Dubai Refreshment (P.J.S.C.)

Review report and interim financial information for the three months period ended 31 March 2022

### Dubai Refreshment (P.J.S.C.)

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Deloitte & Touche (M.E.) Building 3, Level 6 Emaar Square Downtown Dubai P.O. Box 4254 Dubai United Arab Emirates

Tel: +971 (0) 4 376 8888 Fax:+971 (0) 4 376 8899 www.deloitte.com

#### REPORT ON REVIEW OF INTERIM FINANCIAL INFORMATION

The Board of Directors Dubai Refreshment (P.J.S.C.) Dubai United Arab Emirates

#### Introduction

We have reviewed the accompanying condensed statement of financial position of **Dubai Refreshment** (**P.J.S.C.**) (the "Company"), as at 31 March 2022, and the related condensed statements of profit or loss, comprehensive income, changes in equity and cash flows for the three months period then ended. Management of the Company is responsible for the preparation and fair presentation of these interim financial information in accordance with International Accounting Standard 34: *Interim Financial Reporting* ("IAS 34"). Our responsibility is to express a conclusion on this interim financial information based on our review.

#### Scope of Review

We conducted our review in accordance with the International Standard on Review Engagements 2410: "Review of Interim Financial Information Performed by the Independent Auditor of the Entity". A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with International Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

#### Conclusion

Based on our review, nothing has come to our attention that causes us to believe that the accompanying interim financial information is not prepared, in all material respects in accordance with IAS 34.

Deloitte & Touche (M.E.)

Akbar Ahmad

Registration No.: 1141

11 May 2022 Dubai

**United Arab Emirates** 

### Condensed statement of financial position as at 31 March 2022

Right-of-use assets Intangible assets Investment in financial assets  Total non-current assets  Current assets Inventories Trade and other receivables	(Unaudit  4 604,3 94,2 7,2 5 118,6 824,5 66,7 225,1 192,1 483,9	355 586,580 240 97,589 284 8,214 684 118,696 563 811,079 717 76,960 10 200,502
Property, plant and equipment Right-of-use assets Intangible assets Investment in financial assets  Total non-current assets  Current assets Inventories Trade and other receivables	94,2 7,2 118,6 824,5 66,7 225,1 6	240 97,589 284 8,214 584 118,696 563 811,079 717 76,960 10 200,502
Right-of-use assets Intangible assets Investment in financial assets  Total non-current assets  Current assets Inventories Trade and other receivables	94,2 7,2 118,6 824,5 66,7 225,1 6	240 97,589 284 8,214 584 118,696 563 811,079 717 76,960 10 200,502
Intangible assets Investment in financial assets  Total non-current assets  Current assets Inventories Trade and other receivables	94,2 7,2 118,6 824,5 66,7 225,1 6 192,1	240 97,589 284 8,214 584 118,696 563 811,079 717 76,960 10 200,502
Investment in financial assets  Total non-current assets  Current assets Inventories Trade and other receivables	7,2 5 118,6 824,5 66,7 225,1 6 192,1	284 8,214 584 118,696 563 811,079 717 76,960 10 200,502
Total non-current assets  Current assets Inventories Trade and other receivables	5 118,6 824,5 66,7 225,1 6 192,1	584     118,696       563     811,079       717     76,960       10     200,502
Current assets Inventories Trade and other receivables	66,7 225,1 6 192,1	717 76,960 10 200,502
Inventories Trade and other receivables	225,1 6 192,1	10 200,502
Trade and other receivables	225,1 6 192,1	10 200,502
	225,1 6 192,1	10 200,502
	6 192,1	
Cash and cash equivalents	483,9	
Total current assets		47 433,278
Total Assets	1,308,5	10 1,244,357
EQUITY AND LIABILITIES		_
Equity		
Share capital		
Statutory reserve	90,0	
General reserve	45,00	
Fair value reserve	618,40	
Cash flow hedge reserve	87,60	5-00 to 100 to 1
Retained earnings	2,76	\ /
Sub-reduced acceleration • S	72,92	22 102,073
Total equity	916,68	942,908
Non-current liabilities		
Employees' end of service benefits	28,79	28,077
Lease liabilities- non-current portion	89,25	
Total non-current liabilities	118,04	119,974
Current liabilities	19	
Trade and other payables	260,53	1 167,854
Lease liabilities- current portion	13,25	
Total current liabilities	273,782	<b>2</b> 181,475
Total Liabilities	391,825	5 301,449
Total Equity and Liabilities	1,308,510	1,244,357

