

Cadbury Schweppes Overseas Limited
Annual report and Financial statements
For the year ended 31 December 2018



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Strategic report
For the year ended 31 December 2018

The directors present their Strategic report for the year ended 31 December 2018.

Principal activities and business review

The principal activity of the company during the year was holding of investments in overseas companies.

The company is a private company limited by shares and is incorporated in England, part of the United Kingdom. The address of its registered office is Cadbury House, Sanderson Road, Uxbridge, Middlesex, UB8 1DH.

Results and dividends

The loss for the financial year, after taxation, amounted to £5,083,778,000 (2017 - £11,348,000) and at the year end the company had net assets of £2,818,789,000 (2017 - £7,902,567,000).

During the year no dividends were paid (2017 - £NIL).

Following a number of changes to the Mondelez group legal entity structure in recent years, and consequently the cash flows attributable to the company's subsidiaries, the directors have performed an assessment of the carrying value of the company's investment in Cadbury Holdings B.V. As a result of this assessment, an impairment of £5,086,002,000 (2017 - £NIL) has been recognised in the Statement of comprehensive income during the year. This impairment is not deductible for tax purposes. See note 10 for detail.

Key performance indicators

The directors believe that the company's key performance indicators include those measures used to monitor adherence to the group's treasury policies which address risk management for the group. These measures and the risks which they mitigate include the forecast notional value of currency exposure to monitor currency risk. These and other measures are discussed in the financial risk management section in the directors' report.

Principal risks and uncertainties

From the perspective of the company, the principal risks and uncertainties are integral to the principal risks of the Mondelez International group of companies ("the group") and are not managed separately. Further information can be found in the Annual report of Mondelez International Inc., the company's ultimate parent company.

This report was approved by the board of directors on 23 September 2019 and signed on behalf of the board by:



A J P Arrighi
Director

Directors' report
For the year ended 31 December 2018

The directors present their Annual report and the audited financial statements of the company for the year ended 31 December 2018.

Directors

The directors who served the company during the year and to the date of the financial statements being approved, unless otherwise stated, were as follows:

A J P Arrighi (appointed 21 December 2018)
L A Cutler (resigned 31 December 2018)
M B Foye
J M Hladusz
T E Jack (resigned 28 February 2018)
C N Keene (appointed 1 March 2018)

Dividends

Particulars of dividends are detailed in the Strategic report.

Future developments

The company will continue to develop its existing activities in accordance with the requirements of the group.

Going concern

The company meets its day-to-day working capital requirements through the group's treasury arrangements. The current economic conditions continue to create uncertainty over the company's ongoing business and the availability of finance for the foreseeable future. Whilst the company's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the company should be able to operate within the level of available facilities, as at 31 December 2018 the company had net current liabilities of £1,030,000 (2017 - net current assets of £70,856,000). Hence the directors have obtained a letter of support from Chromium Assets Limited and therefore have reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future and for at least 12 months from the point of approving this Annual report and Financial statements. The company therefore continues to adopt the going concern basis in preparing the Annual report and Financial statements.

Whilst the terms on which the United Kingdom may withdraw from the European Union are not clear and it is difficult to evaluate all of the potential implications on the company's business and the wider economy, the directors consider that they have taken all reasonable steps necessary to mitigate the risks associated with the withdrawal and have confirmed that in the event of any financial ramifications the company would continue to be supported by the Mondelez International Inc. group.

Financial risk management

Market risk

The company is exposed to market price risks in the form of currency risk and interest rate risk arising from its business. The company manages these risks by matching the terms and conditions of its assets and liabilities wherever possible.

Credit risk

All receivables during 2018 were with other members of the group. The directors therefore believe there is limited credit risk arising from these receivables.

Liquidity risk

The company manages liquidity risk by monitoring the balance sheet position, net intercompany balance and funding requirements to ensure that the company has access to sufficient available funds for planned operations.

Directors' report (continued)
For the year ended 31 December 2018

Qualifying indemnity provisions

Qualifying third party indemnity provisions and pension plan indemnity provisions are in force for the company's directors as of the date of this report and were in force for the duration of 2018.

Statement of directors' responsibilities

The directors are responsible for preparing the Annual report and Financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law). 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements.
- make judgements 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 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.

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.

Director confirmations

In the case of each director in office at the date the Directors' report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Independent auditors

The board of directors have chosen to reappoint PricewaterhouseCoopers LLP as auditors for the coming financial year.

