

Rossmoyle Trading Limited

Report and Financial Statements

For the financial year ended 31 December 2018



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Company information

Directors	M McAuley M Timoney (Resigned 1 st Sept 18) C Hyland M Schuurman (Appointed 1 st Sept 18)
Secretary	S McSorley
Company Number	NI056463
Registered Office	Silverwood Business Park Unit 5 Lurgan Craigavon BT66 6SY
Auditors	Deloitte Ireland LLP Chartered Accountants and Statutory Audit Firm No. 6 Lapp's Quay Cork
Bankers	Bank of Ireland 4 - 8 High Street Belfast BT1 2BA
Solicitors	Elliot Duffy Garrett Royston House 34 Upper Queen Street BT1 6FD

Directors' report

For the financial year ended 31 December 2018

The directors present their annual report together with the audited financial statements for the financial year ended 31 December 2018.

Principal activities and future developments

The company did not trade during the financial year and has no plans to recommence trading.

Directors' and Secretary's interest in shares

The directors and secretary of the company, who held office at the 31 December 2018, had no disclosable interests in shares and debentures of the company or other group undertakings at the beginning and at the end of the financial year within the meaning of the Companies Act 2006.

Directors

The directors who served throughout the financial year except as noted were as follows:

Mr. McAuley
M. Timoney
Mr C Hyland
Mr M Schuurman

Small company exemption

In preparing the directors report, the directors have taken the small company exemption under section 414B of the Companies Act 2006 (Strategic Report and Directors' Report), not to prepare a strategic report for presentation with these financial statements.

Provision of information to auditors

Each of the persons who are directors at the time when this Directors' report is approved has confirmed that:

- so far as that director is aware, there is no relevant audit information of which the company's auditors are unaware, and
- each director has taken all the steps that ought to have been taken as a director in order to be aware of any information needed by the company's auditors in connection with preparing their report and to establish that the company's auditors are aware of that information.

This confirmation is given and should be interpreted in accordance with provisions of Section 418 of the Companies Act 2006.

Reduced Disclosures

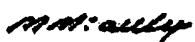
The company, as a qualifying entity, continues to take advantage of the disclosure exemptions in FRS 102 paragraph 1.12. Exemptions have been taken in these separate company financial statements in relation to the presentation of a cash flow statement.

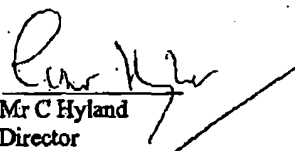
Directors' report
For the financial year ended 31 December 2018

Independent auditor

Pursuant to Section 457 of the Companies Act, 2006, the auditor will be deemed to be reappointed and Deloitte Ireland LLP, Chartered Accountants and Statutory Audit Firm, will therefore continue in office.

This report was approved by the board on 21/08/19 and signed on its behalf by:


Mr M McAuley
Director


Mr C Hyland
Director

Directors' responsibilities statement for the financial year ended 31 December 2018

The directors are responsible for preparing the Annual Report and the financial statements in accordance with the applicable laws and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law), including FRS-102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". Under company law, the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Independent auditor's report to the members of Rossmoyle Trading Limited

Report on the audit of the financial statements

Opinion

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2018 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Rossmoyle Trading Limited (the 'company') which comprise:

- the profit and loss account;
- the balance sheet;
- the statement of changes in equity;
- the statement of accounting policies; and
- the related notes 1 to 10.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs(UK)) and applicable law. 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 ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

Independent auditor's report to the members of Rossmoyle Trading Limited

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do 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 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. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in respect of these matters.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine 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, the directors are 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 the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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 (UK) 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 (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the entity's 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.

Independent auditor's report to the members of Rossmoyle Trading Limited

- 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 entity's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' 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 entity's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusion is based on the audit evidence obtained up to the date of the auditor's report. However, future events or conditions may cause the entity 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 (i.e. gives a true and fair view).

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them 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 and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the directors' report has been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the directors' report.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the directors were not entitled to take advantage of the small companies' exemption in preparing the directors' report from the requirement to prepare a strategic report; or
- we have not received all the information and explanations we require for our audit.

Deloitte.

Independent auditor's report to the members of Rossmoyle Trading Limited

We have nothing to report in respect of these matters.



Honor Moore

For and on behalf of Deloitte Ireland LLP

Chartered Accountants and Statutory Audit Firm

Deloitte, No. 6 Lapp's Quay, Cork.

Date: 2 September 2019


**Profit and Loss Account for the financial year ended
31 December 2018**

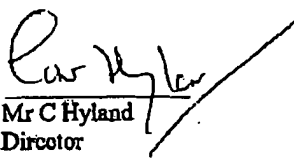
During the current financial year and the preceding financial year the company did not trade and received no income and incurred no expenditure. Consequently, during this time the company made neither a profit nor a loss.

