KOFOLA ČESKOSLOVENSKO A.S.
CONSOLIDATED ANNUAL REPORT 2019

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RAJEC
Vinea
kofola


RAJEC
kofola

KOFOLA GROUP

a leading producer of branded non-alcoholic beverages in Central and Eastern Europe

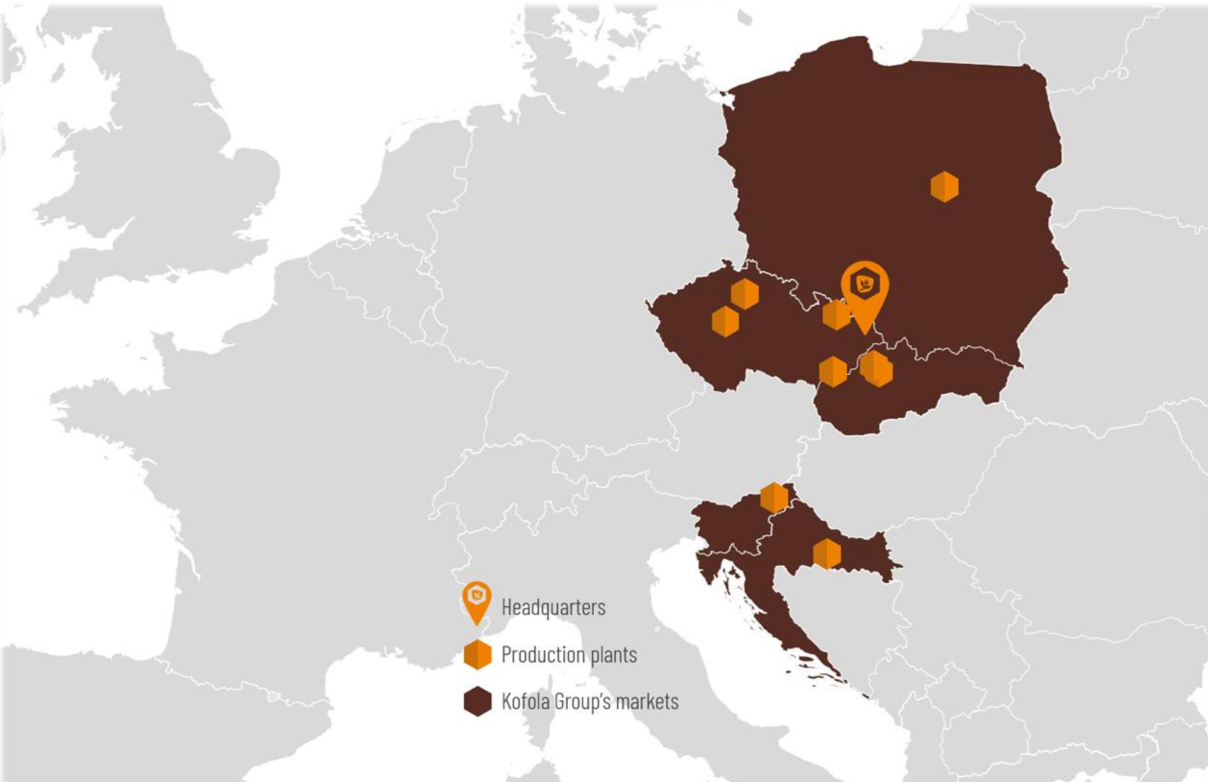
CZK 6.4 BN 2019 REVENUES

9 PRODUCTION PLANTS

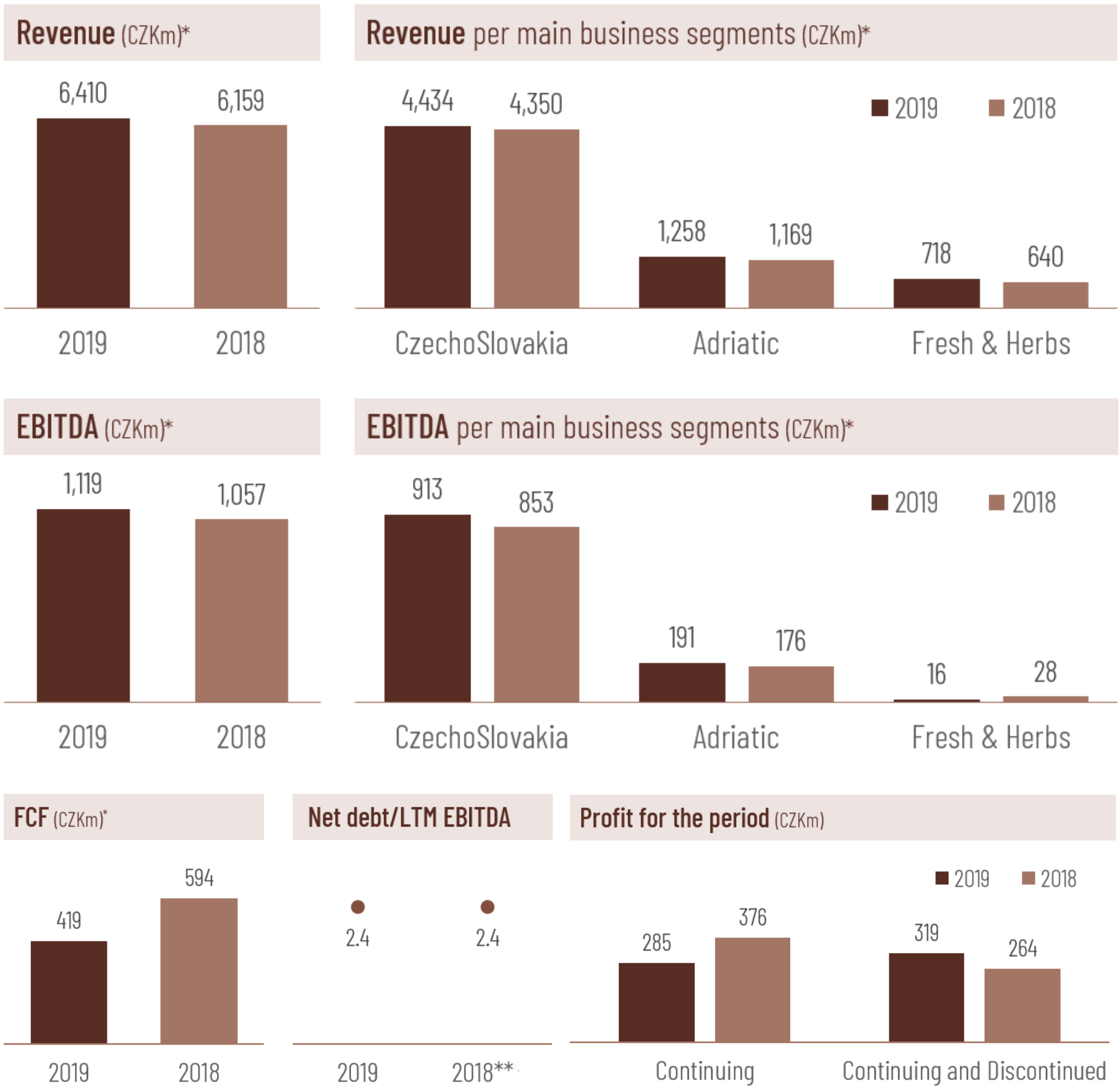
1,991 EMPLOYEES

LISTED ON PRAGUE STOCK EXCHANGE

CZECHIA	SLOVAKIA	SLOVENIA	CROATIA
No. 2 player in the soft drinks market	No. 1 player in the soft drinks market	No. 1 player in the soft drinks market No. 1 water brand	No. 2 water brand



FOR THE 12M PERIOD



* Continuing operations
** Reported

The results and ratios above are based on adjusted results. For details on financial performance and reconciliation of reported and adjusted results refer to section 4.1.

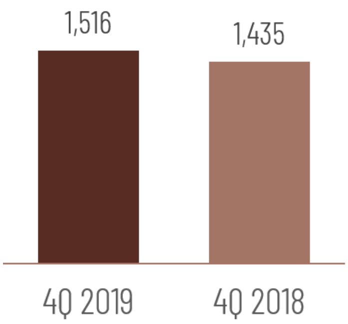
1. KOFOLA AT A GLANCE

MAIN INFORMATION IN 2019:

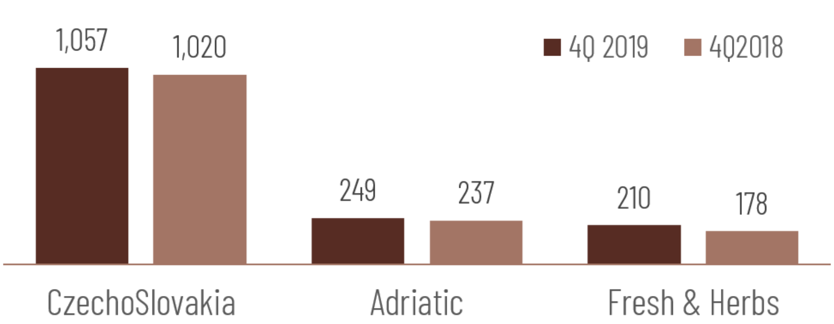
- GROUP´S REVENUE FROM CONTINUING OPERATIONS INCREASED BY CZK 250.3 MIL. (4.1%), WITHOUT LEROS AND ESPRESSO ACQUISITION EFFECTS INCREASED BY CZK 183.1 MIL. (3.0%).
- GROUP´S EBITDA FROM CONTINUING OPERATIONS INCREASED BY CZK 62.8 MIL. (5.9%).
- VERY POSITIVE RESULTS DESPITE THE COLDEST AND RAINIEST WEATHER IN MAY 2019 FOR THE LAST DECADE.
- INCREASED LOGISTIC, SELLING AND PAYROLL COSTS, PARTIALLY COMPENSATED BY SAVINGS FROM LOWER PRICES OF SWEETENERS.
- PROFIT FROM CONTINUING OPERATIONS DECREASED BY CZK 90.6 MIL., MAINLY EFFECT OF HIGHER FINANCIAL COSTS (INTEREST AND FX) AND HIGHER TAX (LOWER 2018 TAX THANKS TO INVESTMENT INCENTIVE).
- PROFIT/(LOSS) FROM DISCONTINUED OPERATIONS INCREASED BY CZK 145.1 MIL. DUE TO SALE OF HOOP IN MARCH 2019 (NEGATIVE RESULTS OF HOOP INFLUENCED 3M19 AS COMPARED TO FULL YEAR 2018) AND HIGHER SHARE OF EQUITY ACCOUNTED INVESTEE RESULT IN 12M19.
- THE HIGHEST HORECA MARKET SHARES ON CZECH (27.8%) AND SLOVAK (41.2%) MARKETS.

FOR THE 4Q PERIOD

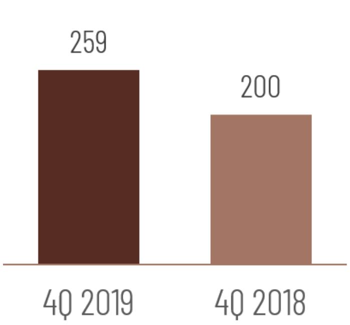
Revenue (CZKm)*



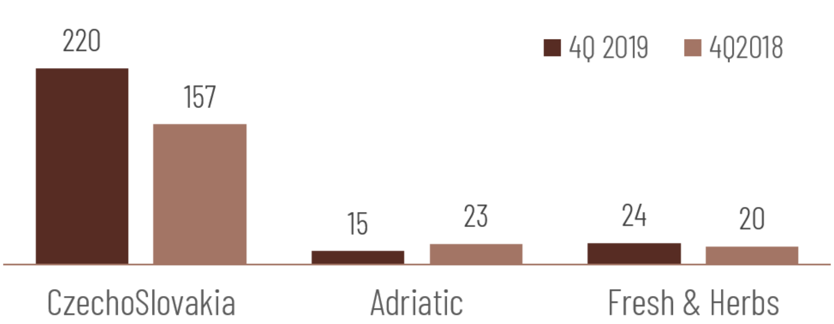
Revenue per main business segments (CZKm)*



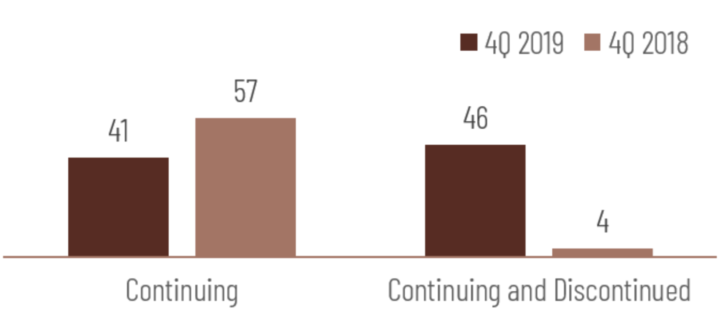
EBITDA (CZKm)*



EBITDA per main business segments (CZKm)*



Profit for the period (CZKm)



* Continuing operations

The results and ratios above are based on adjusted results. For details on financial performance and reconciliation of reported and adjusted results refer to section 4.1

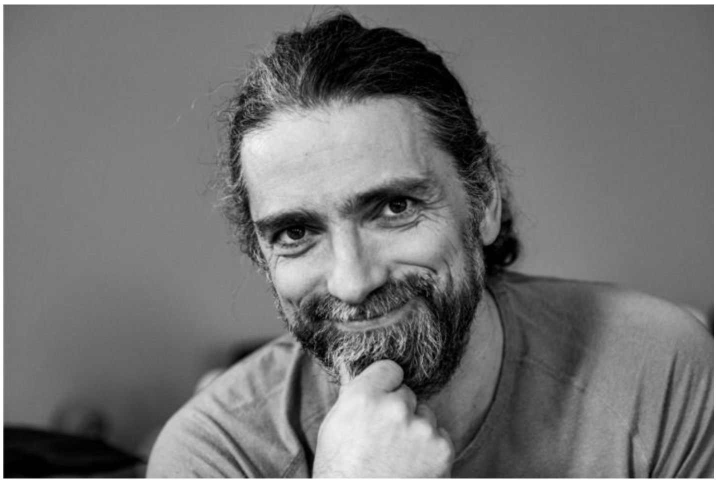
1. KOFOLA AT A GLANCE

MAIN INFORMATION IN 4Q19:

- GROUP´S REVENUE FROM CONTINUING OPERATIONS INCREASED BY CZK 81.2 MIL. (5.7%), WITHOUT ESPRESSO ACQUISITION EFFECT INCREASED BY CZK 59.5 MIL. (4.1%).
- GROUP´S EBITDA FROM CONTINUING OPERATIONS INCREASED BY CZK 58.9 MIL. (29.4%).
- GREAT INCREASE OF EBITDA DUE TO OUTSTANDING RESULTS OF CZECHOSLOVAKIA SEGMENT (DRIVEN MAINLY BY HIGHER REVENUE AND LOWER PRODUCTION COSTS).
- PROFIT FROM CONTINUING OPERATIONS DECREASED BY CZK 16.0 MIL., MAINLY AS A RESULT OF HIGHER FINANCIAL COSTS (INTEREST AND FX) AND HIGHER TAX (LOWER 4Q18 TAX THANKS TO INVESTMENT INCENTIVE).
- PROFIT/(LOSS) FROM DISCONTINUED OPERATIONS INCREASED BY CZK 58.9 MIL. DUE TO SALE OF HOOP IN MARCH 2019 (NEGATIVE RESULTS OF HOOP APPEARED ONLY IN COMPARATIVE 4Q18 PERIOD) AND HIGHER SHARE OF EQUITY ACCOUNTED INVESTEE RESULT IN 4Q19.
- THE HIGHEST HORECA MARKET SHARES ON CZECH (27.8%) AND SLOVAK (41.2%) MARKETS.
- BEST EVER RETAIL MARKET SHARE ON SLOVAK MARKET (19.0%) IN 4Q19.

2. CHAIRMAN´S STATEMENT

Dear shareholders,



Thank you for taking the time to read about the work, results and effort produced by all our employees and business associates. We are one of the most important non-alcoholic beverage companies in the Central European region with a big focus on strengthening our position, making continuous investments in new opportunities and meaningful measures to eliminate any negative impact of our business activities on the world's most valuable resource – the environment.

Last year was an important milestone in the ongoing process of continuous improvement of our work in the area of production and distribution of beverages and food, from crops and raw materials of uncompromised quality. We have significantly simplified our business structure with successful divestment of our operations in Poland and Russia to unlock internal resources and to devote appropriate attention to areas of our future development. We have also further strengthened our newly created business segment Fresh & Herbs, with the acquisition of the coffee brand Café Reserva, and the distribution of Café Vergnano and the premium Ceylon tea Dilmah. I am very pleased that, while executing all these demanding changes, we were also able to deliver, and even exceed, our EBITDA target by almost CZK 40 million. The most important contributors were our core and traditional soft drink business segments in the CzechoSlovakia and Adriatic regions. The simplification of our business operations will also lead to improvements in our efficiency, and will provide enough resources for further transformation and diversification of our activities aimed at authentic, natural, and local food and beverage products, delivered under our brands, with strong emotional connections with our consumers.

The consolidated revenue of the Kofola Group from continuing operations reached CZK 6.4 billion, which represents a year-on-year increase of 4.1%. We see the increase of our revenues in all our business segments as a great achievement, even after excluding the acquisition effect of the Fresh & Herbs segment.

The key contributors to our organic growth were: a stable economic environment followed by a slight increase in the consumption of non-alcoholic beverages, a rise in the purchase power of consumers expressed as a growing interest in and preference of more healthy and natural products, and successful innovations in product range and distribution network development. Increased gross profit helped us compensate for growing staff, selling, and distribution costs, which, in the end, led to an increase in adjusted operating profit of 2.9%.

All the aforementioned factors helped us to grow in adjusted EBITDA by almost 6% and to exceed CZK 1.1 billion.

There was a decrease in adjusted net result from continuing operations, caused by significant tax savings in 2018, and external circumstances, such as foreign exchange rates or market interest rates.

Our most important business segment, production and distribution of non-alcoholic beverages in CzechoSlovakia, is continuously improving its market position in the HoReCa channel (CZ 27.8% and SK 41.2%). Successful growth of revenues against last year was driven by the relaunched brand of energy drinks Semtex, the increasingly popular Royal Crown Cola (targeted at the craft and premium segment), and the successful launch of the calcium-rich mineral water Kláštorná Kalcia in Slovakia, which has already entered the Czech market. Our next major challenge will be the integration of the cider brand F.H.Prager (this year's acquisition), and the finalization of the acquisition of Korunní and Ondrášovka mineral waters, followed by their successful implementation into our structure.

The Adriatic team, which has more than doubled the size of our business in the region since the acquisition of Radenska mineral water in 2015, continued with the expansion of RADENSKA revenues in its domestic Slovenian market, as well as other ex-Yugoslavian markets, followed by the robust growth of the carbonated soft drinks Ora. In Croatia, the first step towards reversing our results was made by the implementation of a new distribution model. This year, we will finalize our investment in the Lipik production plant, which will significantly contribute to its production efficiency. However, we will need to mobilize our internal resources to face the sugar tax implemented in Croatia, which could affect consumer demand.

We are concentrating on new business development and further portfolio diversification of our newly established and reported Fresh & Herbs segment. Growth in revenues of the UGO (almost 7%) will be followed by improvement of operational efficiency for the whole fresh supply chain, and we would also like to consolidate the portfolio of the LEROS company, which offers a complex range in the field of hot beverages and pharmaceutical products from natural herbs.

I cannot avoid mentioning one of the biggest challenges in our company's history. The whole world, like our Group, is currently facing the COVID-19 pandemic disease with a significant and unpredictable impact on our future lives. Our main objective is to provide safety to our employees, to keep the operational activity and supply chain in best possible shape, and to minimize the negative impact for our future recovery. Even in these difficult times, we see that one of the most vital elements of our Group's strategy – a stress on the local aspect of our business – is a crucial advantage for success in a world that is dramatically limiting its openness and trends towards globalization. We will analyse the possible impacts and prepare for possible future scenarios.

Despite this instability, the Kofola Group will keep to its proven strategic vector – we will further rely on the development of our own brands, as well as the successful distribution of our partners' brands. Taking maximum care of the quality and origin of raw materials we use, maintaining a careful and environmentally friendly production process, providing a perfect service to our business partners, and continuing the personal development of our colleagues will further represent an integral part of our business strategy.

Once again, I would like to thank all our shareholders, business associates, clients, suppliers, and colleagues for their efforts during the very successful year of 2019, and I am looking forward to seeing this energy again as we utilize our resources to fight the upcoming challenges within the company and in the global market place. In 2020, we celebrate the 60th anniversary of our flagship brand Kofola and I believe that, even in this tough period of uncertainty for our markets, we are ready to celebrate it and the continuing success of the Kofola Group as a whole.

Jannis Samaras
Chairman of the Board of Directors
Kofola ČeskoSlovensko a.s.

3. KOFOLA GROUP

3.1. KOFOLA ČESKOSLOVENSKO

Kofola ČeskoSlovensko a.s. ("the Company") is a joint-stock company registered on 12 September 2012. Its registered office is Nad Porubkou 2278/31a, Ostrava, 708 00, Czech Republic and the identification number is 24261980. The Company is recorded in the Commercial Register kept by the Regional Court in Ostrava, section B, Insert No. 10735. The Company´s websites are http://www.firma.kofola.cz and the phone number is +420 595 601 030. LEI: 3157005DO9L5OWHBQ359.

3.2. KOFOLA GROUP

BASIC INFORMATION

Kofola ČeskoSlovensko a.s. is part of the Kofola Group, one of the leading producers and distributors of non-alcoholic beverages in Central and Eastern Europe. The Group has a leading market position on the CzechoSlovak market and is targeting to replicate its success in other CEE markets.

The Group produces its products with care and love in nine main production plants located in the Czech Republic (four plants), Slovakia (two plants), Slovenia (one plant), Croatia (one plant) and Poland (one plant).

The Group distributes its products using a wide variety of packaging, including kegs that are used in the HoReCa channel to serve our widely popular drink „Kofola Draught" and keep its high-quality standard. The Group distributes its products through Retail, HoReCa and Impulse channels.

KEY BRANDS

Key own brands include carbonated beverages Kofola and Vinea, waters Radenska, Studenac, Rajec and Kláštorná Kalcia, syrup Jupí, beverages for children Jupík, Semtex energy drink, UGO fresh juices and salads, Leros teas and coffee brand Café Reserva. In selected markets, the Group distributes among others Rauch, Evian, Badoit, Vincentka or Dilmah products and under the licence produces Royal Crown Cola, Orangina, Rauch or Pepsi. The Group also produces and distributes water, carbonated and non-carbonated beverages and syrups under private labels for third parties, mostly big retail chains.

Despite the fact that the Group's portfolio includes more than 30, mostly well-established and recognisable brands with a wide market, the Group's key brand is Kofola.

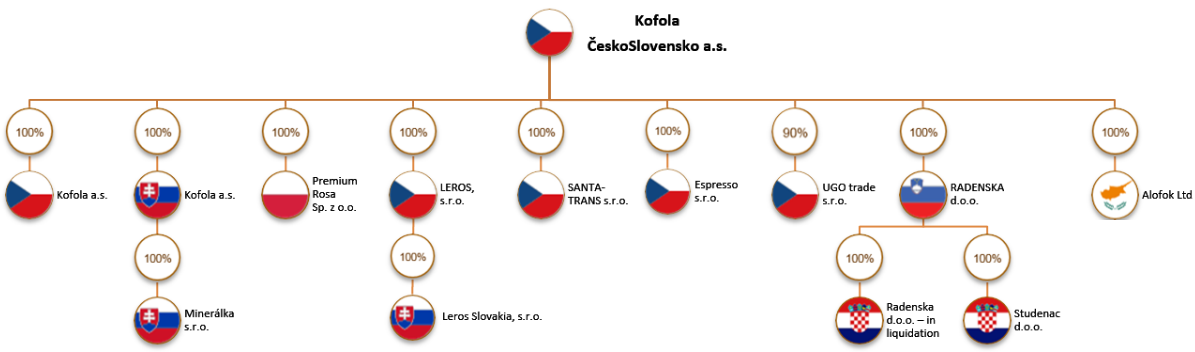
3. KOFOLA GROUP

Main brands by categories are shown in the visualisation below:

Categories	Main own brands	Distributed & licenced brands
Carbonated beverages	kofola, Vinea, Top Topic, Chito, ora, INKA, nara	Royal Crown Cola, Orangina
Waters	RAJEC, Radenska, Kláštorná Kalcia, Studenac, studena.	evian, BADOIT, Vincentka
Non-Carbonated beverages	Jupik, Premium Rosa, Nasze Domowe	Rauch
Syrups	Jupí, Vocko, lero	
Fresh&Salat bars	UGO	
Other	SEMTEX, LEROS, CAFÉ RESERVA	Dilmah

3.3. GROUP STRUCTURE

GROUP STRUCTURE CHART AS AT 31 DECEMBER 2019



DESCRIPTION OF THE GROUP COMPANIES

Name of entity	Place of business	Segment (Note B 4.1)	Principal activities	Ownership interest and voting rights 31.12.2019	31.12.2018
Holding companies					
Kofola ČeskoSlovensko a.s.	Czech Republic	CzechoSlovakia	top holding company		
Alofok Ltd	Cyprus	n/a	holding	100.00%	100.00%
Production and trading					
Kofola a.s.	Czech Republic	CzechoSlovakia	production and distribution of non-alcoholic beverages	100.00%	100.00%
Kofola a.s.	Slovakia	CzechoSlovakia	production and distribution of non-alcoholic beverages	100.00%	100.00%
Hoop Polska Sp. z o.o.*	Poland	n/a	production and distribution of non-alcoholic beverages	n/a	100.00%
UGO trade s.r.o.	Czech Republic	Fresh & Herbs	operation of Fresh bars chain, production of salads	90.00%	90.00%
RADENSKA d.o.o.	Slovenia	Adriatic	production and distribution of non-alcoholic beverages	100.00%	100.00%
Studenac d.o.o.	Croatia	Adriatic	production and distribution of non-alcoholic beverages	100.00%	100.00%
Radenska d.o.o. - in liquidation	Croatia	Adriatic	in liquidation	100.00%	100.00%
Premium Rosa Sp. z o.o.	Poland	Fresh & Herbs	production and distribution of syrups and jams	100.00%	100.00%
LEROS, s.r.o.	Czech Republic	Fresh & Herbs	production and distribution of products from medicinal plants and quality natural teas	100.00%	100.00%
Leros Slovakia, s.r.o.	Slovakia	Fresh & Herbs	distribution of products from medicinal plants and quality natural teas	100.00%	100.00%
Espresso s.r.o.**	Czech Republic	Fresh & Herbs	distribution of high quality coffee and teas	100.00%	n/a
Minerálka s.r.o.	Slovakia	CzechoSlovakia	inactive	100.00%	100.00%
Transportation					
SANTA-TRANS s.r.o.	Czech Republic	CzechoSlovakia	road cargo transport	100.00%	100.00%
Associated companies					
OOO Megapack***	Russia	n/a	production of non-alcoholic and low-alcoholic beverages	n/a	50.00%
OOO Trading House Megapack***	Russia	n/a	sale and distribution of non-alcoholic and low-alcoholic beverages	n/a	50.00%

* Sold on 18 March 2019. ** Acquired on 9 July 2019. *** Sold on 18 December 2019.

3.4. SUCCESSES AND AWARDS IN 2019

Czech TOP 100 - Kofola ČeskoSlovensko a.s. the 2nd most admired company in the Czech Republic in 2019. Repeatedly in top 5 since 2007.

Randstad Award - Kofola in top 10 most attractive employers in the Czech Republic.

ADC Czech Creative Award - 12 Medal Awards including Client of the Year.

POPAI AWARDS - Gold and Silver for our creative Royal Crown Cola and Kofola displays.

Agra Awards - Great Gold medal for INKA Tonic Water and Gold Medal for INKA Bitter Lemon and Studena Ice Tea Peach.

Kofola awarded as a **Most Trusted Brand 2019** (“Dôveryhodné značky 2019”) in Slovakia in carbonated soft drinks segment.

Kofola awarded as a **Most Trusted Brand 2019** (“Důvěryhodné značky 2019”) in Czech republic in carbonated soft drinks segment.

LEROS - **Corporate web of the year 2019** in the Gastronomy segment.

4. BUSINESS OVERVIEW AND OTHER MATTERS

4.1. BUSINESS OVERVIEW

REVENUES DEVELOPMENT IN 12M19 (CONTINUING OPERATIONS)

Year 2019 was a very successful year. Sales from continuing operations (Hoop Polska presented within discontinued operations) grew by CZK 250.3 million (4.1%) to CZK 6,409.5 million. After exclusion of LEROS´s revenue growth due to its acquisition in March 2018 and Espresso's revenue growth due to its acquisition in July 2019 ("the acquisition effect"), the increase would be CZK 183.1 million (3.0%). This very successful growth was achieved despite the significant negative weather effect in May 2019.

The Group´s revenue in the CzechoSlovakia segment increased by 1.9% which was driven by great increases (in both absolute and percentage terms) in sales of Royal Crown Cola, Semtex energy drink and Kláštorná Kalcia. Kofola Group has also recorded a very positive development in HoReCa segment where its market shares on both Czech and Slovak markets are at the historically highest levels.

Adriatic region continued with a positive revenue development and achieved a revenue growth of 7.6% which in absolute terms means that this region contributed to total revenues growth even more than CzechoSlovakia segment which is a very positive sign. Growth was driven by increased sales of Radenska brand which has a strong position on the market and in 2019 was celebrating its 150th anniversary. Higher revenue was reached in both RADENSKA and Studenac companies with Croatian subsidiary growing even faster than RADENSKA.

The total sales of CzechoSlovakia and Adriatic segments represented 88.8% of total Group sales (89.6% in 12M18).

The revenue growth in the Fresh & Herbs segment of CZK 76.9 million (12.0%) is mainly attributable to the acquisition of LEROS (effect of CZK 27.5 million) and Espresso (effect of CZK 39.7 million). UGO is continuing in its organic revenue growth which was partially offset by the decrease in Premium Rosa's revenues on Polish market.

ADJUSTMENTS OF REPORTED PERFORMANCE AND POSITION

Presented below is a description of the financial performance and financial position of Kofola Group in 2019. It should be read along with the financial statements and with other financial information contained in the attached consolidated financial statements. The Board of Directors is presenting and commenting on the consolidated financial results adjusted for one-off events in the following sections of part A. Please note that due to the sale of Hoop Polska, the income statement effects attributable to this former subsidiary are presented within discontinued operations. As a part of discontinued operations are presented also transactions related to Megapack due to its sale in December 2019. The division of the income statement into continuing and discontinued operations is done also for the comparative period. The balance sheet as of 31 December 2018 and income statement for the year ended 31 December 2018 have been restated due to erroneous calculation of entitlement for investment incentive in a subsidiary.

4. BUSINESS OVERVIEW AND OTHER MATTERS

4.1.1 ADJUSTED CONSOLIDATED FINANCIAL RESULTS

Adjusted consolidated financial results 2019	**2019** CZK´000 000	**One-off adjustments** CZK´000 000	**2019 adjusted** CZK´000 000
Revenue	6,409.5	-	6,409.5
Cost of sales	(3,344.9)	-	(3,344.9)
Gross profit	**3,064.6**	**-**	**3,064.6**
Selling, marketing and distribution costs	(2,090.5)	-	(2,090.5)
Administrative costs	(453.8)	-	(453.8)
Other operating income/(costs), net	19.5	29.7	49.2
Operating profit/(loss)	**539.8**	**29.7**	**569.5**
Depreciation and amortisation	562.3	(12.4)	549.9
EBITDA	**1,102.1***	**17.3**	**1,119.4****
Finance costs, net	(141.0)	-	(141.0)
Income tax	(146.1)	2.9	(143.2)
Profit/(loss) for the period (continuing operations)	**252.7**	**32.6**	**285.3**
Profit/(loss) for the period (discontinued operations)	**23.4**	**9.9**	**33.3**
Profit/(loss) for the period (continuing + discontinued operations)	**276.1**	**42.5**	**318.6**
- attributable to owners of Kofola ČeskoSlovensko a.s.	284.4	42.5	326.9

* EBITDA refers to operating profit/(loss) plus depreciation and amortisation.
** Adjusted EBITDA refers to EBITDA adjusted for the effects of events and transactions that are non-recurring, extraordinary or unusual in nature, including in particular results from the sale of non-current assets and financial assets, costs not arising from ordinary operations, such as those associated with the impairment of non-current assets, financial assets, goodwill and intangible assets, relocation costs and the costs of Group layoffs.

The operating profit of the Kofola Group for the 12-month period ended 31 December 2019 was affected by the following one-off items:

In Other operating income/(costs), net – Continuing operations:

- Costs connected with the maintenance of closed Grodzisk Wielkopolski plant of CZK 20.1 million (Fresh & Herbs segment).
- Gain on sold items of Property, plant and equipment (mainly machines) of CZK 6.1 million recognized in the Adriatic segment (tax 19% applies).
- Gain on sold items of Property, plant and equipment of CZK 9.0 million recognized in the CzechoSlovakia segment (tax 19% applies).
- Advisory costs – CzechoSlovakia segment incurred costs of CZK 21.5 million, business category Other incurred costs of CZK 0.3 million.
- Severance costs in LEROS (Fresh & Herbs segment) of CZK 2.9 million.

In Profit/(loss) for the period – Discontinued operations:

- Gain on sale of Hoop Polska of CZK 8.0 million.
- Gain of CZK 81.4 million arising from the release of the cumulated foreign currency translation reserve related to the historical consolidation of the disposed subsidiary Hoop Polska.
- Gain on sale of Megapack of CZK 19.1 million.
- Loss of CZK 118.4 million arising from the release of the cumulated foreign currency translation reserve related to the historical equity accounting of the disposed investment in Megapack.

4. BUSINESS OVERVIEW AND OTHER MATTERS

Adjusted consolidated financial results 2018	2018 (restated) CZK´000 000	One-off adjustments CZK´000 000	2018 adjusted (restated) CZK´000 000
Revenue	6,159.2	-	6,159.2
Cost of sales	(3,303.7)	3.5	(3,300.2)
Gross profit	**2,855.5**	**3.5**	**2,859.0**
Selling, marketing and distribution costs	(1,926.9)	1.1	(1,925.8)
Administrative costs	(436.4)	26.9	(409.5)
Other operating income/(costs), net	24.1	5.7	29.8
Operating profit/(loss)	**516.3**	**37.2**	**553.5**
Depreciation and amortisation	503.0	0.1	503.1
EBITDA	**1,019.3***	**37.3**	**1,056.6****
Finance costs, net	(92.6)	-	(92.6)
Income tax	(84.4)	(0.6)	(85.0)
Profit/(loss) for the period (continuing operations)	**339.3**	**36.6**	**375.9**
Profit/(loss) for the period (discontinued operations)	**(480.5)**	**368.7**	**(111.8)**
Profit/(loss) for the period (continuing + discontinued operations)	**(141.2)**	**405.3**	**264.1**
- attributable to owners of Kofola ČeskoSlovensko a.s.	(136.8)	405.3	268.5

* EBITDA refers to operating profit/(loss) plus depreciation and amortisation.

** Adjusted EBITDA refers to EBITDA adjusted for the effects of events and transactions that are non-recurring, extraordinary or unusual in nature, including in particular results from the sale of non-current assets and financial assets, costs not arising from ordinary operations, such as those associated with the impairment of non-current assets, financial assets, goodwill and intangible assets, relocation costs and the costs of Group layoffs.

The operating profit of the Kofola Group for the 12-month period ended 31 December 2018 was affected by the following one-off items:

In Cost of sales – Continuing operations:

- Severance costs – Adriatic segment incurred costs of CZK 3.5 million (effect of changed Trade Union agreement).

In Selling, marketing and distribution costs– Continuing operations:

- Severance costs – LEROS, s.r.o. (Fresh & Herbs segment) incurred costs related to the acquisition of CZK 1.1 million.

In Administrative costs – Continuing operations:

- Severance costs – LEROS, s.r.o. (Fresh & Herbs segment) incurred costs related to the acquisition of CZK 0.4 million.
- Advisory costs – CzechoSlovakia segment incurred costs of CZK 26.5 million (taxes 19% and 21% apply).

In Other operating income/(costs), net – Continuing operations:

- Loss of CZK 0.3 million from the sale of fixed assets in CzechoSlovakia segment (tax 19% applies).
- Net costs connected with the maintenance of closed Grodzisk Wielkopolski plant, release of the provision and other restructuring costs of CZK 1.7 million (in Fresh & Herbs segment).
- Impairment of the Grodzisk Wielkopolski plant of CZK 3.7 million (in Fresh & Herbs segment).

In Profit/(loss) for the period – Discontinued operations:

- Net other operating income from the sale of production lines in Hoop Polska of CZK 4.6 million.
- Net other operating costs of CZK 17.7 million from the sale of Bielsk Podlaski plant (in Hoop Polska).
- Costs connected with the maintenance of closed Bielsk Podlaski plant of CZK 6.1 million (in Hoop Polska).
- Impairment of the drill of CZK 3.7 million (in Hoop Polska).
- Impairment related to the sale of Hoop Polska Sp. z o.o. of CZK 345.8 million (in Hoop Polska).

4. BUSINESS OVERVIEW AND OTHER MATTERS

4.1.2 FINANCIAL PERFORMANCE

Adjusted consolidated financial results	2019 CZK´000 000	2018 (restated) CZK´000 000	Change CZK´000 000	Change %
Revenue	6,409.5	6,159.2	250.3	4.1%
Cost of sales	(3,344.9)	(3,300.2)	(44.7)	1.4%
Gross profit	**3,064.6**	**2,859.0**	**205.6**	**7.2%**
Selling, marketing and distribution costs	(2,090.5)	(1,925.8)	(164.7)	8.6%
Administrative costs	(453.8)	(409.5)	(44.3)	10.8%
Other operating income/(costs), net	49.2	29.8	19.4	65.1%
Operating profit/(loss)	**569.5**	**553.5**	**16.0**	**2.9%**
EBITDA	**1,119.4**	**1,056.6**	**62.8**	**5.9%**
Finance costs, net	(141.0)	(92.6)	(48.4)	52.3%
Income tax	(143.2)	(85.0)	(58.2)	68.5%
Profit/(loss) for the period (continuing operations)	**285.3**	**375.9**	**(90.6)**	**(24.1%)**
Profit/(loss) for the period (discontinued operations)	**33.3**	**(111.8)**	**145.1**	**129.8%**
Profit/(loss) for the period (continuing + discontinued operations)	**318.6**	**264.1**	**54.5**	**20.6%**
- attributable to owners of Kofola ČeskoSlovensko a.s.	326.9	268.5	58.4	21.8%

REVENUE (CONTINUING OPERATIONS)

In 12M19, the Group´s revenue amounted to CZK 6,409.5 million and increased by CZK 250.3 million or 4.1% from CZK 6,159.2 million in 12M18.

The increase was caused by higher sales in all Group's segments. Part of the growth in the amount of CZK 27.5 million is attributable to the acquisition effect of LEROS (purchased in March 2018) and part of CZK 39.7 million is attributable to the acquisition effect of Espresso (purchased in July 2019).

The following table sets forth revenue split by business segments for 2019 and 2018.

Business segments	2019 Revenue CZK´000 000	2019 Share %	2018 (restated) Revenue CZK´000 000	2018 (restated) Share %	Change CZK´000 000	Change %
CzechoSlovakia	4,434.4	69.2%	4,350.1	70.6%	84.3	1.9%
Adriatic	1,258.0	19.6%	1,168.9	19.0%	89.1	7.6%
Fresh & Herbs	717.1	11.2%	640.2	10.4%	76.9	12.0%
Total	**6,409.5**	**100.0%**	**6,159.2**	**100.0%**	**250.3**	**4.1%**

CzechoSlovakia segment sales grew by 1.9% and the growth was mainly driven by sales of Royal Crown Cola, Semtex energy drink and Kláštorná Kalcia. Sales of Royal Crown Cola are growing by double digit percentage (especially in the HoReCa distribution channel). Growth of Semtex energy drink sales is a very satisfactory proof that our rebranding was successful.

Sales realized by the Adriatic segment grew basically in all main brands with further increase of sales from the distribution of Pepsi and also sales of Studena and ORA.

Fresh & Herbs segment achieved a growth of 12.0% mainly thanks to the acquisition of LEROS, acquisition of Espresso and organic growth in UGO which as of 31 December 2019 operated 80 Fresh and Salad bars (as of 31 December 2018: 81) of which 45 in the form of franchises (as of 31 December 2018: 49). Revenues of Premium Rosa decreased due to fluctuations in the demand of selected customers.

The following table sets forth sales split by category of products for 2019 and 2018.

Product lines	2019 Revenue CZK´000 000	2019 Share %	2018 (restated) Revenue CZK´000 000	2018 (restated) Share %	Change CZK´000 000	Change %
Carbonated beverages	2,671.7	41.7%	2,615.0	42.5%	56.7	2.2%
Waters	1,759.4	27.4%	1,661.5	27.0%	97.9	5.9%
Non-carbonated beverages	681.3	10.6%	680.6	11.1%	0.7	0.1%
Syrups	466.5	7.3%	457.6	7.4%	8.9	1.9%
Fresh bars & Salads	420.8	6.6%	391.0	6.3%	29.8	7.6%
Other	409.8	6.4%	353.5	5.7%	56.3	15.9%
Total	**6,409.5**	**100.0%**	**6,159.2**	**100.0%**	**250.3**	**4.1%**

4. BUSINESS OVERVIEW AND OTHER MATTERS

The activities of the Group concentrate on the production of beverages in four market categories: carbonated beverages (including cola beverages), non-carbonated beverages, types of bottled water and syrups. Together these categories accounted for 87.0% of the Group's revenue in 12M19 (in 12M18: 88.0%). The waters achieved the biggest absolute growth of CZK 97.9 million, mainly due to sales of Radenska, Kláštorná Kalcia and Rajec. The second most significant growth was achieved in Carbonated beverages, mainly thanks to increased sales of Royal Crown Cola, Pepsi and Kofola. Significant growth in Other is attributable to the growth in sales of Semtex energy drink and acquisition effects of Leros and Espresso.

The following table contains information about the geographical areas.

Sales by countries (per end customer)	2019		2018 (restated)		Change	
	Revenue	Share	Revenue	Share		
	CZK´000 000	%	CZK´000 000	%	CZK´000 000	%
Czech Republic	3,307.1	51.6%	3,167.5	51.4%	139.6	4.4%
Slovakia	1,723.8	26.9%	1,692.1	27.5%	31.7	1.9%
Slovenia	799.6	12.5%	755.8	12.3%	43.8	5.8%
Croatia	371.2	5.8%	332.5	5.4%	38.7	11.6%
Poland	65.8	1.0%	74.6	1.2%	(8.8)	(11.8%)
Other	142.0	2.2%	136.7	2.2%	5.3	3.9%
Total	**6,409.5**	**100.0%**	**6,159.2**	**100.0%**	**250.3**	**4.1%**

The allocation of revenue to a particular country segment is based on the geographical location of customers.

The Group achieved a revenue growth in almost all countries where the particular subsidiaries have their place of business, with great double digit growth in Croatia. Decrease in Poland is influenced by fluctuations in the demand of selected customers.

COST OF SALES (CONTINUING OPERATIONS)

In 12M19, the Group's Cost of sales amounted to CZK 3,344.9 million and increased by CZK 44.7 million or 1.4%.

Cost of products and services sold amounted in 12M19 to CZK 2,860.1 million which represents an increase by CZK 24.8 million (0.9%) whereas Revenue from the sale of finished products and services increased by 3.5%. Lower percentage increase of Cost of products and services sold in comparison to Revenue from the sale of finished products and services was attributable mainly to lower prices of sweeteners.

GROSS PROFIT (CONTINUING OPERATIONS)

In 12M19, the Group's Gross profit amounted to CZK 3,064.6 million and increased by CZK 205.6 million (7.2%). Higher Gross profit was mainly influenced by increased sales and lower prices of sweeteners. Gross profit margin increased by 1.4 p.p. to 47.8%.

