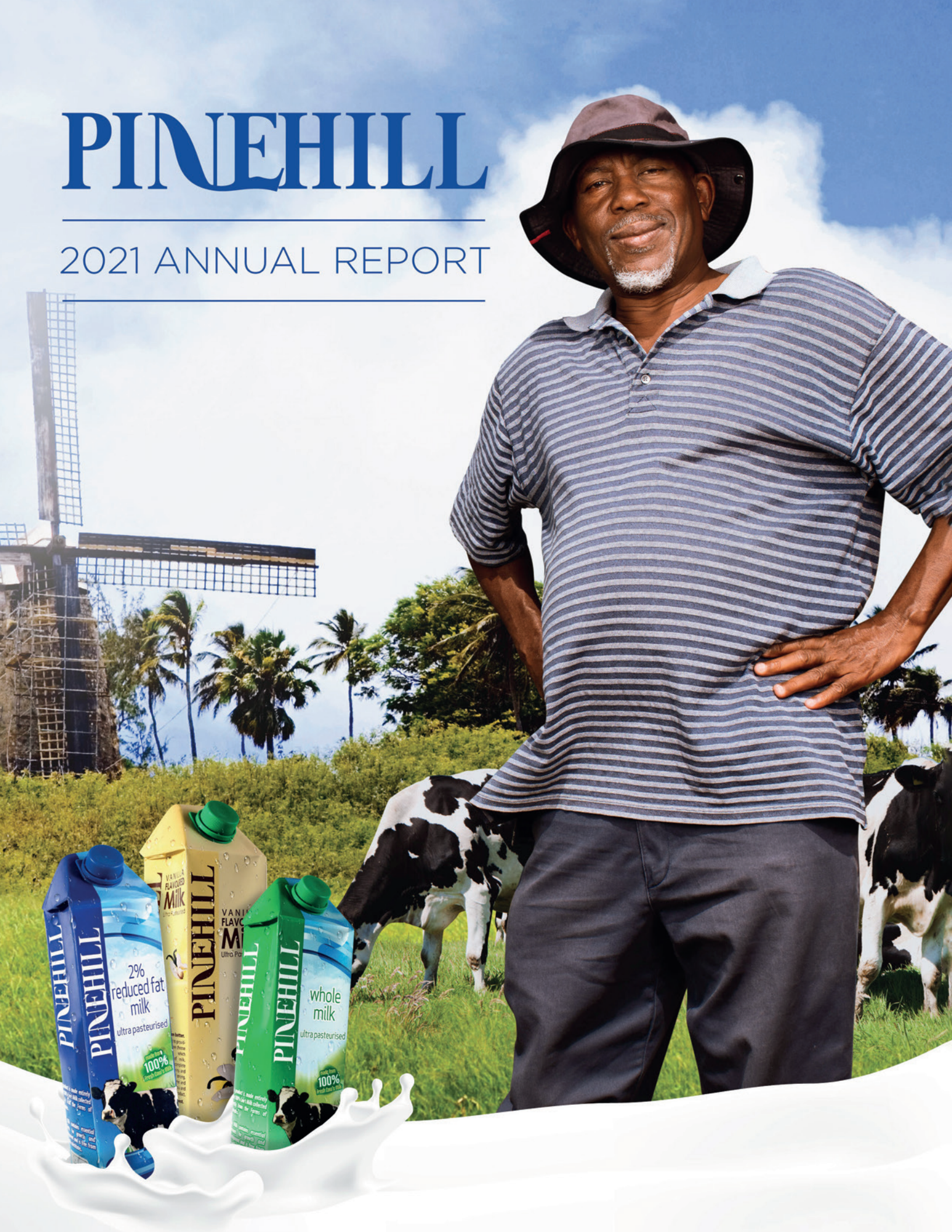


PINEHILL

2021 ANNUAL REPORT





PINEHILL
DAIRY



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DIRECTORS

C. A. M. Ramos
J. Infante
F. Guimarães
C. R. Cozier
N. McD. Brewster
P. D. Davis

CORPORATE SECRETARY

N. A. Bennett

REGISTERED OFFICE

Banks (Barbados) Breweries Limited
Complex
Newton, Christ Church

AUDITORS

Grant Thornton Ltd.
Suite 2, Berne Building, The Courtyard
Hastings, P.O. Box 94W
Christ Church, BB15156

BANKERS

FirstCaribbean International Bank
Wilkey
St. Michael
Barbados, W.I.

ATTORNEYS-AT-LAW

Clarke Gittens Farmer
Parker House
Wilkey Business Park
Wilkey Road
St. Michael BB14006
Barbados, W.I.



Notice is hereby given that the Fifty-Fifth Annual General Meeting of Barbados Dairy Industries Limited (the "Company") will be held at the Courtyard at Marriott, The Garrison Historic Area, Hastings, Christ Church, Barbados on **Thursday, the 4th day of December 2025 at 10:00 A.M.** for the following purposes:

1. To receive and consider the Financial Statements of the Company for the period ending 31 December 2021 and the Auditor's Report thereon.
2. To receive and consider the Financial Statements of the Company for the period ending 31 December 2022 and the Auditor's Report thereon.
3. To receive and consider the Financial Statements of the Company for the period ending 31 December 2023 and the Auditor's Report thereon.
4. To receive and consider the Financial Statements of the Company for the period ending 31 December 2024 and the Auditor's Report thereon.
5. To elect Directors and if thought fit to pass the following resolutions:
 - i. *THAT in accordance with the requirements of paragraph 4.4 of the By-Law No.2 of the Company, Mr. Carl Richard Cozier be and is hereby elected Director of the Company to hold office until the third Annual Meeting of the Shareholders of the Company following his election.*
 - ii. *THAT in accordance with the requirements of paragraph 4.4 of the By-Law No.2 of the Company, Mr. Paul Devere Davis be and is hereby elected Director of the Company to hold office until the third Annual Meeting of the Shareholders of the Company following his election.*
 - iii. *THAT in accordance with the requirements of paragraph 4.4 of the By-Law No.2 of the Company, Ms. Shafia Tonisha Tracey London be and is hereby elected Director of the Company to hold office until the third Annual Meeting of the Shareholders of the Company following her election.*
 - iv. *THAT in accordance with the requirements of paragraph 4.4 of the By-Law No.2 of the Company, Mr. Andre Emile Thomas be and is hereby elected Director of the Company to hold office until the third Annual Meeting of the Shareholders of the Company following his election.*
 - v. *THAT in accordance with the requirements of paragraph 4.4 of the By-Law No.2 of the Company, Mr. Carlos Enrique Diaz Santiago be and is hereby elected Director of the Company to hold office until the third Annual Meeting of the Shareholders of the Company following his election.*
 - vi. *THAT in accordance with the requirements of paragraph 4.4 of the By-Law No.2 of the Company, Mr. Omar Antonio Ginorio Martinez be and is hereby elected Director of the Company to hold office until the third Annual Meeting of the Shareholders of the Company following his election.*
 - vii. *THAT in accordance with the requirements of paragraph 4.4 of the By-Law No.2 of the Company, Mr. Alberto Javier Riviera Ramirez be and is hereby elected Director of the Company to hold office until the third Annual Meeting of the Shareholders of the Company following his election.*



6. To appoint Auditors for the ensuing financial year and to authorise the Directors to fix their remuneration and (if thought fit) to pass the following resolution:
 - i. *THAT PricewaterhouseCoopers SRL be and are hereby appointed as Auditors of the Company for the period ending at the close of the next Annual General Meeting after their appointment.*
7. To transact any other business which may properly come before the meeting.

By Order of the Board

S. Matthew Goodin
Corporate Secretary
30 September 2025



CAIO AUGUSTO MIRANDA RAMOS
Chairman of the Board of Directors

TO OUR VALUED SHAREHOLDERS,

I am pleased to present the Annual Report for Barbados Dairy Industries Limited for the fiscal year ended December 31, 2021. This past year was marked by continued adaptation to a challenging and evolving economic environment. While the global and regional landscapes presented significant headwinds, our company remained focused on serving our customers and managing our operations with diligence and resilience.

A CHALLENGING ECONOMIC CLIMATE

The year 2021 continued to be shaped by the global COVID-19 pandemic. In Barbados and our key export markets throughout the Caribbean, we experienced a slow and uneven economic recovery. While the gradual return of tourism was a positive development, consumer spending remained constrained by the economic uncertainties and rising inflationary pressures that affected households across the region. These factors, combined with ongoing supply chain disruptions and intense competition, created a difficult operating environment for our business.

FINANCIAL AND OPERATING PERFORMANCE

Our financial results for 2021 reflect these challenging market dynamics. We recorded total sales of \$50.3 million, a slight decrease from the \$52.5 million achieved in 2020. This performance, while not what we had hoped for, demonstrates the resilience of our brands in a tough market.

However, the combination of lower sales and increased operating costs had a significant impact on our profitability. Our gross profit for the year was \$3.4 million, down from \$6.7 million in the prior year. This led to a net loss of \$3.5 million for 2021, a disappointing outcome following the net income of \$1.7 million in 2020.



Despite the challenging operating results, our company's financial position remains sound. We ended the year with a strong equity base of \$39.7 million, providing a solid foundation from which to navigate the ongoing economic uncertainties and pursue future growth opportunities.

OUR COMMITMENT TO OUR PEOPLE AND OUR FUTURE

I want to extend my sincere gratitude to our employees for their unwavering commitment and hard work throughout a demanding year. Their dedication is the cornerstone of our company and will be essential as we move forward.

While 2021 was a difficult year, we are confident in the underlying strength of our business and our brands. We are taking decisive steps to address the challenges we face, including a renewed focus on operational efficiency, cost management, and innovation to meet the evolving needs of our consumers. We are optimistic about the long-term prospects for our company as the regional economy continues to recover and as we adapt to the new realities of the market.

On behalf of the Board of Directors, I thank you for your continued trust and support in Barbados Dairy Industries Limited.

Sincerely,

.....
Caio Miranda
Chairman of the Board
Barbados Dairy Industries Limited



CAIO AUGUSTO MIRANDA RAMOS
Executive Director & Chairman
Citizen of Brazil

Mr. Caio Augusto Miranda Ramos is a graduate of Law from the State of Parana University and has also completed the AMBEV Executive MBA Program at Sao Paulo Business School in Sao Paulo, Brazil. Mr. Ramos also completed the Program on Corporate Reputation from Stanford University in Palo Alto, California in 2018. Mr. Ramos joined AMBEV in 2002 and has accumulated 16 years' experience in legal, corporate affairs and strategy development.



JOSE INFANTE
Executive Director
Citizen of Dominican Republic

Mr. Jose Infante was appointed Country Manager of Banks Holdings Limited in 2018.

He joined Cervecería Nacional Dominicana (CND) in 2010, as a Finance Coordinator. Following AB InBev's acquisition of CND in 2012, Mr. Infante quickly moved through the company's ranks. During his eight years at AB InBev, Mr. Infante has worked in various departments, including human resources, labour relations and sales. Most recently, he worked as CND's Commercial Manager for two years before his appointment in Barbados.

He holds a Bachelor of Science in Business Administration from the Pontifical Catholic University in the Dominican Republic. He also has a Master's in Business Administration from the Barna Business School in the Dominican Republic.