To the best of our knowledge, and in accordance with the applicable reporting principles for interim financial reporting, the condensed interim financial statements present fairly in all material respects the financial position, financial performance and cash flows of the Company.

Mr. Ahmad Bin Eisa Alserkal

Chairman

Mr. Abdulla Mohamed Rashed Al Huraiz Director

The accompanying notes form an integral part of this interim financial information.

# Condensed statement of profit or loss (unaudited) for the three months period ended 31 March 2022

	Notes	Three months	period ended Iarch
		2022 AED'000	2021 AED'000
Revenue	10	178,321	133,570
Cost of sales		(111,954)	(82,993)
Gross profit		66,367	50,577
Other operating income		1,821	1,927
Selling and distribution expenses		(24,392)	(22,847)
General and administrative expenses		(12,972)	(12,585)
Amortisation of intangible assets		(930)	(915)
Operating income		29,894	16,157
Finance income		265	238
Finance costs		(9)	(28)
Lease interest costs		(923)	(1,034)
Dividend income		4,069	3,372
Other income/(expense)		553	(429)
Profit for the period		33,849	18,276
Earnings per share in AED	8	0.38	0.20

# Condensed statement of comprehensive income (unaudited) for the three months period ended 31 March 2022

	Three months period ended 31 March	
	2022 AED'000	2021 AED'000
Profit for the period	33,849	18,276
Other comprehensive income/(loss) Other comprehensive income not to be reclassified to profit or loss in subsequent periods:		
Change in fair value of investment in equity instrument designated as at FVOCI Change in fair value of cash flow hedges	(12) 2,940	17,970 (756)
Total other comprehensive income	2,928	17,214
Total comprehensive income for the period	36,777	35,490

## Condensed statement of changes in equity for the three months period ended 31 March 2022

	Share capital AED'000	Statutory reserve AED'000	General reserve AED'000	Fair value reserve AED'000	Cash flow hedge reserve AED'000	Retained earnings AED'000	Total AED'000
At 1 January 2021 (audited)	90,000	45,000	618,401	40,814	1,377	72,477	868,069
Profit for the period Other comprehensive income/(loss)		-	-	17,970	(756)	18,276	18,276 17,214
Total comprehensive income/(loss) for the period Dividend declared (Note 7)	-	-	-	17,970	(756)	18,276 (63,000)	35,490 (63,000)
At 31 March 2021 (unaudited)	90,000	45,000	618,401	58,784	621	27,753	840,559
At 1 January 2022 (audited)	90,000	45,000	618,401	87,613	(179)	102,073	942,908
Profit for the period Other comprehensive income/(loss)	-	-	-	(12)	2,940	33,849	33,849 2,928
Total comprehensive income/(loss) for the period Dividend declared (Note 7)		- -		(12)	2,940	33,849 (63,000)	36,777 (63,000)
At 31 March 2022 (unaudited)	90,000	45,000	618,401	87,601	2,761	72,922	916,685

