

**PARLAMENT OF  
SCOTLAND  
ACCOUNTS**

Company Registration No. SC270228 (Scotland)

**LOTHIAN SHELF (214) LIMITED  
ANNUAL REPORT AND UNAUDITED FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2016**



# LOTHIAN SHELF (214) LIMITED

## COMPANY INFORMATION

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<b>Directors</b>	Karim Hatoum Christian Baillet	(Appointed 1 March 2017)
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<b>Company number</b>	SC270228
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<b>Registered office</b>	Princes Exchange 1 Earl Grey Street Edinburgh EH3 9EE
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<b>Accountants</b>	Springfords LLP Dundas House Westfield Park Eskbank Edinburgh EH22 3FB
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<b>Solicitors</b>	Turcan Connell Princes Exchange 1 Earl Grey Street Edinburgh EH3 9EE
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# **LOTHIAN SHELF (214) LIMITED**

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# LOTHIAN SHELF (214) LIMITED

## DIRECTORS' REPORT

**FOR THE YEAR ENDED 31 DECEMBER 2016**

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The directors present their annual report and financial statements for the year ended 31 December 2016.

### Principal activities

The company holds an investment in BBB Foods and is the General Partner of BBB Foods, a Scottish Limited Partnership.

### Directors

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

Karim Hatoum

Fadi Michel Abouchalache

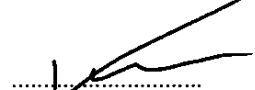
Christian Baillet

(Resigned 1 October 2016)

(Appointed 1 March 2017)

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

On behalf of the board



Karim Hatoum

Director

Date: 9/1/2017

## **LOTHIAN SHELF (214) LIMITED**

### **REPORT TO THE DIRECTORS ON THE PREPARATION OF THE UNAUDITED STATUTORY ACCOUNTS OF LOTHIAN SHELF (214) LIMITED**

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In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the financial statements of Lothian Shelf (214) Limited for the year ended 31 December 2016 which comprise the Profit And Loss Account, the Balance Sheet and the related notes from the company's accounting records and from information and explanations you have given us.

*As a practising member firm of the ICAS we are subject to its ethical and other professional requirements which are detailed at <https://www.icas.com/FrameworkforthePreparationofAccounts>.*

This report is made solely to the Board of Directors of Lothian Shelf (214) Limited, as a body, in accordance with the terms of our engagement letter. Our work has been undertaken solely to prepare for your approval the financial statements of Lothian Shelf (214) Limited and state those matters that we have agreed to state to the Board of Directors of Lothian Shelf (214) Limited, as a body, in this report in accordance with the requirements of the ICAS as detailed at <https://www.icas.com/FrameworkforthePreparationofAccounts>. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than Lothian Shelf (214) Limited and its Board of Directors as a body, for our work or for this report.

It is your duty to ensure that Lothian Shelf (214) Limited has kept adequate accounting records and to prepare statutory financial statements that give a true and fair view of the assets, liabilities, financial position and loss of Lothian Shelf (214) Limited. You consider that Lothian Shelf (214) Limited is exempt from the statutory audit requirement for the year.

We have not been instructed to carry out an audit or a review of the financial statements of Lothian Shelf (214) Limited. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory financial statements..



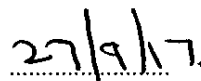
J Fergus Kerr ACA

Member

For and on behalf of

**Springfords LLP**

**Chartered Accountants**



Dundas House  
Westfield Park  
Eskbank  
Edinburgh  
EH22 3FB

# **LOTHIAN SHELF (214) LIMITED**

## **PROFIT AND LOSS ACCOUNT**

**FOR THE YEAR ENDED 31 DECEMBER 2016**

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	<b>Notes</b>	<b>2016</b> <b>£</b>	<b>2015</b> <b>£</b>
Administrative expenses		(1,320)	(690)
<b>Loss before taxation</b>		(1,320)	(690)
Tax on loss		-	-
<b>Loss for the financial year</b>		(1,320)	(690)

