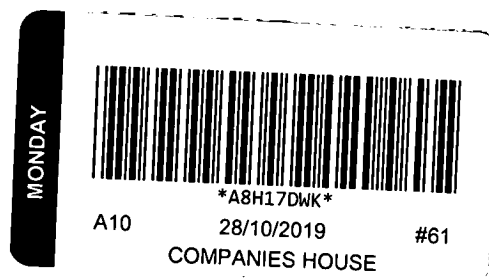


DCC FOOD & BEVERAGE UK LIMITED
DIRECTORS' REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED
31 MARCH 2019

Registered number: 01827924



DCC FOOD & BEVERAGE UK LIMITED

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DCC FOOD & BEVERAGE UK LIMITED**DIRECTORS AND OTHER INFORMATION**

Directors:	Fergal O'Dwyer Kevin Lucey Orla Cooper
Company Secretary:	Gerard Whyte
Registered Office:	Hill House 1 Little New Street London EC4A 3TR United Kingdom
Auditor:	KPMG Chartered Accountants 1 Stokes Place St. Stephen's Green Dublin 2 Republic of Ireland
Principal Bankers:	National Westminster Bank Plc 1 Market Street Bradford BD1 1EG United Kingdom
Solicitors:	Pinsent Masons LLP 1 Park Row Leeds LS1 5AB United Kingdom

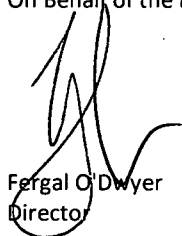
DCC FOOD & BEVERAGE UK LIMITED**STRATEGIC REPORT****Principal Activity**

The Company is an investment company.

Review of the Business

The profit for the year before taxation amounted to £11,042,549 (2018: loss £424,752). Details of the results for the year and the treatment thereof are set out in the statement of profit and loss and other comprehensive income on page 8.

On Behalf of the Board:



Fergal O'Dwyer
Director

Kevin Lucey
Director



17 September 2019

DCC FOOD & BEVERAGE UK LIMITED

DIRECTORS' REPORT

The Directors have pleasure in presenting their Report and the Audited Financial Statements of the Company for the year ended 31 March 2019.

Future Developments

The Directors do not foresee any change in the nature of the activity of the Company.

Dividends

The Directors do not recommend the payment of a dividend for the year (2018: Nil).

Directors and Secretary

The Directors and Company Secretary who held office during the year are listed on page 2. The Directors and Secretary served for the entire year unless stated otherwise.

Statement of Directors' Responsibilities in respect of the Directors' Report, the Strategic Report and the Financial Statements

The Directors are responsible for preparing the Directors' Report, the Strategic Report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with FRS 101 *Reduced Disclosure Framework*.

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 for that year. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters relating to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

The Directors are responsible for keeping adequate accounting records which disclose with reasonable accuracy at any time the assets, liabilities, financial position and profit or loss of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities. The Directors are also responsible for preparing a Directors' Report that complies with the requirements of the Companies Act 2006. They are responsible for such internal controls as they determine are necessary to enable the preparation of financial statements that are free from material misstatement.

DCC FOOD & BEVERAGE UK LIMITED**DIRECTORS' REPORT - continued****Disclosure of Information to Auditor**

Each person who is a Director at the date of approval of this report confirms that:-

- so far as the Director is aware, there is no relevant audit information of which the Company's auditor is unaware and;
- each Director has taken the steps he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Political and Charitable Donations

No disclosable political or charitable donations were made during the year (2018: Nil).

Post Balance Sheet Events

There were no significant post balance sheet events that would require adjustment to, or disclosure in, the Company's financial statements.

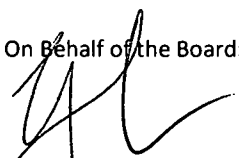
Auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG will therefore continue in office.

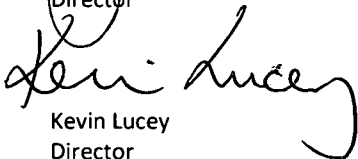
Audit Committee

The Company has not established an audit committee on the basis that the Company's ultimate parent undertaking, DCC plc, has established an Audit Committee with responsibility for the Group Annual Report and Financial Statements. Details are contained in the Group Annual Report.