## Condensed statement of cash flows (unaudited) for the three months period ended 31 March 2022

	Three months period ended 31 March	
	2022	2021
	<b>AED'000</b>	AED'000
Cash flows from operating activities	•• • •	
Profit for the period	33,849	18,276
Adjustments for:	0.640	11.000
Depreciation on property, plant and equipment	9,649	11,098
Depreciation on right-of-use assets	3,349	3,376
Amortisation of intangible assets	930	915
Finance income, net	(256)	(210)
(Gain)/loss on sale of property, plant and equipment	(31)	480
Interest expense on lease	923	1,047
Dividend income	(4,069)	(3,372)
Provision for employees' end of service benefits	807	727
Operating cash flows before changes in operating assets and liabilities	45,151	32,337
Decrease in inventories	10,243	1,887
Increase in trade and other receivables	(20,539)	(17,615)
Increase in trade and other payables	36,217	9,068
• •	<del></del>	
Cash generated from operations	71,072	25,677
Employees' end of service benefits paid	(91)	(97)
Net cash generated from operating activities	70,981	25,580
Cash flows from investing activities		
Purchase of property, plant and equipment	(27,424)	(3,236)
Proceeds from disposal of property, plant and equipment	31	1,459
Dividend income, net	-	3,372
Finance income net	265	238
Net cash (used in)/generated from investing activities	(27,128)	1,833
Cash flows from financing activities		
Repayment of term loans	-	(5,076)
Director fees paid	(3,600)	(4,200)
Finance expense, paid	(9)	(28)
Lease payments	(3,940)	(3,911)
Net cash used in financing activities	(7,549)	(13,215)
Net increase in cash and cash equivalents	36,304	14,198
Cash and cash equivalents at beginning of the period	155,816	132,646
Cash and cash equivalents at 31 March	192,120	146,844
-	<u> </u>	-

#### 1. Legal status and activities

Dubai Refreshment (P.J.S.C) (the "Company") was incorporated in Dubai in 1959 by a Decree issued by His Highness The Ruler of Dubai. The Company is listed on the Dubai Financial Market ("DFM"). The registered address of the Company is P.O. Box 420, Dubai, United Arab Emirates.

The Company is engaged in bottling and selling Pepsi Cola International products in Dubai, Sharjah and the other Northern Emirates of UAE. The Company also exports Pepsi Cola International products from time to time to foreign countries after obtaining authorisation from Pepsi Cola International. The Company holds 7Up and Aquafina bottling and selling rights for the whole of the UAE.

Federal Law No. 32 of 2021 on Commercial Companies (the "New Companies Law") was issued on 20 September 2021 and came into effect on 2 January 2022, to entirely replace Federal Law No. 2 of 2015 on Commercial Companies, as amended (the "2015 Law"). The Company is in the process of reviewing the new provisions and will apply the requirements thereof no later than one year from the date on which the amendments came into effect.

#### 2. Basis of preparation and accounting policies

#### 2.1 Basis of preparation

The interim financial information for the three months period ended 31 March 2022 has been prepared in accordance with IAS 34 "Interim Financial Reporting".

The interim financial information does not include all the information and disclosures required in the annual financial statements, and should be read in conjunction with the Company's annual financial statements as at 31 December 2021.

In addition, results for the three months period ended 31 March 2022 are not necessarily indicative of the results that may be expected for the financial year ending 31 December 2022.

The financial information has been prepared under the historical cost convention except for a financial asset at fair value through other comprehensive income (FVOCI) that has been measured at fair value.

#### 2.2 New standards, amendments and interpretations

- (a) Amendment to standards and interpretations issued and effective during the financial year beginning 1 January 2022.
- Property, Plant and Equipment Proceeds before Intended Use amendments to IAS 16 (effective from 1 January 2022). The amendments prohibit deducting from the cost of an item of property, plant and equipment any proceeds from selling items produced while bringing that asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Instead, an entity recognises the proceeds from selling such items, and the cost of producing those items, in profit or loss;
- Annual Improvements to IFRS Standards 2018–2020 (effective from 1 January 2022). The Annual Improvements include amendments to IFRS 1 First-time Adoption of International Financial Reporting Standards (effective from 1 January 2022), IFRS 9 Financial Instruments (effective from 1 January 2022), IFRS 16 Leases (effective date not yet decided) and IAS 41 Agriculture (effective from 1 January 2022).