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# LOTHIAN SHELF (214) LIMITED

## BALANCE SHEET

AS AT 31 DECEMBER 2016

	Notes	2016 £	£	2015 £	£
<b>Fixed assets</b>					
Investments	2		1		1
<b>Current assets</b>					
Debtors	3	1		1	
<b>Creditors: amounts falling due within one year</b>	4	<u>(12,994)</u>		<u>(11,674)</u>	
<b>Net current liabilities</b>			<u>(12,993)</u>		<u>(11,673)</u>
<b>Total assets less current liabilities</b>			<u>(12,992)</u>		<u>(11,672)</u>
<b>Capital and reserves</b>					
Called up share capital	5		1		1
Profit and loss reserves			<u>(12,993)</u>		<u>(11,673)</u>
<b>Total equity</b>			<u>(12,992)</u>		<u>(11,672)</u>

For the financial year ended 31 December 2016 the company was entitled to exemption from audit under section 477 of the Companies Act 2006 relating to small companies.

The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of financial statements.

The member has not required the company to obtain an audit of its financial statements for the year in question in accordance with section 476.

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

The financial statements were approved by the board of directors and authorised for issue on 9/1/2017 and are signed on its behalf by:

  
Kalim Hatoum  
Director

Company Registration No. SC270228

# LOTHIAN SHELF (214) LIMITED

## NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2016

### 1 Accounting policies

#### Company information

Lothian Shelf (214) Limited is a private company limited by shares incorporated in Scotland. The registered office is Princes Exchange, 1 Earl Grey Street, Edinburgh, EH3 9EE.

#### 1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

These financial statements for the year ended 31 December 2016 are the first financial statements of Lothian Shelf (214) Limited prepared in accordance with FRS 102, The Financial Reporting Standard applicable in the UK and Republic of Ireland. The date of transition to FRS 102 was 1 January 2015. The reported financial position and financial performance for the previous period are not affected by the transition to FRS 102.

#### 1.2 Fixed asset investments

Fixed asset investments are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

#### 1.3 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

#### Basic financial liabilities

Basic financial liabilities, including creditors, 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. Financial liabilities classified as payable within one year are not amortised.

#### 1.4 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

### 2 Fixed asset investments

	2016 £	2015 £
Investments	1	1



## LOTHIAN SHELF (214) LIMITED

### NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2016

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<b>3 Debtors</b>	<b>2016</b>	<b>2015</b>
	<b>£</b>	<b>£</b>
<b>Amounts falling due within one year:</b>		
Other debtors	1	1
	<u>1</u>	<u>1</u>
<b>4 Creditors: amounts falling due within one year</b>	<b>2016</b>	<b>2015</b>
	<b>£</b>	<b>£</b>
Other creditors	12,994	11,674
	<u>12,994</u>	<u>11,674</u>
<b>5 Called up share capital</b>	<b>2016</b>	<b>2015</b>
	<b>£</b>	<b>£</b>
<b>Ordinary share capital</b>		
<b>Issued and not fully paid</b>		
1 Ordinary share of £1 each	1	1
	<u>1</u>	<u>1</u>
	<u>1</u>	<u>1</u>
<b>6 Financial commitments, guarantees and contingent liabilities</b>		

Under a limited Partnership Agreement the company is a General Partner of BBB Foods in which it holds a 0.01% interest. However, as General Partner, the company controls and has unlimited liability for the debts of BBB Foods. The accounts of BBB Foods for the year to 31 December 2016 are appended to these accounts.