On Behalf of the Board:



Fergal O'Dwyer
Director



Kevin Lucey
Director

17 September 2019



KPMG
Audit
1 Stokes Place
St. Stephen's Green
Dublin 2
D02 DE03
Ireland

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF
DCC FOOD & BEVERAGE LIMITED

Report on the audit of the financial statements

Opinion

We have audited the financial statements of DCC Food & Beverage Limited ('the Company') for the year ended 31 March 2019 set out on pages 7 to 15, which comprise the Statement of Profit and Loss and Other Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and the related notes, including the summary of significant accounting policies set out in note 1. The financial reporting framework that has been applied in their preparation is Irish Law and FRS 101 *Reduced Disclosure Framework*.

In our opinion, the accompanying financial statements:

- give a true and fair view of the assets, liabilities and financial position of the Company as at 31 March 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with FRS 101 *Reduced Disclosure Framework*; and
- have been properly prepared in accordance with the requirements of the Companies Act 2014.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (Ireland) ((ISAs (Ireland))) 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 ethical requirements that are relevant to our audit of financial statements in Ireland, including the Ethical Standard issued by the Irish Auditing and Accounting Supervisory Authority (IAASA), 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.

We have nothing to report on going concern

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least twelve months from the date of approval of the financial statements. We have nothing to report in these respects.

Other information

The directors are responsible for the other information presented in the Annual Report together with the financial statements. The other information comprises the information included in the directors' report. The financial statements and the auditor's report thereon do not comprise part of 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 as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work we have not identified material misstatements in the other information.

Based solely on our work on the other information, we report that:

- we have not identified material misstatements in the directors' report;
- in our opinion, the information given in the directors' report is consistent with the financial statements;
- in our opinion, the directors' report has been prepared in accordance with the Companies Act 2014.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF

DCC FOOD & BEVERAGE LIMITED - continued

Opinions on other matters prescribed by the Companies Act 2014

We have obtained all the information and explanations which we consider necessary for the purposes of our audit.

In our opinion the accounting records of the Company were sufficient to permit the financial statements to be readily and properly audited and the financial statements are in agreement with the accounting records.

Matters on which we are required to report by exception

The Companies Act 2014 requires us to report to you if, in our opinion, the disclosures of directors' remuneration and transactions required by Sections 305 to 312 of the Act are not made. We have nothing to report in this regard.

Respective responsibilities and restrictions on use

Responsibilities of directors for the financial statements

As explained more fully in the directors' responsibilities statement set out on page 3, the directors are responsible for the preparation of the financial statements including being satisfied that they give a true and fair view; 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; 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 they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

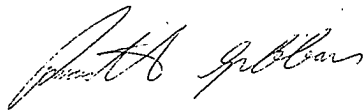
Auditor's responsibilities for the audit of the financial statements

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 (Ireland) 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 fuller description of our responsibilities is provided on IAASA's website at [https://www.iaasa.ie/getmedia/b2389013-1cf6-458b-9b8f-a98202dc9c3a/Description of auditors responsibilities for audit.pdf](https://www.iaasa.ie/getmedia/b2389013-1cf6-458b-9b8f-a98202dc9c3a/Description_of_auditors_responsibilities_for_audit.pdf)

The purpose of our audit work and to whom we owe our responsibilities

Our report is made solely to the Company's members, as a body, in accordance with Section 391 of the Companies Act 2014. 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.



Ruaidhri Gibbons
for and on behalf of
KPMG

Chartered Accountants, Statutory Audit Firm
1 Stokes Place
St. Stephen's Green
Dublin 2

19 July 2019

DCC FOOD & BEVERAGE UK LIMITED**STATEMENT OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME****FOR THE YEAR ENDED 31 MARCH 2019**

	Notes	2019 £	2018 £
Interest receivable and similar income		-	77
Interest payable and similar charges		(259,526)	(424,812)
Administrative expenses		(1)	(17)
Exceptional - intercompany debt waiver		<u>11,302,076</u>	<u>-</u>
Profit / (Loss) on ordinary activities before taxation	2	11,042,549	(424,752)
Tax on profit / (loss) on ordinary activities	3	<u>(31,397)</u>	<u>80,707</u>
Profit / (Loss) for the financial year		<u><u>11,011,152</u></u>	<u><u>(344,045)</u></u>

In arriving at the result for the year, all amounts dealt with above relate to continuing operations.