- 2. Basis of preparation and accounting policies (continued)
- 2.2 New standards, amendments and interpretations (continued)
- (b) New standards and amendments issued but not yet effective
- Classification of Liabilities as Current or Non-Current amendments to IAS 1 (effective from 1 January 2023). The amendments aim to promote consistency in applying the requirements by helping companies determine whether, in the statement of financial position, debt and other liabilities with an uncertain settlement date should be classified as current (due or potentially due to be settled within one year) or non-current;
- Disclosure of Accounting Policies Amendments to IAS 1 and IFRS Practice Statement 2 (effective from 1 January 2023). The amendments require that an entity discloses its material accounting policies, instead of its significant accounting policies. Further amendments explain how an entity can identify a material accounting policy. Examples of when an accounting policy is likely to be material are added. To support the amendment, the Board has also developed guidance and examples to explain and demonstrate the application of the 'four-step materiality process' described in IFRS Practice Statement 2.
- Definition of Accounting Estimates Amendments to IAS 8 (effective from 1 January 2023). The amendments replace the definition of a change in accounting estimates with a definition of accounting estimates. Under the new definition, accounting estimates are "monetary amounts in financial statements that are subject to measurement uncertainty". Entities develop accounting estimates if accounting policies require items in financial statements to be measured in a way that involves measurement uncertainty. The amendments clarify that a change in accounting estimate that results from new information or new developments is not the correction of an error.

The above stated new standards and amendments assessment are under process by the Company. However, they are not expected to have any significant impact on condensed financial information of the Company.

There are no other applicable new standards and amendments to published standards or IFRIC interpretations that have been issued that would be expected to have a material impact on the condensed financial information of the Company.

#### 2.3 Use of judgements and estimates

The preparation of condensed interim financial statements requires management to make judgement, estimates and assumptions that effect the application of the Company's accounting policies and the reported amounts of assets, liabilities, income and expense. Actual results may differ from these estimates.

The Company has consistently applied the estimates and judgements as applied by the Company in the annual financial statements for the year ended 31 December 2021.

#### 2. Basis of preparation and accounting policies (continued)

#### 2.3 Use of judgements and estimates (continued)

The existence of novel coronavirus (Covid-19) was confirmed in early 2020 and has spread across globe, causing disruptions to businesses and economic activity. The unprecedented nature of the crisis, the lack of enough historical data, the low visibility and the high uncertainty related to its evolution, its duration and its impact on the economy in general and the business in particular, make the quantification of its adverse negative impact on the business difficult to assess accurately at this stage. The management considered several foreseeable areas of operational risk and implemented various measures to ensure the continuity of the operations, the availability of the network and the ability of the organisation to cope with the lock-down situation. Company did not shut down any of its production plants during the lock down period.

The Company will continue to monitor the situation and make the necessary judgements and estimates as may be required. The assumptions and estimates used by the Company will be revisited according to the evolution of the situation and the availability of data allowing better estimation.

#### 3. Operating segment information

The Company operates in a single reporting segment of canning, bottling, distribution and trading of soft drinks and related beverages products. All the relevant information relating to this operating segment is disclosed in the condensed statement of financial position, condensed income statement and notes to the interim financial information.

Additional information required by IFRS 8 Segment Reporting, is disclosed below:

#### *a) Information about geographical segments*

During the period ended 31 March 2022, revenue from customers located in the Company's country of domicile (UAE) is AED 158,819 thousand (period ended 31 March 2021: AED 112,798 thousand) and revenue from customers outside UAE (foreign customers) is AED 19,502 thousand (period ended 31 March 2021: AED 20,772 thousand).

#### b) Major customers

During the period ended 31 March 2022 and 31 March 2021, there were no customers of the Company with revenues greater than 10% of the total revenue of the Company.

#### 4. Property, plant and equipment

Additions and transfers

During the period ended 31 March 2022, the additions to property, plant and equipment amounted to AED 27,424 thousand (period ended 31 March 2021: AED 3,236 thousand).

Depreciation for the period ended 31 March 2022 amounting to AED 9,649 thousand (period ended 31 March 2021: AED 11,098 thousand).