This report was approved by the board of directors on 23 September 2019 and signed on behalf of the board by:



A J P Arrighi
Director

Independent auditors' report to the members of Cadbury Schweppes Overseas Limited

Report on the audit of the financial statements

Opinion

In our opinion, Cadbury Schweppes Overseas Limited's financial statements:

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

We have audited the financial statements, included within the Annual report and Financial statements (the "Annual report"), which comprise: the Statement of financial position as at 31 December 2018; the Statement of comprehensive income, the Statement of changes in equity for the year then ended; and the Notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the 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 the above matters.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern. For example, the terms on which the United Kingdom may withdraw from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the company's trade, customers, suppliers and the wider economy.

Reporting on other information

The other information comprises all of the information in the Annual report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

Independent auditors' report to the members of Cadbury Schweppes Overseas Limited (continued)

Reporting on other information (continued)

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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 based on these responsibilities.

With respect to the Strategic report and Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Strategic report and Directors' report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic report and Directors' report for the year ended 31 December 2018 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic report and Directors' report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities set out on page 3, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they 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.

Auditors' 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 auditors' 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.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Independent auditors' report to the members of Cadbury Schweppes Overseas Limited (continued)

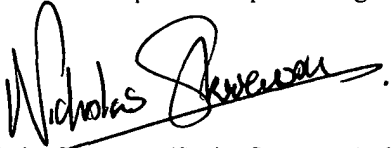
Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not received all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



Nicholas Stevenson (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Birmingham

Date: 27 SEPTEMBER 2019

Statement of comprehensive income
For the year ended 31 December 2018

	Note	2018 £000	2017 £000
Profit on disposal of investment	5	-	1,084
Impairment of investment	10	(5,089,347)	-
Operating (loss)/profit	4	(5,089,347)	1,084
Income from shares in group undertakings	6	6,428	11,067
Interest receivable and similar income	7	732	979
Interest payable and similar expenses	8	(947)	(596)
(Loss)/profit before taxation		(5,083,134)	12,534
Tax on (loss)/profit	9	(644)	(1,186)
(Loss)/profit for the financial year		(5,083,778)	11,348
Other comprehensive income for the year		-	-
Total comprehensive (expense)/income for the year		(5,083,778)	11,348

All activities of the company are from continuing operations.

The notes on pages 10 to 25 form an integral part of these financial statements.

Statement of financial position
As at 31 December 2018

	Note	2018 £000	2017 £000
Fixed assets			
Investments	10	2,819,819	7,831,711
		<u>2,819,819</u>	<u>7,831,711</u>
Current assets			
Debtors	11	42,835	70,884
		<u>42,835</u>	<u>70,884</u>
Creditors: amounts falling due within one year	12	(43,865)	(28)
Net current (liabilities)/assets		<u>(1,030)</u>	<u>70,856</u>
Total assets less current liabilities		<u>2,818,789</u>	<u>7,902,567</u>
Capital and reserves			
Called up share capital	13	62,957	62,957
Share premium account	14	3,339,345	3,339,345
Profit and loss account	14	(583,513)	4,500,265
Total equity		<u>2,818,789</u>	<u>7,902,567</u>

These financial statements on pages 7 to 25 were approved by the board of directors and authorised for issue on 23 September 2019 and were signed on behalf of the board by:



A J P Arrighi
Director

The notes on pages 10 to 25 form an integral part of these financial statements.

Cadbury Schweppes Overseas Limited

**Statement of changes in equity
For the year ended 31 December 2018**

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£000	£000	£000	£000
At 1 January 2017	62,957	3,339,345	4,488,917	7,891,219
Profit for the financial year	-	-	11,348	11,348
Total comprehensive income for the year	-	-	11,348	11,348
At 31 December 2017 and 1 January 2018	62,957	3,339,345	4,500,265	7,902,567
Loss for the financial year	-	-	(5,083,778)	(5,083,778)
Total comprehensive expense for the year	-	-	(5,083,778)	(5,083,778)
At 31 December 2018	62,957	3,339,345	(583,513)	2,818,789

The notes on pages 10 to 25 form an integral part of these financial statements.

Notes to the financial statements
For the year ended 31 December 2018

1. Statement of compliance

These financial statements have been prepared in compliance with United Kingdom Accounting Standards including FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland', and the Companies Act 2006.

2. Accounting policies

2.1 Basis of preparation of financial statements

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

These financial statements are prepared on a going concern basis, under the historical cost convention.

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 3.

2.2 Financial reporting standard 102 - reduced disclosure exemptions

The entity satisfies the criteria of being a qualifying entity as defined in FRS 102. As such, advantage has been taken of the following disclosure exemptions available under paragraph 1.12 of FRS 102:

- (a) the requirement to prepare a Statement of cash flows (Section 7 of FRS 102 and para 3.17(d)); and
- (b) reduced financial instrument disclosures (FRS 102 paras 11.39 - 11.48A, 12.26 - 12.29).