MR. FERNANDO GUIMARÃES
Executive Director
Citizen of Brazil

Mr. Fernando Guimarães is the Finance and Solutions Director with responsibility for the CAC region within the Cervecería Nacional Dominicana (CND) in the Dominican Republic. Mr. Guimarães joined AMBEV in 2004 through the company's Management Trainee Programme and has also held the positions of Planning and Performance Coordinator and Operations Manager in his 14 years with the company. Mr. Guimarães holds a Mechanical Engineering Degree from the Pontifical Catholic University of Rio de Janeiro and an Executive MBA from Brazil's COPPEAD Graduate School of Business.



CARL RICHARD COZIER
Non-Executive Director -
Citizen of Barbados

A member of the BHL Board since November 13th 1997, Mr. Cozier is a Fellow of the Institute of Chartered Accountants of Barbados (ICAB). He joined the staff at Banks (Barbados) Breweries Limited in 1979 as an Accountant. He was appointed Chief Accountant in 1985 and six years later, General Manager of the the Barbados Bottling Company (BBC), which was, at the time, a subsidiary of Banks Holdings Ltd. His dedication and commitment was further rewarded in 1999, when he was appointed Managing Director and CEO of the BHL Group. He held office until March 31, 2017 and remains a consultant to the BHL Group.

Mr. Cozier is also an independent director on the Board of The Barbados Private Sector Association.



NEVILLE MCDONALD BREWSTER
Non-Executive Director –
Citizen of Barbados

Mr. Brewster utilises his leadership and business experience to provide strategic direction to BDIL. He held the post of Managing Director of Super Centre Ltd. (now Massy Stores) from October 2012 - September 2015. Prior to this, he served Super Centre Ltd. as the Director of Operations from January 2001 to September 2012. Mr. Brewster not only has vast experience in large retail operations; but also possesses marketing skills having worked with Digital Information Systems Ltd. as the Marketing Manager and has petroleum industry experience gained during his tenure with Texaco Eastern Caribbean Ltd. He holds a Bachelor of Science degree in Accounting and an MBA in Business Administration and Marketing.



PAUL DEVERE DAVIS
Non-Executive Director –
Citizen of Barbados

Mr. Davis has been a member of the BDIL Board since 1997. A former sugar farmer, he became a career dairy farmer in 1983, when he assumed the post of Manager of Walkers Dairy Farm in St. George, a state-of-the-art facility. His public spiritedness has seen Walkers Dairy Farm hosting various school tours as a way of ensuring that future generations are educated about dairy farming. Mr. Davis pursued Agricultural studies at Macdonald College in Canada. A Past-President of the Barbados Dairy and Beef Producers Association of the Barbados Agricultural Society (BAS), Mr. Davis continues to serve as a member of the Association, which he has been associated with since the mid-1980s.



NIGEL BENNETT
Corporate Secretary
Citizen of Barbados

Nigel Bennett is an attorney-at-law and partner at Court Caribbean Law Practice. He previously served as Legal Counsel to the Central Bank of Barbados, an international banking subsidiary of RBC Royal Bank of Canada and was seconded to a London based “magic circle” law firm. His primary practice areas are corporate & commercial law, international financial services, conveyancing, mortgages and finance-related matters. Nigel also serves as a panel member of the Financial Services Commission Appeals Tribunal.



1. The Directors hereby submit their annual report and the audited financial statements for the year ended 31 December, 2021.

2. The net income for the year attributable to the Company was	(3,690,634)
Which is added to the retained earnings brought forward of	47,544,676
Which is also added to the transfers made during the year	-
Minus dividends of	<u>(985,129.74)</u>
Giving retained earnings of	<u>42,868,912</u>

3. In accordance with Clause 4.4 of the Company's By-Laws the following Directors cease to hold office at the end of this Annual Meeting but are eligible for re-election for a period of three (3) years:

Mr. Carl Richard Cozier

Mr. Paul Devere Davis

Ms. Shafia Tonisha Tracey London

Mr. Andre Emile Thomas

Mr. Carlos Enrique Diaz Santiago

Mr. Omar Antonio Ginorio Martinez

Mr. Alberto Javier Riviera Ramirez

4. The Directors declared a dividend of 21 cents per share in respect of the months ended 31 December 2021 which was paid in February 2025.

5. There were no contracts subsisting during or at the end of the financial year in which a Director of the Company is or was materially interested and which is or was significant in relation to the Company's business.

6. As at 31 December 2021 and 30 September 2025 the following party held more than 5% of the share capital of the Company. No other party held more than 5% of the stated capital of the Company at those dates:

Name	No. of Shares	
	31.12.21	31.09.25
Banks Holdings Limited (BHL)	3,960,667 (84.43%)	3,960,667 (84.43%)

7. No Directors held any beneficial or non-beneficial interest in the Company's shares during the year and there has been no change since the end of the financial year and the date of this Report.

By Order of the Board

S. Matthew Goodin
Corporate Secretary
30 September 2025



The Board of Directors of Banks Holdings Limited (the “Company”) is accountable to its shareholders and seeks to execute its social and statutory responsibilities in the best interest of its shareholders, employees, creditors, stakeholders and the general public as a whole. The Board is committed to the observance of good corporate governance standards to ensure that the Company’s business is conducted in a prudent, ethical and socially responsible manner.

The Barbados Stock Exchange Inc. (“BSE”) issued a number of Corporate Governance Recommendations (the “Recommendations”) as a guide to publicly listed companies. The full text of the Recommendations is available on the BSE’s website at www.bse.com.bb. The Recommendations are non-obligatory.

The mandate of the Board of Directors includes the following objectives:

- (i) To monitor the performance of the Management Team and to provide general guidance and direction as warranted;
- (ii) To engender a corporate culture of integrity and social responsibility throughout the Company;
- (iii) To oversee the Company’s strategic planning process and approve a strategic plan, budget and financial objectives which take into account among other things, the opportunities and related business risks;
- (iv) To identify the principal risks of the Company’s business and ensure the implementation of appropriate systems to identify, manage and mitigate these risks, and
- (v) To oversee the design and effectiveness of the Company’s internal controls and management information systems.

Nomination of Directors

In accordance with By-Law No. 2, and the provisions of the section 66 of the Companies Act, Directors are elected by shareholders. Directors elected to fill casual vacancies are elected by the Board.

Board Meetings & Director’s Attendance

As at 31 December 2021, there were six (6) Directors of the Company. The Company’s By-Laws provide that it shall have a minimum of five (5) Directors and a maximum of seven (7) Directors. Of the six Directors, three (3) are independent of the management of the Company.

The remaining three Directors are Caio Augusto Miranda Ramos, Fernando Guimarães and Jose Infante. During the period under review, Mr. Jose Infante was an officer of Banks Holdings Limited, which provides management services to the Company. Caio Augusto Miranda and Fernando Guimarães were officers of AB InBev, the ultimate parent company of Barbados Dairy Industries Limited.

There were two (2) Board meetings during the Financial Year under review. Outlined below is a table detailing the attendance of the Directors:

Director	Attendance (No. of Meetings)	Rate
Caio MIRANDA	2	100%
C. Richard COZIER	2	100%
Paul DAVIS	2	100%



Neville BREWSTER	2	100%
Fernando GUIMARÃES	0	0%
Jose INFANTE	0	0%

Non-Executive Directors are remunerated on an annual basis in arrears for those meetings which they attend and are remunerated in cash only. Directors do not receive any performance-based incentives, nor do they participate in stock-option plans or receive other forms of compensation. A total of \$16,612.00 in Directors' Fees were paid for the Financial Year under review.

Audit Fees

The following table presents a summary of all fees paid to the Company's Auditors, Grant Thornton Ltd, during the financial period under review and the previous financial year:

	2021	2020
Audit Fees	\$120,000	\$72,000

Executive Management

Management services provided to the Company by Banks Holdings Limited include centralized finance and accounting services, marketing and public relations services, human resources, ICT and legal support services and internal audit services. This pre-empts the need for recruitment of certain categories of executive managers to provide these services to the Company, as they are provided by BHL staff. As at December 31, 2021, the day-to-day operation of the Company was managed by Kenroy Smith, Plant Manager.

Code of Ethics

As mandated by the Recommendations, the Company adopted a Code of Ethics during the financial year 2016. The Code of Ethics adopted is that of its parent company, Banks Holdings Limited, and will be reviewed on an annual basis and revised as necessary. It is to be read and applied in conjunction with the BHL Fraud Policy Statement and the BHL Whistleblowing Statement. Each of these policies can be accessed on the Company's website at www.thebhlgroup.com.

Insider Trading

The Company has adopted the Insider Trading Policy of its parent company, Banks Holdings Limited. This ensures that the Company remains in compliance with the Insider Trading Guidelines of the Barbados Stock Exchange Inc. Further details about the Policy can be found at www.thebhlgroup.com. Insider Trading Guidelines of the BSE may be accessed at the BSE website at www.bse.com.bb.

30 September 2025

Grant Thornton Ltd

3rd Floor
CGI Tower
Warrens
P.O. Box 5033
St. Michael BB12001
Barbados W.I.

T +1 246 537 3445
F +1 246 537 8934

INDEPENDENT AUDITOR'S REPORT

To the Shareholders of Barbados Dairy Industries Limited

Opinion

We have audited the accompanying financial statements of **Barbados Dairy Industries Limited** (the "Company"), which comprise the statement of financial position as at December 31, 2021, and the statement of income, statement of comprehensive income, statement of changes in equity and statement of cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as at December 31, 2021, and its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards ("IFRS").

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 Financial Statements* section of our report. We are independent of the Company in accordance with the International Ethics Standards Board for Accountants' *Code of Ethics for Professional Accountants* ("IESBA Code") together with the ethical requirements that are relevant to our audit of the financial statements in Barbados, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the IESBA Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Key Audit Matters

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

Key Audit Matters ...continued***Revenue recognition******Description of the Matter***

The Company's disclosures about its revenues and related receivables, and revenue recognition policies are included in Notes 4, 6 and 11, respectively.

How the Matter was Addressed in the Audit

Out audit procedures performed to address the risk of material misstatement relating to revenue recognition included the following:

- Obtained an understanding of the Company's processes and controls over revenue recognition, approval and documentation;
- Evaluated the appropriateness of the Company's revenue recognition policy in accordance with IFRS 15, *Revenue from Contracts with Customers*;
- Performed substantive analytical review procedures over revenues such as, but not limited to, yearly and monthly analyses of sales and sales mix composition based on our expectations, investigation of variances from our expectations, and verifying that the underlying data used in the analyses were reliable;
- Tested on a sample basis, the sales invoices, delivery receipts and cash receipts of sales transactions throughout the current year to determine the validity and occurrence of sales;
- Confirmed accounts receivables using positive confirmations, on a sample basis, and performed alternative procedures for non-responding customers, such as, examined evidence of subsequent collections, and corresponding sales invoices and proof of deliveries;
- Tested sales invoices and delivery receipts immediately prior and subsequent to the current period to determine whether the related sales transactions are recognised in the proper reporting period; and
- Evaluated the sufficiency and adequacy of disclosures in the Company's financial statements in accordance with IFRS.

Other Information

Management is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditor's report thereon. The annual report is expected to be made available to us after the date of this auditor's report.

Other Information ...continued

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

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

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

Responsibilities of Management and Those Charged with Governance for the Financial Statements

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

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

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

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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 financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

Auditor's Responsibilities for the Audit of the Financial Statements ...continued

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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 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.