During the period ended 31 March 2022, the Company has not transferred any assets (period ended 31 March 2021: AED 189 thousand), from capital work in progress to buildings, plant and machinery, coolers and vending machine and freezers category in property, plant and equipment.

During the period ended 31 March 2022, assets with a net carrying value of AED nil (period ended 31 March 2021: AED 1,939 thousand) were disposed of by the Company resulting in a net gain of AED 31 thousand (loss - period ended 31 March 2021: AED 480 thousand).

#### 5. Investment in financial assets

	31 March	31 December
	2022	2021
	<b>AED'000</b>	AED'000
Investment in equity instruments designated as at FVOCI	(unaudited)	(audited)
Balance at the beginning of the period/year Change in fair value for the period/year	118,696 (12)	71,897 46,799
Balance at the end of the period/year	118,684	118,696

#### 6. Cash and cash equivalents

Cash and cash equivalents comprise the following:

	31 March 2022 AED'000 (unaudited)	31 December 2021 AED'000 (audited)
Cash at bank and on hand Short-term deposits with original maturity of less than three months	162,008 30,112 ———————————————————————————————————	50,363 105,453 ————————————————————————————————————

#### 7. Dividends

During the Annual General Meeting held on 24 March 2022, the shareholders approved a cash dividend of AED 0.70 per share totaling to AED 63 million relating to 2021 (period ended 31 March 2021: AED 0.70 per share totaling to AED 63 million relating to 2020) and will be paid subsequent to the period ended 31 March 2022.

#### 8. Basic earnings per share

Basic and diluted earnings per share is calculated by dividing the profit for the period by the weighted average number of ordinary shares in issue during the period. There were no instruments or any other items which could cause a dilutive effect on the earnings per share calculation:

	Three months period ended 31 March	
	2022	2021
	(Unaudited)	(Unaudited)
Profit for the period (AED'000)	33,849	18,276
Weighted average number of ordinary shares ('000)	90,000	90,000
Earnings per ordinary share - Basic and diluted (AED)	0.38	0.20

#### 9. Related party transactions and balances

Related parties represent shareholders, directors and key management personnel of the Company, and entities controlled, jointly controlled or significantly influenced by such parties. Pricing policies and terms of these transactions are approved by the Company's management, which are substantially the same terms as those prevailing at the same time for comparable transactions with un-related parties.

The Company enters into transactions with companies and entities that fall within the definition of a related party as contained in IAS 24 *Related Party Disclosures*. Related parties comprise companies and entities under common ownership and/or common management and control and key management personnel.

The management decides on the terms and conditions of the transactions and of the services received/rendered from/to related parties, as well as on any other charges, which are substantially the same terms as those prevailing at the same time for comparable transactions with un-related parties.

Significant transactions with related parties included in the condensed statement of profit or loss are as follows:

	Three months period ended 31 March	
	2022 AED'000	2021 AED'000
	(Unaudited)	(Unaudited)
Sales to a related party Purchase from a related party	397 896	309 244

Compensation of key management personnel

The remuneration of directors and other key members of management during the period was as follows:

	Three months period ended 31 March	
	2022	2021
	AED'000	AED'000
	(Unaudited)	(Unaudited)
Short-term benefits	2,920	2,868
Employees' end of service benefits	126	125
Director's sitting fee	50	60
	3,096	3,053

#### 9. Related party transactions and balances (continued)

Significant balances with related parties included in the condensed statement of financial position:

	31 March	31 December
	2022	2021
	<b>AED'000</b>	AED'000
	(Unaudited)	(Audited)
Due from a related party		
Other related party (included in trade and other receivables)		
Oman Refreshments Company Limited	397	297
Due to a related party		
Other related party (included in trade and other payables)		
Oman Refreshments Company Limited	496	528

Amounts due from and due to a related party is not offset as management has assessed that these financial assets and liabilities do not meet the offset criteria described in *IAS 32 - Financial Instruments: Presentation*. Amount due from related parties are interest free and payable on demand.