Balance Sheet as at 31 December 2018

<i>Fixed assets</i>	Notes	2018 £	2017 £
Fixed asset investments	4	<u>155,000</u>	<u>155,000</u>
Total net assets		<u>155,000</u>	<u>155,000</u>
<hr/>			
<i>Capital and reserves</i>			
Called-up share capital	5	<u>155,000</u>	<u>155,000</u>
Shareholders' funds		<u>155,000</u>	<u>155,000</u>

The financial statements were approved and authorised for issue by the Board of Directors on
21/03/19 and signed on its behalf by:


Mr M McAuley
Director


Mr C Hyland
Director

**Statement of Changes in Equity for the financial year ended
31 December 2018**

	Called-up share capital £	Profit and loss account £	Total £
At 1 January 2017	155,000	-	155,000
Result for the financial year	<u>-</u>	<u>-</u>	<u>-</u>
At 31 December 2017	155,000	-	155,000
Result for the financial year	<u>-</u>	<u>-</u>	<u>-</u>
At 31 December 2018	<u>155,000</u>	<u>-</u>	<u>155,000</u>

Notes to the Financial Statements for the financial year ended 31 December 2018

1. Statement of accounting policies

1.1. Basis of preparation of financial statements

Rossmoyle Trading Limited is a private company limited by shares incorporated in the United Kingdom under the Companies Act 2006. The address of the registered office is given on page 3 of the financial statements. The nature of the company's operations and its principal activities are set out in the pages 4 and 5.

The financial statements have been prepared under the historical cost convention, and in accordance with the Companies Act 2006 and Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The functional currency of the company is considered to be Sterling because that is the currency of the primary economic environment in which the company operates.

These financial statements are separate financial statements.

Rossmoyle Trading Limited meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it in respect of its separate financial statements. Rossmoyle Trading Limited is consolidated in the financial statements of Heineken N.V. which are publicly available. Exemptions have been taken in these separate company financial statements in relation to remuneration of key management personnel and the preparation of a cash flow statement.

1.2 Investments

Investment in subsidiaries are valued at cost less provision for impairment.

1.3 Impairment of assets

Assets are assessed for indications of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in the profit and loss account.

2. Critical accounting judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, which are described in note 1, the directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

As the company has no activity, the directors consider that there are no critical judgements or sources of estimation uncertainty applicable to the preparation of these financial statements.

Notes to the Financial Statements for the financial year ended 31 December 2018 (continued)

3. Auditor's Remuneration

Auditor's remuneration for work carried out for the company in respect of the financial year was as follows:

	2018 £	2017 £
Audit of company financial statements	500	500

4. Staff costs

No employees were employed by the company during the current financial year or in the prior financial year.

Directors' remuneration was borne by another group company.

5. Fixed asset investments

Shares in group
undertakings
£

Cost at 1 January 2018 & 31 December 2018

155,000

The following were subsidiary undertakings of the company:

Name	Shareholding
United Wine Merchants Limited	100% Ordinary Shares
United Wine Merchants (Irl) Limited*	100% Ordinary Shares

Name of Company	Country of Incorporation	Principal Activities
United Wine Merchants Limited	Northern Ireland	Drinks Wholesale
United Wine Merchants (Irl) Limited	Republic of Ireland	Drinks Wholesale

*This company is owned indirectly through United Wine Merchants Limited.

6. Called-up share capital

	2018 £	2017 £
Allotted, called up and fully paid		
155,000 Ordinary Shares of £1 each	<u>155,000</u>	<u>155,000</u>

Notes to the Financial Statements for the financial year ended 31 December 2018 (continued)

7. Related party transactions

The company has availed of the exemption under Section 33 of FRS 102, not to disclose transactions with fellow wholly owned subsidiaries, as it is controlled by Heineken N.V. which is preparing consolidated financial statements which include the company and are publically available.

8. Ultimate parent undertaking and controlling party

The company's ultimate parent undertaking and controlling party is Heineken N.V, a company incorporated in the Netherlands. This company is the parent undertaking of the smallest and largest groups in to which the company's results are consolidated and the accounts are publicly available at Tweede Weteringplantsoen 21, 1017 ZD Amsterdam, The Netherlands.

9. Subsequent events

The directors confirm no obligation exists at the balance sheet date for dividend declared after that date. There has been no significant events affecting the company since the financial year end requiring disclosure in the financial statements or adjustment to the amounts included in these.

10. Approval of financial statements

The board of directors approved and authorised these financial statements for issue on 21/03/19.