Other Matters

This report is made solely to the Company's shareholders, as a body, in accordance with Section 147 of the Companies Act of Barbados. Our audit work has been undertaken so that we might state to the Company's shareholders those matters we are required to state in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company's shareholders for our audit work, for this report, or for the opinion we have formed.

The engagement partner on the audit resulting in this independent auditor's report is Jefferson E. Hunte.

Grant Thornton Ltd

**Chartered Accountants
March 25, 2024
Barbados**



	2021 \$	2020 \$
Assets		
Current assets		
Cash (note 10)	5,779,679	10,553,962
Receivables and prepayments (note 11)	4,700,755	5,713,571
Due from related companies (note 13)	12,426,102	7,661,188
Inventories (note 12)	16,192,394	18,102,971
	39,098,930	42,031,692
Current liabilities		
Accounts payable and accruals (note 15)	10,057,051	9,177,951
Due to related companies (note 13)	4,517,293	3,257,663
Current portion of loans due to parent company (note 13)	—	549,996
Income tax payable (note 9)	20,394	20,394
	14,594,738	13,006,004
Working capital	24,504,192	29,025,688
Property, plant and equipment (note 16)	10,938,015	11,512,438
Pension plan asset (note 17)	3,232,454	4,490,000
Deferred tax asset (note 9)	1,623,779	1,537,970
Post-employment medical liability (note 18)	(516,000)	(649,000)
Accounts payable and accruals (note 15)	(39,748)	(120,303)
Loans due to parent company (note 13)	—	(366,671)
	39,742,692	45,430,122
Equity		
Share capital (note 19)	998,028	998,028
Other reserves (note 20)	(4,298,128)	(3,112,582)
Retained earnings	43,042,792	47,544,676
Total equity	39,742,692	45,430,122

The accompanying notes are an integral part of these financial statements.

Approved by the Board of Directors on March 25, 2024.

Director

Director



	2021 \$	2020 \$
Sales (note 6)	50,332,837	52,476,670
Cost of sales (note 7)	(46,920,137)	(45,788,546)
Gross profit	3,412,700	6,688,124
Other income	286,642	20,426
Selling, general and administrative expenses (note 7)	(6,833,406)	(4,314,465)
(Loss)/profit from operations	(3,134,064)	2,394,085
Interest expense	(399,499)	(375,923)
(Loss)/income before taxation	(3,533,563)	2,018,162
Taxation (note 9)	16,809	(319,278)
Net (loss)/income for the year	(3,516,754)	1,698,884
(Loss)/earnings per share – basic and diluted (note 22)	(0.75)	0.36

The accompanying notes are an integral part of these financial statements.



	2021 \$	2020 \$
Net (loss)/income for the year	(3,516,754)	1,698,884
Other comprehensive loss, net of tax		
<i>Items that will not be reclassified subsequently to profit or loss</i>		
Re-measurement loss on defined benefit plans and post-employment medical liability (notes 17 and 18)	(1,254,546)	(4,464,000)
Tax effect (note 9)	69,000	245,520
Total other comprehensive loss, net of tax	(1,185,546)	(4,218,480)
Total comprehensive loss for the year	(4,702,300)	(2,519,596)

The accompanying notes are an integral part of these financial statements.



	Share capital \$	Other reserves \$	Retained earnings \$	Total \$
Balance as at December 31, 2019	998,028	1,105,898	45,845,792	47,949,718
Comprehensive loss				
Net income for the year	—	—	1,698,884	1,698,884
Other comprehensive loss for the year (note 20)	—	(4,218,480)	—	(4,218,480)
Total comprehensive loss for the year	—	(4,218,480)	1,698,884	(2,519,596)
Balance as at December 31, 2020	998,028	(3,112,582)	47,544,676	45,430,122
Comprehensive loss				
Net loss for the year	—	—	(3,516,754)	(3,516,754)
Other comprehensive loss for the year (note 20)	—	(1,185,546)	—	(1,185,546)
Total comprehensive loss for the year	—	(1,185,546)	(3,516,754)	(4,702,300)
Transaction with owners				
Dividends (note 19)	—	—	(985,130)	(985,130)
Balance as at December 31, 2021	998,028	(4,298,128)	43,042,792	39,742,692

The accompanying notes are an integral part of these financial statements.



	2021 \$	2020 \$
Cash flows from operating activities		
(Loss)/income before taxation	(3,533,563)	2,018,162
Adjustments for:		
Depreciation (note 16)	1,729,140	2,624,023
Interest expense	399,499	375,923
Post-employment medical liability expense (note 18)	67,000	41,000
Impairment loss on trade and other receivables	60,352	12,362
Loss on disposal of property, plant and equipment	—	56,128
Other post-medical liability benefits paid (note 18)	(16,000)	(16,000)
Pension plan income (note 17)	(181,000)	(721,000)
Operating (loss)/profit before working capital changes	(1,474,572)	4,390,598
Decrease/(increase) in receivables and prepayments	952,464	(1,175,646)
(Increase)/decrease in due from related companies	(4,764,914)	1,962,019
Decrease in inventories	1,910,577	2,381,293
Increase/(decrease) in accounts payable and accruals	759,773	(257,340)
Increase/(decrease) in due to related companies	1,259,630	(2,401,466)
Cash (used in)/generated from operations	(1,357,042)	4,899,458
Interest paid	(375,928)	(341,097)
Net cash (used in)/from operating activities	(1,732,970)	4,558,361
Cash flows from investing activities		
Purchase of property, plant and equipment (note 16)	(1,131,770)	(517,478)
Cash flows from financing activities		
Repayment from loans due to parent company	(916,667)	(1,201,958)
Dividends paid	(831,740)	—
Repayment of lease liabilities (note 15)	(137,565)	(101,160)
Interest paid lease liabilities (note 15)	(23,571)	(34,826)
Net cash used in financing activities	(1,909,543)	(1,337,944)
(Decrease)/increase in cash for the year	(4,774,283)	2,702,939
Cash at beginning of year	10,553,962	7,851,023
Cash at end of year	5,779,679	10,553,962

The accompanying notes are an integral part of these financial statements.



1 Nature of operations

Barbados Dairy Industries Limited (the “Company”), a publicly listed entity in Barbados, was incorporated under the Laws of Barbados on March 12, 1964. Its parent company is Banks Holdings Limited, a publicly listed company incorporated in Barbados.

In 2015, the parent company was acquired by SLU Beverages (“SLU”), a company incorporated and domiciled in St. Lucia. SLU is a subsidiary of Cerveceria Nacional Dominicana (“CND”) headquartered in the Dominican Republic. The ultimate parent is AB-Inbev, a company incorporated and domiciled in Brazil.

The principal activity of the Company is the manufacturing, processing and distribution of dairy products and fruit juices.

The Company’s registered office is located at the Pine, St. Michael, Barbados.

2 General information compliance with International Financial Reporting Standards (IFRS) and going concern assumption

The financial statements of the Company have been prepared in accordance with IFRS and International Financial Reporting Interpretations Committee (IFRIC) interpretations as issued by the International Accounting Standards Board (IASB). The financial statements have been prepared under the historical cost convention, except for the long-term investment which is measured at fair value. The measurement bases are fully described in the summary of accounting policies. The financial statements have been prepared under the assumption that the Company operates on a going concern basis.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires management to exercise its judgment in the process of applying the Company’s accounting policies. The areas involving a higher degree of judgment or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in Note 5.

3 New or revised standards or interpretations

New standards and amended standards effective for the financial year beginning January 1, 2021

Certain new standards, interpretations and amendments to existing standards have been published that became effective during the current financial year. The Company has assessed the relevance of such new standards and amendments and has concluded that these will not be relevant. Accordingly, the Company has made no changes to its accounting policies in 2021.

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

At the date of authorisation of these financial statements, several new, but not yet effective standards, amendments to existing standards, and interpretations have been published by the IASB. None of these standards, amendments or interpretations have impacted and been adopted early by the Company.



3 New or revised standards or interpretations ...continued

Standards, amendments and interpretations to existing standards that are not yet effective and have not been adopted early by the Company ...continued

Management anticipates that all relevant pronouncements will be adopted for the first period beginning on or after the effective date of the pronouncement. New standards, amendments and interpretations not adopted in the current year have not been disclosed as they are not expected to have a material impact on the Company's financial statements.

4 Summary of significant accounting policies

a) Revenue recognition

Revenue arises from the sale of goods. It is measured at the fair value of consideration received or receivable, excluding sales taxes, rebates, and trade discounts. To determine whether to recognise revenue, the Company follows a 5-step process:

1. Identifying the contract with a customer;
2. Identifying the performance obligations;
3. Determining the transaction price;
4. Allocating the transaction price to the performance obligations; and
5. Recognising revenue when/as performance obligation(s) are satisfied.

For Step 1 to be achieved, the following five criteria must be present:

- the parties to the contract have approved the contract either in writing, orally or in accordance with other customary business practices;
- each party's rights regarding the goods or services to be transferred or performed can be identified;
- the payment terms for the goods or services to be transferred or performed can be identified;
- the contract has commercial substance (i.e., the risk, timing or amount of the future cash flows is expected to change as a result of the contract); and
- collection of the consideration in exchange of the goods and services is probable.

The Company derives revenue from sale of goods at a point in time, when (or as) the Company satisfies performance obligations by transferring the promised goods to its customers.

The Company recognises contract liabilities, if any, for consideration received in respect of unsatisfied performance obligations and reports these amounts as contract liabilities in the statement of financial position. Similarly, if the Company satisfies a performance obligation before it receives the consideration, the Company recognises either a contract asset or a receivable in its statement of financial position, depending on whether something other than the passage of time is required before the consideration is due.



4 Summary of significant accounting policies ...continued

b) Foreign currency translation

Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates (the “functional currency”). The Company’s functional currency is Barbados dollars. The financial statements are also presented in Barbados dollars, which is the Company’s presentation currency.

Foreign currency transactions and balances

Foreign currency transactions are translated into the functional currency of the Company, using the exchange rates prevailing at the dates of the transactions (spot exchange rate). Foreign exchange gains and losses resulting from the settlement of such transactions and from the re-measurement of monetary items denominated in foreign currency at year-end exchange rates are recognised in the statement of income.

Non-monetary items are not retranslated at year-end and are measured at historical cost (translated using the exchange rates at the transaction date), except for non-monetary items measured at fair value which are translated using the exchange rates at the date when fair value was determined.

c) Inventories

Inventory is stated at the lower of cost and net realisable value. Cost is determined on a weighted average basis. Finished goods comprise the direct cost of production and an attributable proportion of direct overheads appropriate to location and condition. Net realisable value is the price at which the stock can be realised in the normal course of business after deducting costs to complete and sell.

Supplies are valued at cost. Provisions are made for obsolete, slow moving and defective items as considered appropriate in the circumstances.

d) Property, plant and equipment

Property, plant and equipment are stated at historical less accumulated depreciation and impairment losses, if any. Historical cost includes expenditure that is directly attributable to the acquisition of the items.

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

Capital work in progress represents assets under construction and is stated at cost. These include the design and direct costs to the extent that they are directly attributable to the acquisition or construction of the property, and any other directly attributable costs of bringing the property to working condition. Capital work in progress is not depreciated until such time that the relevant assets are ready for use.



4 Summary of significant accounting policies ...continued

d) Property, plant and equipment ...continued

Depreciation is charged on leasehold buildings over the term of the lease or life of the asset whichever is shorter.