This information is included in the consolidated financial statements of Mondelez International Inc., as at 31 December 2018.

2.3 Going concern

The company meets its day-to-day working capital requirements through the group's treasury arrangements. The current economic conditions continue to create uncertainty over the company's ongoing business and the availability of finance for the foreseeable future. Whilst the company's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the company should be able to operate within the level of available facilities, as at 31 December 2018 the company had net current liabilities of £1,030,000 (2017 - net current assets of £70,856,000). Hence the directors have obtained a letter of support from Chromium Assets Limited and therefore have reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future and for at least 12 months from the point of approving this Annual report and Financial statements. The company therefore continues to adopt the going concern basis in preparing the Annual report and Financial statements.

2.4 Consolidated financial statements

The company is a wholly-owned subsidiary of Mondelez International Inc., and is included in the financial statements of Mondelez International Inc., which are publicly available. Consequently, the company has taken advantage of the exemption from preparing consolidated financial statements under the terms of Section 401 of the Companies Act 2006.

These financial statements are the company's separate financial statements (FRS 102, 9.27(a)).

Notes to the financial statements
For the year ended 31 December 2018

2. Accounting policies (continued)

2.5 Related party transactions

The company discloses transactions with related parties which are not wholly owned within the same group. It does not disclose transactions with members of the same group that are wholly owned (FRS 102 paragraph 33.1A).

2.6 Taxation

Taxation expense for the period comprises current and deferred tax recognised in the reporting period. Tax is recognised in the Statement of comprehensive income, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case tax is also recognised in other comprehensive income or directly in equity respectively.

Current or deferred taxation assets and liabilities are not discounted.

(i) Current tax

Current tax is the amount of income tax payable in respect of the taxable profit for the year or prior years. Tax is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the period end.

(ii) Deferred tax

Deferred tax arises from timing differences that are differences between taxable profits and total comprehensive income as stated in the financial statements. These timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements.

Deferred tax is recognised on all timing differences at the reporting date except for certain exceptions. Unrelieved tax losses and other deferred tax assets are only recognised when it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the period end and that are expected to apply to the reversal of the timing difference.

2.7 Investments

Investments in subsidiary and group undertakings are recorded at cost plus incidental expenses less any provision for impairment.

Impairment

At each balance sheet date assets not carried at fair value are assessed to determine whether there is an indication that the asset may be impaired. If there is such an indication the recoverable amount of the asset is compared to the carrying amount of the asset.

The recoverable amount of the asset is the higher of the fair value less costs to sell and value in use. Value in use is defined as the present value of the future cash flows before interest and tax obtainable as a result of the asset's continued use. These cash flows are discounted using a pre-tax discount rate that represents the current market risk-free rate and the risks inherent in the asset.

Notes to the financial statements
For the year ended 31 December 2018

2. Accounting policies (continued)

2.7 Investments (continued)

Impairment (continued)

If the recoverable amount of the asset is estimated to be lower than the carrying amount, the carrying amount is reduced to its recoverable amount. An impairment loss is recognised in the Statement of comprehensive income, unless the asset has been revalued when the amount is recognised in other comprehensive income to the extent of any previously recognised revaluation. Thereafter any excess is recognised in profit or loss.

If an impairment loss is subsequently reversed, the carrying amount of the asset is increased to the revised estimate of its recoverable amount, but only to the extent that the revised carrying amount does not exceed the carrying amount that would have been determined (net of depreciation or amortisation) had no impairment loss been recognised in prior periods. A reversal of an impairment loss is recognised in the Statement of comprehensive income.

2.8 Foreign currency translation

(i) Functional and presentation currency

The company's functional and presentation currency is the Pound Sterling.

(ii) Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the Statement of comprehensive income.

2.9 Financial instruments

The company has chosen to adopt the Sections 11 and 12 of FRS 102 in respect of financial instruments.

(i) Financial assets

Basic financial assets, including trade and other receivables, cash and bank balances and investments in commercial paper, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

Such assets are subsequently carried at amortised cost using the effective interest rate method.

At the end of each reporting period financial assets measured at amortised cost are assessed for objective evidence of impairment. If an asset is impaired the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in the Statement of comprehensive income.

2. Accounting policies (continued)

2.9 Financial instruments (continued)

(i) Financial assets (continued)

Financial assets are derecognised when (a) the contractual rights to the cash flows from the asset expire or are settled, or (b) substantially all the risks and rewards of the ownership of the asset are transferred to another party or (c) control of the asset has been transferred to another party who has the practical ability to unilaterally sell the asset to an unrelated third party without imposing additional restrictions.