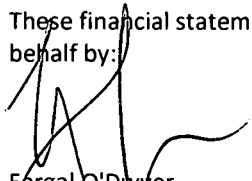
There is no difference between the profit/(loss) on ordinary activities before taxation and the profit retained/(loss) absorbed for the year on an historical cost basis and the amounts shown above.

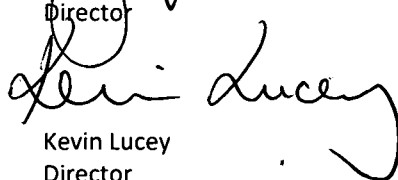
There are no items of comprehensive income in the financial year or the preceding financial period other than those dealt with in the profit and loss account. Accordingly no statement of other comprehensive income has been prepared.

DCC FOOD & BEVERAGE UK LIMITED**BALANCE SHEET****AS AT 31 MARCH 2019**

	Notes	2019 £	2018 £
Current assets			
Other debtors and prepayments	4	127,171	80,727
Cash at bank and in hand		<u>368</u>	<u>783</u>
		127,539	81,510
Creditors: amounts falling due within one year	5	<u>(218,995)</u>	<u>(919,618)</u>
Net current liabilities		<u>(91,456)</u>	<u>(838,108)</u>
Creditors: amounts falling due after more than one year	5	<u>-</u>	<u>(10,264,500)</u>
Net liabilities		<u><u>(91,456)</u></u>	<u><u>(11,102,608)</u></u>
Capital and reserves			
Called up share capital	6	2	2
Profit and loss account		<u>(91,458)</u>	<u>(11,102,610)</u>
Shareholder deficit		<u><u>(91,456)</u></u>	<u><u>(11,102,608)</u></u>

These financial statements were approved by the Board of Directors on 17 September 2019 and were signed on its behalf by:


Fergal O'Dwyer
Director


Kevin Lucey
Director

DCC Food & Beverage UK Limited
Registered number: 01827924

DCC FOOD & BEVERAGE UK LIMITED
STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2019

	Called up share capital £	Profit and loss account £	Total equity £
Balance at 1 April 2017	2	(10,758,565)	(10,758,563)
Total comprehensive income for the year			
Loss for the financial year	-	(344,045)	(344,045)
Other comprehensive income	-	-	-
	<hr/>	<hr/>	<hr/>
Total comprehensive income for the year	-	(344,045)	(344,045)
	<hr/>	<hr/>	<hr/>
Transactions with owners, recorded directly in equity:			
Issue of shares	-	-	-
Dividends	-	-	-
	<hr/>	<hr/>	<hr/>
Total contributions by and distributions to owners	-	-	-
	<hr/>	<hr/>	<hr/>
Balance at 31 March 2018	<u>2</u>	<u>(11,102,610)</u>	<u>(11,102,608)</u>
Balance at 1 April 2018	2	(11,102,610)	(11,102,608)
Total comprehensive income for the year			
Profit for the financial year	-	11,011,152	11,011,152
Other comprehensive income	-	-	-
	<hr/>	<hr/>	<hr/>
Total comprehensive income for the year	-	11,011,152	11,011,152
	<hr/>	<hr/>	<hr/>
Transactions with owners, recorded directly in equity:			
Issue of shares	-	-	-
Dividends	-	-	-
	<hr/>	<hr/>	<hr/>
Total contributions by and distributions to owners	-	-	-
	<hr/>	<hr/>	<hr/>
Balance at 31 March 2019	<u>2</u>	<u>(91,458)</u>	<u>(91,456)</u>

DCC FOOD & BEVERAGE UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS - YEAR ENDED 31 MARCH 2019

1. ACCOUNTING POLICIES

Reporting Entity

DCC Food & Beverage UK Limited (the "Company") is a company incorporated, domiciled and registered in England and Wales. The registered number is 01827924 and the registered address is Hill House, 1 Little New Street, London EC4A 3TR, United Kingdom.