Depreciation of other property, plant and equipment is charged by using the straight-line basis at rates sufficient to write off the cost of the assets over their estimated useful lives as follows:

Plant and machinery	3 to 20 years
Furniture, fittings and other equipment	3 to 10 years
Motor vehicles	5 years
Containers	5 years
Right of use assets	1.8 to 3.5 years

The assets' residual values and useful lives are reviewed, and adjusted if appropriate, at the end of each reporting period.

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.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the statement of income.

e) Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company estimates the asset's recoverable amount. An asset's recoverable amount is the higher of an asset's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. In determining fair value less costs to sell, an appropriate valuation model is used.

An assessment is made at each reporting date as to whether there is any indication that previously recognized impairment losses may no longer exist or may have decreased. If such indication exists, the Company makes an estimate of the recoverable amount.

A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss



4 Summary of significant accounting policies ...continued

e) Impairment of non-financial assets ...continued

been recognized for the asset in prior years. Such reversal is recognized in income unless the asset is carried at revalued amount, in which case the reversal is treated as a revaluation increase.

f) Taxation

Tax expense recognised in profit or loss comprises the sum of deferred tax and current tax not recognised in other comprehensive income or directly in equity.

Current income tax assets and/or liabilities comprise those claims from, or obligations to fiscal authorities relating to the current or prior reporting periods, that are unpaid at the reporting date. Current tax is payable on taxable profit, which differs from profit or loss in the financial statements. Calculation of current tax is based on tax rates and tax laws that have been enacted or substantively enacted by the end of the reporting period in Barbados.

Deferred income taxes are calculated using the liability method on temporary differences between the carrying amounts of assets and liabilities and their tax bases. However, deferred tax is not provided on the initial recognition of goodwill, or on the initial recognition of an asset or liability unless the related transaction is a business combination or affects tax or accounting profit.

Deferred tax assets and liabilities are calculated, without discounting, at tax rates that are expected to apply to their respective period of realisation, provided those rates are enacted or substantively enacted by the end of the reporting period.

Deferred tax assets are recognised to the extent that it is probable that the underlying tax loss or deductible temporary difference will be able to be utilised against future taxable income. This is assessed based on the Company's forecast of future operating results, adjusted for significant non-taxable income and expenses and specific limits on the use of any unused tax loss or credit. Deferred tax liabilities are always provided for in full.

Changes in deferred tax assets or liabilities are recognised as a component of tax income or expenses in the statement of income, except where they relate to items that are recognised in other comprehensive income, if any, or directly in equity, in which case the related deferred tax is also recognised in other comprehensive income or equity, respectively.

The financial statements are prepared using the liability method of accounting for taxation whereby the future taxable liability or asset arising from temporary differences is provided for at the estimated future corporation tax rate that is expected to apply to the period when the liability is settled, or the asset realized. Deferred tax assets in respect of unused tax losses are recognized to the extent that it is probable that future taxable profits will be available against which the unused tax losses can be utilized.



4 Summary of significant accounting policies ...continued

g) Provision for deposits owed to customers

The quantity of containers in customers' possession, on which the provision for deposits is based, is estimated by management, having regard to the level of sales and the turnaround of containers.

h) Employee benefits

Short-term employee benefits

Short-term employee benefits, including holiday entitlement, are current liabilities included in other payables and accruals, measured at the undiscounted amount that the Company expects to pay as a result of the unused entitlement.

Post-employment benefits

The Company operates a defined benefit plan, the assets of which are held in a separate fund administered by Trustees. The Company meets the balance of the cost of funding the plan and the Company pays contributions of 0.1% of the employee's salary. The funding requirements are based on regular actuarial valuations of the pension plan every three years. Typically, a defined benefit plan defines an amount of a pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

The asset recognized in the statement of financial position in respect of defined benefit pension plans is the fair value of plan assets less the present value of the defined benefit obligation at the end of the reporting period. 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 to the terms of the related pension obligation. In countries where there is no deep market in such bonds, the market rates on government bonds are used.

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

Past-service costs are recognized immediately in the statement of income.

The Company also operates a contributory defined contribution pension scheme. Contributions are charged to the statement of income in the year to which they relate. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. The Company has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

The Company also provides post-employment healthcare benefits to its employees, pensions and their registered dependents. These benefits are funded by contributions from the Company to Guardian Life. The expected costs of these benefits are accrued over the period of employment, using a methodology similar to that for defined benefit pension plans. These obligations are valued by independent qualified actuaries.



4 Summary of significant accounting policies ...continued

i) Interest bearing loans payable

All interest-bearing loans payable are initially recognized at cost. After initial recognition, they are measured at amortized cost using the effective interest rate method.

j) Leases – Company as a lessee

The Company considers whether a contract is, or contains a lease. A lease is defined as ‘a contract, or part of a contract, that conveys the right to use an asset (the underlying asset) for a period of time in exchange for consideration’. To apply this definition the Company assesses whether the contract meets three key evaluations which are whether:

- the contract contains an identified asset, which is either explicitly identified in the contract or implicitly specified by being identified at the time the asset is made available to the Company;
- the Company has the right to obtain substantially all of the economic benefits from use of the identified asset throughout the period of use, considering its rights within the defined scope of the contract; and
- the Company has the right to direct the use of the identified asset throughout the period of use. The Company assesses whether it has the right to direct ‘how and for what purpose’ the asset is used throughout the period of use.

Measurement and recognition of leases as a lessee

At lease commencement date, the Company recognises a right-of-use asset and a lease liability on the statement of financial position. The right-of-use asset is measured at cost, which is made up of the initial measurement of the lease liability, any initial direct costs incurred by the Company, an estimate of any costs to dismantle and remove the asset at the end of the lease, and any lease payments made in advance of the lease commencement date (net of any incentives received).

The Company depreciates the right-of-use asset on a straight-line basis from the lease commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The Company also assesses the right-of-use asset for impairment when such indicators exist.

At the commencement date, the Company measures the lease liability at the present value of the lease payments unpaid at that date, discounted using the interest rate implicit in the lease if that rate is readily available or the Company’s incremental borrowing rate.

Lease payments included in the measurement of the lease liability are made up of fixed payments (including in substance fixed), variable payments based on an index or rate, amounts expected to be payable under a residual value guarantee and payments arising from options reasonably certain to be exercised.

Subsequent to initial measurement, the liability will be reduced for payments made and increased for interest. It is remeasured to reflect any reassessment or modification, or if there are changes in in-substance fixed payments.



4 Summary of significant accounting policies ...continued

j) Leases – Company as a lessee ...continued

Measurement and recognition of leases as a lessee ...continued

When the lease liability is remeasured, the corresponding adjustment is reflected in the right-of-use asset, or profit and loss if the right-of-use asset is already reduced to zero.

The Company has elected to account for short-term leases and leases of low-value assets using the practical expedient. Instead of recognising a right-of-use asset and lease liability, the payments in relation to these are recognised as an expense in profit or loss on a straight-line basis over the lease term.

On the statement of financial position, right-of-use asset has been included in property, plant and equipment and lease liabilities have been included in accounts payable and accruals.

k) Cash

Cash comprises of cash at bank and in hand net of bank overdrafts, if any.

l) Financial instruments

i) Recognition and derecognition

Financial assets and financial liabilities are recognised when the Company becomes a party to the contractual provisions of the financial instrument.

Financial assets are derecognised when the contractual rights to the cash flows from the financial asset expire, or when the financial asset and all substantial risks and rewards are transferred. A financial liability is derecognised when it is extinguished, discharged, cancelled or expires.

ii) Measurement methods

Amortised cost is the amount at which the financial asset or financial liability is measured at initial recognition minus the principal repayments, plus or minus the cumulative amortisation using the effective interest method of any difference between that initial amount and the maturity amount and, for financial assets, adjusted for any loss allowance.

The effective interest rate is the rate that exactly discounts estimated future cash payments or receipts through the expected life of the financial asset or financial liability to the gross carrying amount of the financial asset (i.e. its amortised cost before any impairment allowance) or to the amortised cost of a financial liability. The calculation does not consider expected credit losses and includes transaction costs, premiums or discounts and fees and points paid or received that are integral to the effective interest rate, such as origination fees.

When the Company revises the estimates of future cash flows, the carrying amount of the respective financial assets or financial liability is adjusted to reflect the new estimate discounted using the original effective interest rate. Any changes are recognised in the statement of income.



4 Summary of significant accounting policies ...continued

l) Financial instruments ...continued

iii) Classification and initial measurement of financial assets

At initial recognition, the Company initially measures a financial asset or financial liability at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are incremental and directly attributable to the acquisition or issue of the financial asset or financial liability such as fees and commissions. Transaction costs of financial assets and financial liabilities carried at fair value through profit or loss are expenses in the statement of income. Immediately after initial recognition, an expected credit loss allowance (ECL) is recognised for financial assets measured at amortised cost, which results in an accounting loss being recognised in profit or loss when an asset is newly originated.

When the fair value of financial assets and liabilities differs from the transaction price on initial recognition, the entity recognises the difference as follows:

- When the fair value is evidenced by a quoted price in an active market for an identical asset or liability (i.e. a Level 1 input) or based on a valuation technique that uses only data from observable markets, the difference is recognised as a gain or loss.
- In all other cases, the difference is deferred and the timing of recognition of deferred day one profit or loss is determined individually. It is either amortised over the life of the instrument, deferred until the instrument's fair value can be determined using market observable inputs, or realized through settlement.

Financial assets are classified into the following categories:

- amortised cost;
- fair value through profit or loss (FVTPL); and
- fair value through other comprehensive income (FVOCI).

In the current and prior periods presented, the Company does not have any financial assets categorised as FVTPL and FVOCI.

The classification is determined by both the Company's business model for managing the financial asset and the contractual cash flow characteristics of the financial assets.

All income and expenses relating to financial assets that are recognised in the statement of income are presented within finance costs, finance income or other financial items, except for loss allowance of trade and other receivables and due from related parties, which is presented within selling, general and administrative expenses.



4 Summary of significant accounting policies ...continued

l) Financial instruments ...continued

iv) Subsequent measurement of financial assets

Financial assets at amortised cost

Financial assets are measured at amortised cost if the assets meet the following conditions (and are not designated as FVTPL):

- they are held within a business model whose objective is to hold the financial assets and collect its contractual cash flows; and
- the contractual terms of the financial assets give rise to cash flows that are solely payments of principal and interest on the principal amount outstanding.

After initial recognition, these are measured at amortised cost using the effective interest method. Discounting is omitted where the effect of discounting is immaterial. The Company's cash, trade and other receivables and due from related parties are included within this category of financial instruments.

v) Impairment of financial assets

The Company uses the IFRS 9's impairment requirement which assesses on a forward-looking basis, the expected credit losses – the 'expected credit loss model' on its financial assets carried at amortised cost and with the exposure arising from loan commitments. Instruments within the scope of the new requirements include, trade receivables and other debt-type financial assets measured at amortised cost, other receivables, contract assets, if any, recognised and measured under IFRS 15 and some financial guarantee contracts (for the issuer) that are not measured at fair value through profit or loss.

Recognition of credit losses is no longer dependent on the Company first identifying a credit loss event. Instead, the Company considers a broader range of information when assessing credit risk and measuring expected credit losses, including past events, current conditions, reasonable and supportable forecasts that affect the expected collectability of the future cash flows of the instrument.