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BBB FOODS

FINANCIAL STATEMENTS  
FOR THE YEAR ENDED 31 DECEMBER 2016

Partnership Number: SL005258

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**BBB FOODS**

**PARTNERSHIP INFORMATION**

**REGISTERED OFFICE**

Princes Exchange  
1 Earl Grey Street  
Edinburgh  
EH3 9EE

**PARTNERSHIP NUMBER**

SL005258

**AUDITORS**

Crowe Clark Whitehill LLP  
St Bride's House  
10 Salisbury Square  
London  
EC4Y 8EH

**LEGAL ADVISERS**

Turcan Connell  
Princes Exchange  
1 Earl Grey Street  
Edinburgh  
EH3 9EE

## **BBB FOODS**

### **PARTNERS' REPORT**

#### **FOR THE YEAR ENDED 31 DECEMBER 2016**

The partners present their report and the audited financial statements of the partnership for the year ended 31 December 2016.

#### **STATEMENT OF THE GENERAL PARTNER'S RESPONSIBILITIES**

Under a Limited Partnership Agreement dated 14 August 2004, the General Partner, Lothian Shelf (214) Limited is required to prepare financial statements for each accounting period in accordance with applicable law and regulations.

Company law requires the General Partner to prepare financial statements for each financial year. Under that law the General Partner has prepared the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 The Financial Reporting Standard Applicable in the UK and Republic of Ireland (FRS102).

Under company law the General Partner must not approve the financial statements unless it is satisfied that they give a true and fair view of the state of affairs of the partnership and of the profit or loss of the partnership for that period. In preparing these financial statements, the General Partner is required to :

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

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

#### **LEGISLATION**

In accordance with the terms of The Partnerships (Accounts) Regulations 2008 these financial statements have been prepared in accordance with the disclosure requirements of the Companies Act 2006. References throughout these financial statements to the Companies Act 2006 apply as if the Limited Partnership was a company of similar size and nature.

**BBB FOODS**

**PARTNERS' REPORT (CONTINUED)**

**FOR THE YEAR ENDED 31 DECEMBER 2016**

**DISCLOSURE OF INFORMATION TO AUDITORS**

- (a) so far as the General Partner is aware, there is no relevant audit information of which the partnership's auditors are unaware, and
- (b) it has taken all the steps that it ought to have taken as General Partner in order to make itself aware of any relevant audit information and to establish that the partnership's auditors are aware of that information.

This report has been prepared in accordance with the special provisions relating to small companies within Part 15 of the Companies Act 2006.

By order of the General Partner, Lothian Shelf (214) Limited

  
.....  
Karim Hatoum  
Director of Lothian Shelf (214) Limited

Date : 9/1/2017

## **BBB FOODS**

### **FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2016**

### **INDEPENDENT AUDITOR'S REPORT TO THE PARTNERS OF BBB FOODS**

We have audited the financial statements of BBB Foods for the year ended 31 December 2016 which comprise the profit and loss account, the balance sheet, the statement of changes in equity, the statement of cash flows and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland.'

This report is made solely to the partners, 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 partners those matters we are required to state to them in an auditors' 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 partnership and the partners as a body, for our audit work, for this report, or for the opinions we have formed.

#### **Respective responsibilities of the General Partner and auditors**

As explained more fully in the General Partner's Responsibilities Statement, the General Partner is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the FRC's Ethical Standard for Auditors.

#### **Scope of the audit of the partnership accounts**

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

#### **Opinion on financial statements**

In our opinion the financial statements:

- give a true and fair view of the state of the partnership's affairs as at 31 December 2016 and of its result for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

#### **Opinion on other matters prescribed by the Companies Act 2006**

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

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

**BBB FOODS**

**FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2016**

**INDEPENDENT AUDITOR'S REPORT TO THE PARTNERS OF BBB FOODS (CONTINUED)**

**Matters on which we are required to report by exception**

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

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you 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 partners' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit; or
- the General Partner was not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption in preparing the Partners' Report and from the requirement to prepare a strategic report.