SELLING, MARKETING AND DISTRIBUTION COSTS (CONTINUING OPERATIONS)

In 12M19, the Group's Selling, marketing and distribution costs amounted to CZK 2,090.5 million and increased by CZK 164.7 million (8.6%). The increase was caused mainly by increased payroll costs, higher logistic costs in the CzechoSlovakia segment and costs arising in LEROS and Espresso (acquisition effect).

ADMINISTRATIVE COSTS (CONTINUING OPERATIONS)

In 12M19, the Group's Administrative costs amounted to CZK 453.8 million and increased by CZK 44.3 million (10.8%). The increase is mainly attributable to costs of LEROS and Espresso (acquisition effect), higher payroll costs and higher depreciation expense.

OPERATING PROFIT (CONTINUING OPERATIONS)

Due to the reasons described above, in 12M19, the Group's adjusted Operating profit amounted to CZK 569.5 million which represents increase by CZK 16.0 million (2.9%).

EBITDA (CONTINUING OPERATIONS)

The following table sets forth information regarding adjusted EBITDA for 12M19 and 12M18.

4. BUSINESS OVERVIEW AND OTHER MATTERS

Adjusted EBITDA	2019	2018 (restated)
	CZK´000 000/%	CZK´000 000/%
EBITDA*	1,119.4	1,056.6
EBITDA margin**	17.5%	17.2%

* EBITDA refers to operating profit/(loss) plus depreciation and amortisation.
** Calculated as (EBITDA/Revenue)*100%.

The following table sets forth information regarding adjusted EBITDA split by business segments for 2019 and 2018.

Adjusted EBITDA by business segments	2019		2018 (restated)		Change	
	EBITDA	EBITDA margin	EBITDA	EBITDA margin		
	CZK´000 000	%	CZK´000 000	%	CZK´000 000	%
CzechoSlovakia	913.2	20.6%	853.1	19.6%	60.1	7.0%
Adriatic	191.3	15.2%	176.3	15.1%	15.0	8.5%
Fresh & Herbs	15.8	2.2%	28.3	4.4%	(12.5)	(44.2%)
Other	(0.9)	-	(1.1)	-	0.2	18.2%
Total	**1,119.4**	**17.5%**	**1,056.6**	**17.2%**	**62.8**	**5.9%**

The total Group's adjusted EBITDA increased by CZK 62.8 million (5.9%) to CZK 1,119.4 million.

The adjusted EBITDA in the CzechoSlovakia segment reached CZK 913.2 million which represents an increase by CZK 60.1 million (7.0%). Great performance was influenced by strengthening of our position in HoReCa distribution channel and positive results from sales of Kofola, Jupí syrups, Royal Crown Cola and Semtex energy drink.

Performance in the Adriatic segment was also very satisfactory with increased adjusted EBITDA by CZK 15.0 million (8.5%), mainly as a result of higher sales of own brands (Radenska was celebrating its 150th anniversary) and sales from the distribution of Pepsi.

The adjusted EBITDA of the Fresh & Herbs segment decreased by CZK 12.5 million which was influenced mainly by the results of LEROS which is investing in its marketing activities and positioning on the Czech and Slovak markets and worse result of Premium Rosa due to fluctuations in the demand of selected customers.

The Group's EBITDA margin in 12M19 achieved 17.5% and due to great performance of CzechoSlovakia and Adriatic segments increased by 0.3 p.p. in comparison to the EBITDA margin in 12M18.

FINANCE COSTS, NET (CONTINUING OPERATIONS)

In 12M19, the Group's net Finance costs amounted to CZK 141.0 million and in comparison with 12M18 increased by CZK 48.4 million, which is a mainly a result of increase in interest expense from bank loans and credits by CZK 40.7 million (the biggest effect had the rise of average annual 3M PRIBOR by 66.8%).

INCOME TAX (CONTINUING OPERATIONS)

In 12M19, the Group's adjusted Income tax amounted to CZK 143.2 million and increased in comparison to 12M18 by CZK 58.2 million. The increase is influenced by utilization of tax incentive by Kofola a.s. (CZ) in 12M18 of CZK 34.7 million and by higher 12M19 taxable profits in Group companies.

NET PROFIT/LOSS FOR THE PERIOD (CONTINUING OPERATIONS)

Mainly due to higher interest expense and income tax expense, the Group's adjusted Profit for the period amounted to CZK 285.3 million as compared to the adjusted profit of CZK 375.9 million in 12M18.

4. BUSINESS OVERVIEW AND OTHER MATTERS

4.1.3 FINANCIAL PERFORMANCE IN 4Q

Adjusted consolidated financial results	4Q19	4Q18 (restated)	Change	Change
	CZK´000 000	CZK´000 000	CZK´000 000	%
Revenue	1,516.2	1,435.0	81.2	5.7%
Cost of sales	(818.1)	(856.2)	38.1	(4.4%)
Gross profit	**698.1**	**578.8**	**119.3**	**20.6%**
Selling, marketing and distribution costs	(503.6)	(432.2)	(71.4)	16.5%
Administrative costs	(122.9)	(115.3)	(7.6)	6.6%
Other operating income/(costs), net	47.3	26.5	20.8	78.5%
Operating profit/(loss)	**118.9**	**57.8**	**61.1**	**105.7%**
EBITDA	**259.2**	**200.3**	**58.9**	**29.4%**
Finance costs, net	(49.5)	(23.4)	(26.1)	111.5%
Income tax	(28.8)	22.2	(51.0)	(229.7%)
Profit/(loss) for the period (continuing operations)	**40.6**	**56.6**	**(16.0)**	**(28.3%)**
Profit/(loss) for the period (discontinued operations)	**5.8**	**(53.1)**	**58.9**	**110.9%**
Profit/(loss) for the period (continuing + discontinued operations)	**46.4**	**3.5**	**42.9**	**1,225.7%**
- attributable to owners of Kofola ČeskoSlovensko a.s.	48.8	4.0	44.8	1,120.0%

The adjusted Operating profit for 4Q19 was very good and increased by CZK 61.1 million which represents a growth of 105.7%. This is mainly a result of generally higher Gross profit (thanks to increased HoReCa market shares, revenue growth, successful innovations (Semtex energy drink rebranding) and lower prices of sweeteners and PET which in total outweighed increases in Selling, marketing and distribution costs and Administrative costs.

Increase of Operating profit lead also to increase of the adjusted EBITDA by CZK 58.9 million (29.4%) to CZK 259.2 million.

Increase in net Finance costs by CZK 26.1 million is mainly influenced by higher net exchange losses (effect of CZK 15.8 million), higher interest expense from bank loans (CZK 4.2 million) and higher interest expense connected with leases (IFRS 16 application, effect of CZK 2.0 million).

Increase of Income tax is a result of utilization of tax incentive by Kofola a.s. (CZ) in 4Q18 of CZK 34.7 million and higher 4Q19 taxable profits in Group companies.

The following table sets forth revenue split by business segments for 4Q19 and 4Q18.

Business segments	4Q19 Revenue	4Q19 Share	4Q18 (restated) Revenue	4Q18 (restated) Share	Change	Change
	CZK´000 000	%	CZK´000 000	%	CZK´000 000	%
CzechoSlovakia	1,056.9	69.7%	1,019.5	71.0%	37.4	3.7%
Adriatic	248.9	16.4%	236.6	16.5%	12.3	5.2%
Fresh & Herbs	210.4	13.9%	178.9	12.5%	31.5	17.6%
Total	**1,516.2**	**100.0%**	**1,435.0**	**100%**	**81.2**	**5.7%**

Increase in the CzechoSlovakia business segment of CZK 37.4 million (3.7%) is mainly influenced by higher sales in the HoReCa distribution channel where the Group further increased its market shares.

Sales in the Adriatic region grew by CZK 12.3 million (5.2%) mainly due to sales of Radenska (celebration of 150th anniversary) and Pepsi.

Increased revenue in the Fresh & Herbs segment is coming from the acquisition of Espresso and organic growth in UGO. Without the acquisition effect, there is a growth of CZK 9.8 million (5.5%).

The following table sets forth sales split by category of products for 4Q19 and 4Q18.

Product lines	4Q19 Revenue	4Q19 Share	4Q18 (restated) Revenue	4Q18 (restated) Share	Change	Change
	CZK´000 000	%	CZK´000 000	%	CZK´000 000	%
Carbonated beverages	632.2	41.7%	643.6	44.9%	(11.4)	(1.8%)
Waters	357.4	23.6%	323.0	22.5%	34.4	10.7%
Non-carbonated beverages	159.9	10.5%	160.5	11.2%	(0.6)	(0.4%)
Syrups	118.7	7.8%	111.0	7.7%	7.7	6.9%
Fresh bars & Salads	111.2	7.3%	95.8	6.7%	15.4	16.1%
Other	136.8	9.1%	101.1	7.0%	35.7	35.3%
Total	**1,516.2**	**100.0%**	**1,435.0**	**100.0%**	**81.2**	**5.7%**

4. BUSINESS OVERVIEW AND OTHER MATTERS

Increase in sales of waters by CZK 34.4 million (10.7%) is influenced mainly by higher sales of Rajec, Radenska and sales of Kláštorná Kalcia. Growth in segment Other is connected with the successful sales of Semtex energy drink after the change of taste and re-branding and with the acquisition of Espresso. Decrease in Carbonated beverages is attributable mostly to sales of private labels in the Retail distribution channel.

The following table contains information about the geographical areas.

Sales by countries (per end customer)	4Q19 Revenue	4Q19 Share	4Q18 (restated) Revenue	4Q18 (restated) Share	Change	Change
	CZK´000 000	%	CZK´000 000	%	CZK´000 000	%
Czech Republic	820.1	54.1%	774.7	54.0%	45.4	5.9%
Slovakia	408.9	27.0%	389.3	27.1%	19.6	5.0%
Slovenia	168.1	11.1%	160.9	11.2%	7.2	4.5%
Croatia	66.4	4.4%	56.3	3.9%	10.1	17.9%
Poland	21.8	1.4%	19.9	1.4%	1.9	9.5%
Other	30.9	2.0%	33.9	2.4%	(3.0)	(8.8%)
Total	**1,516.2**	**100.0%**	**1,435.0**	**100.0%**	**81.2**	**5.7%**

Development of revenue divided by countries is in line with the information already presented above with the successful double digit growth in Croatia.

The following table sets forth information regarding adjusted EBITDA for 4Q19 and 4Q18.

Adjusted EBITDA	4Q19	4Q18 (restated)
	CZK´000 000/%	CZK´000 000/%
EBITDA*	259.2	200.3
EBITDA margin**	17.1%	14.0%

* EBITDA refers to operating profit/(loss) plus depreciation and amortisation.
** Calculated as (EBITDA/Revenue)*100%.

The following table sets forth information regarding adjusted EBITDA split by business segments for 4Q19 and 4Q18.

Adjusted EBITDA by business segments	4Q19 EBITDA	4Q19 EBITDA margin	4Q18 (restated) EBITDA	4Q18 (restated) EBITDA margin	Change	Change
	CZK´000 000	%	CZK´000 000	%	CZK´000 000	%
CzechoSlovakia	220.2	20.8%	156.8*	15.4%	63.4	40.4%
Adriatic	15.1	6.1%	23.3*	9.8%	(8.2)	(35.2%)
Fresh & Herbs	24.3	11.5%	20.4	11.4%	3.9	19.1%
Other	(0.4)	-	(0.2)	-	(0.2)	(100.0%)
Total	**259.2**	**17.1%**	**200.3**	**14.0%**	**58.9**	**29.4%**

* CzechoSlovakia EBITDA increased by CZK 12.1 million, Adriatic EBITDA decreased by CZK 12.1 million due to timing effect of brand fee invoicing.

The CzechoSlovakia business segment recorded amazing EBITDA growth in 4Q19 reaching CZK 220.2 million (increase by 40.4%), driven mainly by higher revenue and lower production costs.

Decrease of EBITDA in the Adriatic segment caused mainly by loss allowance recognized for overdue receivables from one Croatian customer of CZK 7.7 million in 4Q19.

Fresh & Herbs segment recorded (after exclusion of the acquisition effect) a slight EBITDA decrease in comparison to 4Q18.

4.1.4 FINANCIAL POSITION

Consolidated statement of financial position	31.12.2019 CZK´000 000	31.12.2018* CZK´000 000	Change CZK´000 000	Change %
Total assets	**6,916.4**	**6,563.0**	**353.4**	**5.4%**
Non-current assets	**4,394.0**	**4,348.8**	**45.2**	**1.0%**
Property, plant and equipment	*3,127.0*	*2,960.0*	*167.0*	*5.6%*
Intangible assets	*956.8*	*1,054.4*	*(97.6)*	*(9.3%)*
Goodwill	*105.5*	*93.5*	*12.0*	*12.8%*
Investment in equity accounted investee	*-*	*66.9*	*(66.9)*	*(100.0%)*
Deferred tax assets	*38.9*	*52.8*	*(13.9)*	*(26.3%)*
Other	*165.8*	*121.2*	*44.6*	*36.8%*
Current assets	**2,522.4**	**2,214.2**	**308.2**	**13.9%**
Inventories	*485.3*	*496.1*	*(10.8)*	*(2.2%)*
Trade and other receivables	*1,247.0*	*1,095.0*	*152.0*	*13.9%*
Cash and cash equivalents	*774.5*	*619.3*	*155.2*	*25.1%*
Other	*15.6*	*3.8*	*11.8*	*310.5%*
Total equity and liabilities	**6,916.4**	**6,563.0**	**353.4**	**5.4%**
Equity	**1,513.6**	**1,475.2**	**38.4**	**2.6%**
Non-current liabilities	**2,842.5**	**2,613.9**	**228.6**	**8.7%**
Bank credits and loans	*2,229.2*	*2,308.4*	*(79.2)*	*(3.4%)*
Lease liabilities	*314.4*	*88.3*	*226.1*	*256.1%*
Deferred tax liabilities	*190.9*	*154.6*	*36.3*	*23.5%*
Other	*108.0*	*62.6*	*45.4*	*72.5%*
Current liabilities	**2,560.3**	**2,473.9**	**86.4**	**3.5%**
Bank credits and loans	*783.8*	*605.3*	*178.5*	*29.5%*
Lease liabilities	*105.4*	*47.5*	*57.9*	*121.9%*
Trade and other payables	*1,497.0*	*1,697.7*	*(200.7)*	*(11.8%)*
Other	*174.1*	*123.4*	*50.7*	*41.1%*

* restated

ASSETS

As at 31 December 2019, the Group's Property, plant and equipment amounted to CZK 3,127.0 million and increased by CZK 167.0 million. This change was mainly caused by additions (including lease additions and additions from acquisition of subsidiary) totalling CZK 885.7 million, and on the other hand by the depreciation charge of CZK 492.6 million (continuing operations) and disposal of items of Property, plant and equipment attributable to Hoop Polska with the carrying amount of CZK 192.7 million. The most significant additions realized by the Group in 12M19 were represented by assets arising as a result of the initial application of IFRS 16 (mostly leased premises for Fresh and Salad bars and leased administrative building), investments into the production machinery, vehicles, the returnable packages and assets acquired with a new subsidiary.

As at 31 December 2019, Intangible assets were of CZK 956.8 million and decreased by CZK 97.6 million which is mainly a result of additions (including net book value of additions from acquisition of subsidiary) of CZK 85.1 million, the amortization charge of CZK 69.8 million (continuing operations) and disposal of Intangible assets attributable to Hoop Polska with the carrying amount of CZK 107.3 million. Increase of Goodwill is attributable to the acquisition of Espresso.

As at 31 December 2019, other non-current assets were of CZK 165.8 million and increased by CZK 44.6 million mainly due to a receivable from subsidy related to new administrative premises. Next to the non-current receivables related to subsidy and bonds, the balance as at 31 December 2019 contains mainly non-current advances and principals.

The Group's current assets as at 31 December 2019 amounted to CZK 2,522.4 million and increased by CZK 308.2 million. The increase of Trade and other receivables of CZK 152.0 million is a net result of short-term receivable from the sale of Hoop Polska of CZK 142.4 million (received in February 2020), short-term receivable from the sale of Megapack of CZK 115.7 million (received in January 2020), short-term part of receivable from subsidy related to new administrative premises and decrease of trade receivables due to the sale of Hoop Polska.

LIABILITIES

As at 31 December 2019, the Group's current and non-current liabilities amounted to CZK 5,402.8 million which constitutes the increase by CZK 315.0 million. Bank credits and loans of CZK 3,013.0 million as at 31 December 2019 increased by CZK 99.3 million which is a result of regular repayments and additional drawings made during 12M19 as presented within the Consolidated statement of cash flows.

Lease liabilities increased by CZK 284.0 million to CZK 419.8 million, mainly as a result of the initial application of IFRS 16 standard on leasings (CZK 219.7 million).

Deferred tax liabilities increased by CZK 36.3 million which is mainly connected with the sale of Hoop Polska and a deferred tax liability arising on acquisition of Espresso.

The Group´s provisions increased by CZK 33.9 million to CZK 152.4 million, which is mainly due to creation of provision for annual bonuses at the end of 2019 due to positive Group results.

Trade and other payables decreased mainly due to sale of Hoop Polska. Other liabilities increased as a result of recognition of subsidy related to new administrative premises (CZK 70.9 million).

The Group's consolidated net debt (calculated as total non-current and current liabilities relating to credits, loans, leases and other debt instruments less cash and cash equivalents) amounted to CZK 2,658.3 million as at 31 December 2019, which represents an increase of CZK 228.1 million compared to CZK 2,430.2 million as at 31 December 2018 which was influenced mainly by the capitalization of leases due to initial application of IFRS 16 (CZK 219.7 million).

The Group´s consolidated net debt/Adjusted LTM EBITDA as at 31 December 2019 was of 2.4 and therefore remained the same as in comparison to balance as at 31 December 2018.

4.1.5 CASHFLOWS

NET CASH FLOW FROM OPERATING ACTIVITIES

In 12M19, the Group's net cash flow from operating activities amounted to CZK 932.3 million and increased by CZK 111.1 million. Increased operating cash flow in 12M19 is resulting mainly from better operating performance of the Group.

NET CASH FLOW FROM INVESTING ACTIVITIES

In 12M19, the Group's net cash flow from investing activities amounted to CZK (355.0) million and increased by CZK 34.4 million. Higher capital expenditures and lower cash inflows from the sale of Property, plant and equipment and Intangible assets were more than compensated by net cash inflows from repaid loans, higher cash inflows from dividends and lower cash outflows connected with acquisitions of subsidiaries.

NET CASH FLOW FROM FINANCING ACTIVITIES

In 12M19, the Group's net cash flow from financing activities amounted to CZK (418.7) million and decreased by CZK 317.0 million. This is mainly an effect of higher net loan drawings in 2018 and repayment of bonds in 2018.

4.1.6 EXPECTED DEVELOPMENT IN SUBSEQUENT 6 MONTHS

Following the successful launch of Kláštorná mineral water in Slovakia in 2019, we will bring it to the Czech market during 2020. Further, we will extend our portfolio by introducing craft lemonades, ciders (F.H.Prager) and coffee (Café Reserva) products to our customers in order to support our competence of being comprehensive supplier with complete offer.

In the Adriatic region, we will furthermore work on higher rotation of our products on shelfs as well as better management of seasonal pattern. Our key goal remains to significantly increase market share of our water brands in Croatia. In Slovenia, we are entering two new categories - fruit powders and energy drinks.

We will create synergies between LEROS and Espresso through their merger. In coordination with other Group companies, we will increase our tea and coffee market share in the HoReCa distribution channel. We will invest in Leros brand through both new products and redesign.

In Premium Rosa we will penetrate the pharmacy market with the focus on domestic market in Poland. We will also develop export and will focus on continuous search for synergies with LEROS.

In UGO, after salads production relocation into new modern plant, investment into productivity enhancement, rebranding and portfolio optimization, we're fully focused on sales increase. We successfully implemented new lemonades and salads, reinforced our sales team, so our packaged division UGO is ready for growth. In Quick Service Restaurants business, we will continue with our organic growth, we will also support FreshBars with bigger range of hot and cold food. In summer 2020, we will be opening our new flagship Salaterie that will be located on Wenceslas Square.

We will further continue in our significant contributions to the environmental protection. We plan to further support the development of our own brands and also the distribution of our partners' brands with focus on CEE region.

After completion of all necessary steps and fulfilment of all clauses of share purchase agreement, we will be working on integration of companies Karlovarská Korunní and ONDRÁŠOVKA into the Group structure.

We will be also dealing with the COVID-19 virus situation, as outlined within section 4.9 Subsequent events.

4.1.7 ALTERNATIVE PERFORMANCE INDICATORS

Even though ESMA (European Securities and Markets Authority) does not require a reconciliation of Alternative Performance Indicators (APM) to financial statements if the APM can be defined from the financial statements, we add such a reconciliation for better understanding of our calculation of EBITDA and Net Debt.

Definition and reconciliation of APM to the financial statements (FS)		FS	Line in FS
Revenue	A	Statement of Profit or Loss	Revenue
Cost of sales	(B)	Statement of Profit or Loss	Cost of sales
Gross profit	**A+B=C**	Statement of Profit or Loss	**Gross profit**
Selling, marketing and distribution costs	(D)	Statement of Profit or Loss	Selling, marketing and distribution costs
Administrative costs	(E)	Statement of Profit or Loss	Administrative costs
Other operating income/(costs), net	F	Statement of Profit or Loss	Other operating income + Other operating expenses
Operating profit/(loss)	**C+D+E+F=G**	Statement of Profit or Loss	**Operating profit/(loss)**
Depreciation and amortisation	H	Statement of Cash Flows	Depreciation and amortization
EBITDA	**G+H=I**	-	-
Bank credits and loans	J	Statement of Financial Position	Bank credits and loans*
Bonds issued	K	Statement of Financial Position	Bonds issued
Lease liabilities	L	Statement of Financial Position	Lease liabilities*
Cash and cash equivalents	M	Statement of Financial Position	Cash and cash equivalents
Net debt	**J+K+L-M=N**	-	-
Net debt/EBITDA	N/I	-	-

* In both current and non-current liabilities.

PURPOSE OF APM:

A. EBITDA

The Company uses EBITDA because it is an important economic indicator showing a business's operating efficiency comparable to other companies, as it is unrelated to the Company's depreciation and amortization policy, capital structure and tax treatment. EBITDA indicator is also treated as a good approximation for operating cash flow. Additionally, it is one of the fundamental indicators used by companies worldwide to set their key financial and strategic objectives.

The Company uses EBITDA indicator also in budgeting process, benchmarking with its peers and as a basis for remuneration for key management staff. Such indicator is also used by stock exchange and bank analysts.

B. NET DEBT

The Company uses Net debt indicator because it shows the real level of a Company's financial debt, i.e. the nominal amount of debt net of cash, cash equivalents, and highly liquid financial assets held by the Company. The indicator allows assessing the overall indebtedness of the Company.

C. NET DEBT/EBITDA

The Company uses Net debt/EBITDA indicator because it indicates a Company's capability to pay back its debt as well as its ability to take on additional debt to grow its business. Additionally, the Company uses this indicator to assess the adequacy of its capital structure and stability of its expected cash flows. Such indicator is also used by stock exchange and bank analysts.

IFRS 16 IMPACT ON APM

Initial application of IFRS 16 standard didn't have any impact on the calculation of particular APMs.

4.1.8 DIVIDEND POLICY

On General Meeting held on 21 June 2017, the Company announced the change in the dividend policy with the aim of distributing of a dividend to the shareholders of Kofola of at least 60% of its consolidated net profit achieved in each financial year from 2017 until 2020, subject to sufficient distributable profits.

4.2. AUDITORS REMUNERATION

The Group was for the year ended 31 December 2019 audited by KPMG (for the year ended 31 December 2018 by KPMG). No other than audit services have been provided by KPMG. The following amounts were charged by professional advisors and auditors in 2019:

Auditors remuneration	Charged to the Company CZK´000 000	Charged to other Group entities CZK´000 000	Total CZK´000 000
Audit (KPMG)	0.7	2.1	2.8
Audit (Other companies)	-	0.7	0.7
Tax services (Other companies)	2.6	1.1	3.7
Total	**3.3**	**3.9**	**7.2**

Tax services include mainly advisory relating to preparation of corporate income tax returns, personal income tax for expats and various consultations in complex tax areas.

4.3. INTELLECTUAL PROPERTY AND LICENCES

INTELLECTUAL PROPERTY AND LICENSES

The Group relies on the strength of its brands which are registered trademarks protected by local legislation in its countries of operation. The Group has also registered a number of industrial designs (drink bottles and other beverage packaging).

Kofola ČeskoSlovensko a.s. owns the most licenses, trademarks for branded beverages and similar copyrights, for the use of which the other Group Companies pay royalties. The Vinea and Kláštorná Kalcia trademarks are the exception and are owned by Kofola a.s. (SK). Slovenian brands Radenska and Ora are owned by RADENSKA d.o.o. and are mainly sold in the Adriatic region. Café Reserva is owned by Espresso s.r.o.

Some of the key trademarks and industrial designs are also protected at international level as (i) Community Trade Marks (CTMs) (e.g. the Kofola, Rajec and Vinea trademarks) or Registered Community Designs (RCDs), which are registered through EUIPO and protected in the EU as a whole, or (ii) international trademarks (IRTs) (e.g. the Jupík, Vinea trademarks), which are registered through WIPO and protected in a number of other specific export countries (e.g. Norway, Ukraine, Russia, Switzerland).

The Group uses a number of registered Internet domains, including "kofola.cz", "jupik.com", "rajec.com", "ugo.cz", "radenska.si".

The Group entered into the following main licensor and distribution agreements:

- distribution agreements under which the Group has the exclusive right to distribute Rauch's products in the territory of the Czech Republic and Slovakia,
- distribution agreement under which the Group has the exclusive right to distribute Evian and Badoit products (water) in the territory of the Czech Republic and Slovakia,
- distribution agreement under which the Group has the exclusive right to distribute Vincentka (natural mineral water) in the territory of the Czech Republic,
- licensor agreement under which the Group has the exclusive right to purchase beverage concentrates to manufacture, bottle and sell carbonated beverage RC Cola,
- licensor agreement under which the Group has the exclusive right to purchase beverage concentrates to manufacture, bottle and sell carbonated beverage Orangina,
- licensor and distribution agreement under which the Group has the exclusive right to produce and distribute the PepsiCo portfolio products in the Slovenian market and since January 2016 also in the Croatian market.

In the Company´s opinion, there are no other patents or licences, industrial, commercial or financial contracts or new manufacturing processes which would be material to the Company´s or the Group's business or profitability and which are not included in the annual report.

4.4. RESEARCH AND DEVELOPMENT AND OTHER INFORMATION

In 2019, the Group carried out research and development activities and incurred costs of CZK 8.2 million (2018: CZK 7.9 million).

The Company does not operate an organisational unit abroad.

4.5. TECHNOLOGY AND PRODUCTION AND OTHER NON-CURRENT ASSETS

The Group manufactures its products in nine main production plants located in the Czech Republic (four plants – Krnov, Mnichovo Hradiště, Strážnice, Jažlovice), Slovakia (two plants - Rajecká Lesná, Kláštor pod Znievom), Poland (one plant - Zlotoklos), Slovenia (one plant - Radenci) and Croatia (one plant - Lipik).

The Group uses state-of-the-art, modern production equipment. Total CAPEX (excluding acquisitions, including lease addition) in the last 3 years amounted to CZK 1,767 million. The Group has also invested substantial amounts in equipment used in the HoReCa distribution channel, supporting further growth in this channel (kegs, fridges etc.). As a consequence, the Group's manufacturing facilities do not need major investments in the next few years. In addition, the Group has spare production capacities that allow, if necessary, quickly increase its production. Production lines are constructed by renowned producers such as Sidel, KHS and Kronnes. The Group has implemented modern management methodologies: WCM (World Class Management), SPC (Statistics Process Control) and TPM (Total Productive Maintenance).

In addition, the Group's production plants are used as main logistic centres for distribution. Distribution is realised partly by external logistic providers, but also by our own logistic company SANTA-TRANS s.r.o., which operates approximately 100 trucks and vans.

The Group's material assets are primarily production, distribution and storage facilities. Accordingly, the Group's material assets consist primarily of buildings, warehouses and other constructions, as well as real estate properties (plots of land) on which these constructions are located and machinery and equipment in these constructions (e.g. production lines).

4.6. ADDITIONS TO PROPERTY, PLANT AND EQUIPMENT AND INTANGIBLES AND THEIR CONDITION

The Group finances its operations by cash flows from its operating activity, long- and short-term loans and leases.

Additions of Property, plant, equipment (PPE) and Intangible assets (IA)*	2019 CZK´000 000	2018 CZK´000 000
Land	12.0	0.2
Buildings and constructions	315.6	28.1
Plant and equipment	312.9	217.0
Vehicles	132.0	38.5
Leasehold improvement	9.6	2.4
Returnable packages	34.5	39.9
Other non-current assets	0.3	0.4
Non-current assets under construction, Prepayments for PPE	58.3	55.6
Goodwill	0.2	-
Patents, licences	-	0.1
Software	13.3	15.7
Trademarks and other rights	0.3	0.1
Intangible assets under development, Prepayments for IA	4.3	6.4
Total	**893.3**	**404.4**

* excluding acquisitions, including lease addition

Allocation of Property, plant, equipment and Intangible assets additions*	2019 CZK´000 000	2018 CZK´000 000
Czech Republic	556.2	219.2
Slovakia	189.1	85.4
Poland	3.2	28.8
Slovenia	67.1	47.9
Other	77.7	23.1
Total	**893.3**	**404.4**

* excluding acquisitions, including lease addition

Condition of Group's assets is in line with their useful life, they are subject to regular maintenance and replacement at the end of their useful life.

Future investments are expected to be on the similar level as in prior periods (excluding the effect of IFRS 16 application which significantly increased additions in 2019 - effect of approximately CZK 262 million) and will comprise mainly investments into the production and sales support equipment.

4.7. CAPITAL SOURCES

Group's activities are financed through various sources of capital as presented within the statement of financial position. Particular material balances are further described in part B and part C of this report. Bank credits and loans represent the significant source of finance to both Company and Group and payment schedules of already provided bank loans are dependent on Group's fulfilment of specified financial indicators (covenants).

4.8. REGULATORY ENVIRONMENT

The Group produces and distributes non-alcoholic beverages in many countries. As a consequence, the Group's operations are subject to the regulation of various legal systems. In particular, this refers to taxation (including VAT rates), labour law, social insurance regulations, matters relating to the granting of licences and permits, advertisement regulation, beverage industry regulations, etc.

Since the Company´s shares have been admitted to trading on the Prague Stock Exchange, the shareholders have certain disclosure requirements arising from the provisions of the Czech Capital Markets Act. The financial statements have to be prepared in line with International Financial Reporting Standards ("IFRS") and the interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC").

The Company is also subject to supervision of relevant regulatory authorities (such as Czech National Bank). Moreover, the Company is subject to certain aspects of the European Union regulations.

4.9. SUBSEQUENT EVENTS

On 7 January 2020, Kofola ČeskoSlovensko a.s. acquired a 100% stake in F.H.Prager s.r.o., producer of craft ciders and natural sodas.

Transaction price for the sale of Megapack has been received in January 2020 (CZK 115.7 million).

Final second part of the transaction price for the sale of Hoop Polska has been received in February 2020 (CZK 142.4 million).

The Office for the Protection of Competition ("ÚOHS") has approved the acquisition of companies Karlovarská Korunní s.r.o. and ONDRÁŠOVKA a.s. The effectiveness of the transaction is now subject to fulfilment of remaining conditions determined in the share purchase agreement and the finalization is expected in first half of 2020.

On 20 March 2020, the Company as a borrower together with Kofola a.s. (CZ), Kofola a.s. (SK) and UGO trade s.r.o. as co-borrowers concluded with the Česká spořitelna, a.s. and Československá obchodní banka, a. s. Amendment Agreement no. 4 in connection with the Original Facilities Agreement that will, inter alia, increase the Total Commitments by up to CZK 1,138,000 thousand.

4. BUSINESS OVERVIEW AND OTHER MATTERS

COVID-19

In the current global circumstances, governments of the Czech Republic, Slovak Republic, Slovenia and Croatia have announced an emergency situation and prohibited the operation of restaurants and hotels and also limited the free cross-border travelling. This emergency impacts mostly Group's sales in the HoReCa segment and then also sales of UGO salateries and freshbars, which in total amount to approximately 40% of Group's revenue.

In reaction to this, the Group has established a team that involves also Group's top management which holds regular daily meetings to minimize the negative impacts on Group's employees and results. The team has already set plenty of measures and will continue in these activities.

We are not able to give an estimate about the expected period of this emergency situation. Our worst-case scenario considers whole 2Q 2020. We expect overall decrease in the beverage's consumption on all markets while there is also an expected transfer from HoReCa sales to Retail sales (increased demand for packaged products).

As of the date of this report, the production is in operation, we have continuing supplies of materials (we are in close contact with our key suppliers), we have increased hygienic precautions in our production plants where we have forbidden any visits, our administrative employees work from home. The Group is using modern technology for distant access and videoconferences which enables us to protect the health of our employees. In the subsequent period, there will be necessary savings in CAPEX and OPEX with possible postponement of scheduled payments (after agreement with counterparties).

In the current uncertain situation, we have no assurances, that our suppliers (mostly foreign) will be able to supply us with material in the near future, that there won't be any limitations for freight transportation or free movement of people. Nevertheless, our long-term strategy to utilize local sources and suppliers, if possible, is perceived as an advantage under current circumstances that are given by the above stated risks.

It is possible that, based on above stated, the Group won't be able to fulfil some of bank loan covenants in 2020. Group believes to have sufficient resources from current cash balance, undrawn credit lines and overdrafts.

Based on our analysis, the occurred situation doesn't have significant impact on the CGU impairment test of company UGO trade s.r.o. or impairment tests of trademarks with indefinite useful life that support the balances stated in Group's financial statements as at 31 December 2019. Impairment tests are sensitive mainly to changes of discount rates, but there currently aren't any indications of material changes in these discount rates. Expected outage of sales in 2Q 2020 in case of salateries and freshbars, as mentioned above, doesn't have significant impact on impairment test.

We expect certain compensations from particular governments. The Group is able to continue in its business activity even without the state support, any compensations would however alleviate the adverse financial impacts on the Group.

As at the date of the issue of this report, the estimate of the financial effect cannot be made, overall assessment of impacts will be possible after the termination of the emergency situation and clearance of government compensations.

Based on the above analysis and assumptions, including the severe but plausible scenarios, management concluded that the Group will have sufficient resources to continue its business for a period of at least 12 months from the reporting date. Management concluded that the range of possible outcomes considered at arriving at this judgment does not give rise to material uncertainties related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern.

No other events have occurred after the end of the reporting period that would require disclosures in the Board of directors' report.

5. RISK MANAGEMENT

5.1. PRINCIPAL RISKS FACED BY THE GROUP

Activities of the Group companies, their financial position and financial performance are subject to and may in the future be subject to negative changes as a result of the occurrence of any of the risk factors described below. Occurrence of even some of these risk factors may have a materially adverse effect on the business, financial position and financial performance of the Company or the Group as a whole, and in consequence the trading price and liquidity of the shares may decline. The factors presented below represent the key risks. Most of those risk factors are of contingent nature and may or may not occur and the Company is not able to express its view on their probability of occurrence. The order in which they are presented is not an indication as to their significance, or probability of occurrence or of the potential impact on the Group. Other risks, factors and uncertainties than those described below, including also those which the Group is not currently aware of or which are considered to be minor, may also have an important negative impact on the Group's operations, financial position and financial performance in future.

Key risks are monitored. The Board is ultimately responsible for the effective risk management and internal control system. For these risks, preventive actions are taken to reduce their vulnerability and reduce their potential impact on the Group.

THE GROUP OPERATES ON MATURE MARKETS IN A HIGHLY COMPETITIVE INDUSTRY

The Group operates mainly in the non-alcoholic beverages industry where the major part of its revenues come from, mainly in the Czech Republic, Slovakia, Slovenia and Croatia, which, apart from certain exceptions, are markets where the non-alcoholic beverages industry has been stagnant and where both multinational and local producers compete against each other by offering a wide range of products. This creates a risk of decreasing selling prices and/or a possibility of losing market share in the individual product categories or in the overall soft drinks market and may lead to a decrease in the Group's sales and could have an adverse effect on the Group's financial condition and the result of operations.

Key mitigations:

The Group protects itself against this type of risk primarily by building a strong brand loyalty of its end consumers and by introducing new products in the market. Additionally, the Group mitigates this risk by increasing the percentage share of sales in the HoReCa sector (that is less prone to promotions), as well as by promoting impulse products (with higher margins) or introducing new products, for which no aggressive pricing promotions have to be used (thanks to absence of competitor’s products). The Group also eliminates this risk by investing into new businesses not dependent on the soft drinks categories.

CHANGES IN THE SHOPPING HABITS OF END CUSTOMERS MAY HAVE A NEGATIVE IMPACT ON THE GROUP'S SALES

In recent years, there have been changes in the shopping habits of end consumers. Retail discounter changed their behaviour and changed consumers’ habits and very effectively made themselves a more attractive place to shop. This has redirected trading volumes to the fast-developing discount chains, which diminishes the significance of independent convenience stores. In addition, large retail chains tend to put pressure on prices and resist price increases. There is a risk of an inability to transfer increases in raw materials´costs to end consumers.

Key mitigations:

The companies from the Kofola Group try to minimise this risk by negotiations with major customers about price increases, adjusting its cost structure, implementing innovations leading to higher margins and by proper packing and sale channel tactics. The Group also invested into our own retail chain through UGO Freshbars & Saladbars. The Group entered a whole new distribution channel of Pharmacies via the company LEROS.

UNFAVOURABLE CHANGES IN THE PRICES OF RAW MATERIALS MAY HAVE AN ADVERSE EFFECT ON THE GROUP'S FINANCIAL RESULT

Changes in the prices of raw materials may have an effect on the costs of raw materials purchased by the Group and, as a consequence, on the margins earned on the sale of products. In addition, the costs of production and the delivery of the Group's products depend to a certain extent on the prices of commodities such as fuel and electricity. This may have a material adverse effect on the Group's business, financial condition and the results of operations.

Key mitigations:

When it is effective, the Group’s central purchasing department aims to sign mid-term contracts with the key suppliers, which helps to guarantee purchase prices. However, in the case of some commodities, agreeing a purchase price is only possible for relatively short terms. Therefore, the Group maintains multiple sources of supply with robust suppliers’ strategy, selection, monitoring and management processes. The Group closely monitors and analyses the trends and prices of the key raw materials to understand the cost drivers.

THE GROUP MAY BE EXPOSED TO PRODUCT LIABILITY CLAIMS OR PRODUCT RECALLS

Intentional or unintentional product contamination or defectiveness may result in a loss of reputation of a brand or manufacturer which, in consequence, may adversely impact the sales of such a brand or, in extreme case, all products manufactured by that manufacturer in the particular market leading to a necessity to recall the products from the market. Moreover, product contamination or defectiveness may lead to personal injuries of end consumers and, as a consequence, liability claims against the Group. In addition, product liability claims could result in negative publicity that could materially affect the Group's sales.

Key mitigations:

The Group protects itself against this risk by performing detailed controls of raw materials, suppliers´ assurance and by regular controls of the production processes by Group´s laboratories. Product recall procedures are tested regularly.

THE GROUP'S OPERATIONS ARE SUBJECT TO VARIOUS EU DIRECTIVES & COUNTRY REGULATIONS AND UNFAVOURABLE CHANGES MAY HAVE A NEGATIVE IMPACT ON THE GROUP'S BUSINESS

Unfavourable changes to the applicable laws and regulations may affect various aspects of the Group's operations and results and/or cause an increase in the costs of the Group. Future changes may cause the Group to incur compliance costs or otherwise negatively affect its operations.

Key mitigations:

These affect all companies in the sector and do not severely affect competition. The Group monitors the changes in legal regulations and adapts to them in advance. Group works closely with external advisors and trade and industry associations regarding current and future legislation changes with impact upon the business and is an active member of various legislation processes as commenting authority.

FAILURE OF IT SYSTEMS COULD MATERIALLY AFFECT THE GROUP'S BUSINESS

The Group relies on IT systems for a variety of functions. Despite the implementation of security and back-up measures, the IT systems used by the Group may be vulnerable to physical or electronic intrusions, computer viruses, hacker attacks and/or other disruptions.

Key mitigations:

The Group protects against this type of risk by establishing back data centre, daily backups, disks in mirroring and continued articulation and implementation of information security policies. Disaster recovery plans are tested on regular basis. Central IT governance and decision-making process exists for system changes. IT security standards are closely monitored to protect systems and information.

CONTINUED GROWTH OF THE GROUP DEPENDS, IN PART, ON ITS ABILITY TO IDENTIFY, ACQUIRE AND INTEGRATE BUSINESSES, BRANDS AND/OR PRODUCTS

If the Group is unable to identify and acquire businesses, brands or products to support its growth in accordance with its strategy, or if the Group is unable to successfully integrate acquisitions, or if a failure by the acquired company to comply with the law or to administer good business practice and policies prior to an acquisition has a material adverse effect on the value of such an acquired company, the Group may not be able to obtain the advantages that the acquisitions were intended to create.

Key mitigations:

The Group has a solid acquisition strategy and limits this risk by continued monitoring of progress against the integration plan, including frequent and regular tracking of key performance indicators and senior leadership involved in monitoring progress and in making key decisions. The Group has a track of successful acquisitions within the last years and cooperates with advisors on a long-term basis which gives them good knowledge about sectors where The Group operates. Additionally, proven integration processes, procedures and practices are applied to ensure delivery of expected returns.

THE GROUP IS EXPOSED TO THE RISK OF CURRENCY EXCHANGE FLUCTUATIONS AND INTEREST RATE RISK

More than half of the raw materials (mostly sugar) used by the Group for production are purchased in EUR or in local currencies but with the pricing derived from EUR. As significant share of the countries where the Group operates are not in the Euro zone, most of the Group's income is denominated in local currencies other than EUR. Therefore, the results of the Group are subject to fluctuations in the foreign exchange rates of EUR against the local currencies. The Group might not be able to mitigate all the currency risks, in particular over longer periods. Additionally, the Group uses external financing facilities to finance its long-term assets and working capital needs. Most of those facilities are at variable interest rates. As a consequence, the Group is exposed to the risk of negative interest rate fluctuations.

Key mitigations:

The Group closely monitors its results and cash flows to ensure sufficient amount of money necessary for its business activities in both short and long-term. To limit the exposure to adverse movements in interest rates, the Group concluded interest rate swaps for selected bank debts with longest maturity.

THE GROUP IS EXPOSED TO THE LIQUIDITY RISK

The Group generates sufficient financial resources to be able to finance its standard daily operations, capital expenditures, loan repayments and dividends. It however sometimes needs also external resources to finance bigger and one-off expenditures like acquisitions of subsidiaries. As a result, it is subject to risk of inability to obtain such resources from banks and other external parties. Payment schedules of already provided bank loans are dependent on Group’s fulfilment of specified financial indicators (covenants) and in case of breach of these covenants the financing bank can request earlier repayment of provided loans.

Key mitigations:

The Group closely monitors its business results and cash flows and on regular basis prepares both short and long-term financial projections to prevent any liquidity issues or breach of covenants. The Group has also available undrawn credit line in case of need of extra ad hoc financing.

ONGOING LEGAL PROCEEDINGS REGARDING THE DENATIONALISATION OF RADENSKA

There are pending denationalisation proceedings with respect to denationalisation claims of the legal successors of the former owners of RADENSKA. The legal outcome of these proceedings remains unclear and uncertain.

Key mitigations:

RADENSKA intensively defends against any claims of former owners. Current situation is described in section B 4.22.

THE GROUP MAY BE EXPOSED TO SUGAR TAX

In Slovakia, a national discussion about sugar tax started and in Croatia there are planned major changes to the current sugar tax system. There is a risk that the tax will be paid by producers and that the Group is not able to pass these costs to end customers.

Key mitigations:

At the moment, we do not know when the sugar tax is implied and who will bear the tax in Slovakia. The Group is prepared for the Croatian system changes. The Group continuously reformulates the products to have lower sugar content as well as focuses on water based soft drinks. The Group opened new categories through acquisitions – tea & coffee – outside the traditional soft drinks business, that are not subjects to sugar tax.