(ii) Financial liabilities

Basic financial liabilities, including trade and other payables, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest.

Debt instruments are subsequently carried at amortised cost using the effective interest rate method.

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade payables are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest rate method.

Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

2.10 Dividends

Dividend income received in the form of in specie assets other than cash is recognised in reserves. Dividend income received in the form of cash is recognised in the Statement of comprehensive income. All dividend expense is recognised in reserves.

2.11 Interest income

Interest income is recognised in the Statement of comprehensive income using the effective interest method.

2.12 Finance costs

Finance costs are charged to the Statement of comprehensive income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument. Bank charges are recognised in the period in which they are incurred.

2.13 Cash pooling

The company meets its day-to-day working capital requirements through a combination of loans and through access to funds as part of the Mondelez International group's cash pooling arrangement, of which Mondelez International Finance AG (MIF), a related company based in Switzerland, is the pool leader. Under the cash pooling arrangements, there is no cash held by the company - all balances are deposited in the cash pool at the end of business on each day. The company therefore has a £NIL cash balance.

Notes to the financial statements
For the year ended 31 December 2018

2. Accounting policies (continued)

2.13 Cash pooling (continued)

The value of the current facility is £43,865,000 and this balance is presented within amounts owed to group undertakings within creditors as at the year end (2017 - £27,841,000, presented within amounts owed by group undertakings within debtors). There are not considered to be limits to the available facility within the normal course of business. This is agreed as a rolling facility which is an integrated part of the Mondelez International Inc. group operations.

3. Critical accounting judgements and estimation uncertainty

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

Key accounting estimates and assumptions

The company reviews the fair value of investments and compares to the recorded carrying value when there is an indicator that such investments could potentially be overvalued. When assessing impairment of investments, management considers factors including the present value of future cash flows for the investment and subsequent subsidiaries of which the company is an intermediate parent, as well as the fair value of intangibles where applicable. See note 10 for the net carrying value of investments and associated impairment provision.

Following a number of changes to the Mondelez group legal entity structure in recent years, and consequently the cash flows attributable to the company's subsidiaries, the directors have performed an assessment of the carrying value of the company's investment in Cadbury Holdings B.V. This assessment, based on the discounted cash flow method, was performed on the results of the indirect trading subsidiaries as a proportion of the global regions within which they are based. As a result of this assessment, an impairment of £5,086,002,000 (2017 - £NIL) has been recognised in the Statement of comprehensive income during the year. When calculating the discounted cash flow for analysis in the impairment review, management used a discount rate of 10.3% and a terminal growth rate of 2%. This impairment is not deductible for tax purposes. See note 10 for detail.

The company's investment in Cadbury Adams Middle East S.A.L has also been impaired by £3,345,000 (2017 - £NIL) as the directors consider that its carrying value is not supported by its underlying net asset value.

The directors consider the remaining carrying value of investments, net of impairment, to be supported by the present value of the subsidiaries' future business. See note 10 for detail.

4. Operating (loss)/profit

The directors are remunerated for their services to the group as a whole and not for their specific services to the company. The directors did not receive any emoluments for their services as directors of the company during the year (2017 - £NIL). The directors were remunerated by other group companies and no recharges were paid nor are payable for their services. It is not possible to apportion the proportion of the directors' work that was done for the company.

All administrative costs of the company are borne on behalf of the UK group by a fellow subsidiary undertaking and not recharged to the company. An estimated allocation of the audit fee for the year is £5,000 (2017 - £6,000). There were no amounts paid to the auditors in respect of non-audit fees in either year.

The company has no employees (2017 - None) and incurs no employee costs (2017 - £NIL).

Notes to the financial statements
For the year ended 31 December 2018

5. Profit on disposal of investment

	2018 £000	2017 £000
Profit on disposal of investment	-	1,084
	<u>-</u>	<u>1,084</u>

The profit on disposal of investment in 2017 relates to the liquidation of Cadbury Adams Middle East Offshore S.A.L. It represents the difference between the proceeds received of £4,149,000 and the investment net book value on liquidation of £3,065,000. Net book value on liquidation represents a carrying value of £27,616,000 and brought forward impairment of £24,511,000.