In applying this forward-looking approach, a distinction is made between:

- financial instruments that have not deteriorated significantly in credit quality since initial recognition or that have low credit risk ('Stage 1'); and



4 Summary of significant accounting policies ...continued

l) Financial instruments ...continued

v) Impairment of financial assets ...continued

- financial instruments that have deteriorated significantly in credit quality since initial recognition and whose credit risk is not low ('Stage 2').

'Stage 3' would cover financial assets that have objective evidence of impairment at the reporting date.

'12-month expected credit losses' are recognised for the first category while 'lifetime expected credit losses' are recognised for the second category.

Measurement of the expected credit losses is determined by a probability-weighted estimate of credit losses over the expected life of the financial instrument.

The Company makes use of a simplified approach in accounting for cash, trade and other receivables and due from related parties and records the loss allowance as lifetime expected credit losses. These are the expected shortfalls in contractual cash flows, considering the potential for default at any point during the life of the financial instrument. In calculating, the Company uses its historical experience, external indicators and forward-looking information to calculate the expected credit losses using a provision matrix.

The Company assesses loss allowance of trade and other receivables on a collective basis as they possess shared credit risk characteristics based on the days past due. Refer to Note 23(a)(ii) for a detailed analysis of how the impairment requirements of IFRS 9 are applied.

The Company categorises trade receivables for potential write-off when a debtor fails to make contractual payments more than 90 days past due. Financial assets are written off when there is no reasonable expectation of recovery, such as a debtor failing to engage in a repayment plan with the Company. When recoveries are made, these are recognised in the statement of income.

vi) Classification and subsequent measurement and derecognition of financial liabilities

(i) Classification and subsequent measurement

In both the current and prior periods, financial liabilities are classified as subsequently measured at amortised cost.



4 Summary of significant accounting policies ...continued

l) Financial instruments ...continued

vi) Classification and subsequent measurement and derecognition of financial liabilities ...continued

(ii) Derecognition

Financial liabilities are derecognised when they are extinguished (i.e. when the obligation specified in the contract is discharged, cancelled or expires). The exchange between the Company and its original lenders of debt instruments with substantially different terms, as well as substantial modifications of the terms of existing financial liabilities, are accounted for as an extinguishment of the original financial liability and the recognition of a new financial liability. The terms are substantially different if the discounted present value of the cash flows under the new terms, including any fees paid net of any fees received and discounted using the original effective interest rate, is at least 10% different from the discounted present value of the remaining cash flows of the original financial liability. In addition, other qualitative factors, such as the currency that the instrument is denominated in, changes in the type of interest rate, new conversion features attached to the instrument and change in covenants are also taken into consideration. If an exchange of debt instruments or modification of terms is accounted for as an extinguishment, any costs or fees incurred are recognised as part of the gain or loss on the extinguishment. If the exchange or modification is not accounted for as an extinguishment, any costs or fees incurred adjust the carrying amount of the liability and are amortised over the remaining term of the modified liability.

m) Offsetting of financial instruments

Financial assets and liabilities are offset, and the net amount reported in the statement of financial position only when there is a legally enforceable right to offset the recognised amounts and there is intention to settle on a net basis, or to realise the asset and settle the liability simultaneously.

n) Expenses

Expenses are recognised in the statement of income upon utilisation of the service or as incurred.

o) Borrowing costs

Borrowing costs are expenses in the period they occur. Borrowing costs consist of interest and other costs that an entity incurs in connection with the borrowing of funds.

p) Provisions

Provisions for product warranties, legal disputes, onerous contracts or other claims are recognised when the Company has a present legal or constructive obligation as a result of a past event, it is probable that an outflow of economic resources will be required from the Company and amounts can be estimated reliably. Timing or amount of the outflow may still be uncertain.



4 Summary of significant accounting policies ...continued

p) Provisions ...continued

Provisions are measured at the estimated expenditure required to settle the present obligation, based on the most reliable evidence available at the reporting date, including the risks and uncertainties associated with the present obligation. 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 discounted to their present values, where the time value of money is material.

Any reimbursement that the Company can be virtually certain to collect from a third party with respect to the obligation is recognised as a separate asset. However, this asset may not exceed the amount of the related provision.

No liability is recognised if an outflow of economic resources as a result of present obligations is not probable. Such situations are disclosed as contingent liabilities unless the likelihood of an outflow of resources is remote.

q) (Loss)/earnings per share

Basic (loss)/earnings per share are determined by dividing (loss)/profit by the weighted average number of ordinary shares outstanding during the period after giving retroactive effect to stock dividends declared, stock splits and reverse stock splits during the period, if any.

Diluted (loss)/earnings per share are computed by adjusting the weighted average number of ordinary shares outstanding to assume conversion of dilutive potential shares. Currently, the Company does not have dilutive potential shares outstanding, hence, the diluted earnings per share is equal to the basic (loss)/earnings per share.

r) Equity, other reserves and retained earnings

Share capital represents the proceeds of shares that have been issued.

Other reserves comprise mainly of the re-measurement of defined benefit plan and post-medical benefits.

Retained earnings include cumulative balance of net income or loss, dividend distributions, effect of changes in accounting policy and other capital adjustments.

All transactions with shareholders are recorded separately within equity.

Dividend distributions payable to equity shareholders are included in other liabilities when the dividends have been approved in a general meeting prior to the reporting date.



5 Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities, at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future.

Estimated impairment of inventories

Management recognises a provision for inventory losses when the realisable values of inventory items become lower than cost due to obsolescence or other causes. Obsolescence is based on the physical condition of inventory items. Obsolescence is also established when inventory items can no longer be utilised. Obsolete goods when identified are charged to the statement of income. The Company believes such estimates represent a fair charge for the level of inventory losses in a given year. The Company's policy is to review on an annual basis the condition of its inventory.

Deferred tax assets

Deferred tax assets are recognised for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilized. Significant management judgement is required to determine the amount of deferred tax assets that can be recognized, based upon the likely timing and level of future taxable profits together with future tax planning strategies.

Employee retirement benefits

The present value of the defined benefit funded obligations depend on a number of factors that are determined on an actuarial basis using a number of assumptions. The assumptions used in determining the net cost/(income) for pensions include the discount rate. Any changes in these assumptions will impact the carrying amount of pension obligations. The Company determines the appropriate discount rate at the end of each year. This is the interest rate that should be used to determine the present value of estimated future cash outflows expected to be required to settle the pension obligations. In determining the appropriate discount rate, the Company considers the 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 obligation. Additional information is disclosed in note 17.



6 Sales

All of the Company's sales are recognised at a point in time, being the time of delivery to and acceptance by the customer, for both 2021 and 2020.

The Company's sales disaggregated by primary geographical market are as follows:

	2021 \$	2020 \$
Country		
Barbados	38,669,066	43,366,938
St. Lucia	2,841,033	2,218,926
Antigua and Barbuda	2,294,664	1,792,197
Guyana	1,685,454	1,316,387
Other countries	1,646,672	1,286,097
St. Kitts and Nevis	1,489,160	1,163,076
Grenada	1,115,415	871,170
St. Vincent and the Grenadines	591,373	461,879
	50,332,837	52,476,670

7 Operating expenses by nature

The details of operating expenses by nature are shown below.

	2021 \$	2020 \$
Materials	33,348,968	30,769,494
Staff costs (note 8)	7,722,100	6,088,602
Production overhead	7,265,981	7,957,094
Administrative and office expenses	1,765,804	1,471,341
Depreciation (note 16)	1,729,140	2,624,023
Advertising and promotions	1,706,000	906,502
Management fees (note 13)	1,374,000	1,374,000
Taxes and licenses	759,736	225,625
Professional fees	113,550	117,558
Information technology and communications	14,381	22,351
Provision of inventory obsolescence (note 12)	—	185,453
Changes in inventories	(2,046,117)	(1,639,032)
	53,753,543	50,103,011



7 Operating expenses by nature ...continued

These expenses are classified in the statement of income as follows:

	2021 \$	2020 \$
Cost of sales	46,920,137	45,788,546
Selling, general and administrative expenses	6,833,406	4,314,465
	53,753,543	50,103,011

8 Staff costs

The breakdown of this account follows:

	2021 \$	2020 \$
Salaries, wages and allowances	5,937,270	5,679,061
Bonus and gratuity	834,404	70,333
NIS contributions	563,962	559,312
Other staff costs	500,464	459,896
Post-employment medical liability (note 18)	67,000	41,000
Pension – defined benefit plan (note 17)	(181,000)	(721,000)
	7,722,100	6,088,602

9 Taxation

	2021 \$	2020 \$
Statement of income		
Current tax expense	–	20,394
Deferred tax (credit)/expense for the year	(16,809)	298,884
	(16,809)	319,278



9 Taxation ...continued

The tax on the (loss)/income before taxation differs from the theoretical amount that would arise using the basic corporation tax rate as follows:

	2021 \$	2020 \$
(Loss)/income before taxation	(3,533,563)	2,018,162
Taxed at statutory rates of 5.5% (2020: 5.5%)	(194,346)	110,999
Unutilized/(utilised) tax losses	110,514	(20,393)
Deprecation on assets	62,142	—
Depreciation on assets not qualifying for capital allowances	23,472	22,699
Non-deductible expenses	5,368	—
Manufacturing allowance	—	(54,631)
Pension and post-employment medical benefits	(7,150)	(38,280)
Current tax expense	—	20,394
Deferred tax (credit)/expense arising from the recognition or reversal of deferred tax asset	(16,809)	298,884
	(16,809)	319,278
Deferred tax asset		
Balance at beginning of year	1,537,970	1,591,334
Deferred tax credit/(expense) recognised in statement of income		
Accelerated depreciation for accounting purposes	16,166	162,937
Unutilized tax losses	7,793	(423,541)
Post-retirement medical liability	2,805	1,375
Pension plan asset	(9,955)	(39,655)
	16,809	(298,884)
Deferred tax credit recognised in other comprehensive income		
Pension plan asset	79,120	228,140
Post-retirement medical liability	(10,120)	17,380
	69,000	245,520
Balance at end of year	1,623,779	1,537,970



9 Taxation ...continued

The deferred tax asset is analysed as follows:

	2021 \$	2020 \$
Accelerated depreciation for accounting purposes	1,341,541	1,325,375
Unutilized tax losses	431,643	423,850
Post-retirement medical liability	28,380	35,695
Pension plan asset	(177,785)	(246,950)
	<u>1,623,779</u>	<u>1,537,970</u>

Income tax payable

The movement of income tax payable as at December 31, is shown below.

	2021 \$	2020 \$
Balance at beginning of year	20,394	—
Current tax expense	—	20,394
Balance at end of year	<u>20,394</u>	<u>20,394</u>

Tax losses

The Company has unutilised tax losses of \$7,848,049 (2020: \$7,706,351) available to be carried forward and applied against future taxable income. The losses have not been agreed by the Revenue Commissioner of the Barbados Revenue Authority but are not in dispute.

Income Year	Amount \$	Expiry Date
2018	1,813,177	2025
2019	4,025,524	2026
2021	2,009,348	2028
	<u>7,848,049</u>	



10 Cash

	2021 \$	2020 \$
Cash on hand	372	372
Cash at banks	5,779,307	10,553,590
	5,779,679	10,553,962

Cash at banks is held with several local commercial banks in non-interest-bearing accounts. The amounts held in these accounts facilitate the short-term commitments and day-to-day operations of the Company.