THE GROUP IS NOT ABLE TO PASS COSTS OF PET BOTTLES DEPOSIT SYSTEM TO END CUSTOMERS

In Slovakia, PET and aluminium bottles deposit system is to start in 2022. There is a risk that part of the cost will be carried by producers and the Group is not able to pass these costs to end customers.

Key mitigations:

The Group monitors the progress and actively participates in the system building process.

THE GROUP WILL BE NEGATIVELY AFFECTED BY THE ANTI-PLASTIC TREND

The world as we know it today is changing. Environmental pollution is being discussed on all levels and climate change is rather a fact than an ecological fiction. One of the negative symbols of this movement is plastic material. As The Group uses a lot of plastic material in various formats (PET bottles, single use packaging in our UGO operations) it may be strongly affected not only by regulations but also by a change in consumer behaviour.

Key mitigations:

The Group is monitoring and thoroughly analysing all movements and is deeply immersed into this matter. The Group believes, that plastic is very relevant material and there is no better solution at this moment. The Group will be an active member on industrial activities educating consumers about this matter. Nevertheless, The Group also focuses on other packaging formats to be in line with the anti-plastic trend, such as drafted products, syrups and returnable glass bottles. The Group also invests into non-plastic businesses – tea & coffee segment.

THE GROUP WILL DEAL WITH WATER POLLUTION

Water pollution is one of the key topics of today. Agriculture is using chemical fertilizers and pesticides, that negatively affect water sources and there is a risk that in a decade most of the surface water and some of the spring waters will no longer meet the limits for drinking water.

Key mitigations:

The Group is actively cooperating with the state authorities and agricultural segment, so that our spring water sources will not be affected. We believe that our sources are in well preserved localities so that we can protect them effectively.

THE GROUP CARRIES HIGHER COSTS DUE TO LACK OF WATER

There is risk of draughts leading to higher costs from water consumption.

Key mitigations:

The Group mitigates the risk by building own water wells and takes deep care of current water sources it manages.

THE GROUP CARRIES HIGHER COSTS DUE TO PUBLIC PRESSURE ON ENVIRONMENTAL PROJECTS

Because climate change and environmental issues are now very trendy and there is significant demand from customers and consumers, the Group might be forced to proceed with some ecological measures to remain competitive. Implementation of this policy is rather expensive with a longer payback period.

Key mitigations:

The Group monitors the market and tries to proactively apply steps, that are easy to proceed with high impact on the environment. In general, we closely focus on the ratio between effectiveness and financial demands so that the outcome of our projects is both cost effective and environmentally friendly. It is an integral part of our capex policy to have all new projects validated through the eco-friendly criteria. We also work on educating our consumers to better understand our perspective.

THERE WILL BE NO SUSTAINABLY GROWN INGREDIENTS TO MEET DEMANDING CONSUMER EXPECTATIONS

With the Group´s approach to deliver to consumers best quality products from authentic ingredients, it could happen that there will be no ingredients of such quality or that their price will be tremendously unaffordable. There is also possible rise of costs for laboratories for quality tests.

Key mitigations:

The Group´s quality standards are already above legal requirements. The Group has started to cooperate with local farmers, local authorities and other stakeholders to produce authentic ingredients for affordable price and to build good, valuable and healthy relationships that all parts can benefit from. This cooperation brings added value to all parts of the supply chain and is real example of circular economy. The Group also cooperates intensively with testing institutes and cooperates with proven suppliers with quality certificates.

CHANGES IN END CONSUMER PREFERENCES MAY HAVE A NEGATIVE IMPACT ON THE GROUP'S SALES

End consumer preferences, tastes and behaviours are evolving over time. If the Group does not successfully anticipate these changing end consumer preferences or fails to address them by swiftly developing new products or product extensions through innovation, the Group's sales could be negatively affected.

Key mitigations:

The Group diversifies this risk through acquisitions, that are organic part of its strategy to have a wide range of products, not only on the soft drinks market, but also in the field of tea & coffee. In the soft drinks sector, the Group offers a broad range of products with different flavours and in various packaging formats which offers a choice to the end consumer. The Group closely monitors consumer trends in order to anticipate changes in preferences and offers diversified portfolio of its products. The Group regularly develops its products to be able to meet consumer needs.

THE GROUP MAY BE NEGATIVELY AFFECTED BY THE ANTI-SUGAR MOVEMENT

One of the social issues of today is definitely, whether soft drinks as such could be an integral part of healthy lifestyle. There are very strong movements against the intake of sugar. Non-alcoholic beverages are named as one of the significant donors to the rise in obesity of population. The soft drinks companies are blamed for influencing researches about the correlation between soft-drinks drinking and obesity. This might lead to negative social image of the Group´s products as well as legal restrictions, which could mean a significant drop in the sale of soft drinks with added sugars.

Key mitigations:

The Group takes this issue very seriously and proactively self-regulates itself to prevent official regulations. The Group has all various beverages in its portfolio – from no sugar to soft-drinks with 12g of sugar in 100ml. Our key brand is Kofola, that has already by third less sugar than average cola beverage. We cannot alter original recipes of our traditional drinks. Where it is possible and does make sense, we create limited editions of our traditional drinks or no sugar versions. With other products, where the taste profile permits, we reformulate the amount of sugar. We offer a wide range of water-based products and also focus on small packaging, that means smaller amount of sugar in one portion. We do not support or initiate any study proving that drinking soft drinks does not affect obesity because we believe, that any drink can be part of healthy lifestyle if drunk in a moderate way. The Group supports many events with physical activity (running, cycling) especially in connection to its spring/mineral water brands (Rajec, Radenska).

THE GROUP MAY BE NEGATIVELY AFFECTED BY SALES REGULATIONS OF SPECIFIC PRODUCT GROUPS

There are attempts on national, but also on the EU level to regulate the sale of specific product ranges of drinks to children or teenagers, especially energy drinks or other soft drinks that contain caffeine or high amount of added sugar. There is also a trend to prohibit the sale of these products in schools. The risk of implementing such regulations on some markets is not negligible.

Key mitigations:

The Group closely monitors this issue especially through its memberships in various professional organisations. As a responsible producer, we also naturally self-regulate our operations in this matter. We do not promote soft-drinks with higher amount of added sugar (above 4g/100ml) or caffeine to children and we do not sell them in schools in shops or vending machines. The regulation of sale of soft drinks with higher than 5g/100ml sugar content was already implemented in Czechia two years ago and the Group´s sales of restricted product groups were not affected by this law. We do not promote our products with higher amount of added sugar to kids in any of our markets. We also don´t promote our energy drinks to teenagers and do not sample these products to children or teenagers. We never promote drinking energy drinks with alcohol. If any regulation of the sale of drinks steps into force, the Group is not likely to be affected because according to its strategy of comprehend portfolio, it has a wide range of drinks that comply with above mentioned regulations. However, we are certain that there is no regulation needed and we proactively act and cooperate with state authorities to prevent any restrictions taking place.

THERE WILL BE NEW RESTRICTIONS IN THE USE OF PRESERVATIVES

European Food Safety Authority (EFSA) is re-evaluating the current recommended daily amount of harmless preservatives intake and there is a reasonable assumption that there might be further restriction in the use of preservatives in beverages that might affect the Group´s beverages recipes.

Key mitigations:

It is in the Group´s strategy to limit the use of preservatives to technological minimum. The Group only cooperates with proven suppliers to have good quality raw materials with detailed content sheet. Since 2010, the Group has invested a significant amount of money into technologies to produce soft drinks without preservatives (i.e. hot fill, pascalization and aseptic line). Nevertheless, the amount of used conservatives in the Group´s products, where it is not at the moment technologically possible to produce without preservatives, is in minimal amounts far from recommended daily maximum intake, so that it will not be affected by reasonable tightening of the limits.

THE GROUP MAY BE UNABLE TO ATTRACT, RETAIN AND MOTIVATE QUALIFIED PERSONNEL (EMPLOYMENT ISSUE)

The Group's future success will also depend on its continuing ability to attract, retain and motivate highly qualified sales, production, technical, customer support, financial, accounting, marketing, promotional and managerial personnel. The Group may be unable to retain or attract the necessary personnel.

Key mitigations:

The Group limits this risk by sustaining a strong culture of accountability, empowerment, benefit scheme and personal development as well as by building the Group's leadership talent pipeline through strategic people resourcing. The Group continuously tracks the conditions within but also outside the company on the labour market and acts promptly according to the situation. The Group structures its compensation packages in a manner consistent with the market standard.

THE GROUP FACES GROWING PERSONAL COSTS (PRICE/WAGE SPIRAL)

Because of very low unemployment rate, the Group will be facing rising personal costs and might get into the price/wage spiral.

Key mitigations:

The Group works on this matter very deeply. The Group implemented segmented reward system as well as individual approach to wages based on employee's role and competence, without flat levelling. The Group invests into labour market data and works with those intensively to carefully benchmark itself with the labour market. The Group regularly optimizes the systemisation of jobs and also works on robotization and automation of activities.

THE GROUP MAY DEAL WITH CULTURAL AND MULTI-AGE DIFFERENCES IN THE EMPLOYEES STRUCTURE

The employees cultural and age diversity could lead to various problems, that could lead to higher fluctuation and lower employee satisfaction, which could cause lower productivity of the Group.

Key mitigations:

In all countries and companies that belong to the Group, we try to be as local as possible with respect to local culture and environment. We support the diversity and healthy self-confidence of our employees. We have and cherish our open multicultural (especially in the Adriatic region) and age diversive environment that does not limit or discriminate individuals by gender, age, race, or any handicap. We take care of the individual's life and personal situation and the needs of our employees. We seek for talents in our employees and push them forward. We support internal promotions and career changes of our employees, especially with expats programme, management positions replacements, new projects and acquisitions, where we fully rely on our well experienced staff. We are developing our people individually through programs and activities.

EMPLOYEES OF THE GROUP MANY FACE DISCRIMINATION OR CORRUPTION

There might me some discrimination acts in the workplace or some employees might be corrupted and act against the company.

Key mitigations:

The Group believes in its own people. In the unlikely event of discrimination all employees are informed who to turn to. We have an open door policy in this matter. All employees can refer to any member of management with any request and they will be treated with respect and nothing is forgotten or left unsolved. We also have a very strict policy regarding not accepting bribes or other special benefits by our employees. When selecting business partners, we follow procurement policy, when there are always at least 2 members of our staff and we do not favour anyone and decide honestly and transparently according to predetermined factors and rules. All money transfers are carefully monitored and need to be multi-stage approved. All our employees need to go through various trainings and are repeatedly informed about above mentioned.

THE GROUP MAY LOST SIGNIFICANT REVENUES AS A RESULT OF CURRECT COVID-19 PANDEMIC SITUATION

On 11 March 2020, the World Health Organization declared the coronavirus outbreak a pandemic, and the Czech government declared a state of emergency on 12 March 2020. Responding to the potentially serious threat the COVID – 19 presents to public health, the Czech government authorities have taken measures to suppress the outbreak, including introducing restrictions on the cross-borders movement of people, entry restrictions on foreign visitors and the ‘lock-down’ of certain industries, pending further developments. In particular, airlines and railways suspended international transport of people, schools, universities, restaurants, cinemas, theaters and museums and sport facilities, retailers excluding food retailers, grocery stores and pharmacies were closed. Significant part of Group sales is attributable to HoReCa segment which was impacted due to government restrictions (such as closures of pubs and restaurants).

Key mitigations:

As a reaction to new COVID-19 virus situation, the Group has established a team that involves also Group’s top management which holds regular daily meetings to minimize the negative impacts on Group’s employees and results. The team has already set plenty of measures and will continue in these activities. However, as at the date of the issue of this report, the estimate of the financial effect cannot be made. The Group will have sufficient resources to continue its business for a period of at least 12 months from the reporting date. Management concluded that the range of possible outcomes considered at arriving at this judgment does not give rise to material uncertainties related to events or conditions that may cast significant doubt on the Group’s ability to continue as a going concern. More information provided in section subsequent events.

5.2. APPROACH TO MARKET TRENDS AND DEVELOPMENT

The following part summarizes the main market trends identified by the Group and the steps the Group takes as a response to these trends.

HEALTHY FOOD AND BEVERAGES

- gradual conversion of products to preservative-free, healthy innovations,
- promotion of healthy life style
- more healthy beverages (water, children's beverages) with lower sugar content compared to other competitors and beverages with herbs and tree extracts (UGO juices, Rajec flavoured, fresh drinks),
- first drinks with stevia (natural sweetener - without calories) - Kofola bez cukru (Sugar free), Jupík with stevia,
- hot filling and aseptic line allowing the new products without preservatives (for example: high fruit content drinks, functional drinks),
- use of high-pressure technology (pascalisation) - all nutritional values of fruit and vegetables in our 100% juices are retained,
- water category and small packaging focus to naturally eliminate sugar intake for consumers,
- nutritionaly rich products,
- entering new segment of herbs, tea & coffee mixtures.

ENVIRONMENTAL PROTECTION

- carbon footprint elimination (green energy, CNG trucks, CO2 offset project),
- water sources protection,
- cooperation with suppliers, especially local farmers,
- 100% recyclability of packaging and ecomodulation,
- packaging elimination (drafted products, syrup category focus, big volume packaging, reusable returnable packaging),
- green office and operations policy application,
- single use packaging elimination.

INCREASING AMOUNT OF OUTDOOR ACTIVITIES

- focus on impulse products (portfolio enhancement),
- development of the impulse channels,
- development of cooperation with hotels, restaurants and cafés (HoReCa),
- entrance to the impulse market (kiosks, vending machines, gyms, schools, work places etc.),
- increasing share of small formats in the product portfolio (most of the new formats are up to 0.5 litre),
- increasing number of supplied restaurants (direct distribution in Slovakia since 2009, in the Czech Republic since 2014),
- dedicated sales team for HoReCa clients in the Czech Republic.

CONSOLIDATION OF RETAIL AND DRIFT OF VOLUME TO RETAIL TRADE CHANNEL

- strengthening brands to be more important for retailers,
- focus on terms and conditions with retailers,
- proper pack/channel tactics,
- operational excelence,
- opening own retail chain of UGO Freshbars & Saladbars,
- entering new market of pharmacies via LEROS.

GLOBALISATION AND GROWING INDIVIDUALISM

- rollout of successful brands to other markets where the Group companies operate,
- purchasing and/or creation of brands with functional/emotional features,
- using production/distribution licenses, introduction of global brands (Rauch, Orangina, RC Cola, Evian, Badoit),
- engaging the customers in the promotion of positive emotions related to the Group's brands.

6. NON-FINANCIAL INFORMATION

6.1. NON-FINANCIAL INFORMATION

The Company and also all the Group companies are very well aware of the increasing importance of the non-financial information as a part of the reporting process. We can proudly say that the related topics were embedded in our culture since our beginning and are not only a question of compliance but rather separate comprehensive areas covered by individual departments. It is a natural element of our DNA.

GENERAL BUSINESS MODEL OF THE GROUP

The Kofola Group is a leading producer of branded non-alcoholic beverages in Central and South Europe. Key own brands include traditional carbonated beverages Kofola and Vinea, mineral and spring waters Radenska, Studenac, Rajec and Kláštorná Kalcia, syrups Jupí, beverages for children Jupík, energy drinks Semtex, UGO fresh juices and Fresh/Salad bars and herbal teas LEROS and coffee bean mixtures Café Reserva.

As such, the portfolio is broad and satisfies the demand of various groups of consumers and offers drinks for all opportunities in many options of packaging. And that not only through ready to drink products, but also through "dry" drinks as tea or coffee mixtures. We operate on 5 markets and also cooperate with other suppliers with exclusive distribution contracts (such as Pepsico for the Adriatic region and Rauch for CzechoSlovakia).

Key goal of the Company and Group is not only to increase market share and EBITDA to bring the value for shareholders, but also to bring quality products with added value to our consumers and be a valuable partner for our customers. We believe that being responsible is an answer to the needs of all of the Group's stakeholders, in particular when it comes to generating returns for shareholders while maintaining our values.

Our CSR and sustainable activities are not a matter of last few years. They are dated back to times long before these became a fashionable thing. We are proud to support local communities, through which we could become successful. Acting locally and circular economy in its pure meaning are values we believe in and they are important parts for the Group´s future operations.

The world we see today has been changing tremendously. With the millennial generation, ethical and environmental issues became very important and raised the importance of producers themselves and brand values. Growing concern for personal wellbeing and the environment is putting air quality in the spotlight. Businesses are facing pressures to devise and implement solutions that safeguard the environment and consumers from the effects of poor air quality.

The Group is in terms of approach to sustainability divided into 4 business pillars (CzechoSlovakia, Adriatic, UGO and LEROS), that are locally managed with respect to the Group strategy. From 2020, sustainability issues are incorporated to Group Affairs on the holding level of management of the Group, subordinated directly to the Group´s CEO, and are planned to become part of the Group´s KPIs from 2021. Currently we are working on a methodology together with a well respected company CI2, o.p.s. (non-profit organization focused on sustainable development, education, publishing, science and research), that would allow us incorporating carbon footprint criteria into Group´s key decision making.

According to the trends, the company brand will have the same importance as the drinks´ brands in our portfolio, from the point of transparency, honesty, attitude to environment and key values. Consumers are retreating from globalisation and hyper-consumption and moving towards buying fewer, higher-quality products while shopping in and supporting local neighbourhoods. There will be a significant growth in preference of healthy, good quality products and products with transparent background, produced in an eco-friendly way with respect to people and nature. As a responsible company, we deeply follow these trends and seek the opportunities to be at least one step ahead to be well prepared for these new conditions. We know we cannot predict the future but it is about getting as close as possible and be ready for challenges, which we believe we are.

MARKET CHALLENGES

The Group faces many challenges, that are mainly considered as opportunities rather than threats to the Group´s business. They are summed up in risk management segment above in this annual report (section 5). For our approach to current market challenges see the "Approach to market trends and development".

THE GROUP AS PREFERRED AND WELL RESPECTED MANUFACTURER

In the time of Social Media it is very important to keep good image. Unfortunately, this is very often more important to the public, than the facts. We know that if we want to be competitive and preferred by our customers and consumers, we need to be a respected manufacturer of food and beverages with a positive aura around everything we do.

6. NON-FINANCIAL INFORMATION

In 2018, we undertook on our key Czechoslovakian market customer corporate survey, where Kofola was stated as the most known producer of non-alcoholic beverages with 99% knowledge (compared to 91% in 2010) and in 2019 it remained unchanged. Our key perceived values according to this survey are transparency, traditional recipes, innovations and positive energy. We were declared as a company that inspires others. These are the bases that we want to build on in our future corporate communication and company brand building.

As one of the key beverage producers we follow the recipients of our products not only in the context of trends, reflecting their needs and preferences, but also the structure of outlets in which we can meet them. We know how important it is to maintain the balance between sales in the traditional and modern channels. To achieve this, we build a wide distribution, we design dedicated support and competitive price offers. Transparency and fairness of our business is one of our key values.

We are very proud, that the Kofola Group and its subsidiaries have very positive image in the markets they operate.

Kofola ČeskoSlovensko is among the most admired companies in the Czech Republic according to the Czech Top 100 Awards (in TOP 5 companies since 2007), but also in terms of media image. Out of all soft drinks' producers, the Group by far is the winner in media coverage on the Czechoslovakian market. In 2019, there were only 0.2% of negative media placements, out of which the most were generally about the amount of plastics the company produces and sugar in drinks, taking some of our brands as an example. Most of the placements have neutral to positive tonality and are connected to company´s business results, acquisitions and traditional products. In the Slovak republic due to the Group´s proactivity in 2019, there was a significant rise in number of media placements (over 60% compared to 2018).

Radenska is among the most well-known and reputable brands and companies in Slovenia. In the media landscape, Radenska remains traditionally positioned as one of the top mentioned brands among observed competitors. The percentage of negative publications in the year 2019 was around 1.5%, mostly connected to the emotional attachment of Slovenians to the Radenska brand, still regarded as a national treasure that was put in the hands of foreign owners and production of plastic waste. However, there were no negative placements about the Group itself. The most positive mentions of the company were connected to Radenska being the best and most valued brand in Slovenia, different sponsorships and activities such as Three hearts marathon and celebration of 150th anniversary of the Radenska brand.

Our acquisitions – UGO, LEROS & Espresso – are very positively perceived as trendsetters and businesses of tomorrow and are bringing positive attention to the whole Group.

RELEVANT NON-FINANCIAL TOPICS FOR THE GROUP

In terms of non-financial topics, that are important to the Group´s business, we see these as most relevant to remain sustainable and bring values to the stakeholders:

1) Environmental issues.
2) Social issues – with special focus on:
- products benefits,
- healthy lifestyle,
- transparency and responsible marketing.

3) Our people (employment issues).
4) Human rights & Anticorruption issues.
5) Respect to local tradition & environment.

1) ENVIRONMENTAL ISSUES

The Group´s business model is very simple – delivering products to consumers in the best packaging for a relevant price. With 60% of consumers around the world worried about climate change in 2019, eco-anxiety is affecting shopping decisions, with a shift towards sustainable products that allow for a guilt-free shopping experience. Eco-anxiety is creating greener expectations. We live in a world mindful of our environment with a growing interest in reducing our footprint. Plastic pollution and packaging waste are an important part of the driving force to reuse to keep waste out of landfills and the natural environment.

Our employees feel responsibility for environmental issues. According to a survey that we undertook in CzechoSlovakia at the beginning of 2018 (and also related in 2019) in our operations, 97% of our employees take current environmental problems seriously and 90% feel that every individual can influence the change for the better. Our employees want Kofola to be an environmentally friendly company and that is an obligation for the Group Board for our next steps.

We are fully aware of the possible impact of our business to the environment and we take this issue very seriously. The question the whole beverage industry is looking for today is how to find a balance between business sustainability and its environmental impact. That means, how to produce products that consumers like, their packaging will be as environmentally friendly as possible while maintaining product quality and consumer convenience. We are dealing intensively with this issue in cooperation with the key stakeholders for our business and our approach you can see below.

With regard to environmental protection, we focus on investments in modern technologies and production lines that increase efficiency and thus minimise the use of energy and water. We invest in our water intakes to ensure that it is of the highest quality and protected against any contamination. Our goal is to maintain what is the best, what comes straight from nature, and provide all of our consumers with a unique natural experience.

Future development is very difficult to predict, but it will definitely play an important role in everyone´s daily life. If we don´t act quickly and effectively, the environment will change irreversibly. Everyone needs to do the most possible and change all matters that can affect climate change and mitigate it. Aim of the Group is to eliminate its CO_{2e} emission to minimum and offset the rest, so in long term horizon to being 100% carbon neutral from its operations (presumably by 2030).

The biggest challenges that the Group deals with can be divided into 5 sectors, that we describe below:

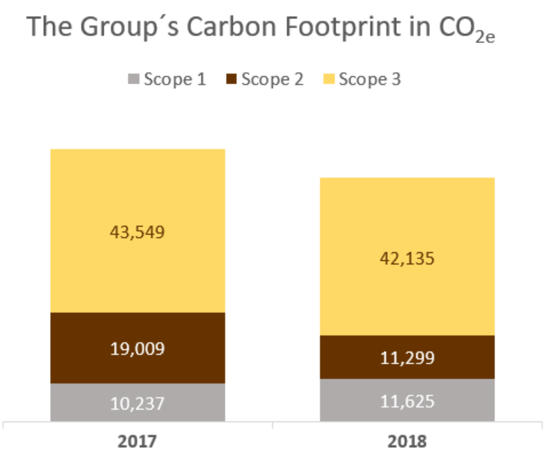
- carbon footprint,
- packaging,
- waste reduction,
- water protection,
- biodiversity and conservation.

KEY PERFORMANCE INDICATORS FOR ENVIRONMENTAL ISSUES (further explanations in the according section)

CARBON FOOTPRINT	Carbon neutrality by 2030	We have analysed key factors for carbon footprint of the Group and we are working on strategy how to meet this ambitious target by reducing the amount of produced CO_{2e} and offsetting the rest.
PACKAGING	100% recyclable/biodegradable packaging by 2025	In 2019, this full recyclability was met by 90%, we do not have analysis of biodegradability (to be done in 2020).
	20% of products in returnable multi-use packaging by 2025	In 2019, the Group had 16% of soft drinks in reusable packaging.
WASTE REDUCTION	Reducing single used plastic in UGO production plants by 15 tons in 2020 (compared to 2018)	We expect to double this target in 2020.

❖ **Carbon footprint**

Climate change is an important issue that could seriously affect the Group´s business and therefore the Group undertakes self-regulating measures, that are not requested by law, but very important on the way to carbon neutrality.



In 2018, the ratio of CO_{2e} emissions was 18% Scope 1 (emissions from sources that are owned or controlled by the organization), 17% Scope 2 (emissions from the consumption of purchased electricity, steam, or other sources of energy (e.g. chilled water) generated upstream from the organization) and 65% Scope 3 (emissions that are a consequence of the operations of an organization, but are not directly owned or controlled by the organization).

Because the CO2 footprint topic is very complex and not all factors have the same importance, the Group has identified 20 most important ones, that have the biggest impact and where the ratio of effort into reduction to the outcome is the most effective. We monitor these, analyse and take into consideration in building our Carbon Footprint Reduction Strategy.

Here are the TOP 5 key CO2 footprint factors and the Group´s strategic approach to these topics with listed outcomes so far:

Electric energy (25% of Group´s CO2 footprint)	We focus on electricity use reduction in our premises and also on the use of Green Energy – for 2019 and 2020 we managed to ensure 100% green energy that we use in Slovakia and 20% green energy for the Czech market.
Fuel consumption (22 % of Group´s CO2 footprint)	We also limit contamination caused by fumes generated by our vehicles. We have a system of fuel consumption monitoring of cars and we will run programmes for our employees regarding this topic. We have a large fleet of shared pool cars and we support traveling by other means of transport, especially trains. Our transportation company SANTA-TRANS s.r.o. has the largest fleet of CNG run lorries in central Europe, that cut the CO2 emission by quarter, and we even invested in own CNG station in Krnov, Czech Republic which we also opened to public. Our aim is to even higher the number or CNG run lorries in 2020.
Sugar supply (13% of Group´s CO2 footprint)	We will cooperate with our suppliers to use local sugar production and more eco-friendly transport.
PET preforms supply (9% of Group´s CO2 footprint)	We closely cooperate with our main supplier to use more eco-friendly mean of transport. In 2019, we started to use 50% rPET in Kláštorná Kalcia, that cut the CO2 emission significantly. In 2020, we will even rise the rPET to 100% for this product. The Group also focuses on non-plastic packaging – especially drafted products, syrup category and returnable glass (see further below).
Natural Gas Consumption (7% of Group´s CO2 footprint)	We monitor consumption of Natural Gas in our operations and invest into technologies and programmes to lower it.

❖ **Packaging**

As the business model of the Group is also about packaging of products, that after consuming becomes waste, it is this issue that we give the most attention at the moment. In today´s atmosphere packaging is one of the most discussed topics worldwide and one of the key risks for the beverage industry. The whole food industry is searching for optimal ways, how to get the products to consumers in a convenient way and meet all hygiene standards and on the other hand be sustainable and eco-friendly. Plastic packaging seems to be the optimal answer at the moment for many products. The solution is by closing the loop to use the material again, upcycling but even downcycling in other than food industry, to save raw materials and prevent waste.

To fully apply circular economy, all our packaging needs to be 100% recyclable. We are very confident that in 2020 we will have absolute majority of our products (over 90%) in fully recyclable packaging. On top of that, we are processing many changes in terms of eco modulation to have better recyclability of the products packaging for better future use of the material.

However, we believe that the best packaging is no packaging at all. We apply to the "RE" policy – reduce, reuse, recycle, where according to this sustainable order, saving material is better than recycling existing one. Our key focuses in terms of saving plastic PET packaging materials are:

"ZERO WASTE" PACKAGING	Focus on drafted products, by which we annually save over 75 mil. 0,5l PET bottles. Drafted soft drinks are our signature products on the home Czechoslovakian market.
SAVING PACKAGING	Focus on the syrup category, by which we save 247 mil. bottles compared to the situation, if we had sold ready to drink beverages instead of syrups. It is our goal to decrease weight of the majority of PET bottles, thanks to which we can lower usage of granules and thus decrease negative environmental impact.
RETURNABLE BOTTLES	Increased environmental awareness is driving the reuse trend, especially for younger generations. This is creating sustainable business opportunities. The Kofola Group has over 16% of soft drinks sold in returnable packaging and our aim is to get this number to 20% in the next 5 years.

Strong part of our business activity are LEROS herbal tea mixtures, where the ratio between waste and final liquid is the most favourable in the Group´s portfolio. On top of that, we implemented in 2019 new tea production line for non-metal ways of closing the teabags, by which we annually save 768 km of aluminium wire. The majority of our teabags are compostable and we actively search for replacement for the rest non-biodegradable materials.

❖ **Waste reduction**

The Group Kofola takes care of its surroundings and the environment is very important to us. We are aware of the impact that our business can have in the case of irresponsible waste management and we are ready to take part in the discussion and search for options for better back collection of packaging recovery.

We are one of the biggest donors to the EPR (Extended Producer Responsibility) systems in all markets we operate. We participate on programs that ensure consumers to have good conditions for separating waste and teach how to sort waste properly. We know we belong to the biggest producers of PET bottles, which represent a serious amount of waste. However, we believe that waste could be a valuable source in terms of circular economy, especially if it is PET material.

The fact that the EU takes the issue of waste responsibly and sets goals for collecting beverage packaging we perceive as a positive step. The targets are very challenging but from our perspective it is possible to meet them. We will support collecting systems that make sense and are overall sustainable. In Slovakia, the deposit system is going to be implemented in January 2022. We are an active member in building this system and we believe, that it will have no negative impact on our business. In the Czech Republic and Slovenia, we are among leading manufacturers in the discussions of setting proper collecting system. The overall aim of every stakeholder should be that the chosen system for the sorting and recycling of plastic waste is as efficient as possible, and of course not only for the producers but also in terms of the overall impact on society and the environment.

In our UGO Salateries and Freshbars, we reduce single use plastics by investing into multi-use glasses, porcelain plates and metal cutlery for in-house dining. By this we expect to save at least 32 tones of plastic waste by 2020 (cumulatively from 2018). Alongside we are motivating our customers to bring their own cups or lunchboxes to reduce usage of single use plastics and in 2020 we will launch our own range of tumblers and lunchboxes for takeaway orders. We made a promise to our customers to invest 1 CZK per every cup we don´t have to use to restoration of species diversity in the Czech forests. Only in 2019 that saved 30,128 single use cups, which represent 542 kg of single use plastics that didn´t have to be used.

In our production plants we use innovative technologies and innovative solutions, implementing a modern recycling program that combines ecological and economic efficiency. We recycle waste generated in our plants, according to the sorting standards for preparation for recycling. We intensively cooperate with local entrepreneurs and our employees about using packaging materials, that we don´t have use for anymore to avoid waste and find use for these no longer needed materials and packaging to prolong their lifecycle.

In 2019, we focused on “ZERO WASTE” policy in our office buildings. We have changed all single use condiments (especially milk, sugar and cups) to bigger and more sustainable solutions and implemented waste-sorting systems to all offices to eliminate general waste to minimum. Part of this is also implementing battery reduction measures (for example elimination of wireless computer mouses). In our premises in Prague and Ostrava we have implemented vermicomposters (decomposition process of organic waste processed by specific species of worms).

❖ **Water protection**

As our business is very dependent on water resources, is this issue vital for our future development. In our production plants we monitor the use of water per one litre of produced drink and we are proud to say, that this number is constantly decreasing. Our goal is to protect the water resources on maximum and prevent the desiccation of nature. In the following years, we would like to contribute to keeping water in the nature by finding a relevant project, that we could actively support.

Another key water issue is water protection from agricultural impact. In this matter, we cooperate with best hydrogeologists and government authorities, but also with local agricultural stakeholders. It is in our greatest interests to protect the sources that we manage and use for our products in wider matter than is required by law, not only for our sake, but also for the whole mankind. In the Rajecká dolina (Rajec water source) we are now in the process of preparing this region to “BIO-ORGANIC” certification, that is perfect opportunity not only to protect our water source but also for our LEROS business with herbs and authentic plants (both wildly grown & planned planting).

In our portfolio we have various spring and mineral waters from different parts of the countries we operate. It is a natural thing for us to protect these sources more than we are obliged by law and concessions, because we want to keep this valuable natural resource for future generations in the highest quality by maintaining its key benefits. We stress out in our marketing campaigns that we do not have “just” general water, but that we provide under surface spring or mineral water with added value to the customer´s health.

❖ Biodiversity and Conservation

Our business stands on good quality ingredients, without them our products wouldn´t meet our quality requirements. Our vision is to replace all no name raw materials for the ones with known and local origin, and by known we mean a specific farmer and location. Knowing the story of ingredients and guarantee the quality of our products from the seed is our key goal and target, that we will be heading for in the nearest future.

We discovered a whole new dimension in the care of raw materials with the LEROS herbal tea mixtures manufacturer, which we bought in 2018. Standards for operation and tea content are set very high there, because it is a certified pharmaceutical operation. We really care for authentic and perfect quality raw materials. In 2019, we bravely decided to take a step further. We started to grow our own herbs. Together with our brand of spring water Rajec marketing team we ourselves started planting chamomile and then manually collected the herbs. It resulted into a limited edition of Rajec Camomile & LEROS Camomile tea from our own herbs grown in Rajecká dolina, without preservatives, from pure natural ingredients, which became a springboard for broader cooperation with local farmers and for fulfilling long-term efforts to develop organic farming in the region. This is a milestone, that we want to build on. Now we actively work on BIO-certification of the Slovakian Rajecká dolina for wildly grown and also planted herbs.

Cooperation with farmers is also crucial for our fresh business in UGO. Already today on the pascalized bottles of UGO juices you can see where the ingredients come from and our vision is to have “birth certificate” for all our fresh ingredients.

We also value the biodiversity all over the planet and we put high standards on raw materials we use. In our purchasing process we strictly check all our suppliers to have guarantee, that the materials were grown in a sustainable way.

2) SOCIAL ISSUES

The Group´s business model, as stated above, has a strong impact in society in terms of bringing staple food to the market and also being a trendsetter in lifestyle attitude.

The biggest risk of this issue is paradoxically being ahead of the major consumer. Some people are very conservative and ask for a completely different type of products than customers, that therefore naturally are very concerned about their food intake. According to some studies taken by the UNESDA organization, it takes at least 5 years for the consumers to change taste preferences, for example sweetness acceptance as sugar is the bearer of taste. There is only minority of consumers that prefer nutritional value over taste.

In our policy we invest significant part of our turnover in new product development and new technologies. We want to have products for all consumer groups, and especially towards the less concerned part of our consumers to be two steps ahead of them and nicely push them further so that they hopefully eventually aspire to drink/eat healthier. We show responsible behaviour in schools by no advertising, always have clear information about energy value on our products and offer full-portfolio including healthy choice and various formats of all products. We strongly focus on improving the healthy properties of our products. Whenever we prepare an innovation, we always try to bring a better or healthier product to the consumer. But keeping in mind, that we should have also alternatives for more conservative consumers.

Unlike our competition, we do not believe that future lies in substituting sugar with other artificial sweetener by keeping the sweetness. We believe, that the trends will face towards healthier products with natural ingredients and reducing the amount of sugar. The taste buds of our consumers will change and they will no longer request and long for sweet taste as the main benefit of beverage, but that they will get used to less sweet but richer natural taste from used ingredients. We follow this trend also by expanding our offer with new products, that are not dependent on used sweetener – such as herbal products, tea and coffee mixtures.

We have internally divided social impacts of our business into three clusters that we focus on: Product benefits, healthy lifestyle, transparency and responsible marketing.

KEY PERFORMANCE INDICATORS FOR SOCIAL ISSUES (further explanations in the according section)

SUGAR	Added sugars reduction in the Group´s soft drinks by 10% by 2020 (compared to 2015)	In 2019, the reduction was 9% compared to 2015.
PRESERVATIVES	No preservatives where technologically possible by 2025	We do not have exact data (analysis to be done in 2020).

❖ **Product benefits**

Best quality products made out of authentic ingredients in the most natural way are one of the Group´s most valuable stakes in its business model that needs to be respected. According to a survey from 2018, the sweetener used in drinks is important for more than a fifth of respondents. For the sake of interest, the traditional recipes and the naturalness of the beverage were named in the first place of importance in the purchase decision making.

In our processes we do our best to make our beverages in the healthiest form and to follow the latest trends in used raw materials. Our key products, however, are traditional beverages, which have kept the same recipe for decades and for obvious reasons we cannot change that. As we are constantly looking for new ways, we are preparing limited editions of our traditional products that allow us to use less sugar to alter the original recipe where possible.

In other products where it makes sense, and it is not a defect in the taste profile of the beverage, we adjust the amount of sugar. For example, reducing sugars in children's drinks. We first came up with water-based children drinks that have 50% less sugar than traditional fruit drinks for children. We have even reduced the caloric value of fruit kids drinks by 40% due to the use of stevia sweetener. In 2018, we cut the amount of sugar in all our flavoured waters Rajec by 20%.

According to the above mentioned, we have identified these areas and targets, on which we focus intensively:

SUGAR INTAKE REDUCTION	According to the European soft drinks industry (UNESDA), soft drinks represent less than 3% of calories intake in the average European diet. Nevertheless, UNESDA and its members have announced they will reduce added sugars in their products by 10% by 2020 (compared to 2015). This initiative responds to changing consumer preferences regarding sugar. The sector will innovate, reformulate, increase the availability of smaller pack sizes to allow portion control and moderation and encourage consumer choice towards low and no calorie drinks to achieve its ambitious target. Even though we are not directly an official member of the UNESDA organisation, we feel solidarity for this commitment and we feel very confident to meet the UNESDA target in 2020. As for the increased availability of smaller pack size that naturally comes from our focus on our Impulse portfolio, year by year the ratio of sold small pack sized drinks (less than 1l) rises by at least 1% at the expense of larger packaging.
PRESERVATIVES	Our aim is to have all products on the Czechoslovakian market without preservatives by 2020, except for products, where it is due to technological reasons impossible. In the Czech Republic, we operate a PET line with “Hot Filling” technology. For our flavoured waters we use aseptic lines. We use high pressure technology (pascalisation) thanks to which all nutritional values of fruit and vegetables in our 100% UGO juices are retained. For the Adriatic region, we will prepare a plan to reduce all preservatives by 2025, where technologically possible.
NATURAL INGREDIENTS	We systematically don´t use artificial sweetener aspartame in our products and we continuously question our soft drinks recipes to exchange all artificial colourings and aromas for those prepared on natural basis so that we can be sure, that there are only natural ingredients and only those ingredients, that are needed and nothing more. In 2019, we launched a range of single-type BIO teas LEROS, both in the form of infusion bags and loose. But here we have to say that BIO quality is not the only quality criteria for our teas. Our best-selling teas are approved by the Czech State Institute for Drug Control (SUKL), which has very strict criteria that each herb must meet. We check herbs several times during production.
TRADITION	As a proud owner of many local traditional soft drinks, we strictly need to cherish the brands and follow original recipes to keep these national heritages in unchanged state to future generations.
TRACEABLE INGREDIENTS	Knowing the story of ingredients and guarantee the quality of our products from the seed is one of our key goals and targets, that we will be heading for in the nearest future. Already today on the bottles of UGO you can see where the ingredients come from and our vision is to have “birth certificate” for all our fresh ingredients.

❖ **Healthy lifestyle**

Sugar intake from soft drinks is sometimes considered as the most important factor of increasing obesity of population. We do not fear this risk. Even though we are one of the biggest producer of soft drinks, that contain a considerable amount of sugar, we believe, that our drinks can also be part of a healthy lifestyle, if they are consumed moderately and this consumption is accompanied by adequate physical activity. Since the very beginning of the existence of the Group we have actively supported free time activities for kids and adults.

In the Group, we realize that in addition to reducing the energy intake of the organism, regular physical activity is also important for healthy life. Therefore, we support numerous sporting events and local sports associations and of course encourage active and healthy lifestyle with our employees and the wider local environment. If we want to inspire, we have to set an example ourselves. Within the Group, we are organizing running/cycling activities where all employees can attend and annually we have hundreds of participants. In 2019, we have also successfully organized 39th Marathon of three hearts, which is one of the biggest sports events in Slovenia, attended by nine thousand participants and we are actively preparing for organizing our jubilee Radenska 40th Three Hearts Marathon in 2020.

For the UGO brand, sugar is not an issue. Our aim is a nutritional balanced policy and natural sugar is a coherent part of fresh products made of fruits and vegetables and it goes along with fibre and vitamins. All UGO communication aims on healthy lifestyle and is promoting recommended responsible behaviour. We are the biggest operator of fresh/juice bars in central Europe with annually 4.8 mil. visiting customers and since 2017, thanks to Titbit acquisition, we massively extended the offer of fresh salads and snacks also for the retail segment. In our QSR restaurants and freshbars, we have product portfolio designed by professional chefs as well as nutritional specialists to deliver tasty healthy products to our customers. Healthy lifestyle is in DNA of the UGO brand and in marketing communication we are promoting not just our products but healthy lifestyle itself as well.

Responsible consumption support means taking an active part in various organisations, such as Food Chambers and Soft Drink Producers´ associations, where our employees hold leading positions. Our key principal is to develop various initiatives relating to healthy living, as well as educate consumers with regard to proper consumption of beverages and leading healthy lifestyle.

With the LEROS brand in 2019, we have started a new campaign called "The story of herbs", where we would like to educate our consumers about the power of natural treatments and helpfulness of herbs in terms of prevention of good health.

❖ **Transparency and responsible marketing**

Transparency is one of the key values that we stand for and that our consumers connect with our company. The Group is one of the most transparent companies on the markets, it operates. As the only Prague stock exchange listed food and beverages company, we provide various information about our business that is exceeding tremendously the market standards. We also provide full information about our products, especially about nutritious values, stating all ingredients transparently and honestly. We do not mislead our customers and consumers in any way.

We are also aware of our role in development in children and feel strongly about the need of educating children. The European soft drinks industry, represented by UNESDA, has pledged in 2006 not to sell soft drinks with added sugars in primary schools nor advertise any soft drinks to children under 12. This commitment was later expanded (2017) also to secondary schools. The Group despite not being member of the UNESDA applies to this pledge and doesn´t advertise nor sells drinks with more than 4g/l sugar content to children at schools. In terms of kids education, we are members of various associations and programmes that have children´s education on healthy living in their scope of work.

3) OUR PEOPLE (EMPLOYMENT ISSUES)

Our business model is built on our employees. The most important areas for our employment strategy are:

- Good experience with the Group as an employer (healthy and safe work environment, strong employer branding and reputation).
- Alignment with the mission and vision of the Group.
- Attractive product portfolio, that they can identify with.
- Family company culture.
- Personal and professional development and education.

The biggest challenges on the labour market in the future and our measures to use these challenges to our benefit are:

FINDING AND KEEPING SUFFICIENT NUMBER OF WELL QUALIFIED AND TRAINED STAFF	Health & safety at work is one of our key values. We have invested into internal workspace branding and improvements, so that our employees feel at work comfortable and well treated. We have an undiscriminatory and transparent reward system and benefit programmes. We offer a wide range of benefits for all employees, such as free product benefits from our comprehensive portfolio, Christmas presents, rewards for seniority, wedding bonuses, gifts for children of our employees, New Year´s parties or open-door days, Multisport cards and language courses. In 2019, we have implemented a system of individualised benefit system in the Czech Republic. Where possible, we compensate for different legislation requirements and benefits within our business units (Czech Republic + Slovakia, Slovenia + Croatia). We take care of the individual's life and personal situation and the needs of our employees. We seek for talents in our employees and push them forward. We support internal promotions and career changes of our employees, especially with expats programme, Management positions replacements, new projects and acquisition, where we fully rely on our well experienced staff. We create an open and flexible working environment and motivating working conditions. We have a proper system of internal communication through internal magazines, notice boards, intranet, regular meetings for everyone with the board members, where they can approach management freely with their questions and requirements and many more. We are developing our people individually through programs and activities. We support blended learning, and in 2018 we have implemented LMS (Learning Management System). We have opened Kofola Leadership, Kofola Management, Internal Coach Education, Field Sales support Programme, Team Development Programme for Manufacturing and Warehouse Managers Programmes as well as individual coaching sessions.
DEMOGRAPHIC DEVELOPMENT OF WORKING POPULATION	To secure enough qualified and motivated employees, we actively cooperate with schools and develop our relationships (for example in our “Kofola Kreaton” programme, where we organize a contest among teams from high schools and universities to create a new product innovation). Our experts are also giving lectures regularly on the universities not only to share knowledge, but also to attract new young employees.
MULTIGENERATIONAL AND MULTICULTURAL WORKING TEAMS	We support the diversity and healthy self-confidence of our employees. We have and cherish our open multicultural (especially in the Adriatic region) and age diversive environment that does not limit or discriminate individuals by gender, age, race, or any handicap. Access to diversity support does not differ with the level of management, non-discriminatory access is a natural part of our corporate culture. We also have special age management courses starting in 2020 in the Adriatic region.
LEGISLATION AND SOCIAL, LABOUR AND TAX POLICY IN THE COUNTRIES WE OPERATE	We have a team of trained professionals that follow all legislative processes and prepare our companies for changes in advance. We also tend to balance differences between countries´ legislative frames (CR – SR, SI – HR) to have the best possible compromise for all employees in one business unit.