6. Income from shares in group undertakings

	2018 £000	2017 £000
Dividends received from group undertakings	6,428	11,067
	<u>6,428</u>	<u>11,067</u>

7. Interest receivable and similar income

	2018 £000	2017 £000
Interest on loans to group undertakings	732	979
	<u>732</u>	<u>979</u>

8. Interest payable and similar expenses

	2018 £000	2017 £000
Bank charges and fees	75	28
Foreign exchange losses	527	568
Interest on loans from group undertakings	345	-
	<u>947</u>	<u>596</u>

Notes to the financial statements
For the year ended 31 December 2018

9. Tax on (loss)/profit

	2018 £000	2017 £000
Current tax		
Current UK tax on (loss)/profit for the year	-	3
Foreign tax relief	-	(3)
Adjustment in respect of previous periods	-	6
Total UK current tax	-	6
Foreign tax		
Foreign tax incurred	644	1,180
Tax on (loss)/profit	644	1,186

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2017 - lower than) the standard rate of corporation tax in the UK of 19.00% (2017 - 19.25%). The differences are explained below:

	2018 £000	2017 £000
(Loss)/profit before tax	(5,083,134)	12,534
(Loss)/profit before tax multiplied by standard rate of corporation tax in the UK of 19.00% (2017 - 19.25%)	(965,796)	2,412
Effects of:		
Non-taxable income	(1,221)	(2,338)
Non tax deductible impairment of investments	966,976	-
Foreign tax incurred	644	1,177
Group relief not paid for	41	(71)
Adjustments from previous periods	-	6
Total tax charge for the year	644	1,186

Factors that may affect future tax charges

The tax rate for the current year is lower than the prior year due to changes in the UK Corporation tax rate which decreased from 20% to 19% from 1 April 2017.

The Finance Act 2016 which received royal assent on 15 September 2016 further reduced the main rate of corporation tax to 17% from 1 April 2020.

Notes to the financial statements
For the year ended 31 December 2018

10. Investments

	Investments in subsidiary companies £000	Investments in group undertakings £000	Total £000
Cost			
At 1 January 2017	8,268,458	1,533	8,269,991
Additions	77,455	-	77,455
At 31 December 2018	8,345,913	1,533	8,347,446
Accumulated impairment			
At 1 January 2018	438,280	-	438,280
Impairment charge	5,089,347	-	5,089,347
At 31 December 2018	5,527,627	-	5,527,627
Net book value			
At 31 December 2018	2,818,286	1,533	2,819,819
At 31 December 2017	7,830,178	1,533	7,831,711

The company's investment represents its interest in the following entities:

	2018 £000	2017 £000
Mondelez Pakistan Limited	4,962	4,962
Cadbury India Limited	11,583	11,583
Kent Gıda Maddeleri Sanayii ve Ticaret Anonim Sirketi	73,427	73,427
Mondelez Colombia S.A.S.	31,306	31,306
Cadbury Adams Middle East S.A.L.	-	3,345
Cadbury Nigeria PLC	13,355	13,355
Cadbury Holdings B.V.	2,606,196	7,692,198
Mondelez International Guatemala Holdings LLC	2	2
Cadbury Confectionery Malaysia Sdn. Bhd.	1,533	1,533
Cadbury Ghana Limited	7,010	-
Mondelez Bahrain Biscuits	70,445	-
	<u>2,819,819</u>	<u>7,831,711</u>

Notes to the financial statements
For the year ended 31 December 2018

10. Investments (continued)

Following a number of changes to the Mondelez group legal entity structure in recent years, and consequently the cash flows attributable to the company's subsidiaries, the directors have performed an assessment of the carrying value of the company's investment in Cadbury Holdings B.V. This assessment, based on the discounted cash flow method, was performed on the results of the indirect trading subsidiaries as a proportion of the global regions within which they are based. As a result of this assessment, an impairment of £5,086,002,000 (2017 - £NIL) has been recognised in the Statement of comprehensive income during the year. When calculating the discounted cash flow for analysis in the impairment review, management used a discount rate of 10.3% and a terminal growth rate of 2%. This impairment is not deductible for tax purposes.

The company's investment in Cadbury Adams Middle East S.A.L has also been impaired by £3,345,000 (2017 - £NIL) as the directors consider that its carrying value is not supported by its underlying net asset value.

Subsidiary and group undertakings

A full list of investments is provided in Appendix A to these financial statements.

11. Debtors

	2018 £000	2017 £000
Amounts owed by group undertakings	42,814	70,813
Corporation tax repayable	-	1
Prepayments and accrued income	21	70
	<u>42,835</u>	<u>70,884</u>

Amounts owed by group undertakings include non-trading balances which are unsecured and repayable on demand. Deposits earn interest at the London Interbank Offered Rate less 0.375% with a floor at 0%.

12. Creditors: amounts falling due within one year

	2018 £000	2017 £000
Amounts owed to group undertakings	43,865	28
	<u>43,865</u>	<u>28</u>

Amounts owed to group undertakings include non-trading balances which are unsecured and repayable on demand. Loans are charged interest at the London Interbank Offered Rate plus 0.125%

Notes to the financial statements
For the year ended 31 December 2018

13. Called up share capital

	2018 £000	2017 £000
Authorised, issued, called up and fully paid		
62,957,278 (2017 - 62,957,278) Ordinary shares of £1 each	62,957	62,957

14. Reserves

For the full list of reserve balances please go to page 9 Statement of changes in equity for further details.