#### 10. Revenue

	Three months period ended 31 March		
	2022	2021	
	AED'000	AED'000	
	(Unaudited)	(Unaudited)	
Local sales			
Long term contracts	107,548	77,870	
Transaction based contracts	51,271	34,928	
	158,819	112,798	
Export sales	<del></del>		
Long term contracts	13,416	11,245	
Transaction based contracts	6,086	9,527	
	19,502	20,772	
Total revenue	178,321	133,570	

#### 11. Profit for the period

The profit for the period is stated after charging:

	Three months period ended 31 March	
	2022 AED'000 (Unaudited)	2021 AED'000 (Unaudited)
Staff cost	23,054	22,155
Depreciation expense	12,998	14,474
12. Contingencies and capital commitments		
	31 March 2022 AED'000 (unaudited)	31 December 2021 AED'000 (audited)
Bank guarantees	10,431	11,359

During the year ended 31 December 2018, the Company filed objections with regards to the excise duty levied by the Federal Tax Authority's ("Authority" or "FTA") on the inventory in hand of carbonated drinks as on 1 October 2017 being the effective date of the excise duty. The objections were filed with Tax Disputes Settlement Committee ("Committee") relating to excise duty for penalty amount of about AED 20.8 million recorded under "Trade and other receivables". In April 2019, the Committee awarded the decision to reduce the penalty to AED 8.8 million. The Company and the authority both have filed appeals against the decision before the Federal courts of UAE in accordance with the applicable laws and regulations. On 26 July 2020, the Court of First Instance has ruled to cancel all administrative penalties and ordered FTA to return such penalties to the Company. FTA appealed against the decision of Court of First Instance and it was rejected in November 2020 by the Abu Dhabi Court of Appeal who retained the verdict of the First Court of Instance.

The authority appealed in UAE's Federal Supreme Court against the judgement. The court has dismissed the appeal against taxes and administrative fines and penalties imposed by FTA against the Company, in connection with excise taxes on 3rd March 2021. The decision is final and executable as no further appeals can be made against the judgement of the UAE's Federal Supreme Court. The Company has filed an execution file in Abu Dhabi Court on 20 May 2021 and amount has been received subsequent to the reporting period.

#### 13. Fair values of financial instruments

Financial instruments comprise financial assets and financial liabilities.

Financial assets consist of cash on hand and bank balances, receivables, contract assets, derivatives and investment in equity instruments designated as at FVOCI. Financial liabilities consist of bank borrowings, payables, contract liabilities and derivatives.

The fair values of financial instruments are not materially different from their carrying values.

#### 13. Fair values of financial instruments (continued)

Fair value hierarchy

The Company uses the following hierarchy for determining and disclosing the fair value of financial instruments by valuation technique:

- Level 1: quoted (unadjusted) prices in active markets for identical assets or liabilities.
- Level 2: other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.
- Level 3: techniques which use inputs which have a significant effect on the recorded fair value that are not base on observable market data.

As at reporting date, the Company held the following financial instruments measured at fair value:

Assets measured at fair value

	Total AED'000	Level 1 AED'000	Level 2 AED'000	Level 3 AED'000
31 March 2022 (unaudited) Investment in financial assets				
Quoted equity investments - FVTOCI (Note 5)	118,684	118,684	-	
Positive fair value of derivatives - held as cash flow hedge	2,761		2,761	
Assets measured at fair value				
31 December 2021 (audited)	Total AED'000	Level 1 AED'000	Level 2 AED'000	Level 3 AED'000
Investment in financial assets Quoted equity investments -FVTOCI (Note 5)	118,696	118,696		
Negative fair value of derivatives - held as cash flow hedge	179		179	

#### 14. Seasonality of results

No income of seasonal nature was recorded in the condensed financial statements for the three-months period ended 31 March 2022 and 2021.

#### 15. Approval of interim financial information

The interim financial information was approved by the Board of Directors and authorised for issue on 11 May 2022.