The long-term goal of the Kofola Group is providing a healthy and motivating environment for the professional and personal development and training of our employees. We involve our employees as our ambassadors on various occasions. They appreciate the founders of the Company that are still majority owners of the Group and are active in the management.

All our HR processes are very transparent. We consider important behaving as a responsible company that treats its employees fairly and equitably, we support their creativity and innovativeness in various programmes, where they can bring innovations into our daily routine or also of our products.

We made some very active steps in the Adriatic region to higher the number of employed women with a very successful outcomes – from 2015 we have managed to increase the number of women by 6%.

In Slovenia, we have obtained in 2019 the Family Friendly Company Certificate. It represents one of the various possibilities of a socially responsible acting and balancing professional and private lives of employees. Behind the success of the company, there are not only managers, but also employees that are crucial in certain work process. For the successful development and growth, their satisfaction and adherence is of key importance, which is also a key objective of the Family Friendly Certificate.

We have started in 2017 a very successful project KofoMami in CzechoSlovakia, that is targeted on our employees on parental leave and which is integrating them more deeply into the daily life of the Company. According to the latest survey, 75% of mothers/fathers are willing to have contact with the Company even on parental leave out of which 97% are satisfied with the KofoMami project.

We do our best to make our employees our Companies´ and brands´ ambassadors. In 2019, we conducted a satisfaction survey in our CzechoSlovak business pillars with very interesting outcomes:

- There is growing satisfaction of employees with experience in working at Kofola compared to 2015.
- 85% employees are satisfied with their work environment.
- Over 66% are satisfied with their evaluation.
- 97% think, that the Group´s approach to the environment is important.
- If the company would disappear, according to our employees, the public would mostly miss our products, the company itself, proudness on traditional Czech company and its employees.
- Our employees would then miss mostly the colleagues.
- 5 words, that define our company, are drinks, love, emotions, tradition and people.
- Reasons, why they started to work for our company, are image of the company as a traditional Czech brand, good working opportunity, close to home and the opportunity to learn something new.
- Why they work here still, are job description, colleagues, financial evaluation, stability and distance to work.
- The rate of recommendation to work in our company is 7.4/10.
- 76% of people rate Kofola as employer with the best or the second best mark.

We are very proud to say that these are very satisfactory outcomes and our goal is that we will support these topics to get even higher rating in two years time period. In the meantime we will conduct similar survey also in other business pillars to set proper benchmark along our business units. These satisfactory survey outcomes are also underlined by our internal "hard data":

- We have cut employees fluctuation by 1/3 during the past 2 years.
- We have less costs for recruiting and onboarding of new employees.
- Our operations are not dependent on the employment agencies employees.
- We are in top 10 employers according to the Randstad Awards in the Czech republic (number 1 in FMCG sector).

KEY PERFORMANCE INDICATORS FOR EMPLOYMENT ISSUES

EMPLOYER IMAGE	Internal survey – over 80% employees satisfaction	85% satisfied emloyees with their work environment in 2019.
FLUCTUATION	Limit fluctuation to 15%	We have cut employees fluctuation in the past 2 years from 24% to 17%.

4) HUMAN RIGHTS & ANTICORRUPTION ISSUES

Our business model is built on respect to everyone under any circumstances. We are very grateful that we live in one of the most stable and peaceful parts of the world. In the Global Peace Index by Institute for Economics & Peace is Slovenia on 8th, Czech Republic on 10th, Slovakia on 23rd and Croatia on 28th place out of 163 world countries. Human Rights are a real integrated part of our national legislations and any violation is strictly penalized. That is also stated in all our job contracts and there is no one who would anyhow question this principle.

We have an open door policy in these matters. All employees can refer to any member of management with any requests and they will be treated with respect and nothing is forgotten or left unsolved. As a result, over 90% of our employees stated, that they feel confident that they can refer to their superiors and that the problem will be treated and over 95% of employees stated, that they know, who to go to in case a problem appears, which are very outstanding and above average numbers.

We also treat all our suppliers as partners and deal with them with respect according to local highest business standards. We are very transparent and opened company.

Even though we prefer local suppliers, it is inevitable to cooperate with suppliers from other countries and sometimes even continents as well. However, we cooperate only with proven suppliers that can guarantee, that the whole Supply Chain adheres to generally accepted principles of advanced civilizations, especially in term of respect to human rights. Even though we do this from our nature, we do not have it written in our purchasing standards. Therefore from 2020 onwards this will be strictly stated in our procurement policy as a significant part of our suppliers screening.

According to the Corruption Perception Index compiled by Transparency International are “our” countries below the average of EU. Even though we never had to face corruption ourselves, we feel it is a nuisance and needs to be publicly condemned. Therefore, as a public statement of this fact, we are a significant donor of the National Anticorruption Fund in the Czech Republic.

We also have a very strict policy regarding not accepting bribes or other special benefits by our employees. When selecting business partners, we follow procurement policy, when there are always at least 2 members of our staff and we do not favour anyone and decide honestly and transparently according to predetermined factors and rules. All money transfers are carefully monitored and need to be multi-stage approved.

All our employees need to go through various trainings and are repeatedly informed about above mentioned.

According to our survey, 95% of our employees value and respect their superior managers. People believe in our management and trust them. They set a very good example to our employees and built good and transparent company culture, where all human rights are treated with respect and there is no room for corruption and bribes.

5) RESPECT TO LOCAL TRADITION & ENVIRONMENT

Shoppers are more discerning about where they buy. More than 27% of global respondents on average try to shop in locally owned stores, according to Euromonitor International’s Lifestyles Survey 2019. This reflects a subtle but significant shift away from international retail chains and a return to community roots. Taking pride in and supporting local communities is an enduring feature of the consumer landscape.

In our business model, we built on local brands and understanding local culture. By buying local brands and building positive emotions and experiences around them, we make it possible to maintain the cultural heritage on the markets in which we operate. We act with respect to local traditions and environment. Our portfolio includes more than 30 brands ranging from traditional, through licensed to newly created products. During the 25 years of our existence we have managed to resurrect forgotten traditional brands.

We built personal relationships with our local suppliers and the whole regions and work intensively on our cooperation. We believe that from close local cooperation can benefit the whole community and it is then more resistant to macroeconomical or global economy excesses.

With the LEROS company, we have acquired a whole new portfolio of herbal products as well as new ways of getting natural raw materials. We would like to increase the percentage of herbs bought from local farmers tremendously. We have our own network of herbs redemption points, where anyone can bring and sell herbs to us. We opened one new point in 2018 in Rajecká Lesná and more is planned for 2020. We would also like to expand our BIO organic line of herbal products. We support regional farmers of herbs and treat them fairly and responsibly, so that together we can improve our businesses and benefit on both sides of this partnership. In cooperation with farmers in Rajecká dolina (Slovakia) we would like to certify the surrounding areas as a “BIO region”, which not only helps production of BIO herbs, but also protects the Rajec water source. Our goal is to have BIO bee hives on place which give us BIO honey for usage in our products, but also helps growing the herbs.

One of the most important aspects for the Group is to be a “good neighbour”. This is why we have developed a whole series of projects that support regions in which we operate, from the construction of play grounds, through the development of communications infrastructure or support of local non-government organisations. We supply our local municipalities with our drinks and also many regional projects that support healthy lifestyle and active way of life and free time. In 2019, we supported over 1,000 regional sport, gastronomy or cultural activities that applied for support. In Slovenia and Croatia, we have on national level a project where RADENSKA as brand is donating strollers for parents who gave life to three hearts – triplets.

Not only is important where our Company is placed, but we also value the surrounding environment of our employees. That was the driving motor for our internal project “Give happiness”, that we started in 2016 and since then we tend to repeat it annually and roll it to all companies we operate. The basic principles are very simple – every employee can suggest a project, that he would like to support and then a jury of employees selects, which projects we should as a Company support. It gives them a lesson about the difficulty of picking the most needed activities and letting go the others. Every year we get dozens of very relevant suggestions and support half a dozen of them. This generates real solidarity among our people and many ambassadors of our “Kofola/Radenska supports” programme.

We believe that future lies in close cooperation within regions among all stakeholders. If we build a strong local economy, we will be a lot less dependent on the development in the world and therefore be more durable in case of any economic crisis.

SUMMARY

The above mentioned topics are very relevant and important to the Group and are treated with respect and get continuously more attention in the managing of the Group. Sustainability is no modern trend or CSR project. It should be an integral part of all processes and activities in all companies. If we want to have a proper marketing, we shouldn´t only create stories, we should live them accordingly! The biggest challenge we deal with is how to implement all above stated issues into our daily routine and into all employees´ minds. From the stated above we believe that we are on a good track to become one of the most sustainable and respected companies in our region.

Results of our activities are sometimes more sometimes less palpable. We however monitor the expenses connected with the above-mentioned topics and set budgets for the respective activities that allow us not only to be compliant but also to move things forward. However, these issues are very complex and are not isolated from our daily business. Every our activity and therefore also its cost should pass through our principles and goals that we have stated above and be part of our sustainable future.

7.1. SHARES AND SHAREHOLDERS

7.1.1 SHARE CAPITAL

As at 31 December 2019, the registered share capital of Kofola ČeskoSlovensko a.s. totalled CZK 1,114,597,400 (as at 31 December 2018: CZK 1,114,597 400) and comprised 22,291,948 (as at 31 December 2018: 22,291,948) common registered shares with a nominal value of CZK 50 (as at 31 December 2018: CZK 50) each, issued as book-entry shares under Czech law in particular under the Czech Companies Act, with the ISIN CZ0009000121.

The Share capital of the Company is fully paid up. The shares have been admitted for trading on the Prague Stock Exchange.

On 5 June 2019, the General meeting has approved a distribution of dividends in the amount of CZK 13.5 per share, i.e. CZK 300,941 thousand (CZK 285,901 thousand in Group financial statements due to shares owned by RADENSKA).

7.1.2 SHAREHOLDERS STRUCTURE

Share capital structure			31.12.2019			31.12.2018
Name of entity	Number of shares	% in share capital	% in voting rights	Number of shares	% in share capital	% in voting rights
AETOS a.s.	14,984,204	67.22	70.75	15,159,204	68.00	71.58
RADENSKA d.o.o.	1,114,010	5.00	0.00	1,114,109	5.00	0.00
Others	6,193,734	27.78	29.25	6,018,635	27.00	28.42
Total	**22,291,948**	**100.00**	**100.00**	**22,291,948**	**100.00**	**100.00**

On 14 August 2019, 99 shares have been granted from own shares (in possession of RADENSKA) to the external providers as a compensation for services provided by these external parties. These shares were originally purchased by RADENSKA in a public tender offer on the stock market mainly from CED GROUP S.à r.l. with an individual share price of CZK 440.

On 26 March 2019, AETOS a.s. sold 175,000 shares of the Company to a Czech investor at a price per share of CZK 311. The free float increased to 27.78%.

On 20 June 2018, CED Group sold 1,905,000 shares of the Company, corresponding to 8.54% of the Company´s share capital as of the transaction date, at a price per share of CZK 270. On 20 September 2018, CED Group sold its remaining stake in the Company (2,768,445 shares representing 12.42% of the Company´s share capital as of that date), at a price per share of CZK 255. The free float increased to 27.00% at that time.

In 2017, KSM Investment S.A. ("KSM"), René Musila and Tomáš Jendřejek restructured their shareholdings in Kofola ČeskoSlovensko a.s. ("Kofola") and transferred their shares in Kofola to AETOS a.s., a wholly owned subsidiary of KSM. René Musila and Tomáš Jendřejek became shareholders of AETOS a.s. KSM merged into AETOS a.s. on 31 August 2018. As of 31 December 2018, AETOS a.s. is the ultimate parent of the Company.

7.1.3 RIGHTS ATTACHED TO THE SHARES

Each share in the Company ranks pari passu in all respects with all other shares. The same rights are incorporated into all the Company's shares including the right to attend the General Meeting, to require and receive explanations of matters concerning the Company that are part of the agenda of the General Meeting, to submit proposals and counterproposals, and to receive a dividend and share in the liquidation surplus. In compliance with the relevant legal provisions, the voting rights attached to the shares owned by RADENSKA d.o.o. cannot be exercised.

The rights attached to the shares arise from the provisions of Czech Companies Act and Company´s articles of association.

Since the Company´s shares have been admitted to trading on the Prague Stock Exchange, the shareholders have certain disclosure requirements arising from the provisions of the Czech Capital Markets Act.

The Company didn't issue any convertible or other shares of similar kind. Company has only concluded a program for long-term remuneration of senior managers of the Group, as described in the section 7.2 (k).

7.1.4 SHARES IN POSSESSION OF PERSONS WITH EXECUTIVE AUTHORITY

Shares in possession of persons with executive authority	**31.12.2019**
	pcs
Members of the Board of Directors	15,030,670
Members of the Supervisory Board	5,595
Other persons with executive authority	21,348
Persons related to those with executive authority	-
Total	**15,057,613**

7.1.5 DIVIDEND POLICY

On General Meeting held on 21 June 2017, the Company announced the change in the dividend policy with the aim of distributing of a dividend to the shareholders of Kofola of at least 60% of its consolidated net profit achieved in each financial year from 2017 until 2020, subject to sufficient distributable profits.

7.2. INFORMATION PURSUANT TO CAPITAL MARKETS ACT SECTION 118.5A–K

(a) Figures and information about the structure of the equity

The equity structure is as follows:

Equity structure	**31.12.2019**
	CZK´000
Equity attributable to owners of Kofola ČeskoSlovensko a.s.	**1,530,030**
Share capital	1,114,597
Share premium and capital reorganisation reserve	(1,962,871)
Other reserves	2,463,337
Foreign currency translation reserve	33,011
Own shares	(490,164)
Retained earnings/(Accumulated deficit)	372,120
Equity attributable to non-controlling interests	**(16,480)**
Total equity	**1,513,550**

As at 31 December 2019, the share capital of Kofola ČeskoSlovensko a.s. totalled CZK 1,114,597,400 and comprised 22,291,948 common registered shares with a nominal value of CZK 50 each, issued as book-entry shares under Czech law in particular under the Czech Companies Act, with the ISIN CZ0009000121.

After the decrease of the Share capital by the amount of CZK 1,114,903 thousand to CZK 1,114,597 thousand approved by the General Meeting of the Company on 13 August 2018 and registered into the Commercial Register on 20 December 2018, the amount of the Share capital of the Company remained unchanged throughout the year 2019.

The Share capital of the Company is fully paid up. The shares have been admitted for trading on the Prague Stock Exchange.

The Company as at 31 December 2019 and 31 December 2018 didn't own any own shares.

RADENSKA d.o.o. as at 31 December 2019 owned 1,114,010 (as at 31 December 2018: 1,114,109) shares of the Company (which represented 5.00% of the Company´s share capital as at 31 December 2019 and 31 December 2018) in total value as at 31 December 2019 of CZK 490,164 thousand (as at 31 December 2018: CZK 490,208 thousand). The shares were purchased by RADENSKA d.o.o. in a public tender offer on the stock market mainly from CED GROUP S.à r.l. for the total value of CZK 490,208 thousand (CZK 440 per share). At the date of acquisition, the shares had nominal value of CZK 100 each. Nominal value of shares owned by RADENSKA d.o.o as at 31 December 2019 was CZK 55,701 thousand (as at 31 December 2018: CZK 55,705 thousand).

There were no purchases of own shares in financial year 2019 and 2018.

Part of the shares owned by RADENSKA is intended for the management incentive programme.

In compliance with the relevant legal provisions, the voting rights attached to the shares owned by RADENSKA d.o.o. cannot be exercised.

(b) Information about limitations on the transferability of securities

The shares issued by the Company are transferable without any restrictions pursuant to Article 5 par. 5.3 of the Company´s Articles of Association.

(c) Figures and information about significant direct and indirect participation in the Company´s voting rights

Significant shareholders as at 31 December 2019:

Significant shareholders (all with direct participation)	Proportion of the voting rights	Participation percentage
AETOS a.s., Nad Porubkou 2278/31a, Poruba, 708 00 Ostrava, identification No. B10942	70.75%	67.22%
RADENSKA, družba za polnitev mineralnih voda in brezalkoholnih pijač, d.o.o. Boračeva 37, 9252 Radenci, Republic of Slovenia registration No. 5056152000	0.00%	5.00%
Total	**70.75%**	**72.22%**

Significant shareholders as at 31 December 2018:

Significant shareholders (all with direct participation)	Proportion of the voting rights	Participation percentage
AETOS a.s., Nad Porubkou 2278/31a, Poruba, 708 00 Ostrava, identification No. B10942	71.58%	68.00%
RADENSKA, družba za polnitev mineralnih voda in brezalkoholnih pijač, d.o.o. Boračeva 37, 9252 Radenci, Republic of Slovenia registration No. 5056152000	0.00%	5.00%
Total	**71.58%**	**73.00%**

The above-mentioned entities dispose of the rights of the qualified shareholders arising from Section 365 and foll. of the Act No. 90/2012 Coll., Business Corporations Act, especially of the right to request convocation of the general meeting of the Company for discussion of the items proposed by them, request inclusion of the item determined by them on the agenda of the General Meeting, request the Supervisory Board to review the exercise of powers by the Board of Directors in the matter specified in the request as well as file a shareholder action on behalf of the Company.

The structure of the significant direct participation in the voting rights of the Company as at 31 December 2019 is known to the Company only in the case of the controlling entities AETOS a.s. and the controlled company RADENSKA d.o.o. and is described within the Report on relations between the controlling entity and the controlled entity and between the controlled entity and other entities controlled by the same controlling entity for the year 2019. As for the other entities, their direct and indirect participation and shares in their possession are based on the notification delivered to the Czech National Bank as follows:

- on 10 January 2020, the company NN Group N.V. notified that its proportion of the voting rights has decreased from 1.07% to 0.78%.

Until the end of the year 2019 and throughout the year 2020 (until the cut-off date of the annual report), the Company has not been informed about any other change of participation in the voting rights.

Except for the above mentioned natural and legal persons, the Company is not aware of any other significant direct and indirect participation in the Company´s voting rights or of any Company´s shareholders whose participation in the Company´s voting rights amounts to at least 1%.

The controlled company RADENSKA is entitled to exercise rights of the qualified shareholder but not the voting rights attached to the shares of the Company.

(d) Information about the owners of securities with special rights, including the description of such rights

There are not any special rights attached to the securities issued by the Company.

(e) Information about limitations on voting rights

The voting rights attached to the Company´s shares may only be limited or excluded where stipulated by law. According to the legal provisions, the voting rights attached to the 1 114 010 shares owned by the controlled company RADENSKA cannot be exercised. The Company is not aware of any other restrictions on or exclusions of the voting rights attached to the shares issued by the Company.

(f) Information about agreements between the shareholders that may reduce the transferability of shares or the transferability of the voting rights, if known to the issuer

The Company is not aware of any agreements between the shareholders of the company that may reduce the transferability of shares of the Company or of the voting rights attached to the shares of the Company.

(g) Information about special rules regulating election and recalling of members of the statutory body and changes to the Articles of Association of the issuer

The statutory body of the Company is six-member Board of Directors. The members of the Board of Directors are elected and recalled pursuant to Article 15 par. 15.5 of the Article of Association of the Company by the Supervisory Board. The Supervisory Board of the Company has 4 members. The Supervisory Board has the quorum if majority of its members is present or otherwise takes part in a meeting. The Supervisory Board takes a decision by a majority of votes of present or otherwise participating members. In case of equality of votes the vote of a chairman of the Supervisory Board is decisive. The Supervisory Board may also take decisions per rollam.

Approval by a majority of at least two thirds of the votes of the present shareholders at the general meeting is required to adopt a decision amending the Articles of Association of the Company. The general meeting has the quorum if the present shareholders hold shares with the par value exceeding 50% of the share capital of the Company. The latest amendment to the Articles of Association of the Company was approved by the General meeting of the Company on 30 November 2018.

Any special rules regulating election and recalling of the members of the Board of Directors of the Company and amendments and changes to the Articles of Association of the Company don´t apply.

(h) Information about special powers of the statutory body pursuant to the Business Corporations Act

The members of the Board of Directors of the Company do not hold any special powers. The Board of Directors takes decisions on all Company matters unless they are reserved for the General meeting, Supervisory Board or other Company´s body.

(i) Information about significant agreements to which the issuer is a party and which will become effective, change or cease to exist in the event of a change of control of the issuer as a result of a take-over bid, and about the effects arising from such agreements, with the exception of agreements whose disclosure would cause harm to the issuer

The Company has not entered into any significant agreement that will become effective, change or cease to exist in the event of a change of control of the Company as a result of a take-over bid.

(j) Information about agreements between the issuer and the members of its statutory body or employees that bind the issuer to take on any commitments in the event of the termination of their offices or employment in connection with a take-over bid

The Company has not entered into any agreement with the members of the Board of Directors that bind the Company to take on any commitments in the event of the termination of their offices in connection with a take-over bid.

The Company has not entered into any agreement with any employee that bind the Company to take on any commitments in the event of the termination of its employment in connection with a take-over bid.

(k) Information about eventual schemes on the basis of which employees and members of the statutory body of the Company may acquire participation securities in the Company, options concerning such securities or any other rights related to these securities, under more favourable terms, and information about how these rights are exercised

On 8 June 2017, the Company concluded a program for long-term remuneration of senior managers of the Group.

The program contains two separate, but nevertheless complementary plans:

1 The Share Acquisition Plan consisting in the participant´s option to buy Kofola shares on the market and, under the fulfilment of the specified conditions, to receive for free the same number of Kofola Pair shares.

The maximal number of the eligible Investment shares cannot exceed the specified annual limit - the number of shares, which could be purchased on regulated market for 50% of the basic annual gross salary (consideration) paid to the participant by companies from the Group in the calendar year (i.e. from January 1, 2017 to December 31, 2017, from January 1, 2018 to December 31, 2018 and from January 1, 2019 to December 31, 2019), if the Supervisory Board of the Company does not increase the maximum number of Investment shares. If the number of Investment shares held by a participant on December 31 of a calendar year exceeds the determined limit, the Company´s shares purchased by the participant exceeding the stated limit are not taken into consideration for the Share Acquisition Plan and the participant cannot claim the Pair shares for these shares even though he fulfilled other conditions to constitute the claim. However, the shares not eligible as Investment shares in one calendar year may be eligible in one of the following calendar year.

The participant shall provide the Company with information on the number of Investment Shares held by the participant as at December 31 of the previous year. The Investment shares held by the participant shall be eligible in the average price on the stock exchange, for the last twelve calendar months, always by October 31 of the relevant calendar year. This provision is without prejudice to notification of managerial transaction as provided under mandatory provisions of a legal regulation.

The conditions for vesting and non-vesting in of Pair Shares are:

a) the participant holds the Investment shares for the minimum period which lasts:

  i. from December 31, 2017 to December 31, 2019 for the Investment shares corresponding to the limit derived from the salary (compensation) of the participant provided by the companies of the Kofola Group in 2017,

  ii. from December 31, 2018 to December 31, 2020 for the Investment shares corresponding to the limit derived from the salary (compensation) of the participant provided by the companies of the Kofola Group in 2018,

  iii. from December 31, 2019 to December 31, 2021 for the Investment shares corresponding to the limit derived from the salary (compensation) of the participant provided by the companies of the Kofola Group in 2019,

b) existing labour relation of the participant or his membership in one of the bodies of any company from the Group from his/her joining to the program to the end of the decisive period,

c) the Investment shares were acquired against payment by participant after the introduction of the Company´s shares on the Prague Stock Exchange Market, i. e. after October 1, 2015.

If all conditions stated are met by the participant, Kofola shall transfer to the participant the Pair shares to shares purchased in 2017, not later than on March 31, 2020, the Pair to shares purchased in 2018, not later than on March 31, 2021 and the Pair shares to shares purchased in 2019, not later than on March 31, 2022.

The participant shall hold the Pair shares for the minimum period which lasts:

a) until January 31, 2021 for Pair Shares transferred to the Participant in 2020,

b) until January 31, 2022 for Pair Shares transferred to the Participant in 2021,

c) until January 31, 2023 for Pair Shares transferred to the Participant in 2022.

Summary of effect during 2019 and as of 31 December 2019	
Number of Pair shares granted in 2019 (pcs)	27,909
Total cumulated number of Pair shares granted as of 31 Dec 2019 (pcs)	71,506
Fair value of Pair shares as of grant date (CZK)	406.6
End of 3-year vesting period	31 Dec 2019
Transfer of Pair shares to participants	31 Mar 2020, 31 Mar 2021, 31 Mar 2022
Total costs from equity settled transactions in 2019 (CZK thousand)	22,212
Cumulated costs from equity settled transactions as of 31 Dec 2019 (CZK thousand)	31,345

2 The Performance Shares Plan consisting in the participant´s right to receive for free, under the fulfilment of key performance targets by the Kofola Group, the pre-determined number of Kofola shares.

The number of Performance shares is the result of the division (fraction) of:

a) the amount representing 50% of the participant´s annual gross salary (compensation) paid by the companies of the Group from January 1, 2017 to December 31, 2019, unless the Company´s Supervisory Board does not set a higher maximum number of the Performance and

b) the amount of CZK 440 representing a virtual value of a Company share.

The Conditions for vesting of Performance shares are:

a) existence of a labour contract of the participant or his membership in a body of any company from Kofola Group from his/her joining to the program to the end of the reference period,

b) Group´s fulfilment of the key performance targets.

The key performance targets ("KPT") are:

a) Group´s Earnings per share from 1 January 2019 to 31 December 2019 – weight of this indicator is 50%,

b) Group´s Net brand sales from 1 January 2019 to 31 December 2019 – weight of this indicator is 25%,

c) Group´s Free cash flow from 1 January 2019 to 31 December 2019 – weight of this indicator is 25%.

If all conditions for vesting of Performance Shares are met and simultaneously the weighted average of the achievement of all the KPT exceeds 100%, for each 1% of the weighted average excess of 100%, the participant will be entitled to 4% of Company´s shares in excess of the basic claim. At most, a double of the basic claim for Performance Shares may be vested in to the participant.

By April 30, 2020, the Group shall evaluate the Group´s KPT and inform the participant of the results of the evaluation. The Company shall transfer to the participant the Company´s shares transformed from his/her Performance shares not later than on May 31, 2020. The participant shall hold at least 70% of the Performance Shares for at least 1 year after their transfer by the Company or another company in the Group.

As of 31 December 2019, 31 December 2018, and 31 December 2017, no Performance shares were granted.

7.3. CORPORATE GOVERNANCE CODE

CZECH CORPORATE GOVERNANCE

The Company is listed on the Prague Stock Exchange ("PSE"). In the Czech Republic, the Company is required to submit to the PSE a declaration on the code of corporate governance stating that the issuer willingly or voluntarily complies with the same form as is a part of the Company´s annual report. However, due to the fact that there was no binding corporate governance regime in the Czech Republic, which the Company had to comply with, the Company, as at the date of the annual report, did not commit to comply with any specific corporate governance regime in the Czech Republic.

Nevertheless, the Company and the companies within the Group are firmly committed to maintaining an effective framework for the control and management of the Group's business. The Company puts much emphasis on respecting all statutory rights of shareholders, including the equal treatment of shareholders in a similar position. The Company strictly adheres to the principle of disclosure and transparency not only in relation to convening a General Meeting but also in relation to informing of corporate events, including financial results and relations with related parties. The members of the bodies of the Company regularly attend the General Meetings of the Company and are available to the shareholders during teleconferences. The Company follows in particular Business Corporations Act, Civil Code, Corporate Criminal Liability Act and Capital Market Undertakings Act.

Information about policies and procedures, internal controls and the rules of the risks in relation to the accounting process is contained in part 7.6. Financial reporting process.

7.4. STATUTORY BODIES

Kofola ČeskoSlovensko a.s. had the following bodies in 2019:

- General Meeting,
- Board of Directors,
- Supervisory Board,
- Audit Committee.

7.4.1 GENERAL MEETING

OVERALL INFORMATION

The General Meeting is the supreme body of the Company. The General Meeting is, according to the Articles of Association, authorised to:

- decide on changes of the Articles of Association, unless it is a change which occurred as a result of an increase in the registered capital by the authorised Board of Directors or a change which occurred as a result of other legal facts,
- adopt Procedural Rules of the General Meeting, if the Company desires to provide more details on the course of a General Meeting of the Company besides the rules stipulated by the law or the Articles of Association,
- elect and recall members of the Supervisory Board and approve their agreement on performance of office including their remuneration,
- appoint and recall a liquidator and approve its agreement on the performance of office including its remuneration,
- approve a transfer, lease or pledge of the Company's enterprise or such a part thereof that would imply a significant change of the existing structure of the enterprise or a significant change of the scope of business or activity of the Company,
- decide on matters which are submitted by the Board of Directors to the General Meeting to be resolved by the General Meeting,
- grant instructions to the Board of Directors and Supervisory Board and approve the operating principles of the Board of Directors and the Supervisory Board, provided that these are not contrary to the law; the General Meeting may also prohibit a member of the Board of Directors and Supervisory Board from taking certain actions, if such a prohibition is in the interest of the Company,
- decide on the distribution of profit, including the distribution of dividends, or of other own sources, or decide on the settlement of loss,
- approve the Company's auditor, and
- decide on any other issues falling under the powers of the General Meeting by virtue of the Czech Companies Act or the Articles of Association.

The General Meeting must be held at least once in a financial year of the Company, no later than six months from the last day of the previous financial year at the request of the Board of Directors (or, in exceptional cases, also at the request of a member of the Board of Directors, of a qualified shareholder, or at the request of the Supervisory Board).

The General Meeting is to be convened at least 30 days (if the General Meeting is not requested by a qualified shareholder or if the General Meeting is not requested as a substitute General Meeting) before the General Meeting, by publishing an invitation to the General Meeting on the Company's website http://investor.kofola.cz. Sending of the invitation to the shareholders is replaced by publishing of the invitation in the Commercial Journal. The invitation shall contain all information required by law. If a qualified shareholder requests the Board of Directors to convene the General Meeting, it shall be convened in a manner and period prescribed by the Czech Companies Act. If all the shareholders agree, the General Meeting may be held without fulfilling the requirements set out by law and the Articles of Association.

There is no provision of the Articles of Association that would have an effect of delaying, deferring or preventing a change in control of the Company.

VOTING AT GENERAL MEETING

Shareholders may participate in the General Meeting and exercise their voting right personally or by proxy. It is also allowed to exercise voting right by correspondence in compliance with Article 14 par. 14.2. and following of the Articles of Association of the Company.

Each share in the capital of the Company confers the right to cast one vote, subject to the relevant provisions of the Articles of Association. The total number of votes in the Company is 22 291 948 votes. As the date of the annual report, the total number of votes in the Company is 21 177 938 votes reduced by number of votes attached to the Company´s shares by which is not possible to exercise the voting right (shares owned by the company RADENSKA controlled by the Company). None of the Participating Shareholders has different voting rights.

Every holder of the Company's share(s) and every other party entitled to attend the General Meeting who derives his rights from such share(s), is entitled to attend the General Meeting in person, or be represented by a person holding a written power of attorney unless provided by the legal provisions or the Articles of Association of the Company otherwise, to address the General Meeting and, as far as he/she has voting rights, to vote at the meeting. For this purpose, Czech law prescribes a mandatory record date to establish which shareholders are entitled to attend and vote at the General Meeting.

Such record date is fixed at the seventh day before said General Meeting. The invitation to the General Meeting shall state the record date, the place and the manner in which registration shall take place. According to Article 8 par. 8.2 of the Articles of Association of the Company the list of shareholders is replaced by a book-entry securities register issued by the Central Securities Depository. The book-entry securities register shall be used for identification of attendance at the General Meeting. The Company requests an extract of book-entry securities register for such purpose.

The General Meeting constitutes a quorum if the shareholders present at the General Meeting own shares with an aggregate face value exceeding 50% of the share capital. All resolutions are adopted by a simple majority of votes unless otherwise specified in the legal provisions. Shareholders vote by raising a voting card indicating the number of votes pertaining to the respective shareholder. Shareholders may also cast votes by correspondence voting. In such case, shareholders cast their votes in writing at least one business day before a General Meeting is opened. The Company records the voting results for each resolution adopted at a General Meeting.

Detailed information regarding participation and voting at General Meetings is being included in the invitation to the General Meeting published in accordance with relevant Czech legislation.

DECISION MAKING OF THE GENERAL MEETING

The General Meeting of the Company is quorate if the present shareholders hold shares the par value which exceeds 50% of the share capital. The General Meeting adopts decision by a majority of votes of the present shareholders, unless a different majority is required by the law. The Articles of Association do not require any majorities that differ from the majorities required by the law.

GENERAL MEETINGS IN 2019

Due to the amendments to the Articles of Association of the Company approved in the year 2018, a number of General Meetings held by the Company decreased substantially. During the year 2019, two ordinary General Meetings were held by the Company.

On 11 March 2019, the first ordinary General Meeting took place which among others decided on:

- approval of transfer of a 100% share in the company Hoop Polska Sp. z o.o. corresponding to the contribution of 127,346,006.52 PLN into the registered capital of the company on the basis of share purchase agreement entered with a buyer, the company ZMB Capital Sp. z o.o., with its registered seat at Jelenica 72, 43-450 Ustroń, Poland.

On 5 June 2019, the second ordinary General Meeting took place which particularly:

- heard the Report of the Board of Directors on business activities of the Company and state of its assets for the year 2018 and Summary explanatory report regarding the matters pursuant to Section 118 subsec. 5 par. a) to k) of the Capital Market Undertakings Act and Conclusions of the Report on relations between controlling entity and controlled entity and between controlled entity and entities controlled by the same controlling entity for the year 2018;

- heard the Report of the Supervisory Board on the results of the control activities including information about review of the Report on relations;

- approved the financial statements of the Company for the year 2018 and consolidated financial statements of Kofola ČeskoSlovensko Group for the year 2018;

- decided on coverage of a loss in a way that the generated loss in the amount of CZK 329,119,125.30 was transferred to the account of undistributed profits of previous years and a part of the losses in the amount of CZK 317,389,686.61 was covered from the Distribution fund;

- decided on distribution of other own resources of the Company in the total amount of CZK 300,941,298.00 held on Distribution fund account to the shareholders. It represented the amount of CZK 13.50 per Company´s share before tax. The relevant date to exercise the right to the dividend was 29 May 2019.

7.4.2 BOARD OF DIRECTORS

BOARD OF DIRECTORS

The Board of Directors of the Company has 6 members.

The Board of Directors is responsible for the day-to-day management of the Company's operations under the supervision of the Supervisory Board. Status, powers, composition, decision-making and other basic rights and obligations as well as rules of procedure are included in Art. 15 of the Articles of Associations of the Company. The Board of Directors is required to keep the Supervisory Board informed, to consult with the Supervisory Board on important matters and to submit certain important decisions to the Supervisory Board for its approval, as more fully described below. The members of the Board of Directors are elected by the Supervisory Board.

A member of the Board of Directors is appointed for a period of five years. A member of the Board of Directors may be reappointed. The Supervisory Board may also dismiss any member of the Board of Directors at any time.

The Board of Directors appoints a Chairman and two Vice-Chairs from amongst its members.

The Board of Directors constitutes a quorum if a majority of its members is present or otherwise takes part in a meeting. It takes a decision by a majority of votes of the present or otherwise participating members. In case of a tie, the vote of the Chairman decides. Resolutions of the Board of Directors require the approval of the General Meeting when these relate to an important change in the identity or character of the Company or its business.

The Board of Directors acts on behalf of the Company towards third parties, in which case the Chairman of the Board of Directors together with one member of the Board of Directors or Vice-Chair of the Board of Directors together with one member of the Board of Directors shall act jointly.

Meetings of the Board of Directors are convened as the need arises.

7. CORPORATE GOVERNANCE

MEMBERS OF THE BOARD OF DIRECTORS

As at the date of the Report, the Board of Directors is composed of six members. The table below sets forth the names, positions, election date, and terms of office of the current members of the Board of Directors:

Members of the Board of Directors	Position	Appointment date	Expiration of the office term
Janis Samaras	Chairman of the Board of Directors – Chief Executive Officer	18 September 2015	18 September 2020
Daniel Buryš	Vice-Chair of the Board of Directors – Chief Executive Officer for the matters of Kofola a.s. (CZ) and Kofola a.s. (SK)	17 June 2015	17 June 2020
René Musila	Vice-Chair of the Board of Directors – Chief Operations Officer of Kofola Group	16 June 2015	16 June 2020
Jiří Vlasák	Member of the Board of Directors – Group Strategy Director	18 September 2015	18 September 2020
Pavel Jakubík	Member of the Board of Directors – Chief Financial Officer of Kofola Group	26 November 2018	26 November 2023
Marián Šefčovič	Member of the Board of Directors – Chief Executive Officer of Adriatic operation	21 June 2017	21 June 2022

JANIS SAMARAS

Janis Samaras is the Chairman of the Board of Directors and the CEO of the Company. He received secondary education and gained a CIMA certificate from the Czech Institute of Marketing in 2010. He was awarded Entrepreneur of the Year 2011 in the Czech Republic. In 1991, together with his father, Mr. Samaras established a company, SANTA NÁPOJE, Krnov, a.s. that took over the Kofola trademark in 2002. Starting from 1996, Mr. Samaras has held various managerial positions at SANTA NÁPOJE and thereafter in the Kofola Group, including being CEO and Chairman of the Board of Directors of Kofola a.s. (CZ), Kofola a.s. (SK), Kofola CS a.s. and KOFOLA S.A. (PL).

DANIEL BURYŠ

Daniel Buryš is the Vice-Chair of the Board of Directors and the Chief Executive Officer for the matters of Kofola a.s. (CZ) and Kofola a.s. (SK). In 1993, he graduated in automatic control in economy from the Technical University of Ostrava, Czech Republic. He also completed an MBA programme at Liverpool JMU School organized by Technical University of Ostrava, Czech Republic in 2008. Mr. Buryš joined the Kofola Group in 2010 as the CFO of Czech operations. Prior to joining the Kofola Group, Mr. Buryš was CFO at Štěrkovny spol. s r. o. (2000-2004), Severomoravská energetika, a. s. (2004-2007) and Elektrociepłownia Chorzów „ELCHO" S.A. (ČEZ Group).

RENÉ MUSILA

René Musila is the Vice-Chair of the Board of Directors and the Chief Operations Officer of Kofola Group. He received secondary education. He has been present in the beverage industry since 1993 when he started to work at SP VRACHOS, which was taken over by SANTA NÁPOJE, the predecessor of the Kofola Group. Since 1996, he has been the Operating Director at Kofola CS responsible for production, purchasing and quality. In the following years, he became responsible for managing production plants, investments and new technologies in the whole Group.

JIŘÍ VLASÁK

Jiří Vlasák is Member of the Board of Directors and Group Strategy Director. He was CEO of Polish subsidiary Hoop Polska, acting as the Commercial director of Polish operation in years 2015-2016 and former Chief Marketing Officer of the Company. He graduated in business administration from the Technical University of Liberec in 1999. Mr. Vlasák joined the Kofola Group in 2010 when he became responsible for the marketing strategy of the Czech operations. In 2011, he also started to head the marketing department in Slovakia. Prior to joining the Kofola Group, Mr. Vlasák was the marketing manager at Poděbradka, a.s. (1999-2000), the export manager at Karlovarské minerální vody, a. s. (2001-2005), the commercial director at HBSW (Ukraine) (2006-2007) and the marketing director at Poděbradka, a.s. (2008-2010).

PAVEL JAKUBÍK

Mr. Pavel Jakubík graduated from the Technical University of Ostrava with a specialisation in finance. He is a member of the Association of Chartered Certified Accountants since 2003. Pavel Jakubík joined the Kofola Group in 2008 as the Group reporting manager at Kofola CS, promoted in 2010 to financial manager. Since November 2018, he was promoted to Kofola Group CFO. He had been the member of the Supervisory Board and Audit Committee of the Company from 2012 to

2018. Before joining the Kofola Group, he was an audit supervisor at Ernst & Young Audit, s.r.o. (2000-2005) and a financial and administrative manager at Bekaert Bohumín s.r.o. and Bekaert Petrovice s.r.o. (2005-2008).

MARIÁN ŠEFČOVIČ

Since 1999, Marián Šefčovič acted as a regional salesman in SANTA DRINKS a.s. (currently Kofola a.s. Slovakia). During 2001-2002, he was a sales manager of Kofola a.s. (SK). Between 2002-2007, he acted as a sales director of Kofola a.s. (SK) where he was responsible for the entire sales force and sales strategy in Slovakia. During 2007-2011, he acted as general director of Kofola a.s. (SK). Since September 2011 until April 2015, he also acted in the position of the sales director responsible for sales in all channels of Kofola brand in the Czech Republic and Slovakia. Since March 2015, Mr. Šefčovič has been acting as CEO of Adriatic business.

DIRECTORSHIPS OF MEMBERS OF THE BOARD OF DIRECTORS

The following table sets forth the past and current directorships held by the current members of the Board of Directors in the past five years:

Directorships of the Board of Directors members	Current and former directorships
Janis Samaras	Chairman of the BoD, Kofola ČeskoSlovensko a.s., since 2015 Chairman of the BoD, Kofola CS a.s., 2006-2016 Chairman of the BoD, KOFOLA S.A. (PL), 2008-2016 Statutory representative, PINELLI spol. s r.o, 2011-2016 Chairman of the BoD, Kofola a.s. (CZ), since 2011 BoD Member, Alofok Ltd, since 2012 Chairman of the BoD, Kofola a.s. (SK), since 2004 (Chairman of the BoD since 2015) SB Member, RADENSKA d.o.o. (SI), 2015-2016 Statutory representative UGO trade s.r.o., since 2018 Chairman of the BoD, AETOS a.s., since 2017 Statutory representative and Shareholder, Palác Silesia s.r.o., since 2016 SB member, Nadační fond proti korupci, since 2012 Member of statutory body, Nadační fond Bez-DOMOVA, since 2016 Shareholder, Afton s.r.o., since 2006
Daniel Buryš	Vice-Chair of the BoD, Kofola ČeskoSlovensko a.s., since 2015 (Vice-Chair of the BoD since 2018) SB Member, RADENSKA d.o.o. (SI), 2015-2016 BoD Member, Kofola a.s. (SK), since 2011 BoD Member, KOFOLA S.A. (PL), 2013-2016 Vice-Chair of the BoD, Kofola a.s. (CZ), since 2010 (Vice-Chair of the BoD since 2018) BoD Member, Kofola CS a.s., 2013-2016 Statutory representative, UGO trade s.r.o., 2012-2018 Statutory representative, Mangaloo s.r.o., 2014 Statutory representative, Mangaloo freshbar s.r.o., 2014
Pavel Jakubík	SB Member, Kofola CS a.s., 2015-2016 SB Member, Kofola ČeskoSlovensko a.s., 2015-2018 Statutory representative, Minerálka s.r.o. (SK), since 2018 SB member, KOFOLA S.A. (PL), 2012-2016 Member of the BoD, Kofola ČeskoSlovensko a.s., since 2018
René Musila	Vice-Chair of the BoD, Kofola ČeskoSlovensko a.s., since 2015 (Vice Chairman of the BoD since 2018) SB Member, RADENSKA d.o.o. (SI), 2015-2016 Vice-Chair of the BoD, Kofola CS a.s., since 2011; 2006-2011 (BoD member) BoD Member, KOFOLA S.A. (PL), 2008-2016 Statutory representative, SANTA-TRANS s.r.o., since 2004 Vice-Chair of the BoD, Kofola a.s. (CZ), since 2006 SB Member, Kofola a.s. (SK), since 2018; 2017-2018 (BoD member) BoD Member, AETOS a.s., since 2017 Shareholder, Afton s.r.o., since 2006
Jiří Vlasák	Chairman of the BoD, Hoop Polska Sp. z o.o., 2016-2019 BoD Member, Kofola ČeskoSlovensko a.s., since 2015 BoD Member, Kofola a.s. (CZ), 2010-2016 Statutory representative, PINELLI spol. s r.o., 2011-2016 BoD Member, Kofola a.s. (SK), 2011-2016 BoD Member, KOFOLA S.A. (PL), 2015-2016 Statutory representative, F.H.Prager s.r.o., since 2020
Marián Šefčovič	Vice-Chair of the BoD, Kofola a.s. (CZ), 2011-2015 BoD Member, Kofola ČeskoSlovensko a.s., since 2017 Chairman of the BoD, RADENSKA d.o.o., since 2015 BoD Member, Kofola a.s. (SK), 2007-2015 Chairman of the BoD, Studenac d.o.o., since 2016

Above mentioned activities are considered as significant.