15. Controlling party

At 31 December 2018 the immediate parent company was Chromium Assets Limited.

At 31 December 2018 the company's ultimate parent company and controlling party was Mondelez International Inc., incorporated in the United States of America. This is the parent company of the smallest and largest group to consolidate these financial statements. Copies of the consolidated financial statements of Mondelez International Inc. are available on application from the Company Secretary, Cadbury House, Sanderson Road, Uxbridge, UB8 1DH.

Cadbury Schweppes Overseas Limited

**Notes to the financial statements
For the year ended 31 December 2018**

Appendix A

Company Name	Registered Address	Principal Activity	Holding
3-101-138869, S.A.*	La Ribera de Belen, frente a plaza de deportes Firestone, Heredia, Costa Rica	Manufacturing	100.00%
C S Business Services (India) Pvt. Limited*	Unit No 2001, 20th Floor, Tower-3 (Wing C), Indiabulls, Finance Centre, Parel, Mumbai, 400013, India	Global project management service provider	100.00%
C.A.S Uruguay S.A.*	Yaguaron 1407, 16 Montevideo, Uruguay 11100, Uruguay	Manufacturing	100.00%
Cadbury Adams Middle East S.A.L	Old Tripoli Road, Zouk Mekhael, Kesrouan, Lebanon	Manufacturing	96.00%
Cadbury Adams Peru S.A.	Avenida Venezuela 2470, Lima, Peru	In liquidation	99.01%
Cadbury Bebidas De Argentina S.A.	Corrientes 447. 9th Floor, 1043 Buenos Aires, Buenos Aires, Argentina	Dormant	100.00%
Cadbury Beverages de Venezuela C.A.*	Av. Francisco de Miranda, Edificio Centro Seguros Sudamérica, Piso 2, Oficina 2F, Urba, Caracas, Miranda, 1071, Venezuela	Dormant	100.00%
Cadbury Botswana (Proprietary) Limited *	Plot 50371, Fairground Office Park, PO Box 294, Gaborone, Botswana	Manufacturing	99.97%
Cadbury Confectionery Malaysia Sdn. Bhd.	No.8, Persiaran Raja Muda, Seksyen 15, 40200 Shah Alam, Malaysia	Manufacturing	38.78%
Cadbury Confectionery Sales (M) Sdn. Bhd.*	No.8, Persiaran Raja Muda, Seksyen 15, 40200 Shah Alam, Malaysia	Sales	38.78%
Cadbury Confy (Proprietary) Limited*	Plot 165,166 and 167, Fairground Office Park, Gaborone, Botswana	Provide corporate pressure	100.00%
Cadbury Enterprises Holdings B.V.*	Wilhelminakanaal Zuid 110, 4903 RA, Oosterhout, Netherlands	Holding company	100.00%
Cadbury Ghana Limited	D706/2 High Street, PO Box 49, Accra, Ghana	Manufacturing	100.00%

Cadbury Schweppes Overseas Limited

**Notes to the financial statements
For the year ended 31 December 2018**

Company Name	Registered Address	Principal Activity	Holding
Cadbury Holdings B.V.	Wilhelminakanaal Zuid 110, 4903 RA, Oosterhout, Netherlands	Holding company	100.00%
Cadbury Hong Kong Limited	24th Floor Cambridge House, Taikoo Place 979 King's Road, Quarry Bay, Hong Kong	Manufacturing	100.00%
Cadbury Kenya Limited*	Oi Kalou Road, PO Box 45466, Nairobi, Kenya	Manufacturing	100.00%
Cadbury Mauritius Ltd*	C/O Multiconsult Ltd, Les Cascades Building, Edith Cavell Street, Port Louis, Mauritius	Holding company	100.00%
Cadbury Netherlands International Holdings B.V.*	Wilhelminakanaal Zuid 110, 4903 RA, Oosterhout, Netherlands	Holding company	100.00%
Cadbury Nigeria PLC	Lateef Jakande Road, Agidingbi, P O Box 164, Ikeja, Lagos, Nigeria	Manufacturing	74.97%
Cadbury Schweppes Treasury America Unlimited Company*	Malahide Road, Coolock, DUBLIN 5, Ireland	Dormant	40.00%
Cadbury Schweppes Treasury International Unlimited Company*	Malahide Road, Coolock, DUBLIN 5, Ireland	Dormant	80.00%
Cadbury Schweppes Treasury Services Unlimited Company	Malahide Road, Coolock, Dublin 5, Ireland	Dormant	100.00%
Cadbury Schweppes Zimbabwe (Private) Limited	4 Knightsbridge Crescent, Highlands, Harare, Zimbabwe	Holding company	100.00%
Cadbury South Africa (Holdings)*	Cadbury House, Sanderson Road, Uxbridge, Middlesex, UB8 1DH, United Kingdom	Holding company	100.00%
Cadbury South Africa (Pty) Limited*	18 Harrowdene Office Park, Kelvin Drive, Sandton, Johannesburg, 2191, South Africa	Manufacturing	100.00%
Cadbury Swaziland (Pty) Limited*	12th Street, Matsapha Industrial Estate, Matsapha, Swaziland, Swaziland	Manufacturing	100.00%