11 Receivables and prepayments

	2021 \$	2020 \$
Trade receivables	4,097,731	4,672,546
Other receivables	422,591	491,955
Prepayments	180,433	549,070
	4,700,755	5,713,571

Trade receivables

The Company's trade receivables represent amounts due from customers for the goods sold in the ordinary course of business. They are generally due for settlement within 30 to 60 days and therefore are all classified as current. Trade receivables are recognised initially at the amount of consideration that is unconditional unless they contain significant financing components, when they are recognised at fair value. The Company holds the trade receivables with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method. Details about the Company's impairment policies and expected credit loss measurement are disclosed in Note 23(a)(ii). Due to the short-term nature of the Company's trade receivables, their carrying amount is considered to be the same as their fair value.



12 Inventories

	2021 \$	2020 \$
Raw materials	9,467,982	12,012,972
Fuel and factory supplies	4,994,015	3,945,189
Finished goods	2,784,349	3,459,887
Work in progress	129,157	—
Marketing materials	4,240	7,812
	17,379,743	19,425,860
Provision for inventory obsolescence	(1,187,349)	(1,322,889)
	16,192,394	18,102,971

The movement of provision for inventory obsolescence is shown below.

	2021 \$	2020 \$
Balance at beginning of year	1,322,889	1,137,436
Provisions during the year (note 7)	—	185,453
Write-offs during the year	(135,540)	—
Balance at end of year	1,187,349	1,322,889

The net of change in provision and direct write-down of inventories recognized in the statement of income is \$nil (2020: \$185,453). This amount is included in cost of sales.

13 Related party transactions and balances

Related party relationship exists when one party has the ability to control directly or indirectly, through one or more intermediaries, the other party or exercise significant influence over the other party in making financial and operating decisions. Such relationships also exist between or among entities under common control, parent company and its key management personnel, directors and shareholders.



13 Related party transactions and balances ...continued

Related party balances

Amounts due from/to related parties

The amount due from/to related companies are unsecured, interest-free and have no fixed terms of repayment.

	2021 \$	2020 \$
Receivables		
Entities under common control	<u>12,426,102</u>	<u>7,661,188</u>
Payables		
Entities under common control	<u>4,517,293</u>	<u>3,257,663</u>
<i>Loans due to parent company</i>		
	2021 \$	2020 \$
Total loans due to parent company	—	916,667
Less: current portion	—	<u>(549,996)</u>
Non-current portion	—	<u>366,671</u>

Interest-bearing loan

The Company obtained an unsecured, interest-bearing loan from its parent company on January 21, 2016 amounting to \$3,000,000 for working capital support. The loan bore interest at a rate of 4.25% per annum, matured on December 21, 2020 and is repayable in equal monthly instalment of \$55,589. The outstanding interest-bearing loan was fully paid during the year.

Interest expense incurred in 2021 charged to the statement of income amounted to \$nil (2020: \$15,106).

Noninterest-bearing loan

The Company obtained an unsecured noninterest-bearing loan from its parent company amounting to \$5,500,000 on September 30, 2012 for working capital support, which matures on August 31, 2022 and is repayable in equal monthly instalment of \$45,833.

The outstanding noninterest-bearing loan was fully paid during the year.



13 Related party transactions and balances ...continued

Related party transactions

During the year, the Company entered into the following transactions with its parent and fellow subsidiaries:

	2021 \$	2020 \$
Sales to related companies	11,678,947	14,167,905
Purchases from related companies	2,582,247	8,345,257
Management fees paid to related company (note 7)	750,000	750,000
Management fee paid to parent company (note 7)	624,000	624,000
Interest expense	—	15,106
Rent charged to related parties	75,852	75,852

Compensation of key management personnel of the Company:

	2021 \$	2020 \$
Short-term employee benefits	635,064	566,485

14 Bank overdraft

The security for the bank overdraft facility of \$500,000 is secured by a letter of undertaking to provide the bank with a mortgage over the Company's assets, if called upon to do so and a guarantee endorsed by the parent company, Banks Holdings Limited.

Interest is charged and payable monthly on the overdraft balance at 4.25% (2020: 4.25%).



15 Accounts payable and accruals

	2021 \$	2020 \$
Accruals and other payables	7,907,669	6,823,071
Trade payables	1,852,718	2,154,880
Dividends payable	215,825	62,435
Lease liabilities	120,587	257,868
	10,096,799	9,298,254
Current	10,057,051	9,177,951
Non-current	39,748	120,303
	10,096,799	9,298,254

Terms and conditions of the above liabilities are as follows:

- Trade payables are non-interest bearing and are normally settled on 30-60 day terms; and
- Other payables are non-interest bearing and are normally settled within three months.

Leases

Lease liabilities are presented in the statement of financial position as follows:

	2021 \$	2020 \$
Current	80,839	137,565
Non-current	39,748	120,303
	120,587	257,868

The Company has leases for equipment and motor vehicles and are reflected on the statement of financial position as right-of-use assets and lease liabilities. The Company classifies its right-of-use asset in a separate class in the property, plant and equipment (see note 16).



15 Accounts payable and accruals ...continued

Leases ...continued

The lease generally imposes a restriction that, unless there is a contractual right for the Company to sublet the asset to another party, the right-of-use asset can only be used by the Company. The lease is either non-cancellable or may only be cancelled by incurring a substantive termination fee. The Company is prohibited from selling or pledging the underlying leased asset as security. Further, the Company must keep the office building in a good state of repair and return the property in its original condition at the end of the lease. Also, the Company must insure items of property and equipment and incur maintenance fees on such items in accordance with the lease contract.

The table below describes the nature of the Company's leasing activities by type of right-of-use asset recognised on statement of financial position:

December 31, 2021

Right-of-use asset	No. of right-of-use asset leased	Range of remaining term	Average remaining lease term	No. of leases with extension option	No. of leases with options to purchase	No. of leases with variable payments linked to an index	No. of leases with termination options
Motor vehicles	6	0.5 years to 3.75 years	1.04 years	6	—	—	—

December 31, 2020

Right-of-use asset	No. of right-of-use asset leased	Range of remaining term	Average remaining lease term	No. of leases with extension option	No. of leases with options to purchase	No. of leases with variable payments linked to an index	No. of leases with termination options
Motor vehicles	6	1.5 years to 4.75 years	2.04 years	6	—	—	—

**15 Accounts payable and accruals ...continued****Leases ...continued**

The lease liability is unsecured and future minimum lease payments at December 31, are as follows:

December 31, 2021

	Within 1 year \$	2 – 5 years \$	Total \$
Lease payments	88,751	46,801	135,552
Finance charges	(7,912)	(7,053)	(14,965)
Net present values	80,839	39,748	120,587

December 31, 2020

	Within 1 year \$	2 – 5 years \$	Total \$
Lease payments	161,136	243,264	404,400
Finance charges	(23,571)	(122,961)	(146,532)
Net present values	137,565	120,303	257,868

The Company did not enter into any short-term lease arrangements during the year with no commitments as at December 31, 2021.

As at December 31, 2021, the Company has no commitment to a lease which has not yet commenced.

Total cash outflows for repayments of lease liabilities and interest portion of the lease liabilities for the year ended December 31, 2021 were \$137,565 (2020: \$101,160) and \$23,571 (2020: \$34,826), respectively.

The right-of-use assets and accumulated depreciation as at December 31, 2021 and 2020 and the related depreciation expense for the year then ended are shown separately under property, plant and equipment (see note 16).

Barbados Dairy Industries Limited

Notes to Financial Statements
December 31, 2021

(expressed in Barbados dollars)

16 Property, plant and equipment

	Buildings on leasehold land \$	Plant and machinery \$	Furniture, fixtures and other equipment \$	Motor vehicles \$	Containers \$	Capital works in progress \$	Right-of-use assets \$	Total \$
At December 31, 2019								
Cost	15,739,153	40,130,498	2,277,268	116,661	423,247	1,733,176	227,060	60,647,063
Accumulated depreciation	(10,788,859)	(33,572,702)	(2,233,458)	(115,388)	(423,247)	–	(44,471)	(47,178,125)
Net book value	4,950,294	6,557,796	43,810	1,273	–	1,733,176	182,589	13,468,938
Year ended December 31, 2020								
Opening net book value	4,950,294	6,557,796	43,810	1,273	–	1,733,176	182,589	13,468,938
Additions	–	204,739	103,257	–	209,482	–	206,173	723,651
Transfers	–	431,015	–	–	–	(431,015)	–	–
Disposals	–	(52,599)	–	–	–	(3,529)	(31,813)	(87,941)
Writeback of depreciation	–	–	–	–	–	–	31,813	31,813
Depreciation charges								
(note 7)	(396,661)	(2,082,130)	(13,094)	(956)	–	–	(131,182)	(2,624,023)
Closing net book value	4,553,633	5,058,821	133,973	317	209,482	1,298,632	257,580	11,512,438
At December 31, 2020								
Cost	15,739,153	40,713,653	2,380,525	116,661	632,729	1,298,632	401,420	61,282,773
Accumulated depreciation	(11,185,520)	(35,654,832)	(2,246,552)	(116,344)	(423,247)	–	(143,840)	(49,770,335)
Net book value	4,553,633	5,058,821	133,973	317	209,482	1,298,632	257,580	11,512,438

Barbados Dairy Industries Limited

Notes to Financial Statements

December 31, 2021

(expressed in Barbados dollars)

16 Property, plant and equipment ... *continued*

	Buildings on leasehold land \$	Plant and machinery \$	Furniture, fittings and other equipment \$	Motor vehicles \$	Containers \$	Capital works in progress \$	Right-of-use assets \$	Total \$
Year ended								
December 31, 2021								
Opening net book value	4,553,633	5,058,821	133,973	317	209,482	1,298,632	257,580	11,512,438
Additions	–	1,498	–	–	–	1,130,272	22,947	1,154,717
Disposals	–	–	(341,489)	–	–	–	–	(341,489)
Writeback of depreciation	–	–	341,489	–	–	–	–	341,489
Depreciation charges (note 7)	(426,762)	(1,052,042)	(25,125)	(317)	(52,371)	–	(172,523)	(1,729,140)
Closing net book value	4,126,871	4,008,277	108,848	–	157,111	2,428,904	108,004	10,938,015
At December 31, 2021								
Cost	15,739,153	40,715,151	2,039,036	116,661	632,729	2,428,904	424,367	62,096,001
Accumulated depreciation	(11,612,282)	(36,706,874)	(1,930,188)	(116,661)	(475,618)	–	(316,363)	(51,157,986)
Net book value	4,126,871	4,008,277	108,848	–	157,111	2,428,904	108,004	10,938,015



17 Pension plan asset

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

	2021 \$	2020 \$
Statement of financial position		
Present value of funded obligations	(12,482,000)	(11,160,000)
Fair value of plan assets	15,714,454	15,650,000
Net asset recognised in the statement of financial position	3,232,454	4,490,000
Statement of income		
Interest cost	774,000	834,000
Current service cost	89,000	41,000
Administrative fees	30,000	41,000
Expected return on plan assets	(1,074,000)	(1,637,000)
Total, included in staff costs (note 8)	(181,000)	(721,000)
Statement of other comprehensive income		
Expected return on plan assets	1,074,000	1,637,000
Loss from change in assumptions	943,000	2,407,000
Actual return on plan assets	(578,454)	104,000
Other comprehensive loss	1,438,546	4,148,000
Net movement in pension plan asset recognised in the statement of financial position		
Balance at beginning of year	4,490,000	7,917,000
Net benefit income	181,000	721,000
Other comprehensive loss	(1,438,546)	(4,148,000)
Balance at end of year	3,232,454	4,490,000