*Nigel Bostock*

**Nigel Bostock (Senior Statutory Auditor)  
For and on behalf of Crowe Clark Whitehill LLP  
Statutory Auditor  
St Bride's House  
10 Salisbury Square  
London  
EC4Y 8EH**

Date: *25 September 2017*

**BBB FOODS****PROFIT AND LOSS ACCOUNT****FOR THE YEAR ENDED 31 DECEMBER 2016**

	Notes	2016 US \$	2015 US \$
Income		-	-
Expenses	5	<u>-</u>	<u>-</u>
Operating result		-	-
		<u>-</u>	<u>-</u>
<b>Total comprehensive loss before appropriations</b>		<u>-</u>	<u>-</u>
Appropriated by Limited Partners		-	-
Appropriated by General Partner		<u>-</u>	<u>-</u>
<b>Total appropriated by Partners</b>		<u>-</u>	<u>-</u>

All results shown in the profit and loss account are from continuing operations.

The partnership has no recognised gains and losses other than the result above and therefore no separate statement of comprehensive income has been presented.

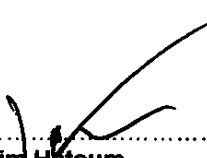


**BBB FOODS - PARTNERSHIP NO. SL005258****BALANCE SHEET****AS AT 31 DECEMBER 2016**

	Notes	2016 US \$	2015 US \$
<b>Fixed Asset Investments</b>			
Subsidiary companies	6	32,722,198	32,722,198
<b>Current Assets</b>			
Debtors	7	10,000	10,000
		<u>10,000</u>	<u>10,000</u>
<b>Creditors : amounts falling due within one year</b>	8	(32,235)	(32,235)
		<u>(32,235)</u>	<u>(32,235)</u>
<b>Net current liabilities</b>		(22,235)	(22,235)
		<u>(22,235)</u>	<u>(22,235)</u>
<b>Net assets attributable to partners</b>		<u>32,699,963</u>	<u>32,699,963</u>
<b>Represented by :</b>			
Partners' Loan Accounts	9	56,554,114	56,554,114
<b>Partners' Equity</b>			
Partners' Capital Accounts	9	10,000	10,000
Partners' Appropriated profits	9	(23,864,151)	(23,864,151)
		<u>32,699,963</u>	<u>32,699,963</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

Authorised for issue for and on behalf of Lothian Shelf (214) Limited

  
.....  
Karim Hatoum  
Director of Lothian Shelf (214) Limited  
Date : 21/1/2017

**BBB FOODS**

**STATEMENT OF CHANGES IN EQUITY**

**FOR THE YEAR ENDED 31 DECEMBER 2016**

	Notes	Partners' Capital	Additional Loans	Appropriated Loss	Total
Balance as at 1 January 2015		10,000	56,554,114	(23,864,151)	32,699,963
Total comprehensive loss for the year		-	-	-	-
Balance as at 31 December 2015		<u>10,000</u>	<u>56,554,114</u>	<u>(23,864,151)</u>	<u>32,699,963</u>
Balance as at 1 January 2016		10,000	56,554,114	(23,864,151)	32,699,963
Total comprehensive loss for the year		-	-	-	-
Balance as at 31 December 2016	9	<u>10,000</u>	<u>56,554,114</u>	<u>(23,864,151)</u>	<u>32,699,963</u>

**BBB FOODS****STATEMENT OF CASH FLOWS****FOR THE YEAR ENDED 31 DECEMBER 2016**

	<b>Notes</b>	<b>2016 US \$</b>	<b>2015 US \$</b>
<b>Net cash from operating activities</b>	12	-	-
<b>Cash flow from investing activities</b>			
Additional investment in subsidiary companies	6, 12	-	-
<b>Net cash used in investing activities</b>		-	-
<b>Cash flow from financing activities</b>			
Additional loan from Limited Partner	12	-	-
<b>Net cash used in financing activities</b>		-	-
<b>Net increase in cash and cash equivalents</b>		-	-
<b>Cash and cash equivalents at the beginning of the year</b>		-	-
<b>Cash and cash equivalents at the end of the year</b>		-	-

## **BBB FOODS**

### **NOTES TO THE FINANCIAL STATEMENTS**

#### **FOR THE YEAR ENDED 31 DECEMBER 2016**

##### **1. GENERAL INFORMATION**

The Partnership commenced in August 2004 and was registered as a Limited Partnership under the Limited Partnerships Act 1907 on 17 August 2004. The address of its registered office is Princes Exchange, 1 Earl Grey Street, Edinburgh, EH3 9EE.