The Company is exempt by virtue of Section 400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group.

Statement of Compliance

These financial statements were prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* ("FRS 101").

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with the Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

The Company's ultimate parent undertaking, DCC plc, includes the Company in its consolidated financial statements. The consolidated financial statements of DCC plc are prepared in accordance with International Financial Reporting Standards. These are available to the public and may be obtained from DCC House, Leopardstown Road, Foxrock, Dublin 18, Ireland.

In these financial statements, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- a Cash Flow Statement and related notes;
- Comparative period reconciliations for share capital, tangible fixed assets and intangible assets;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs; and
- Disclosures in respect of the compensation of Key Management Personnel.

As the consolidated financial statements of DCC plc include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- IFRS 2 *Share Based Payments* in respect of group settled share based payments;
- Certain disclosures required by IAS 36 *Impairment of assets* in respect of the impairment of goodwill and indefinite life intangible assets;
- Certain disclosures required by IFRS 3 *Business Combinations* in respect of business combinations undertaken by the Company; and
- Certain disclosures required by IFRS 13 *Fair Value Measurement* and the disclosures required by IFRS 7 *Financial Instrument Disclosures*.

DCC FOOD & BEVERAGE UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS - YEAR ENDED 31 MARCH 2019 - continued

1. ACCOUNTING POLICIES (continued)

Statement of Compliance (continued)

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Accounting judgements and estimates

No judgements have been made by the Directors, in the application of these accounting policies, that have a significant effect on the financial statements and there are no estimates with a significant risk of material adjustment in the next year.

Change in accounting policy

The Company has adopted IFRS 9 which replaces IAS 39 Financial Instruments: Recognition and Measurement ("IAS 39") which became effective from 1 January 2018. In line with transition guides the Company adopted IFRS 9 using the cumulative effect method prospectively and has not restated the comparative balances on adoption of the standard.

1.1 Measurement convention

The financial statements are prepared on the historical cost basis except that the following assets and liabilities are stated at their fair value: share-based payments, post employment benefit obligations and certain financial assets and liabilities including derivative financial instruments.

1.2 Going concern

On the basis of their assessment of the Company's financial position and of any enquiries made of the directors of the parent company, the Company's Directors have a reasonable expectation that the Company will be able to continue in operational existence for the foreseeable future. Thus they continue to adopt the going concern basis of accounting in preparing the financial statements.

1.3 Presentation of the financial statements

The financial statements are presented in Sterling, denoted by the symbol £. This currency represents the primary economic environment in which the company operates. Certain comparative figures may have been reclassified in order to present information on a basis consistent with the current year.

1.4 Foreign currency transactions

Assets and liabilities denominated in foreign currencies are translated into Sterling at the exchange rates ruling at the balance sheet date or at contracted rates where appropriate.

Profits and losses arising on transactions in foreign currencies during the year are included in the profit and loss account at the exchange rate ruling at the date of the transactions.

1.5 Financial assets

Financial assets are stated at cost less provision for any permanent diminution in value.

1.6 Impairment of financial assets

Financial assets not carried at fair value through the profit and loss account are assessed to determine whether there is objective evidence of impairment. For financial assets measured at cost less impairment, impairment is calculated as the difference between the recoverable amount of the investment and its carrying amount. Impairment losses are recognised through the profit and loss account. Where subsequent events cause the amount of the impairment loss to decrease, the decrease is reversed through the profit and loss account.

1.7 Debtors

Debtors may comprise trade debtors, intercompany receivables, prepayments and other debtors and are recorded at transaction price. Any losses arising from impairment are recognised in other operating expenses in the Statement of Profit and Loss and Other Comprehensive Income.

1.8 Creditors

Creditors are stated at cost.

DCC FOOD & BEVERAGE UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS - YEAR ENDED 31 MARCH 2019 - continued

1. ACCOUNTING POLICIES (continued)

1.9 Cash and cash equivalents

Cash and cash equivalents comprise cash and short-term deposits. Bank overdrafts are classified as borrowings except where repayable on demand and or where they form an integral part of the Company's cash management strategy.