7.4.3 SUPERVISORY BOARD

The Supervisory Board is responsible for supervising the conduct of and providing advice to the Board of Directors and for supervising the Company's business generally. In performing its duties, the Supervisory Board is required to take into account the interests of the Company's business. Status, powers, composition, decision-making and other basic rights and obligations as well as rules of procedure are included in Art. 16 of the Articles of Association of the Company. The members of the Supervisory Board are not authorised to represent the Company in dealings with third parties, unless they are explicitly appointed by the Supervisory Board to represent the Company in courts and other authorities' proceedings against a member of the Board of Directors of the Company. The members of the Supervisory Board are elected by the General Meeting.

A member of the Supervisory Board is appointed for a period of five years. A member of the Supervisory Board may be reappointed. The General Meeting may elect alternate member/s for filling free posts of members of the Supervisory Board according to the predefined order. If the alternate members are not elected, the Supervisory Board, in which the number of members elected by the General Meeting has not decreased by more than one half, may appoint substitute member until the next General Meeting. The term of office of a substitute member of the Supervisory Board shall not be applied towards the term of office of a member of the Supervisory Board.

The Supervisory Board consists of four members. The Supervisory Board shall appoint a chairperson from amongst its members. The General Meeting may at any time suspend or dismiss Supervisory Board members.

The Supervisory Board constitutes a quorum if a majority of its members is present or otherwise takes part in a meeting. It takes a decision by a majority of votes of the present or otherwise participating members. In case of a tie the vote of the chairman decides.

The Supervisory Board holds at least one meeting every calendar quarter. The Supervisory Board may also take decisions per rollam.

MEMBERS OF THE SUPERVISORY BOARD

As at the date of the Report, the Supervisory Board is composed of four members. The table below sets forth the names, positions, election date, and terms of office of the current members of the Supervisory Board:

Members of the Supervisory Board	Position	Appointment date	Expiration of the office term
René Sommer	Chairman of the Supervisory Board	17 June 2015	17 June 2020
Moshe Cohen-Nehemia	Member of the Supervisory Board	15 September 2015	15 September 2020
Petr Pravda	Member of the Supervisory Board	17 June 2015	17 June 2020
Tomáš Jendřejek	Member of the Supervisory Board	30 November 2018	30 November 2023

A brief description of the qualifications and professional experience of the members of the Supervisory Board is presented below.

RENÉ SOMMER

René Sommer is the Chairman of the Supervisory Board of the Company. In 1992, Mr. Sommer started to cooperate with SP VRACHOS, which was taken over by SANTA NÁPOJE, the predecessor of the Kofola Group. Mr. Sommer held many different positions in the Group's structures in financial, HR and legal departments. He also held the position of CEO in Kofola a.s. (CZ). Prior to joining the Kofola Group, he worked, among others, as the Project Manager of Production for ČKD Polovodiče Praha, a.s. (until 1990) and ran his own grocery chain (starting from 1990).

MOSHE COHEN-NEHEMIA

Moshe Cohen-Nehemia is a member of the Supervisory Board of the Company. He graduated from the Faculty of Economics at the Open University in Israel in 1995 and completed an MBA program at Ben Gurion University in 2000. Mr. Cohen-Nehemia joined the Kofola Group in 2014 as a member of the Supervisory Board of KOFOLA S.A. (PL). Mr. Cohen-Nehemia gained professional experience in the beverages industry at Jafora Tabori (Israel) (1997-2004), RC Cola International (USA) (from 2005), being responsible, among others, for strategic marketing, cooperation with strategic partners, and managing business development projects on foreign markets.

PETR PRAVDA

Petr Pravda is a member of the Supervisory Board of the Company. He graduated from the Charles University in Prague in biophysics in 1985. He started cooperation with the Kofola Group in 2000 when he became a quality manager at SANTA NÁPOJE. He was promoted to the positon of Director of Research and Development, Quality Control Department in Kofola CS. Prior to joining the Kofola Group, he worked in laboratories of the agriculture industry and at a regional hygienic authority where he became chief of laboratories analysing food, water, soils, etc.

TOMÁŠ JENDŘEJEK

Tomáš Jendřejek is a member of the Supervisory Board of the Company. He received secondary education and gained a CIMA certificate from the Czech Institute of Marketing in 2010. He established his relationship with Kofola in 1994 as a Sales representative and after several promotions he became the Sales Director in 2002. Since 2006, he has been responsible for procurement of the Group. Before joining the Group, he had worked for eight years in the plant producing the tannery industry machines.

DIRECTORSHIPS OF THE MEMBERS OF THE SUPERVISORY BOARD

The following table sets forth the past and current directorships held by the current members of the Supervisory Board in the past five years:

Directorships of the Supervisory Board members	Current and former directorships
René Sommer	Chairman of the SB, Kofola ČeskoSlovensko a.s., since 2015 Chairman of the SB, KOFOLA S.A. (PL), 2011-2016 Chairman of the SB, AETOS a.s., since 2017 Statutory representative, Palác Silesia s.r.o., since 2016 Chairman of the SB, REMA AOS, a.s., since 2015 SB Member, Kofola a.s. (CZ), since 2019 Chairman of the SB, Okresní hospodářská komora Bruntál, 2015-2018 Shareholder, Afton s.r.o., since 2006
Moshe Cohen-Nehemia	SB Member, Kofola ČeskoSlovensko a.s., since 2015 SB Member, KOFOLA S.A. (PL), 2014-2016 VP for Business Development & Marketing, RC Cola International, 2010-2017 Managing director, RC Cola International, 2017-2019 CEO, Beverage Partners International, since 2019
Tomáš Jendřejek	SB Member, Kofola ČeskoSlovensko a.s., since 2018 SB Member, Kofola a.s. (CZ), since 2015 SB Member, RADENSKA d.o.o. (SI), 2015-2016 BoD Member, KOFOLA S.A. (PL), 2008-2016 Statutory representative, UGO trade s.r.o., since 2018 Statutory representative, SANTA-TRANS s.r.o., since 2013 Member of the BoD, Kofola CS a.s., 2011-2016 Member of the BoD, Kofola ČeskoSlovensko a.s., 2015-2018 SB Member, AETOS a.s., since 2017 BoD Member, Kofola a.s. (SK), since 2018 Shareholder, Afton s.r.o., since 2006
Petr Pravda	SB Member, Kofola ČeskoSlovensko a.s., since 2015 SB Member, KOFOLA S.A. (PL), 2015-2016 SB member, Kofola CS a.s., 2006-2015 Chairman of the SB, Kofola CS a.s., 2015-2016 Chairman of the SB, Kofola a.s. (CZ), since 2006 SB member, Kofola a.s. (SK), since 2014 Chairman, SK REAL OPAVA, z.s., since 2019

Above mentioned activities are considered as significant.

7.4.4 AUDIT COMMITTEE

Competences of the Audit Committee are laid down by the law. The Audit Committee assists the Supervisory Board in supervising the activities of the Board of Directors with respect to:

- recommending to the Supervisory Board the selection of an auditor of the financial statements of the Company and of the Group companies, and of the consolidated financial statements for the previous financial year,
- monitoring the audit of the Company's financial statements and the consolidated financial statements for the previous financial year; becoming familiar with the details of the results of these audits at their various stages,
- presenting to the Board of Directors its findings and recommendations relating to the audit and evaluation of the financial statements and consolidated financial statements for the previous financial year, as well as the Board of Director's proposed distribution of profit or coverage of loss,
- presenting to the Board of Directors its findings and recommendations on granting a discharge to the member of the Board of Directors in charge of the economic and finance department for the duties he/she performed,
- performing other tasks determined by the Board of Directors depending on the needs arising from the Company's current situation,
- submitting to the Board of Directors annual reports on the Audit Committee's operations, and
- other matters as specified in Article 41 of Directive No. 2006/43/EC passed by the European Parliament on 17 May 2006.

The members of the Audit Committee are elected by the General Meeting from among the whole Group or third parties.

MEMBERS OF THE AUDIT COMMITTEE

As at the date of the Report, the Audit Committee is composed of three members. The table below sets forth the names, positions, election date, and terms of office of the current members of the Audit Committee:

Members of the Audit Committee	Position	Appointment date	Expiration of the office term
Petr Šobotník	Chairman of the Audit Committee	21 June 2017	21 June 2022
Zuzana Prokopcová	Member of the Audit Committee	30 November 2018	30 November 2023
Lenka Frostová	Member of the Audit Committee	30 November 2018	30 November 2023

A brief description of the qualifications and professional experience of the members of the Audit Committee is presented below.

PETR ŠOBOTNÍK

Petr Šobotník is the Chairman of the Audit Committee. He has more than 20 years experience in audit profession, in 1995-2010 he was an audit Partner in Coopers & Lybrand and PricewaterhouseCoopers. Up to his early retirement from PwC in 2010, he functioned in various performing positions focusing mainly on local market development. Petr Šobotník also served as the President of the Chamber of Auditors of the Czech Republic in years 2007-2014, from 2014-2016 he was a member of the Supervisory Board of the Chamber of Auditors of the Czech Republic.

ZUZANA PROKOPCOVÁ

Zuzana Prokopcová is a member of the Audit Committee. Zuzana Prokopcová graduated from the University of Economics in Prague, Faculty of finance and accounting. She has experience as an auditor in international advisory company and in the management of large companies. Zuzana began her professional career at the international consulting company PricewaterhouseCoopers (PwC) in 1998, where she served as an auditor, focusing mainly on financial institutions. Subsequently, she held the same position for one year in Russia and for two and half years in Kazakhstan, again within the framework of her work at PwC. For 2014-2016, she was the Vice-Chairman of the Board of Directors and CFO of Czech Aeroholding, the leading company in the field of air transport in the Czech Republic, where she was responsible for treasury, accounting, tax, controlling, internal audit and risk management areas. In years 2017 and 2018, she worked as a COO in Moore Stephens s.r.o. Zuzana is a Certified member of the Association of Chartered Certified Accountants.

LENKA FROSTOVÁ

Lenka Frostová is a member of the Audit Committee. Lenka Frostová graduated from the Technical University of Ostrava with a specialisation in management. She became a member of the Association of Chartered Certified Accountants in 2000. She joined the Kofola Group in 2016 as Group reporting manager, and in 2018 she assumed the role of Financial manager. Previous to joining the Kofola Group, she was an audit supervisor at Ernst & Young Audit, s.r.o. (1996-2005) and later joined OKD, a.s. as an IFRS specialist, before becoming Accounting manager (2005-2016).

DIRECTORSHIPS OF THE MEMBERS OF THE AUDIT COMMITTEE

The following table sets forth the past and current directorships held by the current members of the Audit Committee in the past five years:

Directorships of the Audit Committee members	Current and former directorships
Petr Šobotník	Chairman of the AC, Kofola ČeskoSlovensko a.s., since 2017 Chairman of the AC, Severomoravské vodovody a kanalizace Ostrava a.s., since 2017 Chairman of the AC, ČEPRO, a.s., since 2016 Chairman of the AC, Letiště Praha, a.s., since 2014 Chairman of the AC, Československá obchodní banka, a.s., since 2016 Member of the SB, Československá obchodní banka, a.s., 2017-2018 Executive Director and Shareholder, Šobotník & Partners, s.r.o., since 2010 Member of the SB, Letiště Praha, a. s., since 2017 Member of the SB, Nadační fond Českého rozhlasu, 2014-2017 Chairman of the AC, Českomoravská stavební spořitelna, a.s., since 2019 Member of the AC, ČSOB Penzijní společnost, a. s., člen skupiny ČSOB, since 2016
Zuzana Prokopcová	AC member, Kofola ČeskoSlovensko a.s., since 2018 AC member, MONETA Money Bank, a.s., since 2017 Chairman of the SB, Sky Venture a.s., 2014-2016 Chairman of the SB, Czech Airlines Technics, a.s., 2014-2016 Vice-Chair of the BoD, Český Aeroholding, a.s., 2014-2016 Chairman of the SB, B. aircraft, a.s., 2014-2016 Chairman of the SB, Czech Airlines Handling, a.s., 2014-2016 Chairman of the SB, Whitelines Industries a.s., 2014-2016 Chairman of the SB, Realitní developerská, a.s., 2014-2016
Lenka Frostová	AC Member, Kofola ČeskoSlovensko a.s., since 2018

Above mentioned activities are considered as significant.

7.4.5 PERSONS WITH EXECUTIVE AUTHORITY

DEFINITION

The Company regards as persons with executive authority those persons that are either:

- a member of the Board of Directors of the Company, or
- a member of the Supervisory Board of the Company, or
- a member of the Audit Committee of the Company, or
- a participant of the Group Share Option plan, or
- other top management members who both make decisions within the Company or Group that can affect future development and strategy of the Company and the Group and who have an access to inside information.

IDENTIFICATION

The following persons qualified as persons with executive authority:

MEMBERS OF THE BOARD OF DIRECTORS

- Janis Samaras
- Daniel Buryš
- René Musila
- Pavel Jakubík
- Jiří Vlasák
- Marian Šefčovič

MEMBERS OF THE SUPERVISORY BOARD

- René Sommer
- Tomáš Jendřejek
- Petr Pravda
- Moshe Cohen-Nehemia

MEMBERS OF THE AUDIT COMMITTEE

- Petr Šobotník
- Zuzana Prokopcová
- Lenka Frostová

OTHER PERSONS WITH THE EXECUTIVE AUTHORITY

KAREL HRBEK

Karel Hrbek was a marketing director responsible for Group activities in Czech and Slovak region till October 2019. He is a marketing director in LEROS since November 2019. He is also a member of the Board of Directors of the Kofola a.s. (CZ) and Kofola a.s. (SK).

MARTIN PISKLÁK

Martin Pisklák is a financial director in Company’s subsidiaries RADENSKA and Studenac.

LUBOMÍR SURÍK

Lubomír Surík is an operation director in Company’s subsidiaries RADENSKA and Studenac.

JURE ZRILIC

Jure Zrilic is a sales director in Company’s subsidiaries RADENSKA and Studenac.

RENÉ NOVOTNÝ

René Novotný is a CEO of SANTA-TRANS s.r.o.

No person with managerial responsibilities has been convicted of crime or fraud in the past five years, they were not connected with any proceedings of bankruptcy or liquidation, nor were they involved in any public accusation from official authorities. No person with managerial responsibilities was rendered incapable of acting as a member of management or supervisory bodies of any company in the past five years.

No person with managerial responsibilities is in the conflict of powers with the Group activities.

REMUNERATION PRINCIPLES

The persons with executive authority, aside from regular salaries that are based on individual employment contracts, receive variable compensation based on the Group´s results. Remuneration for explicit work in the Board of Directors and Supervisory Board, as well as in Audit Committee is paid only to Non-executive members. The remuneration level is given by the General Meeting resolution. No members of the administrative, management or supervisory body of the Company or any of its subsidiaries have any service contracts with the Company or the respective Company’s subsidiary which would provide benefits upon termination of the member’s services with the Company or the respective Company’s subsidiary.

All members of administrative, management and supervisory bodies of the Company and of its subsidiaries work for the Company or the respective subsidiary on the basis of standard employment contracts and the relationship between these members and the Company or the respective Company’s subsidiary is governed by the local employment law. Accordingly, all members of the administrative, management and supervisory bodies of the Company work on the basis of an individual employment contract governed by the Czech law.

The remuneration of persons with executive authority consists of a fixed and a variable component related to each particular position and the management level. Remuneration is paid in the form of salaries for work performed under employment contracts. The level of salaries is based on qualified benchmarking studies on manager´s remuneration in the Czech Republic and reflects both managerial and professional potential as well as competencies. The variable component amounts 0 – 100% of the basic monthly salaries and is paid yearly in relation to the level of planned EBITDA performance. The payment execution is not a subject of any further approval of the Board of Directors, until the variable component amount exceeds the limit stated in the Article of Association.

In addition to financial income, persons with executive authority are entitled to an income in kind, which includes:

1. right to use a business car for private purposes;
2. accommodation costs, eventual costs associated with relocation;
3. air ticket expenditures according to internal regulation;
4. fuel consumption for private purposes.

This income in kind is adjusted by the internal regulation and depends on the level of managerial position.

The remuneration system is approved by the Board of Directors. The variable component related to planned EBITDA is amended individually for each year by the Board of Directors as well.

The Company has not entered into any work or other agreement with a person with executive authority that would grant such person any special entitlements (e.g. severance payment), except for the ones granted by the legal provisions. According to the Czech law, an employee is entitled to a severance payment upon termination of his/her employment (by agreement or notice) only if:

1. the employer or a portion of the employer's organization is dissolved or relocated, or
2. the employee becomes redundant because of a decision by the employer or the respective body to change the employer's tasks or technical set-up, to reduce the number of employees for the purpose of raising work productivity, or to make other organizational changes. If one of the above conditions is met, the employee should receive from the employer a severance payment based on his/her years of service as set out in the table below:

Duration of employment relationship	Amount of severance payment
less than 1 year	at least 1 multiple of the employee's average monthly earnings
at least 1 year but less than 2 years	at least 2 multiples of the employee's average monthly earnings
at least 2 years	at least 3 multiples of the employee's average monthly earnings

If the reason for employment termination (by agreement or notice) is a work-related injury, work-related sickness or threat of work-related sickness, the employee is then entitled to receive from the employer a severance payment in the amount of at least 12 multiples of the employee's average monthly earnings.

With respect to the members of the Board of Directors and the Supervisory Board the Group transfers mandatory social security contributions being part of the national pension systems in the countries where the Group is obliged to make such contributions. No other amounts are set aside to provide pension or retirement benefits to the members of the Board of Directors and the Supervisory Board.

REMUNERATION SUMMARY

Presented below is the structure of the remuneration paid out to persons with executive authority in 2019. All costs were paid by the Company, except for the remuneration of Other key management personnel which was paid by other Group entities.

Remuneration of the Group´s key management personnel	compensation	Members of the Company´s Board of Directors CZK´000	Members of the Company´s Supervisory Board CZK´000	Members of the Company´s Audit Committee CZK´000	Other key management personnel of the Group CZK´000	Total CZK´000
Amounts paid for activities in the Company´s Board of Directors	Financial	20,629	-	-	-	**20,629**
	Non-financial	942	-	-	-	**942**
Amounts paid for activities in the Company´s Supervisory Board	Financial	-	1,200	-	-	**1,200**
	Non-financial	-	235	-	-	**235**
Amounts paid for activities in the Company´s Audit Committee	Financial	-	-	288	-	**288**
	Non-financial	-	-	-	-	**-**
Amounts paid for other activities within the Group	Financial	5,240	7,294	1,278	13,238	**27,050**
	Non-financial	-	360	57	202	**619**
Total expense from equity settled transactions (Option scheme)	A 7.2 (k)	13,827	1,717	-	6,667	**22,211**
Cumulated expense from equity settled transactions	A 7.2 (k)	19,403	2,480	-	9,463	**31,346**
Cumulated number of Pair shares granted on 31.12.2019 [pcs.]	A 7.2 (k)	44,590	5,595	-	21,322	**71,507**

7.5. DESCRIPTION OF DIVERSITY POLICY APPLIED TO GOVERNANCE BODIES

Due to the fact that there is no binding diversity policy regime in the Czech Republic, which the Company has to comply with, the Company, as at the date of the annual report, did not commit to comply with any specific diversity policy.

Regardless of age, gender or other indicators the Company places main emphasis on search and appointment of the most suitable candidates into the governance bodies of the Company (Board of Directors, Supervisory Board or Audit Committee) taking account on their background, experience and qualification for performance of the position of a member of the relevant governance body of the Company. The Company also assess candidates´ knowledge in the business field of the Company or nature of activities of the relevant body.

All the persons suitable for the positions in the governance bodies of the Company are chosen in a non-discriminatory manner.

7.6. FINANCIAL REPORTING PROCESS

Entities in the Kofola Group keep their accounting primarily in accordance with the local accounting standards. The Group companies maintain a parallel general ledger according to International Financial Reporting Standards as adopted by the European Union (IFRS) for consolidation purposes, as well as for the Group management who periodically evaluates IFRS results.

Individual Group companies are reporting their statutory annual financial results according to local accounting standards, except for Kofola ČeskoSlovensko a.s. (as the issuer of publicly traded instruments), that reports separate results annually and consolidated results quarterly and annually based on IFRS.

The Group maintains the Group Accounting Manual that complies with IFRS that contains general principles to prepare the consolidation packages and consolidated financial statements. All the Group entities follow the Group Accounting Manual and as such the Group accounting policies are unified.

The accounting is partly carried out at individual entities and partly is centralised. The shared service is maintained by Kofola ČeskoSlovensko a.s. in Ostrava.

The accounting is processed in enterprise information system SAP that is implemented in all major Group companies. The Company and the Group follow the internal guidelines and internal directives with respect to e.g. the circulation of accounting documents, approval processes or orders.

The approval procedures are specified in internal guidelines that specify the transaction limits that particular employees can approve. The Group has implemented a three-way match policy to pair order, receipt note (or other confirmation of transaction) and the invoice. The payments are made only if approved by a specified employee, the treasury function is personally separated from accounting function.

The information system access rights are granted after approval by persons specified in internal guidelines only to authorised employees and only to limited parts of the system valid for the employee´s job specification.

The accounting is under an oversight of controlling department that is separated from accounting department both personally and in terms of organization structure. Also, the Group has established an internal processes review function in order to assess and improve the design, implementation and operating effectiveness of the internal controls and processes. The accounting is also subject to external audit, both on individual and on consolidated basis, with the Audit Committee overseeing the audit process and findings.

8. REPORT ON RELATIONS

REPORT ON RELATIONS BETWEEN THE CONTROLLING ENTITY AND THE CONTROLLED ENTITY AND BETWEEN THE CONTROLLED ENTITY AND ENTITIES CONTROLLED BY THE SAME CONTROLLING ENTITY FOR THE ACCOUNTING PERIOD OF 2019

Pursuant to Section 82 of Act No. 90/2012 Coll., on business corporations, the Board of Directors of Kofola ČeskoSlovensko a.s., with its registered office at Nad Porubkou 2278/31a, Poruba, 708 00 Ostrava, Czech Republic, identification number 24261980, in the Commercial Register kept by the Regional Court in Ostrava, section B, Insert No. 10735 („Controlled entity“ or „Company“) has prepared the following Report on relations between the controlling entity and the controlled entity and between the controlled entity and entities controlled by the same controlling entity for the accounting period of twelve months ended 31 December 2019 („Indicated period“).

8.1. STRUCTURE OF RELATIONS BETWEEN RELATED PARTIES AND THE DESCRIPTION OF THE ENTITIES

Based on the information known to the Board of Directors of the Company acting with due care, the Company was for the whole Indicated period part of the group controlled by AETOS a.s. („Group“). Data about the entities that were part of the Group are valid as of 31 December 2019, based on the information known to the Board of Directors acting with due care.

8.1.1 INFORMATION ABOUT THE GROUP ENTITES

CONTROLLED ENTITY

KOFOLA ČESKOSLOVENSKO A.S.

Identification number: 24261980
Registered office: Nad Porubkou 2278/31a, 708 00 Ostrava, Czech Republic

CONTROLLING ENTITY

AETOS A.S.

Identification number: 06167446
Registered office: Nad Porubkou 2278/31a, 708 00 Ostrava, Czech Republic

OTHER ENTITIES CONTROLLED BY CONTROLLING ENTITY

KOFOLA A.S.

Identification number: 27767680
Registered office: Za Drahou 165/1, Pod Bezručovým vrchem, 794 01 Krnov, Czech Republic

KOFOLA A.S.

Identification number: 36319198
Registered office: súp. č. 1, 013 15 Rajecká Lesná, Slovakia

UGO TRADE S.R.O.

Identification number: 27772659
Registered office: Za Drahou 165/1, Pod Bezručovým vrchem, 794 01 Krnov, Czech Republic

SANTA-TRANS S.R.O.

Identification number: 25377949
Registered office: Ve Vrbině 592/1, 794 01 Krnov - Pod Cvilínem, Czech Republic

RADENSKA D.O.O.

Identification number: 5056152
Registered office: Boračeva 37, 9502 Radenci, Slovenia

RADENSKA D.O.O.

Identification number: 27005250232
Registered office: Andrije Hebranga 30, Zagreb, Croatia

ALOFOK LTD

Registered office: 6, Karaiskaki Street, City House, 3032 Limassol, Cyprus

STUDENAC D.O.O.

Identification number: 42128028
Registered office: Matije Gupca 120, 34551 Lipik, Croatia

PREMIUM ROSA SP. Z O.O.

Identification number: 0000295231
Registered office: ul. Św. Andrzeja Boboli 20, 05-504 Złotokłos, Poland

LEROS, S.R.O.

Identification number: 61465810
Registered office: U Národní galerie 470, 156 00 Praha 5, Czech Republic

LEROS SLOVAKIA, S.R.O.

Identification number: 36230561
Registered office: súp. č. 1, 013 15 Rajecká Lesná, Slovakia

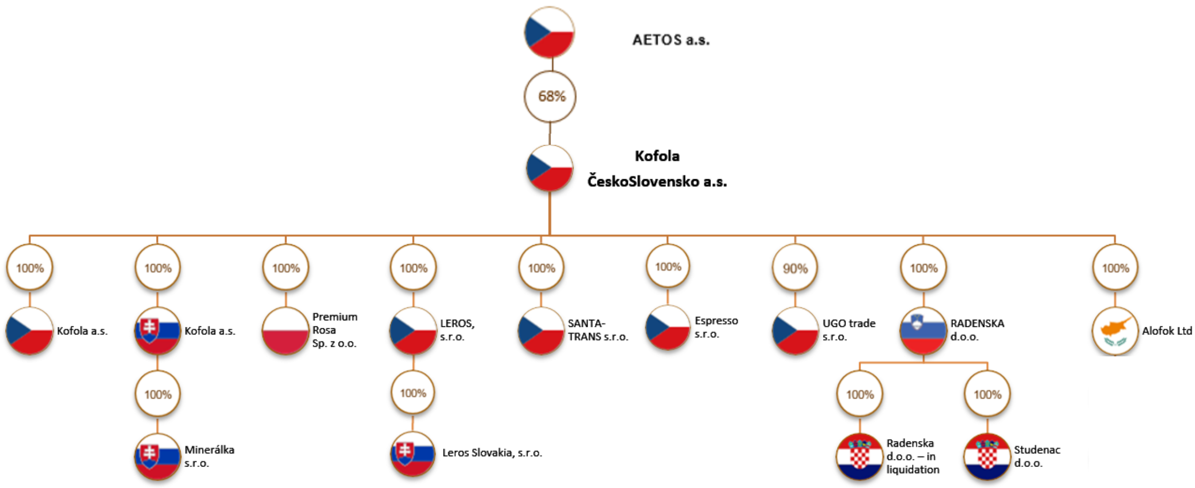
MINERÁLKA S.R.O.

Identification number: 50482521
Registered office: súp. č. 1, 013 15 Rajecká Lesná, Slovakia

ESPRESSO S.R.O.

Part of the Group since 9 July 2019
Identification number: 26690926
Registered office: U Národní galerie 470, 156 00 Praha 5, Czech Republic

8.2. STRUCTURE OF RELATIONS AND OWNERSHIP INTERESTS BETWEEN RELATED ENTITIES AS AT 31 DECEMBER 2019



8.3. ROLE OF THE CONTROLLED ENTITY IN THE ORGANISATIONAL STRUCTURE

The Company became part of the Group in 2015. The Company is the parent company of the Kofola Group. The main assets of the Company are the direct and indirect shareholdings in the Group companies. Company also provides certain services for the other companies in Kofola Group. This comprises, in particular, the provision of:

- strategic services, including: cooperation in the preparation of business, marketing, production, investment and financing plans, management of subsidiaries, including their financing;
- services related to products (quality department), including: central product development, innovation process management, costing and pricing, production and logistics planning, quality control;
- shared services, including: controlling and reporting, IT services, legal services, central purchasing department, back office services, supply chain, call centre, internal audit;
- licenses and trademarks: Kofola ČeskoSlovensko a.s. owns most licenses, trademarks for branded beverages and similar copyrights for the products distributed on the CzechoSlovak market, for which the other Group companies pay royalties.

The Company is listed at Prague Stock Exchange. A delisting from the Warsaw Stock Exchange took place in June 2017.

8.4. METHOD AND MEANS OF CONTROL

With the implementation of the new Articles of Association of the Company dated 15 September 2015 as amended on 30 May 2016 and 30 September 2018, the control of the Company is exercised above all through decision taken by the General Meeting of the Company, especially through appointment and removal of members of the Supervisory Board which is according to the Articles of Association of the Company entitled to appoint and remove members of the Board of Directors of the Company.

8.5. LIST OF ACTS WITH VALUE EXCEEDING 10% OF EQUITY OF CONTROLLED ENTITY

Equity value of the Company as of 31 December 2019 was CZK 1,644,691 thousand.

The Company received a dividend income from Kofola a.s. (SK) of CZK 192,634 thousand.

The Company received a dividend income from Kofola a.s. (CZ) of CZK 244,836 thousand.

8.6. LIST OF MUTUAL CONTRACTS BETWEEN CONTROLLED ENTITY AND CONTROLLING ENTITY OR BETWEEN CONTROLLED ENTITIES

In the indicated period, the following contracts were concluded between controlled entity and controlling entity or between controlled entities:

- car rental agreement concluded between Kofola a.s. (CZ) and Kofola ČeskoSlovensko a.s. on 1.11.2019 (2x),
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (CZ) on 18.10.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (CZ) on 1.10.2019,
- loan agreement concluded between Kofola ČeskoSlovensko a.s. and UGO trade s.r.o. on 23.9.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and LEROS, s.r.o. on 12.9.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (CZ) on 10.9.2019,
- car rental agreement concluded between Kofola a.s. (CZ) and Kofola ČeskoSlovensko a.s. on 1.9.2019 (2x),
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (CZ) on 1.9.2019 (3x),
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 1.9.2019 (2x),
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (CZ) on 8.8.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 5.8.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (CZ) on 1.8.2019 (2x),
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 22.7.2019,
- loan agreement concluded between Kofola ČeskoSlovensko a.s. and Espresso s.r.o. on 8.7.2019, as amended on 10.7.2019,
- car rental agreement concluded between Kofola a.s. (CZ) and Kofola ČeskoSlovensko a.s. on 1.7.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (CZ) on 1.7.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 1.7.2019 (2x),
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and UGO trade s.r.o. on 1.7.2019 (2x),
- loan agreement concluded between Kofola ČeskoSlovensko a.s. and AETOS a.s. on 18.6.2019,
- car rental agreement concluded between Kofola a.s. (CZ) and Kofola ČeskoSlovensko a.s. on 3.6.2019 (2x),
- car rental agreement concluded between Kofola a.s. (CZ) and Kofola ČeskoSlovensko a.s. on 1.6.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and UGO trade s.r.o. on 1.6.2019,
- car rental agreement concluded between Kofola a.s. (CZ) and Kofola ČeskoSlovensko a.s. on 21.5.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (CZ) on 2.5.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 30.4.2019 (2x),
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and UGO trade s.r.o. on 30.4.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 26.4.2019,

- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 18.4.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and LEROS, s.r.o. on 18.4.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and UGO trade s.r.o. on 18.4.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 15.4.2019 (2x),
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and UGO trade s.r.o. organizačná zložka on 15.4.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (CZ) on 4.4.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (CZ) on 1.4.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 1.4.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and LEROS, s.r.o. on 1.4.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and UGO trade s.r.o. on 1.4.2019 (2x),
- loan agreement concluded between Kofola ČeskoSlovensko a.s. and Premium Rosa Sp. z o.o. on 4.3.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and LEROS, s.r.o. on 24.1.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (CZ) on 8.1.2019,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (CZ) on 1.1.2019,
- loan agreement concluded between Kofola ČeskoSlovensko a.s. and Premium Rosa Sp. z o.o. on 9.8.2018, as amended on 22.10.2018 and 1.1.2019,
- loan agreement concluded between Kofola ČeskoSlovensko a.s. and LEROS, s.r.o. on 25.5.2018, as amended on 22.7.2019,
- loan agreement concluded between Kofola ČeskoSlovensko a.s. and LEROS, s.r.o. on 4.5.2018, as amended on 28.10.2018 and 1.1.2019,
- loan agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 29.1.2018, as amended on 1.1.2019,
- loan agreement concluded between Kofola ČeskoSlovensko a.s. and SANTA-TRANS s.r.o. on 28.12.2017, as amended on 1.1.2019 (2x),
- loan agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 27.11.2017, as amended on 1.1.2019,
- loan agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (CZ) on 19.9.2017, as amended on 1.1.2019 (2x),
- loan agreement concluded between Kofola ČeskoSlovensko a.s. and RADENSKA d.o.o. on 1.3.2017, as amended on 7.4.2017,16.5.2017,2.8.2017,31.12.2017 and 1.1.2019,
- accounting, financial, administrative and management services agreement concluded between Kofola ČeskoSlovensko a.s. and AETOS a.s. on 2.1.2019.

PROVIDED GUARANTEES:

Entity receiving guarantees	Currency	Guarantee amount FCY´000	Guarantee amount CZK´000	Guarantee period	Guarantees provided for	Relationship
City-Arena PLUS a.s.	EUR	7	178	8/2020	UGO trade s.r.o.	subsidiary
PORSCHE LEASING	EUR	600	15,246	Lease terms	Studenac d.o.o.	subsidiary
KRONES AG	EUR	323	8,195	2/2020	Studenac d.o.o.	subsidiary

8. REPORT ON RELATIONS

The following contracts concluded between controlled entity and controlling entity or between controlled entities were effective in the indicated period:

- licence agreement concluded between Kofola Holding a.s. (predecessor of Kofola CS a.s.) and Kofola a.s. (CZ) on 1.11.2006,
- licence agreement concluded between Kofola Holding a.s. (predecessor of Kofola CS a.s.) and Kofola a.s. (SK) on 1.11.2006,
- service agency agreement concluded between Kofola Holding a.s. (predecessor of Kofola CS a.s.) and Kofola a.s. (CZ) on 1.11.2006,
- service agency agreement concluded between Kofola Holding a.s. (predecessor of Kofola CS a.s.) and Kofola a.s. (SK) on 1.11.2006,
- licence agreement concluded between Kofola Holding a.s. (predecessor of Kofola CS a.s.) and Hoop Polska Sp. z o.o. on 1.9.2008,
- service agreement concluded between Kofola Holding a.s. (predecessor of Kofola CS a.s.) and Hoop Polska Sp. z o.o. on 16.11.2009,
- licence agreement concluded between PINELLI spol. s r.o. (successor of PINELLI spol. s r.o. after merger is Kofola ČeskoSlovensko a.s.) and Kofola a.s. (CZ) on 16.5.2011,
- service agreement concluded between Kofola CS a.s. and Kofola a.s. (SK) on 20.1.2012,
- car rental agreement concluded between Kofola CS a.s. and Kofola a.s. (SK) on 23.6.2014,
- car rental agreement concluded between Kofola CS a.s. and Kofola a.s. (SK) on 23.5.2014 (2x),
- car rental agreement concluded between Kofola CS a.s. and Kofola a.s. (SK) on 1.5.2014,
- car rental agreement concluded between Kofola CS a.s. and Kofola a.s. (SK) on 25.2.2014,
- master inter-group service agreement concluded between Kofola CS a.s. and Radenska d.d. Radenci (original company name of RADENSKA d.o.o.) on 18.3.2015, as amended on 31.3.2015,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 8.11.2016,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 1.11.2016,
- car rental agreement concluded between Kofola CS a.s. and UGO trade s.r.o. on 1.11.2016,
- car rental agreement concluded between UGO trade s.r.o. and Kofola ČeskoSlovensko a.s. on 1.11.2016,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 14.9.2016,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 11.7.2016,
- car rental agreement concluded between Kofola CS a.s. and UGO trade s.r.o. on 1.2.2016,
- management services agreement concluded between Kofola CS a.s. and Radenska d.d. Radenci (original company name of RADENSKA d.o.o.) on 1.1.2016,
- loan agreement concluded between Kofola ČeskoSlovensko a.s. and Hoop Polska Sp. z o.o. on 28.11.2017,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (CZ) on 1.11.2017 (3x),
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and UGO trade s.r.o. on 1.11.2017,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and UGO trade s.r.o. on 12.10.2017,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (CZ) on 1.10.2017,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (CZ) on 5.9.2017,
- loan agreement concluded between Kofola ČeskoSlovensko a.s. and Premium Rosa Sp. z o.o. on 10.7.2017, as amended on 17.7.2017,
- mandate agreement for marketing services concluded between Kofola ČeskoSlovensko a.s. and Hoop Polska Sp. z o.o. on 3.6.2017,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (CZ) on 1.6.2017 (2x),

- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (CZ) on 25.5.2017 (4x),
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and UGO trade s.r.o. on 20.5.2017,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 2.5.2017,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 3.4.2017,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 1.3.2017,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and UGO trade s.r.o. on 1.3.2017,
- agreement on the temporary assignment concluded between Kofola ČeskoSlovensko a.s. and Hoop Polska Sp. z o.o. on 1.2.2017,
- agreement on the temporary assignment concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 1.2.2017,
- agreement on the temporary assignment concluded between Kofola ČeskoSlovensko a.s. and RADENSKA d.o.o. on 1.2.2017,
- agreement on the temporary assignment concluded between Kofola ČeskoSlovensko a.s. and Studenac d.o.o. on 1.2.2017,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Hoop Polska Sp. z o.o. on 1.1.2017,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and RADENSKA d.o.o. on 5.12.2018 (2x),
- service agreement (controlling, financial, purchasing activities) concluded between Kofola ČeskoSlovensko a.s. and SANTA-TRANS s.r.o. on 1.12.2018,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and UGO trade s.r.o. on 1.11.2018,
- loan agreement concluded between Kofola ČeskoSlovensko a.s. and Hoop Polska Sp. z o.o. on 11.10.2018.
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and LEROS, s.r.o. on 1.9.2018,
- car rental agreement concluded between Kofola a.s. (CZ) and Kofola ČeskoSlovensko a.s. on 1.7.2018 (2x),
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and UGO trade s.r.o. on 1.6.2018,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and LEROS, s.r.o. on 1.5.2018,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 12.4.2018,
- car rental agreement concluded between Kofola a.s. (CZ) and Kofola ČeskoSlovensko a.s. on 1.4.2018,
- car rental agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 13.3.2018,
- accounting services agreement concluded between Kofola ČeskoSlovensko a.s. and Kofola a.s. (SK) on 2.1.2018,
- accounting services agreement concluded between Kofola ČeskoSlovensko a.s. and UGO trade s.r.o. on 2.1.2018.

All described contractual relationships between the Company and controlling entity or controlled entities were established under standard contractual terms and conditions when the agreed and provided performance or consideration corresponded to the conditions of a standard business relation. Some transactions were realized based on oral agreements.

8.7. ASSESSMENT OF WHETHER THE CONTROLLED ENTITY SUFFERED A LOSS AND OF ITS SETTLEMENT

The Company has not suffered loss from contracts and agreements concluded in the Indicated period between the Company and other Group companies, or from other acts and measures that were concluded by the Company in the Indicated period based on instruction or in the interest of other Group entities.

8.8. ASSESSMENT OF ADVANTAGES AND DISADVANTAGES ARISING FROM RELATIONS BETWEEN RELATED ENTITIES

Controlled entity has advantages from relations with Group entities coming mainly from synergies from optimisation of processes and costs throughout the Group and from possibility to exploit access to financial, knowledge and technical potential of individual entities.

Controlled entity has no disadvantages from relations with Group entities.

The Company is not exposed to any specific risk from relations with Group entities except those arising from standard participation in international business group.

In Ostrava, on 25 March 2020

René Musila
Vice-Chair of the Board of Directors

Pavel Jakubík
Member of the Board of Directors

9. STATUTORY DECLARATION

STATUTORY DECLARATION OF PERSONS RESPONSIBLE FOR THE ANNUAL REPORT OF KOFOLA ČESKOSLOVENSKO A.S.

To the best of our knowledge, the consolidated annual report of Kofola ČeskoSlovensko a.s. gives a true and fair view of the financial position, business activities and financial performance of Kofola ČeskoSlovensko a.s. and its Group for the year 2019 and of the outlook for future development of the financial position, business activities and financial performance.

SIGNATURES OF THE COMPANY'S REPRESENTATIVES

25.3.2020	**Janis Samaras**	**Chairman of the Board of Directors**	
date	*name and surname*	*position/role*	*signature*
25.3.2020	**René Musila**	**Vice-Chair of the Board of Directors**	
date	*name and surname*	*position/role*	*signature*
25.3.2020	**Daniel Buryš**	**Vice-Chair of the Board of Directors**	
date	*name and surname*	*position/role*	*signature*
25.3.2020	**Pavel Jakubík**	**Member of the Board of Directors**	
date	*name and surname*	*position/role*	*signature*
25.3.2020	**Jiří Vlasák**	**Member of the Board of Directors**	
date	*name and surname*	*position/role*	*signature*
25.3.2020	**Marián Šefčovič**	**Member of the Board of Directors**	
date	*name and surname*	*position/role*	*signature*

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Independent Auditor's Report to the Shareholders of Kofola ČeskoSlovensko a.s.

Report on the Audit of the Consolidated Financial Statements

Opinion

We have audited the accompanying consolidated financial statements of Kofola ČeskoSlovensko a.s. ("the Company") and its subsidiaries ("the Group"), prepared in accordance with International Financial Reporting Standards as adopted by the European Union, which comprise the consolidated statement of financial position as at 31 December 2019, and the consolidated statement of profit or loss, the consolidated statement of other comprehensive income, the consolidated statement of changes in equity and the consolidated cash flow statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies and other explanatory notes. Information about the Group is set out in Note 2 to the consolidated financial statements.

In our opinion, the accompanying consolidated financial statements give a true and fair view of the consolidated financial position of the Group as at 31 December 2019 and of its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

Basis for Opinion

We conducted our audit in accordance with the Act on Auditors, Regulation (EU) No. 537/2014 of the European Parliament and of the Council, and Auditing Standards of the Chamber of Auditors of the Czech Republic, consisting of International Standards on Auditing (ISAs) as amended by relevant application guidelines. Our responsibilities under those regulations are further described in the Auditor's Responsibilities for the Audit of the Consolidated Financial Statements section of our report. We are independent of the Group in accordance with the Act on Auditors and the Code of Ethics adopted by the Chamber of Auditors of the Czech Republic, 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.

KPMG Česká republika Audit, s.r.o., a Czech limited liability company and a member firm of the KPMG network of independent member firms affiliated with KPMG International Cooperative ("KPMG International"), a Swiss entity.

Recorded in the Commercial Register kept by the Municipal Court in Prague, Section C, Insert No. 24185

Identification No. 49619187
VAT No. CZ699001996
ID data box: 8h3gtra

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Impairment of trademarks

As at 31 December 2019, the carrying amount of Trademarks and other rights: MCZK 914; related impairment loss: nil;

Refer to significant accounting policies, sections 3.5.4 and 3.5.5 and chapter 4.11 of the notes to the consolidated financial statements.