**17 Pension plan asset ...continued**

Changes in present value of the funded obligations are as follows:

	2021 \$	2020 \$
Balance at beginning of year	11,160,000	8,415,000
Interest cost	774,000	834,000
Actuarial loss on obligation	943,000	2,407,000
Current service cost	89,000	41,000
Administrative fees	30,000	41,000
Contributions by employee	19,000	20,000
Other adjustments	—	1,000
Benefits paid	(533,000)	(599,000)
Balance at end of year	12,482,000	11,160,000

Changes in the fair value of plan assets are as follows:

	2021 \$	2020 \$
Balance at beginning of year	15,650,000	16,332,000
Actual return on plan assets	578,454	(104,000)
Contributions by employer and employee	19,000	20,000
Other adjustments	—	1,000
Benefits paid	(533,000)	(599,000)
Balance at end of year	15,714,454	15,650,000

	2021 %	2020 %
--	-----------	-----------

Principal actuarial assumptions as at year were:

Discount rate at end of year	6.25	7
Future promotional salary increases	5	5
Future inflationary salary increases	3	3
Future increases in NIS ceiling for earnings	4.25	4.25
Future pension increases	3.75	3.75
Mortality	UP94-AA	UP94-AA



17 Pension plan asset ...continued

A quantitative sensitivity analysis for significant assumptions on the present value of the funded obligations as at December 31, 2021 is shown below.

	Increase \$	Decrease \$
Change in discount rate by 1%	(1,621,854)	2,040,484
Change in salary increase by 0.5%	232,358	(215,899)

Life expectancy at age 65 for current pensioners in years:

Male – 19.2

Female – 21.7

The weighted duration of the defined benefit obligation was 15 years.

The Company expects to contribute \$nil to its defined benefit pension plans in 2022 (2021: \$nil).

The major categories of plan assets as a percentage of the fair value of plan assets are as follows:

	2021 %	2020 %
Bonds	35	36
Mortgages	21	21
Real estate	15	15
Mutual funds	15	15
Equities	11	11
Others	3	2

The overall expected rate of return on assets is determined based on the market expectations prevailing on that date, applicable to the period over which the obligation is to be settled.

18 Post-employment medical liability

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

	2021 \$	2020 \$
Present value of unfunded obligation	<u>516,000</u>	649,000
Liability recognised in the statement of financial position	<u>516,000</u>	649,000

**18 Post-employment medical liability ...continued**

The amounts recognised in the statement of income are as follows:

	2021 \$	2020 \$
Interest cost	46,000	31,000
Current service cost	21,000	10,000
Total, included in staff costs (note 8)	67,000	41,000

	2021 \$	2020 \$
Statement of other comprehensive income		
(Gain)/loss from change in assumptions	(184,000)	316,000

Movements in the net liability recognized in the statement of financial position are as follows:

	2021 \$	2020 \$
Net liability at beginning of year	649,000	308,000
Net expense recognised in the statement of income	67,000	41,000
Benefits paid	(16,000)	(16,000)
Other comprehensive (income)/loss	(184,000)	316,000
Net liability at end of year	516,000	649,000

Changes in the present value of the unfunded obligation are as follows:

	2021 \$	2020 \$
Obligation at beginning of year	649,000	308,000
Interest cost	46,000	31,000
Current service cost	21,000	10,000
Benefits paid	(16,000)	(16,000)
Actuarial (gain)/loss	(184,000)	316,000
Obligation at end of year	516,000	649,000



18 Post-employment medical liability ...continued

Principal actuarial assumptions used for accounting purposes at December 31, were as follows:

	2021 %	2020 %
Discount rate at end of year	6.25	7
Future medical claims/premium inflation	4.25	4.25

A one percentage point change in the assumed rate of the following assumptions would have the following effect on the present value of the obligation:

	Increase \$	Decrease \$
Change of medical inflation by 1%	143,140	(114,087)
Change of discount rate by 1%	(105,269)	133,290

The weighted duration of the defined benefit obligation was 16 years.

Assuming no changes in the premium rates, the Company expects to pay premiums of \$20,000 during the 2022 financial year (2021: \$20,000).

19 Equity

Share capital

Authorized

The Company is authorized to issue an unlimited number of shares without nominal or par value designated as common shares.

Issued

	Number of Shares		Stated value	
	2021	2020	2021 \$	2020 \$
Balance at beginning and end of year	4,691,094	4,691,094	998,028	998,028

Dividends

For the 2021 financial period, the Company's Board of Directors approved the declaration of cash dividends amounting to \$985,130 on August 25, 2021.



20 Other reserves

The movement of other reserves is as follows:

	2021 \$	2020 \$
Balance at beginning of year	(3,112,582)	1,105,898
Re-measurement loss on defined benefit plan and post-employment medical liability, net of tax	(1,185,546)	(4,218,480)
Balance at end of year	(4,298,128)	(3,112,582)

21 Commitments and contingencies

Capital commitment

There was no capital expenditure approved by the Directors and there were no amounts subject to contract in 2021 and 2020.

Legal claims

There are pending claims and legal actions filed by the Company or against the Company arising from the normal course of business. These include claims filed against the Company for breaches of contracts and damages for personal injuries, and other related matters. No provision has been made in the financial statements as of December 31, 2021, in respect of these claims as the amount and outcome is not presently determinable.

As of the date of approval of the financial statements, the Company does not believe that any of the litigation matters will have a material effect on its statement of income or statement of financial position.

Other contingencies

Effective December 2019, the Company had its shares suspended on the Barbados Stock Exchange Inc. (BSE) pursuant to Rule 3.01.5 1(a) and (b) of the Rules of the BSE as a consequence of the requirement to submit the quarterly and annual audited financial statements to the Financial Services Commission and annual audited financial statements to the BSE within the time period stipulated by those regulatory bodies.

On July 22, 2022, the suspension of the Company's trading of its shares on the BSE was lifted.



22 (Loss)/earnings per share

	2021 \$	2020 \$
Net (loss)/income for the year	(3,516,754)	1,698,884
Divided by weighted average number of outstanding shares	4,691,094	4,691,094
Basic and diluted earnings per share	(0.75)	0.36

(Loss)/earnings per share are based on a net (loss)/income of \$3,516,754 (2020: \$1,698,884) and a weighted average of 4,691,094 (2020: 4,691,094) common shares in issue during the year.

23 Financial risk management

a) Financial risk factors

The Company's activities expose it to a variety of financial risks: market risk (including foreign currency risk, interest rate risk and price risk), credit risk and liquidity risk. The Company has not entered into forward contracts to reduce risk exposures. The Company's risk management focuses on actively seeking to minimise potential adverse effects on its financial performance.

The Company's risk management is coordinated with the Board of Directors and focuses on actively securing the Company's short to medium-term cash flows by minimising the exposure to financial markets. Long-term financial investments are managed to generate lasting returns.

The Company does not actively engage in the trading of financial assets for speculative purposes, nor does it write options. The most significant financial risks to which the Company is exposed are described below.

i) Market risk

i) Foreign currency risk

Foreign currency risk is the risk that the value of a financial instrument will fluctuate due to changes in foreign exchange rates. The Company operates primarily in the Barbados market and is therefore not subject to significant foreign currency risk. Management monitors its exposure to foreign currency fluctuations and employs appropriate strategies to mitigate any potential losses.

The Company has transactional currency exposures. Such exposure arises from purchases by an operating unit in currencies other than the unit's functional currency. The Company has significant purchases denominated in a currency other than the functional currency. However, the majority of these are in US\$ which has a fixed exchange rate to the functional currency. Fluctuations in currencies other than US\$ are not considered significant.



23 Financial risk management ...continued

a) Financial risk factors ...continued

i) Market risk ...continued

ii) Interest rate risk

Interest rate risk arises from the possibility that changes in interest rates will affect future cash flows or the fair values of financial instruments. The Company manages its interest rate exposure by using a variable rate debt. The Company's exposure to the risk of changes in the market interest rates relates primarily to its long-term liabilities. As at the end of financial year 2020, the Company's only interest-bearing loans are with its parent company. As a result, management does not consider that there is any significant risk to the company with respect to changes in market interest rates in 2021 financial year.

iii) Price risk

The Company has no investments classified as FVOCI or at FVTPL, and thus is not exposed to cash flow equity securities price risk. The Company is not exposed to commodity price risk.

ii) Credit risk

Credit risk management

Credit risk arises from cash at banks, contractual cash flows of financial assets carried at amortised cost as well as credit exposure to customers, including outstanding trade and other receivables and due from related parties.

The Company's credit risk is managed on an individual basis. The Company has made adequate provision for any potential credit losses and the amount of the Company's maximum exposure to credit risk is indicated by the carrying amount of its financial assets.

Generally, the maximum credit risk exposure of financial assets is the carrying amount of the financial assets as shown on the face of the statement of financial position, as summarized below.

	2021 \$	2020 \$
Cash at banks	5,779,307	10,553,590
Trade and other receivables	4,520,322	5,164,501
Due from related parties	12,426,102	7,661,188
	<u>22,725,731</u>	<u>23,379,279</u>



23 Financial risk management ...continued

a) Financial risk factors ...continued

ii) Credit risk ...continued

Credit quality and expected credit loss measurement

The credit quality of financial assets and expected credit loss measurement was determined as follows:

- Cash at banks is only placed with well-known reputable banks. The credit quality of this financial asset is considered to be of high grade. While cash at banks are also subject to the impairment requirements of IFRS 9, the identified impairment loss was immaterial.
- Trade and other receivables are considered to have low credit risk as these amounts are all current and were all performing and fully collected within the credit period. Accordingly, there is no impairment allowance for trade and other receivables provided as these financial assets were substantially collected subsequent to the statement of financial position date.
- Due from related parties are considered to have low credit risk. There is no impairment allowance for the due from related parties as the counterparties have access to sufficient highly liquid assets in order to repay the receivables, if demanded at the reporting date.

Geographic

The Company's counterparties are located in Barbados, Antigua and Barbuda, Guyana, Grenada, St. Kitts and Nevis, St. Vincent and the Grenadines and other Caribbean territories.

iii) Liquidity risk

Liquidity risk is the risk that the Company will be unable to meet its payment obligations when they fall due under normal and stress circumstances. The Company monitors its liquidity risk by considering the maturity of both its financial assets and projected cash flows from operations. Where possible, the Company utilizes available credit facilities such as loans, overdrafts and other financing options.

The Company's objective is to maintain a balance between continuity of funding and flexibility through the use of bank overdrafts and bank loans.



23 Financial risk management ...continued

a) Financial risk factors ...continued

iii) Liquidity risk ...continued

The table below summarizes the maturity profile of the Company's financial liabilities at December 31, based on contractual undiscounted payments.