1.10 Income and expenses

Dividend Income

Dividend income is recognised in the profit and loss account on the date at which the Company's right to receive payment is established and it is probable that economic benefits will flow to the Company and the amount of revenue can be reliably measured.

Interest receivable and interest payable

Interest income on funds invested and on loans to Group companies is credited to the profit and loss account on an accruals basis. Interest payable arising on borrowings and on loans from Group companies is also charged to the profit and loss account on an accruals basis.

Interest payable and similar charges may include finance charges.

1.11 Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates and laws enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates and laws enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

2. PROFIT/(LOSS) ON ORDINARY ACTIVITIES BEFORE TAXATION

The Company has no employees. The remuneration of the Company's auditors is dealt with in the financial statements of DCC plc, the ultimate parent company.

The Directors received no remuneration from the Company.

DCC FOOD & BEVERAGE UK LIMITED**NOTES TO THE FINANCIAL STATEMENTS - YEAR ENDED 31 MARCH 2019 - continued****3. TAXATION**

	2019 £	2018 £
Analysis of taxation for the year:		
Corporation tax (charge)/credit	(31,397)	80,707
Deferred tax	-	-
	<u>(31,397)</u>	<u>80,707</u>
Tax (charge)/credit on loss on ordinary activities	<u>(31,397)</u>	<u>80,707</u>

The Company had a taxation (charge)/credit for the year that differs from the taxation (charge)/credit that would result from applying the standard rate of UK corporation tax to the profit/(loss) on ordinary activities. The differences are explained below:

	2019 £	2018 £
Profit/(Loss) on ordinary activities before taxation	<u>11,042,549</u>	<u>(424,752)</u>
Profit/(Loss) on ordinary activities multiplied by the standard rate of UK Corporation tax for the year of 19%	(2,098,084)	80,703
Effects of:		
Prior year adjustment	(80,707)	
Non-taxable intercompany debt waiver	2,147,394	
Permanent differences	<u>-</u>	<u>4</u>
Taxation (charge)/credit	<u>(31,397)</u>	<u>80,707</u>

4. OTHER DEBTORS AND PREPAYMENTS

	2019 £	2018 £
Bank interest receivable	-	20
Taxation	<u>127,171</u>	<u>80,707</u>
	<u>127,171</u>	<u>80,727</u>

5. CREDITORS

	2019 £	2018 £
<u>Amounts falling due within one year:</u>		
Amounts owed to Group companies	(140,416)	(917,896)
Taxation	<u>(78,579)</u>	<u>(1,722)</u>
	<u>(218,995)</u>	<u>(919,618)</u>

Where applicable, intercompany interest free loans are repayable on demand.

Amounts falling due after more than one year:

Amounts owed to Group companies	<u>-</u>	<u>(10,264,500)</u>
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DCC FOOD & BEVERAGE UK LIMITED**NOTES TO THE FINANCIAL STATEMENTS - YEAR ENDED 31 MARCH 2019 - continued****6. CALLED UP SHARE CAPITAL**

	2019	2018
	£	£
<i>Authorised:</i>		
100 Ordinary shares of £1 each	<u>100</u>	<u>100</u>
<i>Issued:</i>		
2 Ordinary shares of £1 each	<u>2</u>	<u>2</u>

7. ULTIMATE PARENT COMPANY

The Company regards DCC plc, a company incorporated in the Republic of Ireland, as its ultimate parent company. The largest and smallest group in which the results of the Company are consolidated is that headed by DCC plc. Copies of the Group financial statements of DCC plc are available from its registered office, DCC House, Leopardstown Road, Foxrock, Dublin 18, Republic of Ireland.

8. RELATED PARTY DISCLOSURES

FRS 101.8(k) exempts the requirement of IAS 24 "*Related Party Disclosures*" to disclose related party transactions between wholly owned subsidiaries. Consequently, these financial statements do not contain disclosures of transactions with entities in the DCC plc Group.

9. SUBSEQUENT EVENTS

There have been no events subsequent to the reporting date that require adjustment to or disclosure in the financial statements.

10. APPROVAL OF THE FINANCIAL STATEMENTS

The financial statements were approved by the Board of Directors on 17 September 2019.