Description of key audit matter

Trademarks and other rights include intangible assets with both finite and indefinite useful life (such as, primarily, Kofola and Radenska trademarks). Pursuant to the relevant provisions of the financial reporting standards, annual impairment testing is required for intangible assets with an indefinite useful life.

In estimating the recoverable amount of the assets in question, the Group applied the relief from royalty method. A complex model is applied in the impairment test, relying on adjusted historical performance, and a range of internal and external sources as inputs to the assumptions. Significant judgment is required in making key assumptions applied in the model, including those in respect of royalty rate, growth rate, terminal growth rate and discount rate.

Complex models using forward-looking assumptions tend to be prone to greater risk of management bias, error and inconsistent application. These conditions necessitate our additional attention in the audit, in particular to address the objectivity of sources used for assumptions, and their consistent application.

Due to the above factors, we considered this area to be a key audit matter.

Our audit approach to the key audit matter

Our audit procedures in the area included, among other things:

— We considered the appropriateness of the Group's impairment model applied to perform the annual impairment test, against the relevant requirements of the financial reporting standards;

— We assessed the integrity of the impairment model, including the accuracy of the underlying calculation formulas. We also assessed the Group's internal control relating to the management's review and validation of the key assumptions underlying the impairment model and the outcome of the testing;

— We assessed the appropriateness of the level (CGU vs. individual asset) at which the assets were tested for impairment, based on our understanding of the Group's operations and business units;

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- We evaluated the quality of the Group's forecasting by comparing historical projections with actual outcomes;
- We were assisted by our own valuation specialists, we challenged the reasonableness of the Group's key assumptions and judgments used in estimating the assets' recoverable amount, including:
  - discount rate - by reference to publicly available market inputs, such as risk-free rate, size premium, inflation and country premium;
  - other key assumptions such as royalty rate, growth rate and perpetuity growth rate – to publicly available market information and the Management Board-approved forecasts, challenged by us by reference to the Group's supporting documentation and via corroborating inquiries of the Management Board;
  - we also assessed whether the forecast revenues applied the model excluded the amounts not associated with the trademarks in question.
- We considered the sensitivity of the impairment model to changes in the key assumptions, such as discount rate, revenues and growth rate, to identify the assumptions at higher risk of bias or inconsistency in application;
- We assessed impairment-related disclosures in the consolidated financial statements against the requirements of the financial reporting standards.

Impairment of the UGO trade s.r.o. cash-generating unit

As at 31 December 2019, the carrying amount of the CGU's net assets: MCZK 200, related impairment loss: nil;

Refer to significant accounting policies, section 3.5.5 and 3.7 and chapter 4.11.1 of the notes to the consolidated financial statements.

Description of key audit matter

UGO trade s.r.o. is a cash generating unit ("CGU") operating mainly in the Czech Republic in the area of production and sale of food and drinks. As described in Note 4.11.1, the CGU has historically been loss-making and also incurred additional substantial losses in 2019. In the wake of the above factors, as at 31 December 2019, the Group tested CGU for impairment as required by the relevant financial reporting standard. The management of CGU determined and the Group management reviewed the CGU's recoverable amount based on discounted free cash flows projections derived from financial plans approved by the Board of Directors.

Determination of the recoverable amount requires making a number of assumptions and judgments, including those relating to discount rates applied as well as future cash flows, with key assumptions made about growth rates and terminal rates, as well as EBITDA margin and depreciation margin.

Due to the above factors, assessment of the CGU's assets for impairment required our significant judgment and increased attention in the course of our audit. As a consequence, we consider the area to be our key audit matter.

Our audit approach to the key audit matter

Our audit procedures in the area included, among other things:

— We evaluated, against the requirements of the relevant financial reporting standards, the Group's accounting policy for identification of impairment, and measurement and recognition of any impairment losses in respect of property, plant and equipment and intangible assets;

— We assessed the Group's internal control relating to the management's review and validation of the key assumptions underlying the impairment model and the outcome of the testing;

— We were assisted by our own valuation specialists, we assessed the Group's discounted cash flow model against the relevant financial reporting standards, market practice and for internal consistency. Also assisted by the specialists, we challenged the reasonableness of the Group's key assumptions and judgments used in estimating the CGU's recoverable amount, including:

- discount rate - by reference to publicly available market inputs, such as risk-free rate, size premium, inflation and country premium;
- other key assumptions such as the growth rate, terminal growth rate, EBITDA margin and depreciation margin – to the Management Board-approved forecasts, challenged by us by reference to the Group's supporting documentation and via corroborating inquiries of the Management Board.

— We evaluated the quality of the Group's forecasting by comparing historical projections with actual outcomes;

— We assessed the susceptibility of the impairment model and the resulting impairment conclusion to management bias, by performing our own analysis of the impairment test results to reasonably possible changes in key assumptions;

— We assessed the appropriateness and completeness of impairment-related disclosures in the consolidated financial statements.

Other Information

In accordance with Section 2(b) of the Act on Auditors, other information is defined as information included in the consolidated annual report other than the consolidated financial statements and our auditor's report. The statutory body is responsible for the other information.

Our opinion on the consolidated financial statements does not cover the other information. In connection with our audit of the consolidated financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. In addition, we assess whether the other information has been prepared, in all material respects, in accordance with applicable laws and regulations, in particular, whether the other information complies with laws and regulations in terms of formal requirements and the procedure for preparing the other information in the context of materiality, i.e.

whether any non-compliance with those requirements could influence judgments made on the basis of the other information.

Based on the procedures performed, to the extent we are able to assess it, we report that:

- the other information describing matters that are also presented in the consolidated financial statements is, in all material respects, consistent with the consolidated financial statements; and
- the other information has been prepared in accordance with applicable laws and regulations.

In addition, our responsibility is to report, based on the knowledge and understanding of the Group obtained in the audit, on whether the other information contains any material misstatement. Based on the procedures we have performed on the other information obtained, we have not identified any material misstatement.

Responsibilities of the Statutory Body, Supervisory Board and Audit Committee for the Consolidated Financial Statements

The statutory body is responsible for the preparation and fair presentation of the consolidated financial statements in accordance with International Financial Reporting Standards as adopted by the European Union and for such internal control as the statutory body determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the statutory body is responsible for assessing the Group'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 statutory body either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The Supervisory Board, in collaboration with the Audit Committee, is responsible for overseeing the Group's financial reporting process.

Auditor's Responsibilities for the Audit of the Consolidated Financial Statements

Our objectives are to obtain reasonable assurance about whether the consolidated 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 the above regulations 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 consolidated financial statements.

As part of an audit in accordance with the above regulations, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the statutory body.
- Conclude on the appropriateness of the statutory body's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

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Report on the Audit of the Separate Financial Statements

Opinion

We have audited the accompanying separate financial statements of Kofola ČeskoSlovensko a.s. ("the Company"), prepared in accordance with International Financial Reporting Standards as adopted by the European Union, which comprise the separate statement of financial position as at 31 December 2019, and the separate statement of profit or loss, the separate statement of other comprehensive income, the separate statement of changes in equity and the separate cash flow statement for the year then ended, and notes to the separate financial statements, including a summary of significant accounting policies and other explanatory notes. Information about the Company is set out in Note 2 to the separate financial statements.

In our opinion, the accompanying separate financial statements give a true and fair view of the unconsolidated financial position of the Company as at 31 December 2019, and of its unconsolidated financial performance and its unconsolidated cash flows for the year then ended in accordance with International Financial Reporting Standards as adopted by the European Union.

Basis for Opinion

We conducted our audit in accordance with the Act on Auditors, Regulation (EU) No. 537/2014 of the European Parliament and of the Council, and Auditing Standards of the Chamber of Auditors of the Czech Republic, consisting of International Standards on Auditing (ISAs) as amended by relevant application guidelines. Our responsibilities under those regulations are further described in the Auditor's Responsibilities for the Audit of the Separate Financial Statements section of our report. We are independent of the Company in accordance with the Act on Auditors and the Code of Ethics adopted by the Chamber of Auditors of the Czech Republic, 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.

Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the separate financial statements of the current period. These matters were addressed in the context of our audit of the separate financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Impairment of trademarks

As at 31 December 2019, the carrying amount of Trademarks and other rights: MCZK 299 related impairment loss: nil;

Refer to significant accounting policies, sections 3.4.4 and 3.4.6 and chapter 4.12 of the notes to the separate financial statements.

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Description of key audit matter

Trademarks and other rights include intangible assets with both finite and indefinite useful life (such as, primarily, Kofola and Semtex trademarks). Pursuant to the relevant provisions the financial reporting standards, annual impairment testing is required for intangible assets with an indefinite useful life.

In estimating the recoverable amount of the assets in question, the Company applied the relief from royalty method. A complex model is applied in the impairment test, relying on adjusted historical performance, and a range of internal and external sources as inputs to the assumptions. Significant judgment is required in making key assumptions applied in the model, including those in respect of royalty rate, growth rate, terminal growth rate and discount rate.

Complex models using forward-looking assumptions tend to be prone to greater risk of management bias, error and inconsistent application. These conditions necessitate our additional attention in the audit, in particular to address the objectivity of sources used for assumptions, and their consistent application.

Due to the above factors, we considered this area to be a key audit matter.

Our audit approach to the key audit matter

Our audit procedures in the area included, among other things:

— We considered the appropriateness of the Company's impairment model applied to perform the annual impairment test, against the relevant requirements of the financial reporting standards;

— We assessed the integrity of the impairment model, including the accuracy of the underlying calculation formulas. We also assessed the Company's internal control relating to the management's review and validation of the key assumptions underlying the impairment model and the outcome of the testing;

— We assessed the appropriateness of the level (CGU vs. individual asset) at which the assets were tested for impairment, based on our understanding of the Company's operations and business units;

— We evaluated the quality of the Company's forecasting by comparing historical projections with actual outcomes;

— Assisted by our own valuation specialists, we challenged the reasonableness of the Company's key assumptions and judgments used in estimating the assets' recoverable amount, including:

- discount rate - by reference to publicly available market inputs, such as risk-free rate, size premium, inflation and country premium;
- other key assumptions such as royalty rate, growth rate and terminal growth rate – to publicly available market information and the Management Board-approved forecasts, challenged by us by reference to the Company's supporting documentation and via corroborating inquiries of the Management Board;
- we also assessed whether the forecast revenues applied the model excluded the amounts not associated with the trademarks in question.

- We considered the sensitivity of the impairment model to changes in the key assumptions, such as discount rate, revenues and growth rate, to identify the assumptions at higher risk of bias or inconsistency in application;
- We assessed impairment-related disclosures in the separate financial statements against the requirements of the financial reporting standards.

Impairment of the investment in UGO trade s.r.o.

As at 31 December 2019, the carrying amount of the investment in UGO trade s.r.o.: MCZK 309, related impairment loss: nil;

Refer to significant accounting policies, section 3.4.5 and 3.4.6 and chapter 4.10 of the notes to the separate financial statements.

Description of key audit matter

UGO trade s.r.o. is a subsidiary of the Company operating mainly in the Czech Republic in the area of production and sale of food and drinks. As described in Note 4.10, the entity has historically been loss-making and also incurred additional substantial losses in 2019. In the wake of the above factors, as at 31 December 2019, the Company tested this subsidiary for impairment as required by the relevant financial reporting standard. The Company management determined the subsidiary's recoverable amount based on discounted free cash flow projections derived from financial plans approved by the Board of Directors.

Determination of the recoverable amount requires making a number of assumptions and judgments, including those relating to discount rates applied as well as future cash flows, with key assumptions made about growth rates and terminal rates, as well as EBITDA margin and depreciation margin.

Due to the above factors, assessment of the subsidiary's assets for impairment required our significant judgment and increased attention in the course of our audit. As a consequence, we consider the area to be our key audit matter.

Our audit approach to the key audit matter

Our audit procedures in the area included, among other things:

- We evaluated, against the requirements of the relevant financial reporting standards, the Company's accounting policy for identification of impairment, and measurement and recognition of any impairment losses in respect of the investment;
- We assessed the Company's internal control relating to the management's review and validation of the key assumptions underlying the impairment model and the outcome of the testing;
- Assisted by our own valuation specialists, we assessed the Company's discounted cash flow model against the relevant financial reporting standards, market practice and for internal consistency. Also assisted by the specialists, we challenged the reasonableness of the Company's key assumptions and judgments used in estimating the subsidiary's recoverable amount, including:

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- discount rate - by reference to publicly available market inputs, such as risk-free rate, size premium, inflation and country premium;
- other key assumptions such as the growth rate, terminal growth rate, EBITDA margin and depreciation margin – to the Management Board-approved forecasts, challenged by us by reference to the Group's supporting documentation and via corroborating inquiries of the Management Board.

— We evaluated the quality of the Company's forecasting by comparing historical projections with actual outcomes;

— We assessed the susceptibility of the impairment model and the resulting impairment conclusion to management bias, by performed our own analysis of the impairment test results to reasonably possible changes in key assumptions;

— We assessed the appropriateness and completeness of impairment-related disclosures in the separate financial statements.

Responsibilities of the Statutory Body, Supervisory Board and Audit Committee for the Separate Financial Statements

The statutory body is responsible for the preparation and fair presentation of the separate financial statements in accordance with International Financial Reporting Standards as adopted by the European Union and for such internal control as the statutory body determines is necessary to enable the preparation of separate financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the separate financial statements, the statutory body is 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 statutory body either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Supervisory Board, in collaboration with the Audit Committee, is responsible for overseeing the Company's financial reporting process.

Auditor's Responsibilities for the Audit of the Separate Financial Statements

Our objectives are to obtain reasonable assurance about whether the separate 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 the above regulations 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 separate financial statements.

As part of an audit in accordance with the above regulations, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the separate financial statements, whether due to fraud or error, design and perform audit procedures

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responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the statutory body.
- Conclude on the appropriateness of the statutory body's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the separate financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the separate financial statements, including the disclosures, and whether the separate financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the separate financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Report on Other Legal and Regulatory Requirements

In compliance with Article 10(2) of Regulation (EU) No. 537/2014 of the European Parliament and of the Council, we provide the following information in our independent auditor´s report, which is required in addition to the requirements of International Standards on Auditing:

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Appointment of Auditor and Period of Engagement

We were appointed as the auditors of the Company by the General Meeting of Shareholders on 12 February 2018 and our uninterrupted engagement has lasted for 2 years.

Consistency with Additional Report to Audit Committee

We confirm that our audit opinion on the financial statements expressed herein is consistent with the additional report to the Audit Committee of the Company, which we issued on 18 March 2020 in accordance with Article 11 of Regulation (EU) No 537/2014 of the European Parliament and of the Council.

Provision of Non-audit Services

We declare that no prohibited services referred to in Article 5 of Regulation (EU) No. 537/2014 of the European Parliament and of the Council were provided.

Except for the statutory audit we did not provide the Company and its controlled undertakings with any other services.

Statutory Auditor Responsible for the Engagement

Blanka Dvořáková is the statutory auditor responsible for the audit of the separate and consolidated financial statements of Kofola ČeskoSlovensko a.s. as at 31 December 2019, based on which this independent auditor's report has been prepared.

Prague
25 March 2020

KPMG Česká republika Audit, s.r.o.
Registration number 71

Blanka Dvořáková
Partner
Registration number 2031

CONSOLIDATED FINANCIAL STATEMENTS 2019

KOFOLA ČESKOSLOVENSKO A.S.

1. CONSOLIDATED FINANCIAL STATEMENTS

1.1. CONSOLIDATED STATEMENT OF PROFIT OR LOSS

for the 12-month period ended 31 December 2019 and 31 December 2018 in CZK thousand.

Consolidated statement of profit or loss	Note	2019 CZK´000	2018 Restated (note 4.30, 4.31) CZK´000
Continuing operations			
Revenue from the sale of finished products and services	4.1, 4.2	5,827,066	5,628,627
Revenue from the sale of goods and materials	4.1, 4.2	582,401	530,552
Revenue		**6,409,467**	**6,159,179**
Cost of products and services sold	4.3	(2,860,107)	(2,838,316)
Cost of goods and materials sold	4.3	(484,779)	(465,382)
Cost of sales		**(3,344,886)**	**(3,303,698)**
Gross profit		**3,064,581**	**2,855,481**
Selling, marketing and distribution costs	4.3	(2,090,502)	(1,926,870)
Administrative costs	4.3	(453,819)	(436,407)
Other operating income	4.4	75,750	68,041
Other operating expenses	4.5	(56,249)	(43,961)
Operating profit/(loss)		**539,761**	**516,284**
Finance income	4.6	6,070	11,265
Finance costs	4.7	(147,083)	(103,905)
Profit/(loss) before income tax		**398,748**	**423,644**
Income tax expense	4.8	(146,053)	(84,400)
Profit/(loss) from continuing operations		**252,695**	**339,244**
Discontinued operations			
Profit/(loss) from discontinued operations	4.31	**23,377**	**(480,537)**
Profit/(loss) for the period (continuing and discontinued operations)	1.2	**276,072**	**(141,293)**
Attributable to:			
Owners of Kofola ČeskoSlovensko a.s.	1.5	284,396	(136,821)
Non-controlling interests	1.5	(8,324)	(4,472)
Earnings/(loss) per share for profit/(loss) attributable to the ordinary equity holders of the Company (in CZK)			
Basic earnings/(loss) per share (continuing operations)	4.9	11.71	15.42
Basic earnings/(loss) per share (continuing and discontinued operations)	4.9	12.76	(6.14)

The above consolidated statement of profit or loss should be read in conjunction with the accompanying notes.

1. CONSOLIDATED FINANCIAL STATEMENTS

1.2. CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME

for the 12-month period ended 31 December 2019 and 31 December 2018 in CZK thousand.

Consolidated statement of other comprehensive income (continuing and discontinued operations)	Note	2019 CZK´000	2018 Restated (note 4.30, 4.31) CZK´000
Profit/(loss) for the period (continuing and discontinued operations)	1.1	**276,072**	**(141,293)**
Other comprehensive income			
Items that may be reclassified to profit or loss:			
Exchange differences on translation of foreign subsidiaries		(106,517)	2,230
- from continuing operations		*(25,095)*	*(7,817)*
- from discontinued operation	*4.31.1*	*(81,422)*	*10,047*
Exchange differences on translation of foreign equity accounted investee		128,623	(10,306)
- from discontinued operation	*4.31.2*	*128,623*	*(10,306)*
Derivatives - Cash flow hedges	4.24.1	5,705	1,082
Deferred tax from Cash flow hedges	4.8	(1,084)	(206)
Other comprehensive income/(loss) for the period, net of tax		**26,727**	**(7,200)**
Total comprehensive income/(loss) for the period	1.5	**302,799**	**(148,493)**
Attributable to:			
Owners of Kofola ČeskoSlovensko a.s.		311,123	(144,021)
- from continuing operations		*240,545*	*336,775*
- from discontinued operations		*70,578*	*(480,796)*
Non-controlling interests		(8,324)	(4,472)

The above consolidated statement of other comprehensive income should be read in conjunction with the accompanying notes.

1. CONSOLIDATED FINANCIAL STATEMENTS

1.3. CONSOLIDATED STATEMENT OF FINANCIAL POSITION

as at 31 December 2019 and 31 December 2018 in CZK thousand.

Assets	Note	31.12.2019 CZK´000	31.12.2018 CZK´000 Restated (note 4.30)
Non-current assets		**4,393,998**	**4,348,833**
Property, plant and equipment	4.10	3,127,018	2,959,954
Goodwill	4.11	105,506	93,467
Intangible assets	4.11	956,832	1,054,524
Investment in equity accounted investee	4.12	-	66,894
Other receivables	4.14	163,518	118,959
Other assets		2,236	2,261
Deferred tax assets	4.8	38,888	52,774
Current assets		**2,522,440**	**2,214,197**
Inventories	4.13	485,313	496,103
Trade and other receivables	4.14	1,247,034	1,095,035
Income tax receivables		15,598	3,759
Cash and cash equivalents	4.15	774,495	619,300
Total assets		**6,916,438**	**6,563,030**

Liabilities and equity	Note	31.12.2019 CZK´000	31.12.2018 CZK´000 Restated (note 4.30)
Equity attributable to owners of Kofola ČeskoSlovensko a.s.	1.5	**1,530,030**	**1,483,402**
Share capital	1.5	1,114,597	1,114,597
Share premium and capital reorganisation reserve	1.5	(1,962,871)	(1,962,871)
Other reserves	1.5	2,463,337	2,438,776
Foreign currency translation reserve	1.5	33,011	28,954
Distribution fund	1.5	-	618,331
Own shares	1.5	(490,164)	(490,208)
Retained earnings/(Accumulated deficit)	1.5	372,120	(264,177)
Equity attributable to non-controlling interests	1.5	**(16,480)**	**(8,156)**
Total equity	1.5	**1,513,550**	**1,475,246**
Non-current liabilities		**2,842,503**	**2,613,859**
Bank credits and loans	4.18	2,229,162	2,308,429
Lease liabilities	4.21	314,396	88,288
Provisions	4.17	37,600	34,063
Other liabilities	4.19	70,408	28,470
Deferred tax liabilities	4.8	190,937	154,609
Current liabilities		**2,560,385**	**2,473,925**
Bank credits and loans	4.18	783,800	605,295
Lease liabilities	4.21	105,395	47,490
Trade and other payables	4.19	1,496,952	1,697,724
Income tax liabilities		59,420	38,936
Provisions	4.17	114,818	84,480
Total liabilities		**5,402,888**	**5,087,784**
Total liabilities and equity		**6,916,438**	**6,563,030**

The above consolidated statement of financial position should be read in conjunction with the accompanying notes.

1. CONSOLIDATED FINANCIAL STATEMENTS

1.4. CONSOLIDATED STATEMENT OF CASH FLOWS

for the 12-month period ended 31 December 2019 and 31 December 2018 in CZK thousand.

Consolidated statement of cash flows	Note	2019 CZK ´000	2018 CZK ´000
Cash flows from operating activities			
Profit/(loss) before income tax	1.1	422,125	(43,145)
Adjustments for:			
Non-cash movements			
Depreciation and amortisation	4.3	565,927	567,332
Net interest	4.6, 4.7	114,267	78,346
Share of equity accounted investee result	4.12	(46,654)	(22,963)
Impairment of non-current assets	4.10.1, 4.11.1, 4.29	858	214,795
Change in the balance of provisions	4.17	37,850	11,435
Change in the balance of other impairments		9,559	(12,479)
Derivatives	4.6, 4.7	(2,661)	4,593
Realised (gain)/loss on sale of Property, plant and equipment and Intangible assets	4.4, 4.5	(23,029)	141,654
Net exchange differences		4,475	3,613
Profit on sale of subsidiary	4.31.1	(7,979)	-
Gain on release of the foreign currency translation reserve - subsidiary	4.31.1	(81,422)	-
Profit on sale of equity accounted investee	4.31.2	(19,094)	-
Loss on release of the foreign currency translation reserve - equity accounted investee	4.31.2	118,399	-
Other		18,763	7,376
Cash movements			
Income taxes paid		(122,180)	(71,363)
Change in operating assets and liabilities			
Change in receivables		25,429	(102,393)
Change in inventories		(65,624)	30,325
Change in payables		(16,696)	14,029
Net cash inflow/(outflow) from operating activities		**932,313**	**821,155**
Cash flows from investing activities			
Sale of Property, plant and equipment		28,586	106,705
Acquisition of Property, plant and equipment and Intangible assets		(481,486)	(395,756)
Proceeds from sale of subsidiary, net of cash disposed		21,195	-
Acquisition of subsidiary, net of cash acquired	4.28	(74,549)	(116,591)
Dividends and interest received		37,035	16,212
Proceeds from repaid loans		306,493	-
Loans granted		(202,287)	-
Bonds sold		10,000	-
Net cash inflow/(outflow) from investing activities		**(355,013)**	**(389,430)**
Cash flows from financing activities			
Lease payments	4.25.1	(109,632)	(55,305)
Proceeds from loans and bank credits	4.25.1	503,509	1,324,462
Repayment of loans and bank credits	4.25.1	(413,882)	(607,441)
Repayment of bonds	4.25.1	-	(330,000)
Dividends paid to Company´s shareholders	4.16.7	(285,901)	(345,789)
Interest paid		(115,424)	(87,619)
Derivatives		2,661	-
Net cash inflow/(outflow) from financing activities		**(418,669)**	**(101,692)**
Net increase/(decrease) in cash and cash equivalents		158,631	330,033
Cash and cash equivalents at the beginning of the period	1.3	**619,300**	**289,594**
Effects of exchange rate changes on cash and cash equivalents		(3,436)	(327)
Cash and cash equivalents at the end of the period	1.3	**774,495**	**619,300**

The above consolidated statement of cash flows should be read in conjunction with the accompanying notes.

1.5. CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

for the 12-month period ended 31 December 2019 and 31 December 2018 in CZK thousand.

Consolidated statement of changes in equity	Note	Share capital	Share premium and capital reorganisation reserve	Other reserves	Foreign currency translation reserve	Distribution fund	Own shares	Retained earnings/ (Accumulated deficit)	Total	Equity attributable to non-controlling interests	Total equity
		Equity attributable to owners of Kofola ČeskoSlovensko a.s.									
		CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000
Balance as at 31 December 2018 - Restated		**1,114,597**	**(1,962,871)**	**2,438,776**	**28,954**	**618,331**	**(490,208)**	**(264,177)**	**1,483,402**	**(8,156)**	**1,475,246**
Effect of initial application of IFRS 16		-	-	-	-	-	-	1,346	**1,346**	-	**1,346**
Balance as at 1 January 2019		**1,114,597**	**(1,962,871)**	**2,438,776**	**28,954**	**618,331**	**(490,208)**	**(262,831)**	**1,484,748**	**(8,156)**	**1,476,592**
Profit/(loss) for the period	1.1	-	-	-	-	-	-	284,396	**284,396**	(8,324)	**276,072**
Other comprehensive income/(loss)	1.2	-	-	4,621	(14,871)	-	-	-	**(10,250)**	-	**(10,250)**
Disposal of subsidiary	4.31.1	-	-	-	(81,422)	-	-	-	**(81,422)**	-	**(81,422)**
Disposal of equity accounted investee	4.31.2	-	-	-	118,399	-	-	-	**118,399**	-	**118,399**
Total comprehensive income/(loss) for the period		**-**	**-**	**4,621**	**22,106**	**-**	**-**	**284,396**	**311,123**	**(8,324)**	**302,799**
Dividends	4.16.7	-	-	-	-	(285,901)	-	-	**(285,901)**	-	**(285,901)**
Option scheme	4.23.3	-	-	19,940	-	-	-	-	**19,940**	-	**19,940**
Dividends not collected				-	-	-	-	76	**76**	-	**76**
Own shares transfer		-	-	-	-	-	44	-	**44**	-	**44**
Transactions with owners in their capacity as owners		**-**	**-**	**19,940**	**-**	**(285,901)**	**44**	**76**	**(265,841)**	**-**	**(265,841)**
Transfer to foreign currency translation reserve		-	-	-	(18,049)	-	-	18,049	**-**	-	**-**
Transfer from the distribution fund		-	-	-	-	(332,430)	-	332,430	**-**	-	**-**
Balance as at 31 December 2019		**1,114,597**	**(1,962,871)**	**2,463,337**	**33,011**	**-**	**(490,164)**	**372,120**	**1,530,030**	**(16,480)**	**1,513,550**

The above consolidated statement of changes in equity should be read in conjunction with the accompanying notes.

RELEASE OF THE CUMULATED FOREIGN CURRENCY TRANSLATION RESERVE ATTRIBUTABLE TO DISPOSED OPERATIONS

Release of the cumulated foreign currency translation reserve is the total balance of cumulated foreign exchange differences arising on the consolidation of Hoop Polska within the Group consolidated financial statements and on equity accounting of share in Megapack. These differences arise when the functional currency of the consolidated subsidiary or equity accounted investment differs from the presentation currency of the consolidated financial statements. These differences are recognized since the acquisition of the subsidiary or share in equity accounted investee within other comprehensive income and they are reclassified from equity to the profit or loss on the disposal of the subsidiary/equity accounted investee. The gain of CZK 81,422 thousand (which compensates the loss of CZK 81,422 thousand recorded in the Other comprehensive income) related to Hoop Polska and loss of CZK 118,399 thousand related to Megapack (which compensates the gain of CZK 118,399 thousand recorded in the Other comprehensive income) are presented under discontinued operations (see Note 4.31).

DIVIDEND DISTRIBUTION

On 5 June 2019, the General meeting has approved a distribution of dividends in the amount of CZK 13.5 per share, i.e. CZK 285 901 thousand.

Consolidated statement of changes in equity Restated (Note 4.30)	Note	Equity attributable to owners of Kofola ČeskoSlovensko a.s.								Equity attributable to non-controlling interests	Total equity
		Share capital	Share premium and capital reorganisation reserve	Other reserves	Foreign currency translation reserve	Distribution fund	Own shares	Retained earnings/ (Accumulated deficit)	Total		
		CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000
Balance as at 1 January 2018		**2,229,500**	**(1,962,871)**	**2,048,985**	**37,030**	**-**	**(491,565)**	**120,099**	**1,981,178**	**(3,684)**	**1,977,494**
Profit/(loss) for the period (restated)	1.1	-	-	-	-	-	-	(136,821)	**(136,821)**	(4,472)	**(141,293)**
Other comprehensive income/(loss)	1.2	-	-	876	(8,076)	-	-	-	**(7,200)**	-	**(7,200)**
Total comprehensive income/(loss) for the period		**-**	**-**	**876**	**(8,076)**	**-**	**-**	**(136,821)**	**(144,021)**	**(4,472)**	**(148,493)**
Dividends	4.16.7	-	-	-	-	-	-	(361,130)	**(361,130)**	-	**(361,130)**
Capital restructuring		(1,114,597)	-	496,266	-	618,331	-	-	**-**	-	**-**
Own shares liquidation		(305)	-	-	-	-	1,357	-	**1,052**	-	**1,052**
Option scheme	4.23.3	-	-	6,324	-	-	-	-	**6,324**	-	**6,324**
Rounding		(1)	-	-	-	-	-	-	**(1)**	-	**(1)**
Transactions with owners in their capacity as owners		**(1,114,903)**	**-**	**502,590**	**-**	**618,331**	**1,357**	**(361,130)**	**(353,755)**	**-**	**(353,755)**
Transfer		-	-	(113,675)	-	-	-	113,675	**-**	-	**-**
Balance as at 31 December 2018		**1,114,597**	**(1,962,871)**	**2,438,776**	**28,954**	**618,331**	**(490,208)**	**(264,177)**	**1,483,402**	**(8,156)**	**1,475,246**

On 13 August 2018, the general meeting of the Company approved a reduction of the Company´s share capital. The reduction was made by cancelling 3,052 own shares with a total nominal value of CZK 305 thousand and by reducing the nominal value of all the other shares of the Company by CZK 50, i.e. from CZK 100 to CZK 50. The decrease has been effective since 20 December 2018, after the registration in the Commercial Register.

The amount corresponding to the reduction of the registered shared capital, i.e. the amount of CZK 1,114,902 thousand was used as follows:

(i) a part amounting to CZK 496,266 thousand was transferred to the Other reserves of the Company,
(ii) a part amounting to CZK 618,331 thousand was transferred to the newly created Company´s Distribution fund and
(iii) a part amounting to CZK 305 thousand was recognized in the profit and loss.

2. GENERAL INFORMATION

2.1. CORPORATE INFORMATION

GENERAL INFORMATION

Kofola ČeskoSlovensko a.s. ("the Company") is a joint-stock company registered on 12 September 2012. Its registered office is Nad Porubkou 2278/31a, Ostrava, 708 00, Czech Republic and the identification number is 24261980. The Company is recorded in the Commercial Register kept by the Regional Court in Ostrava, section B, Insert No. 10735. The Company´s websites are http://www.firma.kofola.cz and the phone number is +420 595 601 030. LEI: 3157005DO9L5OWHBQ359.

Main area of activity of Kofola ČeskoSlovensko a.s. in 2019 was holding of the subsidiaries and providing certain services for the other companies in Kofola Group, e.g. strategic services, services related to products, shared services and holding of licences and trademarks.

Kofola ČeskoSlovensko a.s. is the parent of the Kofola Group. Besides the traditional markets of the Czech Republic and Slovakia, the Group is also present in Slovenia, Croatia and in Poland. The Group produces drinks in nine production plants and key trademarks include Kofola, Jupí, Jupík, Rajec, Radenska, Semtex energy drink and Vinea. On selected markets, the Group distributes among others Rauch, Evian, Badoit, Café Reserva and Dilmah products and under the licence produces Royal Crown Cola or Orangina.

Based on the information known to the Board of Directors of the Company acting with due care, the Company was until 31 August 2018 part of the group controlled by KSM Investment S.A. („Group"). Registered office: Rue de Neudorf 560A, L-2220 Luxembourg, Luxembourg. Since 31 August 2018, after the merger of KSM Investment S.A. to AETOS a.s., the ultimate parent of the Company is AETOS a.s. The ownership structure is described in section 4.23.1.

STOCK EXCHANGE LISTING

Kofola ČeskoSlovensko a.s. is listed on Prague Stock Exchange (ticker KOFOL).

MANAGEMENT

As at 31 December 2019, the composition of the Board of Directors, Supervisory Board and Audit Committee was as follows:

BOARD OF DIRECTORS

- Janis Samaras – Chairman
- René Musila – Vice-Chair
- Daniel Buryš – Vice-Chair
- Pavel Jakubík
- Jiří Vlasák
- Marián Šefčovič

SUPERVISORY BOARD

- René Sommer – Chairman
- Tomáš Jendřejek
- Moshe Cohen-Nehemia
- Petr Pravda

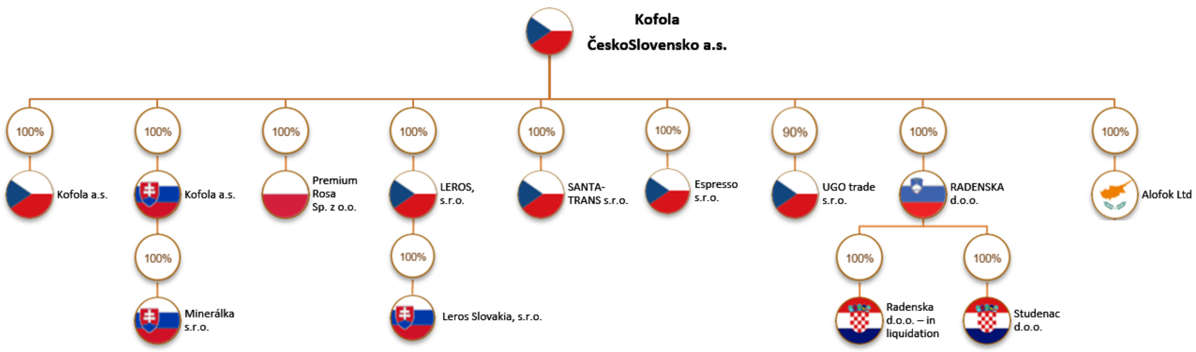
AUDIT COMMITTEE

- Petr Šobotník – Chairman
- Zuzana Prokopcová
- Lenka Frostová

2. GENERAL INFORMATION

2.2. GROUP STRUCTURE

GROUP STRUCTURE CHART AS AT 31 DECEMBER 2019



DESCRIPTION OF THE GROUP COMPANIES

Name of entity	Place of business	Segment (Note B 4.1)	Principal activities	Ownership interest and voting rights 31.12.2019	Ownership interest and voting rights 31.12.2018
Holding companies					
Kofola ČeskoSlovensko a.s.	Czech Republic	CzechoSlovakia	top holding company		
Alofok Ltd	Cyprus	n/a	holding	100.00%	100.00%
Production and trading					
Kofola a.s.	Czech Republic	CzechoSlovakia	production and distribution of non-alcoholic beverages	100.00%	100.00%
Kofola a.s.	Slovakia	CzechoSlovakia	production and distribution of non-alcoholic beverages	100.00%	100.00%
Hoop Polska Sp. z o.o.*	Poland	n/a	production and distribution of non-alcoholic beverages	n/a	100.00%
UGO trade s.r.o.	Czech Republic	Fresh & Herbs	operation of Fresh bars chain, production of salads	90.00%	90.00%
RADENSKA d.o.o.	Slovenia	Adriatic	production and distribution of non-alcoholic beverages	100.00%	100.00%
Studenac d.o.o.	Croatia	Adriatic	production and distribution of non-alcoholic beverages	100.00%	100.00%
Radenska d.o.o. - in liquidation	Croatia	Adriatic	in liquidation	100.00%	100.00%
Premium Rosa Sp. z o.o.	Poland	Fresh & Herbs	production and distribution of syrups and jams	100.00%	100.00%
LEROS, s.r.o.	Czech Republic	Fresh & Herbs	production and distribution of products from medicinal plants and quality natural teas	100.00%	100.00%
Leros Slovakia, s.r.o.	Slovakia	Fresh & Herbs	distribution of products from medicinal plants and quality natural teas	100.00%	100.00%
Espresso s.r.o.**	Czech Republic	Fresh & Herbs	distribution of high quality coffee and teas	100.00%	n/a
Minerálka s.r.o.	Slovakia	CzechoSlovakia	inactive	100.00%	100.00%
Transportation					
SANTA-TRANS s.r.o.	Czech Republic	CzechoSlovakia	road cargo transport	100.00%	100.00%
Associated companies					
OOO Megapack***	Russia	n/a	production of non-alcoholic and low-alcoholic beverages	n/a	50.00%
OOO Trading House Megapack***	Russia	n/a	sale and distribution of non-alcoholic and low-alcoholic beverages	n/a	50.00%

* Sold on 18 March 2019. ** Acquired on 9 July 2019. *** Sold on 18 December 2019.

3. SIGNIFICANT ACCOUNTING POLICIES

3.1. STATEMENT OF COMPLIANCE AND BASIS OF PREPARATION

BASIS OF PREPARATION

The consolidated financial statements have been prepared in accordance with the laws binding in the Czech Republic and with International Financial Reporting Standards ("IFRS"), as well as the interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC") adopted by the European Union, published and effective for reporting periods beginning 1 January 2019.

The consolidated financial statements have been prepared on a going concern basis and in accordance with the historical cost method, except for financial assets and liabilities measured at fair value, employee benefits measured at fair value and the assets, liabilities and contingent liabilities of the acquiree which are measured at their acquisition-date fair values as required by IFRS 3.

The consolidated financial statements include the consolidated statement of the financial position, consolidated statement of profit or loss, consolidated statement of other comprehensive income, consolidated statement of changes in equity, consolidated statement of cash flows and explanatory notes.

The Group's consolidated financial statements cover the period ended 31 December 2019 and contain comparatives for the period ended 31 December 2018. The comparative Consolidated statement of profit or loss and Consolidated statement of other comprehensive income have been re-presented due to the sale of Hoop Polska and sale of Megapack which are presented as discontinued operations (Note 4.31). The Consolidated statement of financial position as of 31 December 2018, Consolidated statement of profit or loss and Consolidated statement of other comprehensive income for the year ended 31 December 2018 have been restated due to erroneous calculation of entitlement for investment incentive in a subsidiary.

The consolidated financial statements are presented in Czech crowns ("CZK"), and all values, unless stated otherwise, are presented in CZK thousand.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires that management exercises its judgement in the process of applying the Group's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the consolidated financial statements are disclosed in section 3.7.

3.2. FUNCTIONAL AND PRESENTATION CURRENCY

The consolidated financial statements are presented in Czech crowns (CZK), which is the Company´s functional and presentation currency.

3.3. FOREIGN CURRENCY TRANSLATION

The financial statements items of the Group entities are measured using their functional currency. Foreign currency transactions are translated into the functional currency using the exchange rates at the dates of the transactions.

Monetary assets and liabilities expressed as at the balance sheet date in foreign currencies are translated using the closing exchange rate announced by the Czech National Bank for the end of the reporting period, and all foreign exchange gains or losses are recognized in profit or loss under:

- cost of sales – for trading operations,
- finance income and costs – for financial operations.

Non-monetary assets and liabilities carried at historical cost expressed in a foreign currency are stated at the historical exchange rate as at the date of the transaction. Non-monetary assets and liabilities carried at fair value expressed in a foreign currency are translated at the exchange rate as at the date on which they were remeasured to the fair value.

The following exchange rates were used for the preparation of the financial statements:

Closing exchange rates	31.12.2019	31.12.2018
CZK/EUR	25.410	25.725
CZK/PLN	5.970	5.980
CZK/RUB	0.363	0.323
CZK/USD	22.621	22.466
CZK/HRK	3.414	3.471

Average exchange rates	1.1.2019 - 31.12.2019	1.1.2018 - 31.12.2018
CZK/EUR	25.672	25.643
CZK/PLN	5.973	6.020
CZK/RUB	0.354	0.347
CZK/USD	22.934	21.735
CZK/HRK	3.461	3.457

The results and financial position of foreign operations are translated into CZK as follows:

- assets and liabilities for each statement of financial position presented at closing exchange rates announced by the Czech National Bank for the balance sheet date,
- income and expense for each statement of profit or loss at average exchange rates announced by the Czech National Bank for the reporting period, unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions,
- the resulting exchange differences are recognised in other comprehensive income and accumulated in equity,
- cash-flow statement items at the average exchange rate announced by the Czech National Bank for the reporting period, unless this is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the dates of the transactions. The resulting foreign exchange differences are recognized under the “Effects of exchange rate changes on cash and cash equivalents” item of the cash-flow statement.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

Foreign exchange gains and losses recognized in profit or loss are offset on individual company level.

3.4. CONSOLIDATION METHODS

3.4.1 SUBSIDIARIES

GENERAL METHODS

Subsidiaries are those investees, including structured entities, that the Group controls because the Group (i) has power to direct the relevant activities of the investees that significantly affect their returns, (ii) has exposure, or rights, to variable returns from its involvement with the investees, and (iii) has the ability to use its power over the investees to affect the amount of the investor's returns. The existence and effect of substantive rights, including substantive potential voting rights, are considered when assessing whether the Group has power over another entity. For a right to be substantive, the holder must have a practical ability to exercise that right when decisions about the direction of the relevant activities of the investee need to be made. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls another entity. The Group also assesses the existence of control where it does not have more than 50% of the voting power but is able to govern the financial and operating policies by virtue of de-facto control.

De-facto control may arise in circumstances where the size of the Group's voting rights relative to the size and dispersion of holdings of other shareholders give the Group the power to govern the financial and operating policies, etc.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair value of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity instruments issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values as at the acquisition date. The Group recognizes any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of the acquiree's identifiable net assets.

Acquisition-related costs are expensed as incurred.

If the business combination is achieved in stages, the acquisition date carrying value of the acquirer's previously held equity interest in the acquiree is re-measured to fair value at the acquisition date; any gains or losses arising from such remeasurement are recognised in profit or loss.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Subsequent changes to the fair value of the contingent consideration that is deemed to be an asset or liability is recognised in accordance with IAS 39 in profit or loss. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

Goodwill is initially measured as the excess of the aggregate of the consideration transferred and initially recognized non-controlling interest over the net identifiable assets acquired and liabilities assumed. If this consideration is lower than the fair value of the net assets of the subsidiary acquired, the difference is recognised in profit or loss.

Inter-company transactions, balances, income and expenses on transactions between Group companies are eliminated. Profits and losses resulting from intercompany transactions that are recognised in assets are also eliminated. Accounting policies of subsidiaries have been changed where necessary to ensure consistency with the policies adopted by the Group.

CHANGES IN OWNERSHIP INTERESTS IN SUBSIDIARIES WITHOUT CHANGE OF CONTROL

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions – that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share of the acquired carrying value of net assets of the subsidiary is recorded in retained earnings. Gains or losses on disposals to non-controlling interests are also recorded in equity.

DISPOSAL OF SUBSIDIARIES

When the Group ceases to have control, any retained interest in the entity is remeasured to its fair value as at the date when control is lost, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset. In addition, any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities. This may mean that amounts previously recognised in other comprehensive income are reclassified to profit or loss.