Its principal activity is to engage in and carry on the investment and management of the assets of the partnership. The Limited Partnership owns 99.99% of the equity of three companies registered in Mexico.

##### **2. STATEMENT OF COMPLIANCE**

The individual financial statements of The Partnership have been prepared in accordance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS102") and the Companies Act 2006.

##### **3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

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.

###### **Basis of preparation**

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

The preparation of financial statements in conformity with FRS102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the Partnership'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 4.

###### **Going concern**

The Partnership's day to day working capital requirements are met by its Limited Partner. After making enquiries, the General Partner has a reasonable expectation that the Partnership has access to adequate resources to continue in operational existence for the foreseeable future. The Partnership therefore continues to adopt the going concern basis in preparing its financial statements.

###### **Foreign currency**

The Partnership's functional and presentation currency is the US dollar.

Transactions in currencies other than US dollars are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation are included in the profit and loss account for the period.

The closing rate as at 31 December 2016 was £0.813/US\$ (2015 £0.675/US\$ ) and average rates for the year were £0.741/US\$ (2015 £0.654/US\$ ).

## **BBB FOODS**

### **NOTES TO THE FINANCIAL STATEMENTS**

#### **FOR THE YEAR ENDED 31 DECEMBER 2016**

### **3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (contd)**

#### **Investments**

In accordance with paragraph 9.9(b) of FRS102, the interest in the subsidiary investments in the Mexican entities are determined as held exclusively with a view to subsequent resale; and the subsidiaries have not previously been consolidated in any consolidated financial statements prepared in accordance with this FRS. Accordingly, such subsidiaries have been excluded from consolidation and the partnership is therefore exempt from preparing consolidated financial statements.

In accordance with paragraph 9.9B(b) a subsidiary excluded from consolidation on the grounds set out in paragraph 9.9(b) that is not held as part of an investment portfolio shall be measured using an accounting policy selected by the parent in accordance with paragraph 9.26. In consideration of paragraph 9.26 of FRS102, BBB Foods LP, the parent has selected and adopted a policy of accounting for its investments in subsidiaries, associates and jointly controlled entities at cost less impairment.

#### **Taxation**

No provision for taxation has been made as the individual Partners are responsible for settling their own tax liabilities.

#### **Allocation of net income, net income losses and capital gains and losses**

Allocation of net income, net income losses and capital gains and losses are made in accordance with the Limited Partnership Agreement, and any subsequent amendments.

### **4. CRITICAL ACCOUNTING ESTIMATES AND JUDGEMENTS**

In the application of the partnership's accounting policies, the General Partner is required to make judgements, estimates and assumptions about the carrying amount 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.

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are outlined below.

#### **Valuation of investments**

The General Partner makes an estimate of the recoverable value of the Partnership's investment in subsidiary companies in considering the level of impairment provision required. When making this estimate the General Partner considers management expectations of future trading performance of the subsidiary companies.

The General Partner has elected to use the previous UK GAAP carrying value as at the date of transition (1 January 2013) of the investments as the deemed cost on transition to FRS102.

**BBB FOODS**

**NOTES TO THE FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2016**

**5. EXPENSES**

	<b>2016</b> US \$	<b>2015</b> US \$
Accountancy fees	-	-
	<u>-</u>	<u>-</u>
	<u>-</u>	<u>-</u>
Auditors remuneration of \$11,000 (2015: \$11,000) is borne by the partner.		