Cadbury Schweppes Overseas Limited

**Notes to the financial statements
For the year ended 31 December 2018**

Company Name	Registered Address	Principal Activity	Holding
Chapelat Swaziland (Proprietary) Limited*	12th Street, Matsapha Industrial Area, Matsapha, Swaziland, Swaziland	Property holder	100.00%
Chapelat-Humphries Investments (Pty) Limited*	6 Woodmead Estate, 1 Woodmead Drive, Woodmead, Sandton, Johannesburg, Gauteng, 2191, South Africa	Holding company	100.00%
Compania Venezolana de Conservas CA (COVENCO)*	Centro Banaven (Cubo Negro) Torre A. Piso 7, Ofic. A-71, Caracas, Venezuela	Dormant	100.00%
Covenco Holding C.A.*	Av. Francisco de Miranda, Edificio Seguros Venezuela, Piso 1 Urbanización Campo Alegre, Miranda, Caracas, 1060, Venezuela	Dormant	100.00%
Craven Keiller*	Cadbury House, Sanderson Road, Uxbridge, Middlesex, UB8 1DH, United Kingdom	Dormant	100.00%
Crystal Candy (Private) Ltd*	12 Burnley Road, Workington, Harare, Zimbabwe	Holding company	49.00%
Induri Farm Private Limited*	Unit No 2001, 20th Floor, Tower-3 (Wing C), Indiabulls, Finance Centre, Parel, Mumbai, 400013, India	Trading	99.99%
Kent Gıda Maddeleri Sanayii ve Ticaret Anonim Şirketi	Cumhuriyet Mahallesi 2253 Sokak No:11, İstanbul, Gebze/Kocaeli, 41400, Turkey	Manufacturing	99.46%
KFI-USLLC IX*	1209 Orange Street, New Castle, Wilmington DE 19801, United States	Holding company	100.00%
KFI-USLLC VII*	1209 Orange Street, New Castle, Wilmington DE 19801, United States	Holding company	100.00%
KFI-USLLC VIII*	1209 Orange Street, New Castle, Wilmington DE 19801, United States	Holding company	100.00%
KFI-USLLC XIV*	1209 Orange Street, New Castle, Wilmington DE 19801, United States	Holding company	100.00%

Cadbury Schweppes Overseas Limited

**Notes to the financial statements
For the year ended 31 December 2018**

Company Name	Registered Address	Principal Activity	Holding
Kraft Foods Jamaica Limited*	10 Randolph Avenue, Kingston 5, W.I., Jamaica	Manufacturing	99.90%
Kraft Foods Latin America Holding LLC*	1209 Orange Street, New Castle, Wilmington DE 19801, United States	Holding	100.00%
Meito Adams Company Limited*	345-5 Ichiba, Kiyosu, Aichi, Japan	Manufacturing	50.00%
Mondelez Arabia For Trading LLC*	Al Kifah Commercial Tower, Eastern Region, P O Box 9168, Dammam, Khobar Highway, Dhahran, Saudi Arabia	Trading	51.00%
Mondelez Argentina S.A.*	Colectora Panamericana 1804, 2º, Tower B, Villa Adelina, San Isidro, Argentina	Manufacturing	98.05%
Mondelez Bahrain Biscuits W.L.L.	Flat 14, Building 740, Road 1510, Block 115, Hidd, Bahrain	Manufacturing	99.75%
Mondelez Business Services Costa Rica Limitada*	Lindora Park, Edificio B, Piso 5, Pozos, Santa Ana, San Jose, Costa Rica	Holding company	100.00%
Mondelez Chile S.A. *	Cerro El Plomo 5630 Oficina 603, Las Condes, Santiago, Chile	Sales	99.99%
Mondelez Colombia S.A.S.	Calle 35N # 6ABis 100, Cali, Colombia	Manufacturing	95.01%
Mondelez Costa Rica Limitada*	Lindora Park, Edificio B, Piso 4, Lindora - Santa Ana, San Jose, Costa Rica	Manufacturing	100.00%
Mondelez de Alimentos Bolivia S.R.L	21st#8227 Building Lydia, 7th floor, Office number 701-La Paz, Bolivia	Distribution	99.35%
Mondelez Dominicana, S.A.*	Avenida Núñez de Cáceres. Esq. Calle Primera, San Gerónimo, Santo Domingo de Guzman, Distrito Nacional, Capital de la Republica Dominicana, Dominican Republic	Manufacturing	100.00%
Mondelez El Salvador, Ltda. De C.V.*	Kilometro 11, Carretera al Puerto de la Libertad, Antiguo Cuscatlán, C. A., El Salvador	Manufacturing	<0.01%