3.4.2 ASSOCIATES AND EQUITY ACCOUNTED INVESTEES

Associates are all entities over which the Group has significant influence but not control, generally accompanying a shareholding of between 20% and 50% of the voting rights. Equity accounted investee is an investment where the Group has a joint control over the investment. Investments are accounted for using the equity method of accounting. Under the equity method, the investment is initially recognized at cost, and the carrying amount is increased or decreased to recognize the investor's share of the net assets of the investee after the date of acquisition. The Group's investment in associates and equity accounted investees includes goodwill identified on acquisition.

If the ownership interest is reduced but significant influence is retained, only a proportionate share of the amounts previously recognized in other comprehensive income is reclassified to profit or loss where appropriate.

The Group's share of post-acquisition profit or loss is recognized in profit or loss and its share of post-acquisition movements in other comprehensive income (including the effects of translation of the financial position and results of the investment from its functional to the Group's presentation currency) is recognized in other comprehensive income with a corresponding adjustment to the carrying amount of the investment. When the Group's share of losses in an investment equals or exceeds its interest in the investment, including any other unsecured receivables, the Group does not recognize further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the investment.

The foreign investments are retranslated using foreign exchange rate valid at the balance sheet date and any resulting difference is recognised in Other comprehensive income.

The Group determines as at each reporting date whether there is any objective evidence that the investment is impaired. If this is the case, the Group calculates the amount of impairment as the difference between the recoverable amount of the investment and its carrying value and recognises the amount adjacent to share of profit/(loss) of investment in the income statement.

Profits and losses resulting from upstream and downstream transactions between the Group and its investments are recognised in the Group's financial statements only to the extent of unrelated investor's interests in the investments. Unrealised gains and losses are eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of the investments have been changed where necessary to ensure consistency with the policies adopted by the Group.

3.5. ACCOUNTING METHODS

3.5.1 PROPERTY, PLANT AND EQUIPMENT

Items of property, plant and equipment are stated at cost less accumulated depreciation and less any impairment losses. Items acquired in a business combination are measured at their acquisition-date fair values. The costs of non-current assets consist of their acquisition price plus all costs directly associated with the asset's acquisition and adaptation for use. The costs also include the cost of replacing parts of machines and equipment as they are incurred, if the recognition criteria are met. Costs incurred after the asset is given over for use, such as maintenance and repairs, are charged to the income statement as they are incurred.

If circumstances occurred during the preparation of the financial statements indicating that the carrying value of item of property, plant and equipment may not be recoverable, the said asset is tested for impairment. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). If there are indications that impairment might have occurred, and the balance sheet value exceeds the estimated recoverable amount, then the value of those assets or cash generating units to which the assets belong is reduced to the value of the recoverable amount. The recoverable value corresponds to the higher of the following two values: the fair value less costs of disposal, or the value in use. When determining value in use, the estimated future cash flows are discounted to the present value using a post-tax discount rate reflecting the current market assessments of the time value of money and the risk associated with the given asset component. If the asset component does not generate income sufficiently independently, the recoverable amount is determined for the cash generating unit to which the asset belongs. Impairment write downs are recognised in the income statement under other operating costs or in the separate row if material.

A given tangible non-current asset is derecognised from the balance sheet when it is sold or if no economic benefits are anticipated from its continued use. All profits and losses arising from the derecognition (calculated as the difference between the potential proceeds from the sale and the balance sheet value of a given item) are recognised in the income statement in the period in which the derecognition was performed.

Assets under construction consist of non-current assets that are being constructed or assembled and are stated at acquisition price or cost of production. Non-current assets under construction are not depreciated until the construction is completed and the assets given over for use.

Returnable packages in circulation are recorded within property, plant and equipment at cost net of accumulated depreciation less any impairment loss. Returnable packages allocated at customers are covered by advances received and are further described in section 3.5.6. When the advances received are written-off, the respective returnable packages are derecognized.

The balance sheet value, the useful life and the depreciation method of non-current assets are verified, and, if need to be, adjusted, at the end of each financial year.

Items of income and expense related to sold property, plant and equipment are offset on individual company level.

DEPRECIATION

Items of property, plant and equipment, or their significant and separate components, are depreciated using the straight-line method to allocate their costs to their residual values over their economic useful lives. Land is not depreciated. Depreciation of returnable packages is recorded to write them off over the course of their economic life. The Group assumes the following economic useful lives for the following categories of non-current assets:

Asset category	Useful life
Buildings and constructions	20 – 40 years
Technical improvement on leased property	9 years in average
Plant and equipment	2 – 15 years
Vehicles	4 – 6 years
Returnable packages	2 – 10 years

3.5.2 LEASES

Lease agreements that basically transfer to the Group all of the risks and rewards of owning the subject of the lease are recognised in the statement of financial position at the commencement of the lease at the lower of the following two values: the fair value of the non-current asset constituting the subject of the lease or the present value of minimum lease payments. Financial costs are charged directly to the income statement.

Non-current assets used under leases are depreciated using the shorter of the two periods: the asset's estimated useful life or the lease term.

For the accounting policies on leases based on IFRS 16 adopted by the Group as of 1 January 2019 refer to section 3.6.

3.5.3 GOODWILL

Goodwill is carried at cost less accumulated impairment losses, if any. The Group tests goodwill for impairment at least annually and whenever there are indications that goodwill may be impaired. Goodwill is allocated to the cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the business combination.

Such units or groups of units represent the lowest level at which the Group monitors goodwill and are not larger than an operating segment. Any impairment of goodwill cannot be subsequently reversed.

Gains or losses on disposal of an operation within a cash generating unit to which goodwill has been allocated include the carrying amount of goodwill associated with the disposed operation, generally measured on the basis of the relative values of the disposed operation and the portion of the cash-generating unit which is retained.

3.5.4 INTANGIBLE ASSETS

Intangible assets acquired in a separate transaction are initially stated at acquisition price. The acquisition price of intangible assets acquired in a business combination is equal to their fair value as at the date of the combination. After their initial recognition, intangible assets are stated at their historical price or production costs less accumulated amortisation and impairment write downs. Expenditures on internal research and development, except for capitalised development costs of identifiable intangible assets, are not capitalised and are recognised in the income statement of the period in which they were incurred.

The Group determines whether the economic useful life of an intangible asset is finite or indefinite. A significant part of the Group's intangible assets constitute trademarks, for most of them the Group has determined that they have an indefinite useful life. The Group companies are the owners of some of the leading trademarks in non-alcoholic beverages in Central Europe. As a result, these trademarks are generating positive cash flows and the Group owns the trademarks for the long term. The Board considered several factors and circumstances in concluding that these trademarks have indefinite useful lives, such as size, diversification and market share of each trademark, the trademark's past performance, long-term development strategy, any laws or other local regulations which may affect the life of the assets and other economic factors, including the impact of competition and market conditions. The Group's management expects that it will hold and promote trademarks for an indefinite period through marketing and promotional support. The trademarks with indefinite useful lives are tested for impairment at least annually. The Group has reassessed useful lives of assets with indefinite useful life and concluded that current events and circumstances continue to support an indefinite useful life assessment.

Intangible assets with finite useful lives are amortised over the useful economic life and assessed for impairment whenever there are impairment indicators. Useful life and method of amortisation of intangible assets with finite lives are reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of the future economic benefits embodied in the asset are accounted for by changing the amortisation period or method and treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the income statement in the expense category consistent with the function of the intangible asset. Intangible assets with finite useful lives are assessed for impairment whenever there are impairment indicators.

Intangible assets are amortised using the straight-line method over their useful lives:

Asset category	Useful life
Software licences	3 – 16 years
Computer software	3 – 6 years
Other licences	5 – 7 years
Valuable rights	5 – 10 years

3.5.5 RECOVERABLE VALUE OF NON-CURRENT ASSETS

The Group evaluates its assets whether indicators of impairment are present as at each balance sheet date. For goodwill and indefinite life intangible assets, the Group performs a formal estimate of the recoverable amount annually, for remaining assets the estimate is performed in case of presence of impairment indicators. If the carrying value of a given asset or cash-generating unit exceeds its recoverable amount, it is considered impaired and written down to its recoverable amount. The recoverable amount corresponds to the higher of the following two values: the fair value less costs of disposal, or the value in use of a given asset or cash generating unit. The impairment loss recognised, except for impairment of goodwill, may be reversed in future periods if the asset’s value recovers.

If there is any indication that an asset may be impaired, recoverable amount is estimated for the individual asset. If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount is determined for the cash-generating unit to which the asset belongs. If there isn’t any such cash-generating unit, as a CGU is considered the whole entity and any impairment loss is allocated to the particular entity’s assets respecting the IFRS requirements on order of the impairment loss allocation.

3.5.6 FINANCIAL INSTRUMENTS

Financial instrument is any formal agreement that gives rise to a financial asset of one entity, and a financial liability or equity instrument of another entity.

The most significant assets that are subject to the financial instruments accounting policies are:

- derivative instruments (swap contracts),
- other financial receivables,
- trade receivables,
- cash.

Current trade receivables are stated at amortised cost by applying the effective interest rate method, and reduced by impairment write downs, if any.

The most significant liabilities that are subject to the financial instruments accounting policies:

- loan payables,
- derivative instruments (swap contracts),
- trade payables,
- advances received for the returnable packages,
- lease liabilities.

Trade payables are stated at amortised cost by applying the effective interest rate method.

The Group’s financial assets/liabilities are classified to the following categories:

- measured at amortized costs,
- fair value through other comprehensive income (FVTOCI), and
- fair value through profit and loss (FVTPL).

Classification is based on the nature of the asset/liabilities and management intention. The Group classifies its assets/liabilities at their initial recognition.

FINANCIAL ASSETS/LIABILITIES

Financial assets are initially recognised at fair value. Their initial valuation is increased by transaction costs, with the exception of financial assets stated at fair value through profit or loss. The transaction costs payable in case of a possible disposal of the asset are not deducted from subsequent measurement of financial assets. The asset is recognised in the balance sheet when the Group becomes a party to the agreement (contract), out of which the financial asset arises.

Financial liabilities are initially recognised at fair value. Transaction costs are deducted from the amount at initial recognition, except for financial liabilities at fair value through the profit or loss. The transaction costs payable upon a transfer of a financial liability are not added to the subsequent valuation of financial liabilities. The financial liabilities are recognised in the balance sheet when the Group becomes a party to the agreement, out of which the financial liability arises.

FINANCIAL ASSETS/LIABILITIES MEASURED AT AMORTIZED COSTS

Financial assets measured at amortized costs include primarily trade receivables, bank deposits and other cash funds. Depending on their maturity date, they are included in non-current assets (assets due in more than 1 year after the end of the reporting period) or current assets (assets due within 1 year after the end of the reporting period). The assets included in this category are stated at amortised cost using the effective interest method.

Financial liabilities include primarily trade payables, advances received for the returnable packages, leases and loans. The liabilities included in this category are stated at amortised cost using the effective interest method.

The Group classifies its financial assets/liabilities as at amortised cost only if both of the following criteria are met:

- the asset/liability is held within a business model whose objective is to collect the contractual cash flows, and
- the contractual terms give rise to cash flows that are solely payments of principal and interest.

Financial liabilities include also advances received from customers for the returnable packages (e.g. bottles, crates, pallets, KEGs). These are recognized at the same moment as the sales transactions. Such liabilities are derecognized when the returnable packages are returned to the Group. Liabilities from advances received for the returnable packages are payable on demand and as such are presented within current liabilities undiscounted. Some of returnable packages are never returned to the Group and advances related to these packages are regularly written-off against profit or loss. Amount of write-offs is based on management historical experience with the rate of return of particular types of packages.

FINANCIAL ASSETS/LIABILITIES MEASURED AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

The Group doesn't have any assets/liabilities measured at fair value through other comprehensive income.

DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGE ACCOUNTING

This category includes derivative instruments in the Group's balance sheet. The Group holds derivative financial instruments to hedge its interest rate risk exposures. Financial assets/liabilities within this category serve for the hedging of risks associated with the cash flows of recognised assets and liabilities and highly probable forecast transactions (cash flow hedges) and are presented within other receivables/other payables.

At the inception of the hedging relationship there is a formal designation and documentation of the hedging relationship and the Group's risk management objective and strategy for undertaking the hedge. The Group also documents the economic relationship between the hedged item and the hedging instrument, including whether the changes in cash flows of the hedged item and hedging instrument are expected to offset each other.

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured to their fair value at the end of each reporting period through other comprehensive income.

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in the cash flow hedge reserve within equity. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss, within finance income/costs.

Amount accumulated in the hedging reserve and the cost of hedging reserve are reclassified to profit or loss in the same period or periods during which the hedged expected future cash flows affect profit or loss.

The fair value of a hedging derivative is classified as a non-current asset or liability when the remaining maturity of the hedged item is more than 1 year after the end of the reporting period.

When the financial asset/liability is derecognized, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss.

FINANCIAL ASSETS/LIABILITIES MEASURED AT FAIR VALUE THROUGH PROFIT OR LOSS

This category in general includes two groups of assets: financial assets held for trading and financial assets designated initially at fair value through profit or loss. A financial asset is included in the held for trading category if it was acquired in order to be sold in the near term, or if it is part of a portfolio in which a pattern or short-term trading exists, or if it is a derivative instrument with a positive fair value and not designated for hedges.

Assets classified as financial assets designated at fair value through profit or loss are stated as at each reporting date at fair value, and all gains or losses are recognised as financial income or costs. Derivative financial instruments are stated at fair value as at the balance sheet date and as at the end of each reporting period based on valuations performed by the banks realising the transactions which are accepted by the management. Other financial assets designated at fair value through profit or loss are valued using stock exchange prices, and in their absence, using appropriate valuation techniques, such as: the use of the prices in recent transactions, comparisons with similar instruments, option valuation models. The fair value of debt instruments represents primarily future cash flows discounted at the current market interest rate applicable to similar instruments.

This category includes two groups of liabilities: financial liabilities held for trading and financial liabilities designated at fair value through profit or loss. Financial liabilities held for trading are liabilities that: have been issued primarily to be transferred or repurchased in near term or are a component of a portfolio of financial instruments that are managed together with a purpose of generating a profit from short-term fluctuations in price or trader’s margin or constitute derivative instruments.

Financial liabilities at fair value through profit or loss are measured at their fair value at the end of each reporting period, and all gains or losses are recognised as finance income or costs. Derivative instruments are measured at fair value at the end of each reporting period based on valuations performed by the banks realising the transactions which are accepted by the management. The fair value of debt instruments represents future cash flows discounted at the current market interest rate applicable to similar instruments.

IMPAIRMENT OF FINANCIAL ASSETS

The Group recognises a loss allowance for expected credit losses (ECL) on financial assets that are measured at amortized costs. For trade receivables the Group measures loss allowances at an amount equal to lifetime ECLs. For other financial assets the Group measures loss allowances at amount equal to either 12-month ECL or lifetime ECL (when the credit risk of an asset has increased significantly).

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group considers reasonable and supportable information that is relevant and available without undue cost or effort (mainly historical experience, credit assessment, current and forward-looking information available to the management).

The Group assumes that the credit risk on financial assets has increased significantly if it is more than 90 days past due. The Group considers a financial asset to be in default when the borrower is unlikely to pay its credit obligations to the Group in full, without recourse by the Group to actions such as realising security (if any is held).

Lifetime expected credit losses are those that result from all possible default events over the expected life of a financial instrument. 12-month expected credit losses constitute the portion of lifetime expected credit losses that represents the expected credit losses that result from default events on a financial instrument that are possible within the 12 months after the reporting date.

The Group considers a debt security to have low credit risk when its credit risk rating is equivalent to the globally understood definition of investment grade. The Group considers this to be Ba1 or higher per rating of agency Moody's.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group is exposed to credit risk.

ECLs are a probability-weighted estimates of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Group expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

DERECOGNITION OF FINANCIAL ASSETS/LIABILITIES

The Group derecognises financial assets when (a) the assets are redeemed or the rights to cash flows from the assets otherwise expired or (b) the Group has transferred the rights to the cash flows from the financial assets or entered into a qualifying pass-through arrangement while (i) also transferring substantially all risks and rewards of ownership of the assets or (ii) neither transferring nor retaining substantially all risks and rewards of ownership but not retaining control. Control is retained if the counterparty does not have the practical ability to sell the asset in its entirety to an unrelated third party without needing to impose additional restrictions on the sale.

The Group derecognises financial liability (or part of a financial liability) when it extinguishes, i.e. when the obligation is discharged, cancelled or expires. The difference between the carrying amount of a financial liability (or part of a financial liability) extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

OFFSETTING

Financial assets and liabilities are offset and the net amount reported in the statement of financial position only when there is a legally enforceable right to offset the recognised amounts, and there is an intention to either settle on a net basis, or to realise the asset and settle the liability simultaneously. However, the offsetting is not possible if it cannot be legally enforced in the normal course of business, in the event of default or in the event of insolvency or bankruptcy of the entity or any of the counterparties.

3.5.7 INVENTORIES

Inventories are carried at the lower of cost and net realisable value. Cost of inventory is determined on the weighted average basis. The cost of finished goods and work in progress comprises raw material, direct labour, other direct costs and related production overheads (based on normal operating capacity). Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling expenses.

Inventory is written down to bring the carrying value of inventory to the net realisable value. Inventory write downs are recognised in the income statement under the “cost of goods sold” item. Reversals of inventory write downs are recorded as a decrease of the cost of goods sold. The amount of a write down decreases the carrying value of the inventory.

3.5.8 TRADE AND OTHER RECEIVABLES

Trade and other financial receivables are carried at amortised cost (i.e. present value discounted using the effective interest rate) net of impairment write downs.

In cases when the effect of the time value of money is significant, the carrying value of a receivable is determined by discounting the expected future cash flows to the present value, using a discounted rate that reflects the current market assessments of the time value of money. Unwinding of the effects of discounting increasing the receivable is recorded as finance income.

An impairment loss is recognised in profit or loss at the difference between an asset´s carrying amount and the present value of the estimated cash flows discounted at the asset´s original effective interest rate. For the measurement of loss allowance for financial assets refer to section 3.5.6.

Non-financial receivables are assessed at each reporting date to determine whether there is an objective evidence of impairment. Such evidence includes:

- significant financial difficulties of the debtor,
- probability that the debtor will enter bankruptcy or financial reorganisation,
- default or delinquency by the debtor.

3.5.9 CASH AND CASH EQUIVALENTS

Cash and cash equivalents include cash at bank and in hand, as well as highly liquid investments that can be readily convertible to known amount of cash and are subject to insignificant changes in the value.

The balance of cash and cash equivalents presented in the consolidated statement of cash flows consists of cash at bank and in hand, as well as short-term deposits with original maturity up to 3 months.

3.5.10 EQUITY

Equity is classified by category and in accordance with binding legal regulations and the Company's Statute.

Share capital is carried at the amount stated in the Statute and in the National Court Register.

Declared but unpaid capital contributions are recorded as unpaid share capital. Treasury shares and unpaid share capital are deducted from the Company's equity.

Other elements of equity are: Share premium and capital reorganisation reserve, Other reserves, Foreign currency translation reserve, Own shares, Retained earnings and Non-controlling interest. Balance of the Foreign currency translation reserve is adjusted for exchange differences arising from the translation of financial statements of subsidiaries with functional currency different from Group's presentation currency.

Own shares acquired by the Company for cancellation, in accordance with the provisions of the Business Corporation Act, are recorded at cost as a negative amount as a separate component of equity. Own shares of the Company acquired by RADENSKA d.o.o. are recorded at cost as a negative amount as a separate component of equity.

Retained earnings/Accumulated deficit consist of accumulated profit or uncovered loss from previous years and the profit/loss for the period.

Dividends are recognised as liabilities in the period in which they were approved.

Distribution fund was intended for the distribution to the owners of the Company.

NON-CONTROLLING INTEREST

Non-controlling interest is measured:

- based on the share on the acquired net identifiable assets; and
- subsequently increased/decreased by non-controlling interest's share of profit, dividends paid, share in other comprehensive income and effects of changes in ownership.

3.5.11 INTEREST-BEARING BANK CREDITS AND LOANS

At initial recognition, all bank credits and loans are recorded at their fair value, which corresponds to the received cash funds, less the costs of obtaining the credit or loan.

After their initial recognition, interest bearing credits and loans are stated at amortised cost by applying the effective interest rate method.

Amortised cost is determined by taking into account the costs of obtaining the credit or loan, as well as discounts and bonuses received or settlement fees charged at the settlement of the liability.

3.5.12 TRADE LIABILITIES AND OTHER LIABILITIES

Financial liabilities constitute a current obligation arising out of past events, the fulfilment of which is expected to result in an outflow of cash or other financial assets.

Financial liabilities other than financial liabilities stated at fair value through profit or loss are measured at amortised cost (i.e. discounted using the effective interest rate).

Exchange rate differences resulting from the balance sheet remeasurement of trade payables are recognised in cost of sales.

Non-financial current liabilities are measured at amounts due.

3.5.13 PROVISIONS

Provisions are created when the Group has a present obligation (legal or constructive) arising out of past events, and when it is likely that the fulfilment of this obligation will result in an outflow of economic benefits, and when the amount of the obligation can be reliably measured. If the Group expects that the costs covered by the provision will be refunded, for example based on an insurance policy, then the refund is recognised as a separate asset, but only if it is virtually certain that the refund will be received. The costs relating to a given provision are presented in the income statement net of any refunds. If the time value of money is material, the carrying amount of the provision is determined by discounting the forecasted future cash flows to their present values using a pre-tax discount rate reflecting the current market assessments of the time value of money and any risks associated with the given obligation. Subsequent increases of the provision due to unwinding of discount are presented as interest expense.

3.5.14 EMPLOYEE BENEFITS

PENSION OBLIGATIONS

A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity or to a state pension plan. Obligations for contributions to defined contribution plans are expensed as the related service is provided. The Group has no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees the benefits relating to employee service in the current and prior periods.

A defined benefit plan is a pension plan that is not a defined contribution plan. The liability recognised in respect of defined benefit pension plans represents the amount of estimated future benefit that employees have earned in the current and prior periods, net of the fair value of any plan assets. The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds that are denominated in the currency in which the benefits will be paid, and that have terms to maturity approximating the terms of the corresponding pension obligation.

Material actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to other comprehensive income in the period in which they arise.

Past-service costs are recognised immediately in profit or loss.

TERMINATION BENEFITS

Termination benefits are payable when employment is terminated by the Group before the normal retirement date, or whenever an employee accepts voluntary redundancy in exchange for these benefits. The Group recognises termination benefits at the earlier of the following dates:

- when the Group can no longer withdraw the offer of those benefits; and
- when the Group recognises costs for a restructuring that is within the scope of IAS 37 and the restructuring involves the payment of termination benefits.

Benefits falling due more than 12 months after the end of the reporting period are discounted to their present value.

SHARE BASED PAYMENTS

The grant-date fair value of equity-settled share-based payment arrangements granted to employees is generally recognised as an expense, with a corresponding increase in equity, over the vesting period of the awards. The amount recognised as an expense is adjusted to reflect the number of awards for which the related service and non-market performance conditions are expected to be met, such that the amount ultimately recognised is based on the number of awards that meet the related service and non-market performance conditions at the vesting date. For share-based payment awards with non-vesting conditions, the grant-date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes.

3.5.15 PERFORMANCE OBLIGATIONS AND REVENUE RECOGNITION POLICIES

Revenue is recognised at the amount of the transaction price (which excludes estimates of variable consideration), and when the amount of revenue can be measured reliably. Revenue is measured excluding value added tax (VAT), excise tax and rebates (discounts, bonuses and other price reductions, i.e. possible price reductions assumed by the management).

The amount of revenue is measured at the fair value of the consideration received or receivable. Revenue is stated at net present value when the effect of the time value of money is material (in case of payment after 360 days, such transactions contain a significant financing component). If revenue is measured at discounted amount, the discount is recognised using the effective interest method as an increase in receivables, and as financial income in profit or loss.

Foreign exchange rate differences resulting from the realisation or the remeasurement of trade receivables are recognised in profit or loss.

Revenue is also recognised in accordance with the criteria specified below.

Recognition, measurement, presentation or disclosure of Group's revenue doesn't bear any significant judgements or assumptions. Group's transactions are rather clear. The initial application of IFRS 15 standard as of 1 January 2018 didn't have material impact on the Group's revenue and this applied also in 2019.

SALE OF GOODS AND PRODUCTS

Revenue is recognised when the performance obligation is satisfied and control passes to the customer, and when the amount of revenue may be measured reliably. The amount of revenue recognised is adjusted for expected discounts, bonuses and other price reductions which are determined based on actual deliveries for the year and the contracted terms.

PROVISION OF SERVICES

Revenue from the provision of services (mainly transportation services) is recognised when the service was performed with reference to the percentage of completion of the service obligation.

Franchise fees are recognized on monthly basis based on contracts with franchisants. Variable part of revenue is recognized to extend to which it is probable that the franchisant will meet the contracted turnover.

INTEREST

Interest income is recognised gradually using the effective interest method.

3.5.16 GOVERNMENT GRANTS

The Group recognises government grants once there is a reasonable assurance that the subsidy will be received and that all of the related conditions will be complied with. Both of the above criteria must be met for a government subsidy to be recognised.

The Group may be entitled to claim special tax deductions for investments in qualifying assets or in relation to qualifying expenditure. The Group accounts for such allowances as tax credits, reducing the income tax payable and current tax expense. A deferred tax asset is recognised for unclaimed tax credits.

3.5.17 INCOME TAX

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

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted as at the balance sheet date in the countries where the Company and its subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. Liabilities are recorded for income tax positions that are determined by management as more likely than not to result in additional taxes being levied if the positions were to be challenged by tax authorities.

Deferred income tax is recognised, using the balance sheet liability method, on tax loss carry forwards and temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill; deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted at the balance sheet date and are expected to apply when the temporary differences will reverse or the tax loss carry forwards will be utilised.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax is provided on temporary differences arising on investments in subsidiaries, joint ventures and equity accounted investees, except for deferred income tax liability where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

3.5.18 EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the year excluding ordinary shares purchased by the Company and held as treasury shares.

3.5.19 DISCONTINUED OPERATIONS

Consolidated statement of profit or loss, Consolidated statement of other comprehensive income and accompanying Notes are divided into continuing and discontinued operations due to sale of Hoop Polska and Megapack. For more information refer to section 4.31.

3.6. NEW AND AMENDED STANDARDS ADOPTED BY THE GROUP

IFRS 16 LEASES

All leases where the Group is a lessee and which met the requirements set by the new standard were recognised on the balance sheet as the distinction between operating and finance leases was removed. Under the new standard, a right-of-use asset (right to use leased item) and a financial liability to pay rentals are recognised. IFRS 16 leads to a replacement of the straight-line operating lease expense with a depreciation charge (operating costs) for right-of-use asset and an interest expense (finance costs) on lease liabilities. Although the depreciation charge is typically even, the interest expense reduces over the life of the lease which leads into a reducing total expense as individual lease matures. New standard doesn't impact the amount of cash transferred between the lessor and lessee, it however has an impact on the presentation of the consolidated statement of cash flows. Cash outflows connected with the leases previously classified as operating expenses are presented under financing activities instead of operating activities. The Group has decided to utilize the following practical expedients allowed by the new IFRS 16 standard:

- Leases of low value assets (i.e. those with value lower than CZK 80 thousand) are not accounted under the IFRS 16 lease model.
- Leases with a lease term of 12 months or less that do not contain a purchase option (i.e. short-term leases) are not accounted under the IFRS 16 lease model.
- Leases for which the lease term ends within 12 months of the date of initial application of IFRS 16 (leases without extension option or with an option which is not to be used) are not accounted under the IFRS 16 lease model.
- For leases commencing before 1 January 2019 and representing operating leases before that date, the Group recognizes the lease liability in the amount equal to the present value of the remaining lease payments, discounted using lessee's incremental borrowing rate at the date of initial application. Right-of-use asset is recognized in the amount of lease liability (adjusted by the amount of any previously recognized prepaid or accrued lease payments relating to that lease) less impairment provision calculated under IAS 36.
- A single discount rate is applied to a portfolio of leases with reasonably similar characteristics.

- For leases commencing before 1 January 2019, the initial direct costs are excluded from the measurement of the right-of-use asset at the date of initial application.
- Hindsight is used, such as in determining the lease term if the contract contains options to extend or terminate the lease.

ADJUSTMENTS RECOGNISED ON ADOPTION OF IFRS 16

For leases previously classified as finance leases the Group recognised the carrying amount of the lease asset and lease liability immediately before transition as the carrying amount of the right-of-use asset and the lease liability at the date of initial application. The measurement principles of IFRS 16 are only applied after that date.

The standard affected primarily the accounting for the Group's operating leases. The following adjustments were made as of 1 January 2019 in the consolidated statement of financial position:

- Right-of-use asset: CZK 181 million,
- Lease liabilities – current: CZK 34 million,
- Lease liabilities – non-current: CZK 146 million,
- Retained earnings: CZK 1 million.

The Group's activities as a lessor are not material and hence there wasn't any material impact on the consolidated financial statements.

Application of the IFRS 16 standard did not have any material qualitative impacts on the Group's daily operations and financial reporting process.

Discount rate applied for the recognition of right-of-use assets and lease liabilities as of 1 January 2019 was between 2.0% - 5.0% p.a.

THE GROUP'S LEASING ACTIVITIES AND HOW THESE ARE ACCOUNTED FOR

The Group leases mainly the head office administrative building, premises for Fresh and Salad bars, production equipment and vehicles. Rental contracts are typically made for fixed periods of 1 to 10 years but may have extension options. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable,
- variable lease payment that are based on an index or a rate,
- amounts expected to be payable by the lessee under residual value guarantees,
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

Right-of-use asset is measured at cost comprising the following:

- the amount of the initial measurement of lease liability,
- any lease payments made at or before the commencement date less any lease incentives received,
- any initial direct costs, and
- restoration costs.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss.

The Group has established controls for the identification, monitoring and recording of contracts and transactions connected with the new standard.

The Group didn't face any difficulties with the identification of leases within its contracts, application of rate implicit in the lease, proper presentation and disclosure. If rate implicit in the lease couldn't be determined for the purpose of measurement of lease liability, the Group has applied relevant incremental borrowing rate. The Group didn't have to make any significant judgements or assumption during the initial and subsequent application of IFRS 16. The determined lease terms are based on contracts and reflect the management's intentions to prolong existing contracts according to relevant contract clauses. This is however not considered as a significant judgement or assumption because the decisions made about utilization are based on management’s short-term and long-term business plans. The Group has applied modified retrospective approach for the initial application of IFRS 16, as such it was not required to restate comparative information. The Group has included Right-of-use assets in its annual impairment considerations. There was not any impairment for any Right-of-use asset.

3.7. SIGNIFICANT ESTIMATES AND KEY MANAGEMENT JUDGEMENTS

Since some of the information contained in the consolidated financial statements cannot be measured precisely, the Group´s management must perform estimates to prepare the consolidated financial statements. Management verifies the estimates based on changes in the factors considered at their calculation, new information or past experience. For this reason, the estimates made as at 31 December 2019 may be changed in the future. The main estimates pertain to the following matters:

Estimates	Type of information	Section
Impairment of CGU, goodwill and individual tangible and intangible assets	Key assumptions used to determine the recoverable amount: Impairment indicators, used models, discount rates, growth rates.	4.10.1, 4.11.1, 4.29
Useful life of trademarks	The history of the trademark on the market, market position, useful life of similar products, the stability of the market segment, competition.	3.5.4, 4.11
Income tax	Assumptions used to recognise deferred income tax assets.	4.8
Impairment of receivables	Historical experience, credit assessment, current and forward-looking information available to the management	4.14
Deferred tax asset from investment incentives and tax losses	Historical experience, current and forward-looking information available to the management	4.8

3.8. STANDARDS ISSUED BUT NOT YET EFFECTIVE

New standards and amendments are not relevant to the Group or will not have material effect on its financial statements.

3.9. APPROVAL OF CONSOLIDATED FINANCIAL STATEMENTS

The Board of Directors approved the present consolidated financial statements for publication on 25 March 2020.

4. NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

4.1. SEGMENT INFORMATION (CONTINUING OPERATIONS)

The Board of Directors of Kofola ČeskoSlovensko a.s. is the chief operating decision maker ("CODM") responsible for operational decision-making and uses segment results to decide on the allocation of resources to the segments and to assess segments' performance. After the sale of Hoop Polska Sp. z o.o., management has decided to adjust the structure of segment information. Based on this assessment, three main business segments are presented within these financial statements. These are:

- CzechoSlovakia,
- Adratic,
- Fresh & Herbs.

Division of particular Group companies between the segments is outlined in the section 2.2.

For presented periods, the segment information contains only values related to the continuing operations.

Furthermore, CODM monitors revenue, but not a profit measure, from the following product lines:

- Carbonated beverages,
- Non-carbonated beverages (incl. UGO fresh bottles),
- Waters,
- Syrups,
- Fresh bars & Salads,
- Other (e.g. energy drinks, isotonic drinks, tea, coffee, transportation and other services).

In compliance with the relevant requirements of IFRS 8 Operating Segments, the management presents also the distribution of revenues and non-current assets (other than financial instruments and deferred tax assets) distributed into geographical areas.

The Group applies the same accounting methods to all segments. These policies are also in line with the accounting methods used in the preparation of these consolidated financial statements. Transactions between segments are eliminated in the consolidation process.

Column Other in the segment information below represents a reconciling item to get to the consolidated financial statements.

The Group did not identify any customer in the period ended 31 December 2019 and in the comparative period ended 31 December 2018 that generated more than 10% of the Group's consolidated revenue.

BUSINESS SEGMENTS (CONTINUING OPERATIONS)

1.1.2019 – 31.12.2019	CzechoSlovakia	Adriatic	Fresh & Herbs	Other*	Subtotal	Consolidation adjustments	Total
	CZK´000	CZK ´000	CZK ´000	CZK ´000	CZK ´000	CZK´000	CZK ´000
Revenue	**4,571,010**	**1,261,419**	**723,537**	**-**	**6,555,966**	**(146,499)**	**6,409,467**
External revenue – excl. services	4,402,203	1,250,238	689,026	-	6,341,467	-	6,341,467
External revenue – services	32,242	7,734	28,024	-	68,000	-	68,000
Inter-segment revenue	136,565	3,447	6,487	-	146,499	(146,499)	-
Operating expenses	**(4,005,207)**	**(1,164,308)**	**(845,547)**	**(1,143)**	**(6,016,205)**	**146,499**	**(5,869,706)**
Related to external revenue	(3,868,642)	(1,160,861)	(839,060)	(1,143)	(5,869,706)	-	(5,869,706)
Related to inter-segment revenue	(136,565)	(3,447)	(6,487)	-	(146,499)	146,499	-
Operating profit/(loss)	**565,803**	**97,111**	**(122,010)**	**(1,143)**	**539,761**	**-**	**539,761**
Finance income/(costs), net	(70)	7,129	(17,758)	(538)	(11,237)	(129,776)	(141,013)
- within segment	*(127,083)*	*(4,428)*	*(8,964)*	*(538)*	*(141,013)*	-	*(141,013)*
- inter-segment	*127,013*	*11,557*	*(8,794)*	-	*129,776*	*(129,776)*	-
Profit/(loss) before income tax	**565,733**	**104,240**	**(139,768)**	**(1,681)**	**528,524**	**(129,776)**	**398,748**
Income tax (expense)/benefit	(120,487)	(27,726)	2,160	-	(146,053)	-	(146,053)
Profit/(loss) for the period	**445,246**	**76,514**	**(137,608)**	**(1,681)**	**382,471**	**(129,776)**	**252,695**
EBITDA**	**900,676**	**197,369**	**5,226**	**(1,143)**	**1,102,128**	**-**	**1,102,128**
One-offs (4.25)	12,495	(6,070)	10,574	267	17,266	-	17,266
Adjusted EBITDA (4.25)	**913,171**	**191,299**	**15,800**	**(876)**	**1,119,394**	**-**	**1,119,394**

* Other doesn’t represent a separate segment, but reconciling item to the Consolidated statement of profit or loss.
** EBITDA refers to operating profit/(loss) plus depreciation and amortisation.

Other segment information	CzechoSlovakia	Adriatic	Fresh & Herbs	Other	Subtotal	Consolidation adjustments	Total
	CZK´000	CZK ´000	CZK ´000	CZK ´000	CZK ´000	CZK´000	CZK ´000
Additions to PPE and Intangible assets*	437,239	144,837	311,211	-	893,287	-	893,287
Depreciation and amortisation	334,873	100,258	127,236	-	562,367	-	562,367
Other Impairment losses	20,334	8,850	2,245	-	31,429	-	31,429
Other Impairment losses reversals	(16,203)	(817)	(1,437)	-	(18,457)	-	(18,457)
Provisions - Increase due to creation	95,866	20,175	8,069	-	124,110	-	124,110
Provisions - Decrease due to usage/release	(69,136)	(11,433)	(5,691)	-	(86,260)	-	(86,260)

* excluding acquisitions, including lease additions

1.1.2018 – 31.12.2018 Restated	CzechoSlovakia CZK´000	Adriatic CZK ´000	Fresh & Herbs CZK ´000	Other* CZK ´000	Subtotal CZK ´000	Consolidation adjustments CZK´000	Total CZK ´000
Revenue	**4,470,490**	**1,183,349**	**640,399**	**-**	**6,294,238**	**(135,059)**	**6,159,179**
External revenue – excl. services	4,250,075	1,163,794	613,053	-	6,026,922	-	6,026,922
External revenue – services	100,023	5,098	27,136	-	132,257	-	132,257
Inter-segment revenue	120,392	14,457	210	-	135,059	(135,059)	-
Operating expenses	**(3,967,534)**	**(1,115,505)**	**(693,880)**	**(1,035)**	**(5,777,954)**	**135,059**	**(5,642,895)**
Related to external revenue	(3,847,142)	(1,101,048)	(693,670)	(1,035)	(5,642,895)	-	(5,642,895)
Related to inter-segment revenue	(120,392)	(14,457)	(210)	-	(135,059)	135,059	-
Operating profit/(loss)	**502,956**	**67,844**	**(53,481)**	**(1,035)**	**516,284**	**-**	**516,284**
Finance income/(costs), net	38,841	14,537	(5,694)	103	47,787	(140,427)	(92,640)
- within segment	*(89,503)*	*580*	*(3,820)*	*103*	*(92,640)*	*-*	*(92,640)*
- inter-segment	*128,344*	*13,957*	*(1,874)*	*-*	*140,427*	*(140,427)*	*-*
Profit/(loss) before income tax	**541,797**	**82,381**	**(59,175)**	**(932)**	**564,071**	**(140,427)**	**423,644**
Income tax (expense)/benefit	(73,348)	(20,113)	9,061	-	(84,400)	-	(84,400)
Profit/(loss) for the period	**468,449**	**62,268**	**(50,114)**	**(932)**	**479,671**	**(140,427)**	**339,244**
EBITDA**	**824,732**	**172,785**	**22,860**	**(1,035)**	**1,019,342**	**-**	**1,019,342**
One-offs (4.25)	28,343	3,523	5,403	-	37,269	-	37,269
Adjusted EBITDA (4.25)	**853,075**	**176,308**	**28,263**	**(1,035)**	**1,056,611**	**-**	**1,056,611**

* Other doesn't represent a separate segment, but reconciling item to the consolidated statement of profit or loss.
** EBITDA refers to operating profit/(loss) plus depreciation and amortisation.

Other segment information Restated	CzechoSlovakia CZK´000	Adriatic CZK ´000	Fresh & Herbs CZK ´000	Other CZK ´000	Subtotal CZK ´000	Consolidation adjustments CZK´000	Total CZK ´000
Additions to PPE and Intangible assets*	291,833	77,066	24,521	-	393,420	-	393,420
Depreciation and amortisation	321,776	104,941	76,341	-	503,058	-	503,058
Other Impairment losses	11,187	1,059	1,299	-	13,545	-	13,545
Other Impairment losses reversals	(14,440)	(5,941)	(4,230)	-	(24,611)	-	(24,611)
Provisions - Increase due to creation	69,127	10,098	5,740	-	84,965	-	84,965
Provisions - Decrease due to usage/release	(17,873)	(37,581)	(458)	-	(55,912)	-	(55,912)

* excluding acquisitions, including lease additions

PRODUCT LINES (CONTINUING OPERATIONS)

1.1.2019 - 31.12.2019	Carbonated beverages CZK´000	Non-carbonated beverages CZK´000	Waters CZK´000	Syrups CZK´000	Fresh bars & Salads CZK´000	Other CZK´000	Total CZK´000
Revenue	**2,671,735**	**681,324**	**1,759,369**	**466,498**	**420,782**	**409,759**	**6,409,467**
External revenue – excl. services	2,671,735	681,324	1,759,369	466,498	393,985	368,556	6,341,467
External revenue – services	-	-	-	-	26,797	41,203	68,000

1.1.2018 - 31.12.2018 Restated	Carbonated beverages CZK´000	Non-carbonated beverages CZK´000	Waters CZK´000	Syrups CZK´000	Fresh bars & Salads CZK´000	Other CZK´000	Total CZK´000
Revenue	**2,615,035**	**680,633**	**1,661,463**	**457,628**	**390,981**	**353,439**	**6,159,179**
External revenue – excl. services	2,615,035	680,633	1,661,463	457,628	364,132	248,031	6,026,922
External revenue – services	-	-	-	-	26,849	105,408	132,257

INFORMATION ABOUT GEOGRAPHICAL AREAS — REVENUE PER END CUSTOMER (CONTINUING OPERATIONS)

1.1.2019 - 31.12.2019	Czech Republic CZK´000	Slovakia CZK´000	Slovenia CZK´000	Croatia CZK´000	Poland CZK´000	Other CZK´000	Total CZK´000
Revenue	**3,307,104**	**1,723,849**	**799,577**	**371,190**	**65,795**	**141,952**	**6,409,467**
External revenue – excl. services	3,262,101	1,708,586	791,878	371,155	65,795	141,952	6,341,467
External revenue – services	45,003	15,263	7,699	35	-	-	68,000

1.1.2018 - 31.12.2018 Restated	Czech Republic CZK´000	Slovakia CZK´000	Slovenia CZK´000	Croatia CZK´000	Poland CZK´000	Other CZK´000	Total CZK´000
Revenue	**3,167,538**	**1,692,087**	**755,782**	**332,451**	**74,599**	**136,722**	**6,159,179**
External revenue – excl. services	3,069,181	1,667,652	750,719	332,451	74,599	132,320	6,026,922
External revenue – services	98,357	24,435	5,063	-	-	4,402	132,257

Non-current assets (excluding financial assets and deferred tax assets)	Czech Republic CZK´000	Slovakia CZK´000	Slovenia CZK´000	Croatia CZK´000	Poland CZK´000	Other CZK´000	Total CZK´000
31.12.2019	2,179,259	1,008,033	644,678	191,099	235,760	-	4,258,829
31.12.2018	1,867,301	915,708	646,319	159,051	557,706	-	4,146,085

SEASONAL AND CYCLICAL NATURE OF THE OPERATIONS

SEASONALITY

Seasonality is associated with periodic deviations in demand and supply and has certain effect on Group's general sales trends. Beverage sales peak appears in the 2nd and 3rd quarter of the year. This is caused by increased drink consumption in the spring and summer months. In the year ended 31 December 2019, about 20.1% (19.5% in 2018) of revenue from continuing operations was earned in the 1st quarter, with 27.2% (28.1% in 2018), 29.0% (29.1% in 2018) and 23.7% (23.3% in 2018) of the annual consolidated revenue earned in the 2nd, 3rd and 4th quarters, respectively.

CYCLICAL NATURE

The Group's results are to certain extent dependent on economic cycles, in particular on fluctuations in demand and in the prices of raw materials, so-called "commodities".

4.2. REVENUE (CONTINUING OPERATIONS)

Revenue streams, Timing of revenue recognition	2019 CZK´000	2018 (restated) CZK´000
Revenue from contracts with customers		
- Sales of finished products/goods/materials (transferred at a point in time)	6,341,467	6,026,922
- Sales of transportation services (transferred over time)	11,659	55,539
- Franchise licences (transferred over time)	27,079	26,650
- Sales of other services (transferred over time)	29,262	50,068
Total revenue	**6,409,467**	**6,159,179**

Revenue from contracts with customers is represented by finished products, goods and materials sold and is recognized at a point of time. For further allocation between particular segments refer to section 4.1.