**6. FIXED ASSET INVESTMENTS**

	<b>2016</b> US \$	<b>2015</b> US \$
<b>Subsidiary companies</b>		
<b>Cost</b>		
At 1 January	32,722,198	32,722,198
Additional investment	-	-
	<u>-</u>	<u>-</u>
At 31 December	32,722,198	32,722,198
	<u>-</u>	<u>-</u>
<b>Provision for diminution in value</b>		
At 1 January	-	-
Charge for the year	-	-
	<u>-</u>	<u>-</u>
At 31 December	-	-
	<u>-</u>	<u>-</u>
<b>Net book value</b>		
At 31 December	32,722,198	32,722,198
	<u>-</u>	<u>-</u>

The Limited Partnership owns 99.99% of the equity of the following companies, all of whom are registered and trading in Mexico :

Tiendas Tres B, SA de CV - the company is engaged in import and export business

Tiendas BBB, SA de CV - the company is engaged in providing administration and consulting services

Desarrolladora Tres B, SA de CV - the company is engaged in real estate operations

Combined audited financial statements for the three subsidiary companies have been prepared for the year to 31 December 2016 in Mexican Peso. The financial statements show combined capital stock (USD - \$/Mexican peso – Ps) of \$34,261,000/Ps708,925,454 (2015 \$40,981,000/Ps 708,925,454) and combined losses for the year of \$1,402,920/Ps29,029,047 (2015 \$5,928,260/Ps 102,552,438), resulting in cumulative net assets attributable to the Limited Partnership of \$6,646,460/Ps1,339,981,543 (2015 \$9,628,180/Ps1,082,412,552).

There are no indicators of impairment in the carrying value of the investment at the year end

**BBB FOODS**

**NOTES TO THE FINANCIAL STATEMENTS**

**FOR THE YEAR ENDED 31 DECEMBER 2016**

**7. DEBTORS**

	2016 US \$	2015 US \$
Capital contributions receivable	10,000	10,000
	<u>10,000</u>	<u>10,000</u>

**8. CREDITORS : amounts falling due within one year**

	2016 US \$	2015 US \$
Creditors and accruals		
Due to BBB Foods Inc	26,102	26,102
Accruals	6,133	6,133
	<u>32,235</u>	<u>32,235</u>

**9. PARTNERS' ACCOUNTS**

**(a) Movement during the year**

	Balance as at 31 Dec 2015	Additional loans	Appropriated loss	Balance as at 31 Dec 2016
	\$	\$	\$	\$
BBB Foods Inc	56,554,114	-	-	56,554,114
Lothian Shelf (214) Limited	(23,854,151)	-	-	(23,854,151)
<b>Total</b>	<u>32,699,963</u>	<u>-</u>	<u>-</u>	<u>32,699,963</u>

**(b) Cumulative account balances**

	Partners' capital	Additional loans	Appropriated loss	Balance as at 31 Dec 2016
	\$	\$	\$	\$
BBB Foods Inc	9,999	56,554,114	(9,999)	56,554,114
Lothian Shelf (214) Limited	1	-	(23,854,152)	(23,854,151)
<b>Total</b>	<u>10,000</u>	<u>56,554,114</u>	<u>(23,864,151)</u>	<u>32,699,963</u>

**BBB FOODS****NOTES TO THE FINANCIAL STATEMENTS****FOR THE YEAR ENDED 31 DECEMBER 2016****10. CONTROLLING PARTY**

The controlling party of the Limited Partnership is Lothian Shelf (214) Limited (the "General Partner").

**11. RELATED PARTY TRANSACTIONS**

Transactions in the year with related parties were as follows :

Accountancy fees of \$3,000 (2015: \$3,000) are borne by the investee company Tiendas Tres B, SA de CV.

**12. NOTES TO THE STATEMENT OF CASH FLOWS**

	<b>2016</b> <b>US \$</b>	<b>2015</b> <b>US \$</b>
Loss for the year	-	-
Working capital movements :		
- Increase in creditors	-	-
	<hr/>	<hr/>
<b>Cash flow from operating activities</b>	<b>-</b>	<b>-</b>
	<hr/>	<hr/>