Cadbury Schweppes Overseas Limited

**Notes to the financial statements
For the year ended 31 December 2018**

Company Name	Registered Address	Principal Activity	Holding
Mondelez Guatemala, Ltda.*	Arias & Munoz, Diagonal 6 10-01 Zona 10 Centro Gerencial Las Margaritas, Torre 2 Oficina 402 B, Guatemala	Manufacturing	99.94%
Mondelez Honduras, S. de R.L.*	Edificio 777 Primer Nivel, Boulevard San Juan Bosco, Lomas del Guijarro Sur, Tegucigalpa, Honduras	Trading	99.90%
Mondelez India Foods Private Limited	Unit No. 2001, 20th Floor, Tower-3 (Wing C), Indiabulls Finance Centre, Parel, Mumbai, 400013, India	Manufacturing	100.00%
Mondelez International (Thailand) Co., Ltd*	102/1 M004, Lad Krabang Industrial Estate, Chalongsong Road, Lamplatiev, Lad Krabang, Bangkok, 10520, Thailand	Holding company	<0.01%
Mondelez Japan Limited	Shinagawa Seaside East Tower 13F, 4-12-8 Higashi Shinagawa, Shinagawa-Ku, Tokyo, 140-0002, Japan	Manufacturing	100.00%
Mondelez Nicaragua, S.A.*	Kilómetro 5, carretera norte, Managua, Nicaragua	Manufacturing	100.00%
Mondelez Pakistan Limited	5th Floor, Tower B, World Trade Centre, Khayaban-e-Roomi, Clifton, Karachi, 75600, Pakistan	Manufacturing	98.63%
Mondelez Panama S. de R.L.*	Corregimiento Juan Diaz, Urbanizacion Santa Maria Business, District, Llano Bonito, Calle Boulevard Oeste, Edificio Argo, Piso 6, Oficina 6A, Ciudad Panama, Republica de Panama, Panama	Manufacturing	100.00%
Mondelez Peru SA*	Arequipa: M-22/2nd floor/urb Piedra Santa II Etapa-arequipa, Trujillo:Mz F Lote3 No101urb San Jose de California-Trujillo, Peru	Manufacturing	99.64%
Mondelez South Africa (Pty) Ltd.*	6 Woodmead Estate, 1 Woodmead Drive, Woodmead, Sandton, Johannesburg, Gauteng, 2191, South Africa	Manufacturing	100.00%

Cadbury Schweppes Overseas Limited

**Notes to the financial statements
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Company Name	Registered Address	Principal Activity	Holding
Mondelez Uruguay S.A.*	Yaguaron 1407, Piso 16, Montevideo, Uruguay	Holding company	100.00%
Nabisco Inversiones S.R.L.*	Av. Alem 1050, piso 13, Ciudad de Buenos Aires, Argentina	Holding company	56.31%
Promotora Cadbury Adams C.A.*	Avenida Francisco de Miranda, Edificio Seguros Venezuela, Piso 1, Urbanización Campo Alegre, Caracas, Estado Miranda, 1060, Venezuela, Bolivarian Republic of Venezuela	Manufacturing	99.64%
Servicios Comerciales Colombia SAS*	Av. Calle 100 #19-54, Fifth Floor, Prime Tower Building, Bog, Cali, Colombia	Manufacturing	10.01%
Springer Schokoladenfabrik (Pty) Limited*	Unit 5, Ground Floor, Ausspann Plaza, Dr Agostinho Neto Road, Ausspannplatz, Windhoek, Namibia	Manufacturing	100.00%
Tevalca Holding C.A.*	Centro Banaven (Cubo Negro) Torre A. Piso 7 Ofic. A-71 and , Caracas, Venezuela	Dormant	100.00%
Van Mar SA	Corrientes 447. 9th Floor, 1043 Buenos Aires, Argentina	Holding company	100.00%

* Denotes indirect holding.