As at December 31, 2021	Less than 1 year \$	More than 1 year \$	Total \$
Accounts payable and accruals	10,064,963	46,801	10,111,764
Due to related companies	4,517,293	—	4,517,293
Total	14,582,256	46,801	14,629,057
As at December 31, 2020	Less than 1 year \$	More than 1 year \$	Total \$
Accounts payable and accruals	9,201,522	243,264	9,444,786
Due to related companies	3,257,663	—	3,257,663
Loans due to parent company	549,996	366,671	916,667
Total	13,009,181	609,935	13,619,116

b) Capital management

The primary objective of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximize shareholder value.

The Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the year ended December 31, 2021 and 2020.



Management is required by the *Companies Act* Chapter 308 of the laws of Barbados (hereinafter called the “Companies Act”) to send forms of proxy with the Notice convening the Meeting. By complying with the *Companies Act*, Management is deemed to be soliciting proxies within the meaning of the *Companies Act*.

This Management Proxy Circular accompanies the Notice of the Fifty-Fifth (55th) Annual General Meeting of the Shareholders of Banks Holdings Limited (the “Company”) to be held at the Courtyard at Marriott, The Garrison Historic Area, Hastings, Christ Church, Barbados on **Thursday, the 4th day December, 2025 at 10:00 A.M.** (hereinafter called the “Meeting”) and is furnished in connection with the solicitation of proxies by the Management of the Company for use at the Meeting, or any adjournment(s) thereof. The solicitation will be primarily by mail. The cost of the solicitation will be borne by the Company.

Proxies

A shareholder who is entitled to vote at a meeting of shareholders has the right by means of the enclosed proxy form to appoint a person to represent him by inserting the name of such person in the space indicated in the proxy form. Completed proxies must be deposited at the registered office of the Company, at the Banks (Barbados) Breweries Ltd. Complex, Newton, Christ Church, Barbados no later than **Tuesday, the 2nd day of December, 2025 at 4:15 P.M.** being no more than forty-eight (48) hours preceding the day of the Meeting, or any adjournment thereof.

Proxies given by shareholders for use at the Meeting may be revoked by the shareholder giving such proxy at any time prior to their use. In addition to revocation in any other manner permitted by law, a proxy may be revoked by instrument in writing executed by the shareholder (or by his attorney). If the shareholder is a company, the revocation may be executed under its corporate seal or by any duly authorised officer or attorney thereof, and deposited at the registered office of the Company at the Banks (Barbados) Breweries Ltd. Complex, Newton, Christ Church at any time up to and including the last business day preceding the day of the Meeting, or any adjournment(s) thereof, at which the proxy was to be used. Alternatively, it may be delivered to the Chairman of such meeting, on the day of the meeting, or any adjournment thereof, and upon either of such deposits, the proxy is revoked.

Record Date, Notice of Meeting and Voting Shares

The Directors of the Company have fixed a record date of **Tuesday, the 13th day of November, 2025** for determining the shareholders who are entitled to receive notice of the Meeting. In accordance with the Companies Act, only shareholders of record at the close of business on **Tuesday, the 13th day of November, 2025** shall be entitled to receive notice of the Meeting.

Only such registered holder of common shares of the Company shall be entitled to vote at the Meeting. Each holder is entitled to one vote for each share held. As at the date of this Notice, there are **4,691,094** common shares without par value of the Company issued and outstanding.

Election of Directors

The Board of Directors consists of members who retire in rotation. On 31st December 2021, there were six (6) Board members. Seven (7) Directors of the Company are to be elected at the Meeting. The following are the names of the persons proposed as nominees for election as Directors of the Company and for whom it is intended that votes will be cast for their election as Directors pursuant to the forms of proxy enclosed herewith:-



Nominee Director	Present Principal Occupation
Ms. Shafia Tonisha Tracey London	Corporate Executive
Mr. Andre Emile Thomas	Corporate Executive
Mr. Alberto Javier Riviera Ramirez	Corporate Executive
Mr. Omar Antonio Ginorio Martinez	Corporate Executive
Mr. Carlos Enrique Diaz Santiago	Corporate Executive
Mr. Carl Richard Cozier	Retired Corporate Executive
Mr. Paul Devere Davis	Farmer

With respect to the persons nominated, the term of office for each person so elected will expire at the close of the third Annual General Meeting of the shareholders of the Company following his/her election or until his/her successor is elected or appointed. All nominated candidates are willing to serve and have signed declarations of consent attesting to their willingness to serve. The Management of the Company does not contemplate that any of the persons named above will, for any reason, become unable or unwilling to serve as a director.

Appointment of Auditors

It is proposed to nominate the firm PricewaterhouseCoopers SRL, the incumbent auditors of the accounts of the Company, as auditors of the Company to hold office until the next annual meeting of shareholders. In accordance with Section 11(2) of the *Financial Services Commission Act, 2010-21*, the approval of the Financial Services Commission has been sought for this appointment.

Discretionary Authority

Shares represented by proxy, given on the enclosed form of proxy to the persons named in the proxy, shall be voted on any ballot in accordance with the instructions contained therein.

In the absence of shareholder instructions, shares represented by proxies will be VOTED FOR:

- (i) **The adoption of the Annual Report and Financial Statements for the financial period ended 31 December, 2021;**
- (ii) **The adoption of the Annual Report and Financial Statements for the financial period ended 31 December, 2022;**
- (iii) **The adoption of the Annual Report and Financial Statements for the financial period ended 31 December, 2023;**
- (iv) **The adoption of the Annual Report and Financial Statements for the financial period ended 31 December, 2024;**
- (v) **The election of Mr. Carl Richard Cozier to hold office until the close of the third Annual General Meeting of the Shareholders of the Company following his election;**
- (vi) **The election of Mr. Paul Devere Davis to hold office until the close of the third Annual General Meeting of the Shareholders of the Company following his election;**
- (vii) **The election of Ms. Shafia Tonisha Tracey London to hold office until the close of the third Annual General Meeting of the Shareholders of the Company following her election;**



- (viii) **The election of Mr. Andre Emile Thomas to hold office until the close of the third Annual General Meeting of the Shareholders of the Company following his election;**
- (ix) **The election of Mr. Carlos Enrique Diaz Santiago to hold office until the close of the third Annual General Meeting of the Shareholders of the Company following his election;**
- (x) **The election of Mr. Omar Antonio Ginorio Martinez to hold office until the close of the third Annual General Meeting of the Shareholders of the Company following his election;**
- (xi) **The election of Mr. Alberto Javier Riviera Ramirez to hold office until the close of the third Annual General Meeting of the Shareholders of the Company following his election;**
- (xii) **The re-appointment of incumbent auditors PricewaterhouseCoopers SRL as Auditors of the Company for a period ending at the close of the next Annual General Meeting after their re-appointment.**

Management knows of no matter to come before the Meeting other than the matters referred to in the Notice of Meeting enclosed herewith. However, if any other matters which are not now known to Management should properly come before the Meeting (or any adjournment thereof) the shares represented by proxies in favour of Management nominees shall be voted on any such matter in accordance with the best judgment of the proxy nominee. Similar discretionary authority is conferred with respect to amendments to the matters identified in the Notice of Meeting. The contents of this Management Proxy Circular and the sending thereof to the holders of the common shares on the Company have been approved by the Directors of the Company.

No director's statement has been received by the Company pursuant to section 71(2) of the *Companies Act*.

No auditor's statement has been received by the Company pursuant to section 163(1) of the *Companies Act*.



I/We..... of

.....

.....shareholder(s) of BARBADOS DAIRY INDUSTRIES LIMITED (the "Company") hereby appoint

..... of

..... or, failing him,

..... of

.....

as the nominee of the undersigned to attend and act for the undersigned and on behalf of the undersigned at the Fifty-Fifth (55th) Annual General Meeting of the Shareholders of Barbados Dairy Industries Limited (the "Company") to be held at the Courtyard at Marriott, The Garrison Historic Area, Hastings, Christ Church, Barbados on **Thursday, the 4th day December, 2025 at 10:00 A.M.** (and any adjournment thereof in the same manner), to the same extent and with the same powers as if the undersigned were present at the meeting or such adjournment(s) thereof.

Dated this day of , 2025.

.....

(Please print name of Shareholder)

.....

(Signature of Shareholder)

CUT HERE



Please indicate with an 'X' for each resolution below how you wish your votes to be cast. The 'vote withheld' option below is provided to enable you to abstain on any particular resolution. However, it should be noted that an abstention will not be counted in the calculation of the proportion of the votes 'for' and 'against' a resolution. In the absence of Shareholder instructions, shares represented by proxies will be VOTED FOR each of the Resolutions itemized in the table below. With respect to amendments to or variations in matters identified in the Notice of Meeting, or other matters that may properly come before the Meeting, proxy-holders shall be entitled to exercise their discretion.

AGENDA ITEM	RESOLUTION	FOR	AGAINST	ABSTAIN
5(i)	THAT in accordance with the requirements of paragraph 4.4 of the By-Law No.2 of the Company, Mr. Carl Richard Cozier be and is hereby elected Director of the Company to hold office until the third Annual Meeting of the Shareholders of the Company following his election.			
5(ii)	THAT in accordance with the requirements of paragraph 4.4 of the By-Law No.2 of the Company, Mr. Paul Devere Davis be and is hereby elected Director of the Company to hold office until the third Annual Meeting of the Shareholders of the Company following his election.			
5(iii)	THAT in accordance with the requirements of paragraph 4.4 of the By-Law No.2 of the Company, Ms. Shafia Tonisha Tracey London be and is hereby elected Director of the Company to hold office until the third Annual Meeting of the Shareholders of the Company following her election.			
5(iv)	THAT in accordance with the requirements of paragraph 4.4 of the By-Law No.2 of the Company, Mr. Andre Emile Thomas be and is hereby elected Director of the Company to hold office until the third Annual Meeting of the Shareholders of the Company following his election.			
5(v)	THAT in accordance with the requirements of paragraph 4.4 of the By-Law No.2 of the Company, Mr. Carlos Enrique Diaz Santiago be and is hereby elected Director of the Company to hold office until the third Annual Meeting of the Shareholders of the Company following his election.			
5(vi)	THAT in accordance with the requirements of paragraph 4.4 of the By-Law No.2 of the Company, Mr. Omar Antonio Ginorio Martinez be and is hereby elected Director of the Company to hold office until the third Annual Meeting of the Shareholders of the Company following his election.			



5(vii)	THAT in accordance with the requirements of paragraph 4.4 of the By-Law No.2 of the Company, Mr. Alberto Javier Riviera Ramirez be and is hereby elected Director of the Company to hold office until the third Annual Meeting of the Shareholders of the Company following his election.			
6	THAT PricewaterhouseCoopers SRL be and are hereby appointed as Auditors of the Company for the period ending at the close of the next Annual General Meeting after their appointment.			

NOTES:

- (a) A shareholder who is entitled to vote at any meeting of the shareholders may by means of a proxy appoint a proxy holder, or one or more alternate proxy holders, none of whom need be shareholders, to attend and act at the meeting in the manner and to the extent authorised by the proxy and with the authority conferred by the proxy.

(b) In the case of a shareholder who is a body corporate or association, votes at a meeting of shareholders may be given by any individual authorised by a resolution of the directors or governing body of that body corporate or association to represent it at the meetings of shareholders of the Company.
- A proxy must be executed in writing by the shareholder or his attorney authorised in writing.
- Proxy appointments are required to be deposited at the registered office of the Company, Banks (Barbados) Breweries Limited Complex, Newton, Christ Church, Barbados no later than Tuesday, the 2nd day of December, 2025 at 4:15 P.M**







PINEHILL