Loss allowances on receivables arising from contracts with customers are presented in section 4.14.

Group doesn't have any material contract assets, contract liabilities or performance obligations satisfied (or partially satisfied) in previous periods.

4.3. EXPENSES BY NATURE (CONTINUING OPERATIONS)

Expenses by nature	2019 CZK´000	2018 (restated) CZK´000
Depreciation of Property, plant and equipment and amortisation of Intangible assets	562,367	503,058
Employee benefits expenses (i)	1,379,637	1,250,162
Consumption of materials and energy	2,150,770	2,168,178
Cost of goods and materials sold	484,779	465,382
Services**	1,150,940	1,108,197
Rental costs	79,783	100,458
Taxes and fees	62,730	63,492
Insurance costs	12,836	11,114
Inventory write-down/(back)	1,653	(1,309)
Change in allowance to receivables	18,652	(2,884)
Change in finished products and work in progress	(15,556)	(10,492)
Other costs	11,006	24,693
Total expenses by nature*	**5,899,597**	**5,680,049**
Depreciation recognized in Other operating expenses	(10,390)	(13,074)
Reconciliation of expenses by nature to expenses by function	**5,889,207**	**5,666,975**
Selling, marketing and distribution costs	2,090,502	1,926,870
Administrative costs	453,819	436,407
Costs of products and services sold	2,860,107	2,838,316
Cost of goods and materials sold	484,779	465,382
Total costs of products and services sold, merchandise and materials, sales costs and administrative costs	**5,889,207**	**5,666,975**

* Excluding Other operating expenses (except for depreciation) and Impairment.

** One-off services are in the 2019 reported in Other operating expenses.

Growth of depreciation/amortization and decrease in Rental costs between periods is influenced by the application of IFRS 16 on operating leases which were previously presented as rental costs. Higher personnel expenses are connected with the general salary increase. Consumption of materials and energy decreased mainly as a result of lower prices of sweeteners. Higher Cost of goods and materials sold is connected with higher Revenue from the sale of goods and materials. Increase of expenses for services is influenced by increase of revenues, higher distribution costs and costs arising in LEROS and Espresso (acquisition effect).

(i) Employee benefits expenses

Employee benefits expenses	2019 CZK´000	2018 (restated) CZK´000
Salaries	1,026,475	930,862
Social security and other benefit costs (including healthcare insurance)	171,258	149,477
Pension benefit plan expenses	181,904	169,823
Total employee benefits expenses	**1,379,637**	**1,250,162**

4.4. OTHER OPERATING INCOME (CONTINUING OPERATIONS)

Other operating income	2019 CZK´000	2018 (restated) CZK´000
Net gain from the sale of PPE and Intangible assets	23,144	7,189
Income from lease	7,209	6,146
Reinvoiced payments	11,626	3,708
Grants	588	777
Compensation claims	5,680	3,840
Penalties and compensation for damages	615	3,592
Other tax income	3,505	149
Release of provisions	75	22,099
Write-off of advances received for the returnable packages	9,642	10,293
Release of accruals	4,133	3,910
Other	9,533	6,338
Total other operating income	**75,750**	**68,041**

4.5. OTHER OPERATING EXPENSES (CONTINUING OPERATIONS)

Other operating expenses	2019 CZK´000	2018 (restated) CZK´000
Net loss from disposal of PPE and Intangible assets	115	1,184
Costs connected with inactive plants in Poland*	20,134	22,567
Impairment of PPE	858	3,742
Provided donations, sponsorship	4,408	6,736
Penalties and damages	811	1,717
Other tax expenses	35	5
Services**	21,797	-
Other	8,091	8,010
Total other operating expenses	**56,249**	**43,961**

* Mainly depreciation expense, property taxes, consumption of energy.
** One-off services are in the 2019 reported in Other operating expenses.

4.6. FINANCE INCOME (CONTINUING OPERATIONS)

Finance income	2019 CZK´000	2018 (restated) CZK´000
Interest from:		
– bank deposits	141	51
– bonds	2,431	6,591
Exchange gains	312	3,863
Derivatives	2,661	-
Other	525	760
Total finance income	**6,070**	**11,265**

4.7. FINANCE COSTS (CONTINUING OPERATIONS)

Finance costs	2019 CZK´000	2018 (restated) CZK´000
Interest from:		
– bank loans and credits	105,018	64,330
– lease	11,110	3,941
– bonds	-	13,327
– other	280	457
Exchange losses	17,375	2,229
Bank costs and charges	12,061	14,398
Derivatives	-	4,593
Other	1,239	630
Total finance costs	**147,083**	**103,905**

The biggest effect on increased interest from bank loans and credits had the rise of average annual 3M PRIBOR by 66.8%.

4.8. INCOME TAX (CONTINUING OPERATIONS)

4.8.1 INCOME TAX RECOGNISED IN PROFIT OR LOSS

Main income tax elements for the twelve-month period ended 31 December 2019 and 31 December 2018 were as follows:

Income tax	2019 CZK´000	2018 (restated) CZK´000
Current income tax expense/(benefit)	**128,818**	**117,870**
Current income tax on profits for the year	126,816	117,831
Adjustments for current income tax of prior periods	67	39
Other	1,935	-
Deferred income tax expense/(benefit)*	**17,235**	**(33,470)**
Related to arising and reversing of temporary differences	1,178	(42,695)
Related to tax losses	16,057	9,225
Income tax expense/(benefit)	**146,053**	**84,400**

* Deferred tax recognized in the profit or loss statement doesn't reconcile to the difference between the values recognized in the statement of financial position which is caused mainly by the deferred tax arising on the business combination, decrease of deferred tax asset due to sale of Hoop Polska and foreign exchange differences arising on consolidation of foreign subsidiaries.

The income tax rate applicable to the majority of the Group's 2019 and 2018 income is 19%.

4.8.2 INCOME TAX RECOGNISED DIRECTLY IN EQUITY

Income tax elements for the twelve-month period ended 31 December 2019 and 31 December 2018 were as follows:

Income tax recognised directly in equity	2019 CZK´000	2018 (restated) CZK´000
Deferred income tax	**1,084**	**1,081**
Tax from Cash flow hedges	1,084	206
Receivables allowance adjustment arising from IFRS 9	-	875
Income tax recognised directly in equity	**1,084**	**1,081**

4.8.3 EFFECTIVE TAX RECONCILIATION

Effective tax	2019 CZK´000	2018 (restated) CZK´000
Profit/(loss) before income tax	**398,748**	**423,644**
Tax at the rate of 19% valid in the Czech Republic	(75,762)	(80,492)
Tax effect of:		
Non-deductible expenses	(33,060)	(28,854)
Non-recognition of deferred tax assets	(35,229)	(17,399)
Investment incentives	2,042	39,935
Non-taxable income	420	-
Current tax of prior periods	(30)	116
Deferred tax adjustments relating to prior periods	1,562	5,656
Difference in tax rates of subsidiaries operating in other jurisdictions	(1,904)	(4,422)
Other	(4,092)	1,060
Income tax expense	**(146,053)**	**(84,400)**
Effective tax rate	**36.6%**	**19.9%**

The deferred tax asset was not recognized on tax losses for which the utilisation in future periods is not probable according to the tax planning of the particular Group companies.

4.8.4 DEFERRED TAX ASSETS AND LIABILITIES

Deferred tax assets and liabilities	31.12.2019		
	Deferred tax assets CZK´000	Deferred tax liabilities CZK´000	Net amount CZK´000
Temporary differences attributable to:			
Property, plant and equipment and Intangible assets	-	(261,814)	(261,814)
Inventories	1,196	-	1,196
Receivables	6,797	-	6,797
Tax losses	64,030	-	64,030
Trade and other liabilities and provisions	33,319	-	33,319
Other	4,423	-	4,423
Deferred tax assets/(liabilities)	**109,765**	**(261,814)**	**(152,049)**
Presentation offsetting	(70,877)	70,877	-
Deferred tax assets/(liabilities)	**38,888**	**(190,937)**	**(152,049)**

Deferred tax assets and liabilities	31.12.2018 (restated)		
	Deferred tax assets CZK´000	Deferred tax liabilities CZK´000	Net amount CZK´000
Temporary differences attributable to:			
Property, plant and equipment and Intangible assets	-	(243,131)	(243,131)
Inventories	1,576	-	1,576
Receivables	7,069	-	7,069
Tax losses	84,277	-	84,277
Trade and other liabilities and provisions	44,705	-	44,705
Investment incentives	2,495	-	2,495
Other	1,174	-	1,174
Deferred tax assets/(liabilities)	**141,296**	**(243,131)**	**(101,835)**
Presentation offsetting	(88,522)	88,522	-
Deferred tax assets/(liabilities)	**52,774**	**(154,609)**	**(101,835)**

Based on management assessment and tax projections, the Group didn’t recognize as of 31 December 2019 the deferred tax asset from tax losses of CZK 78,844 thousand (as of 31 December 2018: CZK 52,427 thousand). Tax losses can be utilized up to 2024 except for RADENSKA where the tax losses can be carried into the future periods without time limitation.

Deferred tax asset of Hoop Polska Sp. z o.o. of CZK 32,343 thousand as of 31 December 2018 wasn’t recognized as the Group will be no longer entitled to utilize these tax losses due to the sale transaction described in section 4.31. In the Group’s financial statements, a deferred tax liability of CZK 2,037 thousand related to the Grodzisk Wielkopolski plant was kept as this plant remained in the Group.

4.9. EARNINGS PER SHARE

The basic earnings per share ratio is calculated by dividing the profit/(loss) for the period attributable to owners of Kofola ČeskoSlovensko a.s. by the weighted average number of ordinary shares outstanding during the period.

The diluted earnings per share ratio is calculated by dividing the profit/(loss) for the period attributable to ordinary shareholders (after deducting the interest on redeemable preferred shares convertible to ordinary shares) by the weighted average number of ordinary shares outstanding during the period (adjusted by the effect of diluting options and own shares not subject to dividends). The diluted earnings per share ratio is not applicable to the Group because it didn’t issue any of above-mentioned financial instruments.

Information used to calculate basic earnings per share is presented below:

Weighted average number of ordinary shares	2019 Pcs	2018 Pcs
Weighted average number of ordinary shares for EPS calculation	22,291,948	22,294,908
Effect of own shares in possession of the Company	-	(2,960)
Weighted average number of ordinary shares used to calculate basic earnings per share	**22,291,948**	**22,291,948**

Based on the above information, the basic earnings per share amounts to:

Basic earnings per share (continuing operations)	2019	2018 Restated
Profit/(loss) for the period attributable to owners of Kofola ČeskoSlovensko a.s. (CZK ´000)	261,019	343,716
Weighted average number of ordinary shares used to calculate basic earnings per share (pcs)	22,291,948	22,291,948
Basic earnings per share attributable to owners of Kofola ČeskoSlovensko a.s. (CZK/share)	**11.71**	**15.42**

Basic earnings per share (continuing and discontinued operations)	2019	2018 Restated
Profit/(loss) for the period attributable to owners of Kofola ČeskoSlovensko a.s. (CZK ´000)	284,396	(136,821)
Weighted average number of ordinary shares used to calculate basic earnings per share (pcs)	22,291,948	22,291,948
Basic earnings per share attributable to owners of Kofola ČeskoSlovensko a.s. (CZK/share)	**12.76**	**(6.14)**

4.10. PROPERTY, PLANT AND EQUIPMENT

The additions to Property, plant and equipment were of CZK 885,659 thousand in the year ended 31 December 2019 (including the net book value of assets arising due to acquisition of subsidiaries and lease additions). Main disposal consists of items of Property, plant and equipment attributable to Hoop Polska with the carrying amount of CZK 192,735 thousand.

The most significant additions realized by the Group in 12M19 were represented by assets arising as a result of the initial application of IFRS 16 (mostly leased premises for Fresh and Salad bars and leased administrative building), investments into the production hall and machinery, vehicles, the returnable packages and assets acquired with Espresso s.r.o.

The investment projects realised by the Group in 2018 comprised primarily additions to production machinery, mainly in Czechia and Slovenia, assets from acquisition of LEROS, s.r.o., Minerálka s.r.o. and sales support equipment in CzechoSlovakia.

Movements in Property, plant and equipment (PPE)	Land	Buildings and constructions	Plant and equipment	Vehicles	Leasehold improvement	Returnable packages	Other non-current assets	Non-current assets under construction, Advances	Total
1.1.2019 - 31.12.2019	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000
Cost - opening	**234,714**	**2,257,230**	**4,707,361**	**457,497**	**78,417**	**713,450**	**4,594**	**107,990**	**8,561,253**
Acquisition of subsidiaries	-	4,682	23,326	9,107	-	-	-	1,507	**38,622**
Additions	8,420	58,390	297,045	1,096	9,645	34,502	264	57,368	**466,730**
Transfers from non-current assets under construction	2,668	18,482	37,055	1,507	879	-	(308)	(60,283)	**-**
Lease additions (on initial application of IFRS 16)	1,069	173,660	6,195	-	-	-	-	-	**180,924**
Lease additions (for the period)	2,546	83,472	9,627	130,942	-	-	-	959	**227,546**
Other increases	-	-	-	-	-	294	-	-	**294**
Sale	-	(2,251)	(189,866)	(45,385)	-	(9,749)	-	-	**(247,251)**
Disposal	-	(2,150)	(235,874)	(40,738)	(964)	(41,920)	(28)	-	**(321,674)**
Reclassification to other categories	-	-	(513)	513	-	-	-	-	**-**
Other decreases	-	12,491	(11,152)	(513)	-	(208)	-	(3,929)	**(3,311)**
Disposal of subsidiary	(19,971)	(280,843)	(583,199)	(43,202)	-	(7,589)	(216)	15,267	**(919,753)**
Exchange difference	(2,091)	(13,055)	(23,542)	(5,277)	1	(3,944)	(44)	921	**(47,031)**
Cost - closing	**227,355**	**2,310,108**	**4,036,463**	**465,547**	**87,978**	**684,836**	**4,262**	**119,800**	**7,936,349**
Accumulated depreciation - opening	**-**	**(650,939)**	**(3,696,782)**	**(345,328)**	**(31,740)**	**(563,579)**	**(3,237)**	**-**	**(5,291,605)**
Acquisition of subsidiaries	-	(203)	(20,377)	(7,583)	-	-	-	-	**(28,163)**
Depreciation charge	(403)	(89,868)	(284,664)	(60,443)	(9,340)	(47,538)	(346)	-	**(492,602)**
Depreciation charge Hoop Polska (1.1.-18.3.2019)		(813)	(2,505)	(211)		(31)			**(3,560)**
Sale	-	1,181	182,959	44,573	-	9,162	-	-	**237,875**
Disposal	-	545	235,125	38,622	856	41,776	28	-	**316,952**
Reclassification to other categories	-	-	17	(17)	-	-	-	-	**-**
Other movements	-	(12,491)	(2,044)	77	-	144	-	-	**(14,314)**
Disposal of subsidiary	-	50,652	425,999	38,315	-	5,566	216	(20,829)	**499,919**
Exchange difference	1	6,548	25,201	4,687	(2)	3,079	27	-	**39,541**
Accumulated depreciation - closing	**(402)**	**(695,388)**	**(3,137,071)**	**(287,308)**	**(40,226)**	**(551,421)**	**(3,312)**	**(20,829)**	**(4,735,957)**
Impairment allowance - opening	**(10,614)**	**(194,528)**	**(89,044)**	**(2,710)**	**-**	**(1,093)**	**(7,015)**	**(4,690)**	**(309,694)**
Impairment loss	-	-	-	-	-	-	-	(858)	**(858)**
Disposal	-	-	10,052	-	-	-	-	-	**10,052**
Disposal of subsidiary	10,617	122,998	77,976	2,710	-	1,093	7,015	4,690	**227,099**
Exchange difference	(3)	3	27	-	-	-	-	-	**27**
Impairment allowance - closing	**-**	**(71,527)**	**(989)**	**-**	**-**	**-**	**-**	**(858)**	**(73,374)**
Net book value - opening	**224,100**	**1,411,763**	**921,535**	**109,459**	**46,677**	**148,778**	**(5,658)**	**103,300**	**2,959,954**
Net book value - closing	**226,953**	**1,543,193**	**898,403**	**178,239**	**47,752**	**133,415**	**950**	**98,113**	**3,127,018**

Movements in Property, plant and equipment (PPE)	Land	Buildings and constructions	Plant and equipment	Vehicles	Leasehold improvement	Returnable packages	Other non-current assets	Non-current assets under construction, Advances	Total
1.1.2018 - 31.12.2018	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000
Cost - opening	**237,004**	**2,477,685**	**4,696,411**	**479,016**	**78,348**	**763,100**	**4,195**	**101,233**	**8,836,992**
Acquisition of subsidiaries	9,112	69,538	35,149	-	-	-	-	-	**113,799**
Additions	170	28,129	202,326	37,446	2,389	39,931	397	55,626	**366,414**
Transfers from non-current assets under construction	-	4,013	47,974	149	483	-	-	(52,619)	**-**
Lease additions	-	-	14,635	1,077	-	-	-	-	**15,712**
Other increases	-	-	922	-	-	302	322	-	**1,546**
Sale	(11,820)	(304,471)	(180,141)	(48,777)	(2,431)	(4,787)	(197)	-	**(552,624)**
Disposal	-	(6,680)	(103,956)	(10,012)	(383)	(87,051)	(21)	-	**(208,103)**
Reclassification to other categories	-	-	96	-	-	-	(96)	-	**-**
Other decreases	-	-	(114)	(869)	-	(165)	-	-	**(1,148)**
Exchange difference	248	(10,984)	(5,941)	(533)	11	2,120	(6)	3,750	**(11,335)**
Cost - closing	**234,714**	**2,257,230**	**4,707,361**	**457,497**	**78,417**	**713,450**	**4,594**	**107,990**	**8,561,253**
Accumulated depreciation - opening	**(1,527)**	**(658,371)**	**(3,612,396)**	**(345,360)**	**(24,121)**	**(585,873)**	**(2,977)**	**-**	**(5,230,625)**
Acquisition of subsidiaries	-	(26,559)	(30,882)	-	-	-	-	-	**(57,441)**
Depreciation charge	(56)	(67,889)	(307,211)	(57,554)	(8,756)	(67,715)	(563)	-	**(509,744)**
Sale	1,560	93,128	153,084	48,659	778	4,557	111	-	**301,877**
Disposal	-	6,680	103,581	8,046	359	87,049	21	-	**205,736**
Reclassification to other categories	-	-	(96)	-	-	-	96	-	**-**
Other movements	-	-	(17)	470	-	96	-	-	**549**
Exchange difference	23	2,072	(2,845)	411	-	(1,693)	75	-	**(1,957)**
Accumulated depreciation - closing	**-**	**(650,939)**	**(3,696,782)**	**(345,328)**	**(31,740)**	**(563,579)**	**(3,237)**	**-**	**(5,291,605)**
Impairment allowance - opening	**-**	**(203,943)**	**(17,532)**	**-**	**-**	**-**	**-**	**-**	**(221,475)**
Impairment loss	(10,617)	(126,658)	(77,845)	(2,710)	-	(1,093)	(7,015)	(4,715)	**(230,653)**
Sale	-	132,441	5,990	-	-	-	-	-	**138,431**
Exchange difference	3	3,632	343	-	-	-	-	25	**4,003**
Impairment allowance - closing	**(10,614)**	**(194,528)**	**(89,044)**	**(2,710)**	**-**	**(1,093)**	**(7,015)**	**(4,690)**	**(309,694)**
Net book value - opening	**235,477**	**1,615,371**	**1,066,483**	**133,656**	**54,227**	**177,227**	**1,218**	**101,233**	**3,384,892**
Net book value - closing	**224,100**	**1,411,763**	**921,535**	**109,459**	**46,677**	**148,778**	**(5,658)**	**103,300**	**2,959,954**

4.10.1 IMPAIRMENT TESTING

In 2019, there wasn't charged any material impairment.

In 2018, the impairment of CZK 138,431 thousand was released due to sale of plant in Bielsk Podlaski. In addition, the impairment in the amount of CZK 223,181 thousand was charged (on pro rata basis) in relation to the sale of Hoop Polska Sp. z o.o. (refer to section 4.29). The recoverable amount in relation to this impairment was determined as fair value less costs of disposal.

4.11. INTANGIBLE ASSETS

Movements in Intangible assets (IA) 1.1.2019 - 31.12.2019	Goodwill CZK´000	Patents, licenses CZK ´000	Software CZK ´000	Trademarks and other rights CZK ´000	IA under development, Advances CZK ´000	Total CZK ´000
Cost - opening	**93,467**	**18,030**	**239,433**	**1,760,590**	**9,007**	**2,120,527**
Acquisition of subsidiary	12,091	-	2,200	67,200	-	**81,491**
Additions	157	12	13,312	298	4,308	**18,087**
Transfer from IA under development	-	-	3,488	-	(3,488)	**-**
Sale	-	-	(11)	(48)	-	**(59)**
Disposal	-	-	(105)	-	-	**(105)**
Other decreases	-	-	-	-	(625)	**(625)**
Disposal of subsidiary	-	(15,427)	(989)	(718,699)	(27)	**(735,142)**
Exchange difference	(209)	(26)	(992)	(5,253)	(5)	**(6,485)**
Cost - closing	**105,506**	**2,589**	**256,336**	**1,104,088**	**9,170**	**1,477,689**
Accumulated amortisation - opening	**-**	**(17,401)**	**(208,019)**	**(135,022)**	**-**	**(360,442)**
Acquisition of subsidiary	-	-	(2,200)	-	-	**(2,200)**
Amortisation charge	-	(119)	(14,738)	(54,908)	-	**(69,765)**
Sale	-	-	5	-	-	**5**
Disposal	-	-	105	-	-	**105**
Disposal of subsidiary	-	15,266	735	-	-	**16,001**
Exchange difference	-	39	944	(38)	-	**945**
Accumulated amortisation - closing	**-**	**(2,215)**	**(223,168)**	**(189,968)**	**-**	**(415,351)**
Impairment allowance - opening	**-**	**(85)**	**(135)**	**(611,859)**	**(15)**	**(612,094)**
Disposal of subsidiary	-	85	135	611,641	15	**611,876**
Exchange difference	-	-	-	218	-	**218**
Impairment allowance - closing	**-**	**-**	**-**	**-**	**-**	**-**
Net book value - opening	**93,467**	**544**	**31,279**	**1,013,709**	**8,992**	**1,147,991**
Net book value - closing	**105,506**	**374**	**33,168**	**914,120**	**9,170**	**1,062,338**
Of which:						
Goodwill						**105,506**
Intangible assets						**956,832**

The Goodwill consists of the goodwill from acquisition of PINELLI spol. s r.o. in April 2011, goodwill from acquisition of production part of Klimo s.r.o. by Kofola a.s. (Czech Republic) in 2006, goodwill from acquisition of LEROS s.r.o. in March 2018, goodwill from acquisition of Minerálka s.r.o. in June 2018 and goodwill from acquisition of Espresso s.r.o. in July 2019.

Amortisation of trademarks with finite useful lives is charged to Selling, marketing and distribution costs. The main trademarks are not amortized – such trademarks with indefinite useful lives are tested for impairment.

The value of trademarks includes, among others, the value of such trademarks as: Kofola, Vinea, Radenska, Citrocola, Semtex energy drink, Erektus, UGO, Premium Rosa, Leros and Café Reserva.

In the year ended 31 December 2019, the additions to intangible assets were of CZK 97,378 thousand (including the net book value of assets arising due to acquisition of subsidiaries). The most significant additions were connected with acquisition of Espresso s.r.o. and investment to SAP.

In the year ended 31 December 2018, the additions to intangible assets were of CZK 155,937 thousand (including the net book value of assets arising due to acquisition of subsidiaries). The most significant additions were connected with acquisition of LEROS, s.r.o., acquisition of Minerálka s.r.o., investment to SAP in Kofola ČeskoSlovensko a.s. and cash register system in UGO trade s.r.o.

Movements in Intangible assets (IA) 1.1.2018 - 31.12.2018	Goodwill CZK´000	Patents, licenses CZK ´000	Software CZK ´000	Trademarks and other rights CZK ´000	IA under development, Advances CZK ´000	Total CZK ´000
Cost - opening	**86,302**	**23,009**	**219,773**	**1,649,286**	**8,447**	**1,986,817**
Acquisition of subsidiary	7,215	-	2,970	126,373	-	**136,558**
Additions	-	102	15,679	96	6,368	**22,245**
Transfer from IA under development	-	-	5,728	-	(5,728)	**-**
Sale	-	-	(25)	-	-	**(25)**
Disposal	-	-	(9,518)	-	-	**(9,518)**
Reclassification to other categories	-	(4,770)	4,856	-	(86)	**-**
Exchange difference	(50)	(311)	(30)	(15,165)	6	**(15,550)**
Cost - closing	**93,467**	**18,030**	**239,433**	**1,760,590**	**9,007**	**2,120,527**
Accumulated amortisation - opening	**-**	**(22,163)**	**(197,351)**	**(90,062)**	**-**	**(309,576)**
Acquisition of subsidiary	-	-	(2,866)	-	-	**(2,866)**
Amortisation charge	-	(192)	(12,401)	(44,995)	-	**(57,588)**
Sale	-	-	18	-	-	**18**
Disposal	-	-	9,504	-	-	**9,504**
Reclassification to other categories	-	4,641	(4,641)	-	-	**-**
Exchange difference	-	313	(282)	35	-	**66**
Accumulated amortisation - closing	**-**	**(17,401)**	**(208,019)**	**(135,022)**	**-**	**(360,442)**
Impairment allowance - opening	**-**	**-**	**-**	**(500,749)**	**-**	**(500,749)**
Impairment loss	-	(85)	(135)	(122,338)	(15)	**(122,573)**
Exchange difference	-	-	-	11,228	-	**11,228**
Impairment allowance - closing	**-**	**(85)**	**(135)**	**(611,859)**	**(15)**	**(612,094)**
Net book value - opening	**86,302**	**846**	**22,422**	**1,058,475**	**8,447**	**1,176,492**
Net book value - closing	**93,467**	**544**	**31,279**	**1,013,709**	**8,992**	**1,147,991**
Of which:						
Goodwill						**93,467**
Intangible assets						**1,054,524**

4.11.1 IMPAIRMENT TESTING

In the impairment testing of trademarks and goodwill, management of the Group has decided to use value in use method, except for 2018 impairment testing related to Hoop Polska Sp. z o.o. (refer to section 4.29) in which case the fair value less costs of disposal method was utilized. For the purpose of market valuation, the trademark royalty's method was used (value in use method). Due to the fact that management is not aware of comparable market transactions, the calculation of value in use for trademarks and goodwill is based on discounted free cash flows and estimated cash-flow projections based on financial plans approved by management of the Group for the period until 2024.

In 2018, impairment in the amount of CZK 122,573 thousand was charged (on pro rata basis) to intangible assets in relation to the sale of Hoop Polska Sp. z o.o. (refer to section 4.29). The recoverable amount in relation to this impairment was determined as fair value less costs of disposal.

Main assumptions used in financial plans and cash-flow projections:

TRADEMARKS

THE MAIN TRADEMARKS WITH INDEFINITE USEFUL LIFE

2019	Kofola	Vinea	Radenska
Country of trademark	**Czechia**	**Slovakia**	**Slovenia**
Royalty rate	6.0%	6.0%	6.0%
Perpetuity growth rate	2.0%	2.0%	2.0%
Discount rate post-tax	7.4%	6.0%	6.2%

2018	Hoop Cola	Paola	Kofola	Vinea	Radenska
Country of trademark	**Poland**	**Poland**	**Czechia**	**Slovakia**	**Slovenia**
Royalty rate	n/a*	n/a*	6.0%	6.0%	6.0%
Perpetuity growth rate	n/a*	n/a*	2.0%	2.0%	2.0%
Discount rate post-tax	n/a*	n/a*	7.4%	6.4%	6.1%

* Fair value less costs of disposal method utilized in 2018.

CARRYING VALUE OF ALL TRADEMARKS PER COUNTRY

	Poland	Czech Republic	Slovakia	Slovenia	Total
	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000
31 December 2018	157,547	458,054	215,035	129,529	**960,165**
31 December 2019	44,430	487,768	212,402	127,943	**872,543**

In 2019, there wasn't charged any impairment. Decrease of value in Poland is attributable mainly to sale of Hoop Polska.

As of 31 December 2018, an impairment of CZK 76,097 thousand was allocated to Hoop Cola trademark and an impairment of CZK 46,241 thousand was allocated to Paola trademark. Values of impairments allocated to particular trademarks represent a pro-rata basis allocation of total impairment related to sale of Hoop Polska Sp. z o.o. (refer to section 4.29).

Cumulated balance of impairment to trademarks and other rights as at 31 December 2018 related solely to trademarks present in the Polish operations.

IMPAIRMENT CONSIDERATIONS IN RELATION TO CASH-GENERATING UNITS

Additional impairment indicators were identified by management only in case of cash generating units UGO trade s.r.o. and Studenac d.o.o., as other cash generating units within the Group are generating sufficient profits. However, current results of these cash generating units are expected to reverse in the projected explicit period (the next 5 years) and the total recoverable amounts determined as value in use as of 31 December 2019 and 31 December 2018 exceeded the carrying amounts of respective assets. Therefore, no additional impairment was recognized in the financial statements of the Group.

The assumptions of the impairment test model of CGU UGO trade were as follows:

- WACC: 6.6%
- Perpetuity growth rate: 2.0%
- Average cash EBITDA margin for 2020-2024: 6.1%

Cash EBITDA represents EBITDA adjusted for lease payments.

The impairment test based on above mentioned assumptions resulted in no impairment charge. Sensitivity analysis was performed - WACC increased by 1.5 p.p., average cash EBITDA lower by 1.1 p.p., both did not lead to any impairment result. When calculated the sensitivity analysis, only 1 parameter is changed.

GOODWILL

The Goodwill arose on acquisition of PINELLI spol. s r.o., Klimo s.r.o., LEROS, s.r.o., Minerálka s.r.o and Espresso s.r.o. Table below summarizes the key inputs for impairment testing in relations to the most significant parts of Goodwill.

PINELLI, Klimo	2019	2018
	CZK´000/%	CZK´000/%
Average cash EBITDA margin (PINELLI, Klimo); 2020-2024 (resp. 2019-2023)	27.3%; 16.6%	27.3%; 16.6%
Perpetuity growth rate	2.0%	2.0%
Discount rate post-tax	6.5%	6.5%

Main assumptions adopted by the management are based on past experience and expectations as for the future market development. Interest rates used are in line with those used when preparing the Group's results assumptions. Discount rates are post-tax and include risk related to respective operating segments and trademarks.

The Group's management believes that the main assumptions used in impairment tests of cash generating units as at 31 December 2019 and 31 December 2018 are rational and based on the past experience, the Group's development strategy and on market forecasts. The Group's forecasts of future financial results are based on series of assumptions, where those relating to macroeconomic factors and actions taken by the competition, such as foreign exchange rates, prices of raw materials and interest rates are beyond the Group's control.

SENSITIVITY ANALYSIS

Management believes that, in relation to value in use for trademarks Kofola, Vinea, Radenska and cash generating units related to Klimo s.r.o., PINELLI spol. s r.o., LEROS s.r.o., Minerálka s.r.o. and and Espresso s.r.o., no reasonable change in the adopted assumptions would result in their recoverable amounts being lower than their carrying amounts.

4.12. INVESTMENT IN EQUITY ACCOUNTED INVESTEE

4.12.1 OOO MEGAPACK

OOO MEGAPACK was an equity accounted investee of the Group as Group didn’t have the power over the investee and the control over the investee was shared (Group can not direct the activities of an investee on its own due to expiration of the deciding vote in choosing the general director of the OOO MEGAPACK on 31 December 2012). The main activities of the Megapack Group were the provision of beverage bottling services to third parties, production of own beverages, as well as their distribution on the territory of the Russian Federation. OOO MEGAPACK was sold on 18 December 2019 (sale transaction became effective on 25 December 2019). The receivable from sale of CZK 115,690 thousand was settled in January 2020.

Investment in equity accounted investee	2019	2018
	CZK´000	CZK´000
Opening balance	**66,894**	**70,260**
Share of profit/(loss) attributable to the Group	46,654	22,963
Dividends	(36,963)	(16,023)
Exchange difference	10,224	(10,306)
Disposal	(86,809)	-
Closing balance	**-**	**66,894**

Reconciliation of net assets to carrying amounts	2019	2018
	RUB´000	RUB´000
As at 1 January	**645,347**	**612,993**
Profit/(loss) for the period	263,580	132,354
Dividends	(210,000)	(100,000)
As at 25 December/31 December	**698,927**	**645,347**
Group´s share on net assets	689,958	558,168
Impairment	(301,066)	(301,066)
Group´s share on dividends paid	(105,000)	(50,000)
Disposal	(283,892)	-
Carrying amount in RUB ths.	**-**	**207,102**
FX rate as at 25 December/31 December	0.363	0.323
Carrying amount in CZK ths.	**-**	**66,894**

Statement of financial position	25.12.2019	31.12.2018
	CZK´000	CZK´000
Current assets	425,388	282,283
Non-current assets	142,093	127,500
Current liabilities	(291,680)	(174,758)
Non-current liabilities	(22,565)	(27,001)
Net assets	**253,236**	**208,024**

Statement of profit or loss	1.1.2019-25.12.2019	2018
	CZK´000	CZK´000
Revenue	523,402	419,433
Profit/(loss) for the period	93,308	45,926
Share of profit/(loss) attributable to Kofola ČeskoSlovensko group	**46,654**	**22,963**

Statement of cash flows	1.1.2019-25.12.2019	2018
	CZK´000	CZK´000
Cash flows from operating activities	9,518	37,230
Cash flows from investing activities	(1,434)	(4,271)
Cash flows from financing activities	(76,869)	(39,399)
Cash inflow/(outflow)	**(68,785)**	**(6,440)**

The carrying amount of the investment in equity accounted investee has been subject to impairment testing as of 31 December 2018. The assumptions of the impairment test model were as follows:

- WACC: 12.4%
- Perpetuity growth rate: 2.0%
- Average projected cash EBITDA for period 2019 – 2023: RUB 78,998 thousand

SENSITIVITY ANALYSIS OF THE IMPAIRMENT TEST AS AT 31 DECEMBER 2018

The impairment test based on above mentioned assumptions resulted in no additional impairment charge. Sensitivity analysis was performed - WACC increased by 1.7 p.p., average cash EBITDA lower by 12.0 p.p., both did not lead to any impairment result. When calculated the sensitivity analysis, only 1 parameter is changed.

4.13. INVENTORIES

Inventories	31.12.2019 CZK´000	31.12.2018 CZK´000
Inventories not written-down	**498,493**	**494,224**
Material	233,160	223,289
Goods	77,383	65,429
Work in progress	15,737	26,012
Finished products	172,213	179,494
Written-down inventories	**2,356**	**18,428**
Material	1,314	13,839
Goods	749	3,211
Work in progress	58	228
Finished products	235	1,150
Inventories write-down	**(15,536)**	**(16,549)**
Inventories total	**485,313**	**496,103**

Inventories write-down movement table	2019 CZK´000	2018 CZK´000
As at 1 January	**16,549**	**12,975**
Acquired through business combination	3,375	6,233
Increase due to write-down	8,389	11,514
Decrease due to usage/(write-back)	(8,789)	(14,072)
Disposal of subsidiaries	(3,968)	-
Exchange differences	(20)	(101)
As at 31 December	**15,536**	**16,549**

4.14. TRADE AND OTHER RECEIVABLES

Trade receivables and other receivables	31.12.2019		31.12.2018	
	Current	Non-current	Current	Non-current
	CZK´000	CZK´000	CZK´000	CZK´000
Financial assets within Trade receivables and other receivables				
Trade receivables	773,135	1,226	924,904	2,313
Loss allowance for trade receivables	(55,981)	-	(44,127)	-
Bonds	7,000	22,991*	-	36,745
Receivable from sale of Hoop Polska	142,439	-	-	-
Receivable from sale of Megapack	115,690	-	-	-
Government grant	23,646	47,292	-	-
Other receivables**	66,023	25,718	63,944	26,596
Loss allowance for other financial receivables	(13,720)	(6,856)	(10,950)	(6,856)
Derivatives (i)	3,112	3,674	1,566	-
Total	**1,061,344**	**94,045**	**935,337**	**58,798**
Non-financial assets within Trade receivables and other receivables				
VAT receivable	42,862	-	37,134	-
Deferred expenses	55,172	1,801	55,708	3,405
Prepayments	88,543	67,672	61,259	56,756
Other	2,066	-	5,597	-
Loss allowance for other receivables	(2,953)	-	-	-
Total	**185,690**	**69,473**	**159,698**	**60,161**
Trade receivables and other receivables total	**1,247,034**	**163,518**	**1,095,035**	**118,959**

* Measured at amortized costs, repayable in December 2024. ** Mainly paid principals.

(i) Derivatives

In 2018, the Group concluded IRS contract and established a hedge accounting and revaluation of derivatives in relation to the effective portion of the hedging relationship is accounted through OCI (refer to section 3.5 for more details).

Loss allowance for trade and other receivables	2019		2018	
	Trade receivables	Other financial receivables	Trade receivables	Other financial receivables
	CZK´000	CZK´000	CZK´000	CZK´000
As at 1 January	**44,127**	**17,806**	**53,219**	**7,340**
IFRS 9 adjustment	-	-	(4,365)	-
As at 1 January adjusted	**44,127**	**17,806**	**48,854**	**7,340**
Exchange differences	(1,774)	(124)	(1,764)	79
Acquired through business combination	3,598	3,331	12	-
Increase due to creation	15,462	-	2,394	11,464
Decrease due to usage/release	(5,432)	(437)	(5,369)	(1,077)
As at 31 December	**55,981**	**20,576**	**44,127**	**17,806**

Further information on transactions with related parties is presented in section 4.23.

Trade receivables are not interest bearing and are usually payable within 30-60 days of recognition.

The risks associated with trade and other receivables, as well as the Group's policy relating to managing such risks, are described in section 4.24.

Information on liens established on receivables to secure credits and loans is presented in section 4.18.

In connection with the IFRS 9 standard which is effective from 1 January 2018, the Group has adopted the accounting policy which reflects the requirements set by this standard. Application of the expected credit loss model for the calculation of loss allowance for receivables led into decrease of total loss allowance as of 1 January 2018 by CZK 4,365 thousand.

4.15. CASH AND CASH EQUIVALENTS

Cash and cash equivalents	31.12.2019	31.12.2018
	CZK´000	CZK´000
Cash in bank and in hand	774,337	619,219
Other	158	81
Total cash and cash equivalents	**774,495**	**619,300**

Free funds are held at bank and invested in the form of term and overnight deposits, primarily with variable interest rates.

Split by currency	31.12.2019	31.12.2018
	CZK´000	CZK´000
in CZK	438,294	320,021
in EUR	287,067	250,989
in PLN	9,872	35,071
in HRK	38,381	11,365
in USD	404	1,591
other	477	263
Total cash and cash equivalents	**774,495**	**619,300**

4.16. EQUITY

4.16.1 SHARE CAPITAL

SHARE CAPITAL STRUCTURE

Share capital structure	2019		2018	
Type of shares	Shares	Par value	Shares	Par value
	pcs	CZK´000	pcs	CZK´000
Ordinary shares of Kofola ČeskoSlovensko a.s.	22,291,948	1,114,597	22,291,948	1,114,597
Total	**22,291,948**	**1,114,597**	**22,291,948**	**1,114,597**

Ordinary shares of Kofola ČeskoSlovensko a.s. have a par value of CZK 50 (as of 31 December 2018 value of CZK 50). Decrease of the nominal value of the shares in 2018 is described in section 1.5. Each share ranks pari passu in all respects with all other shares. The same rights are incorporated into all shares including the right to attend the General Meeting, to require and receive explanations of matters concerning the Company that are part of the agenda of the General Meeting, to submit proposals and counterproposals, and to receive a dividend and share in the liquidation surplus. In compliance with the relevant legal provisions, the voting rights attached to the shares owned by RADENSKA d.o.o. cannot be exercised.

All of the issued shares have been fully paid up.

4.16.2 OTHER RESERVES

Other reserves are created based on statutory requirements (in accordance with binding legal regulations) or voluntarily (in accordance with the entity's by-laws) using funds from generated profits, share premium and contributions made by the shareholders. It is used to cover losses, refund capital contributions, and redeem shares. The main source of the capital presented in this category was settlement of the merger with Hoop Group.

4.16.3 FOREIGN CURRENCY TRANSLATION RESERVE

Foreign currency translation reserve comprises the exchange differences arising out of the currency translation of the financial statements of subsidiaries and equity accounted investees with different functional currencies than is the presentation currency. This reserve is not distributed.

4.16.4 OWN SHARES

After the liquidation of own shares in 2018, the Company didn't have any own shares as of 31 December 2019 and 31 December 2018.

RADENSKA d.o.o. as at 31 December 2019 owns 1,114,010 (as at 31 December 2018: 1,114,109) shares of the Company (which represents 5.0% of the Company´s share capital) in total value of CZK 490,164 thousand (treasury shares) (as at 31 December 2018: CZK 490,208 thousand).

There were no purchases of own shares in financial year 2019 and 2018.

On 14 August 2019, 99 shares have been granted from own shares (in possession of RADENSKA) to the external providers as a compensation for services provided by these external parties. These shares were originally purchased by RADENSKA in a public tender offer on the stock market mainly from CED GROUP S.à r.l. with an individual share price of CZK 440.

4.16.5 RETAINED EARNINGS/(ACCUMULATED DEFICIT)

Retained earnings/(Accumulated deficit)	**31.12.2019** CZK´000	**31.12.2018 (restated)** CZK´000
Retained earnings/(accumulated deficit) excluding profit/(loss) for the period	87,724	(127,356)
Profit/(loss) for the period attributable to owners of Kofola ČeskoSlovensko a.s.	284,396	(136,821)
Retained earnings/(Accumulated deficit)	**372,120**	**(264,177)**

4.16.6 NON-CONTROLLING INTERESTS

Non-controlling interests (NCI)	**2019** CZK´000	**2018** CZK´000
As at 1 January	**(8,156)**	**(3,684)**
NCI share of profit/(loss) for period	(8,324)	(4,472)
As at 31 December	**(16,480)**	**(8,156)**

4.16.7 DIVIDENDS

Dividends	**2019** CZK´000	**2018** CZK´000
Dividends	285,901	361,130*
Dividends per share (CZK/share)**	13.5	16.2

* Net of dividend to own shares owned by the Company.
** Declared dividends divided by the number of shares outstanding as of dividend record date.

4.17. PROVISIONS

Movements in provisions	**Pension benefits** CZK´000	**Provision for personnel expenses (bonuses)** CZK´000	**Other provisions** CZK´000	**Total** CZK´000
Balance as at 1 January 2019	**23,482**	**82,331**	**12,730**	**118,543**
Increase due to creation	8,827	112,057	3,226	124,110
Decrease due to usage/release	(4,949)	(79,152)	(2,159)	(86,260)
Disposal of subsidiaries	-	(3,147)	-	(3,147)
Exchange differences	(332)	(329)	(167)	(828)
Balance as at 31 December 2019	**27,028**	**111,760**	**13,630**	**152,418**
Of which:				
Current part	-	111,760	3,058	114,818
Non-current part	27,028	-	10,572	37,600
Balance as at 31 December 2019	**27,028**	**111,760**	**13,630**	**152,418**

For further information about contingent liabilities refer to section 4.22.

4.18. BANK CREDITS AND LOANS

INDEBTEDNESS OF THE GROUP FROM THE CREDITS AND LOANS

As at 31 December 2019, the Group's total bank loans and credits amounted to CZK 3,012,962 thousand (as at 31 December 2018: CZK 2,913,724 thousand) and increased by CZK 99,238 thousand.

The Facility loan agreement (which refinanced current loans and a loan for financing RADENSKA d.o.o. acquisition) with carrying amount of CZK 2,651,759 thousand as at 31 December 2019 (as at 31 December 2018: CZK 2,640,987 thousand) is a main component of Company´s liabilities. The reason for the execution of the Facility loan agreement was a consolidation of Group financing to ensure strategic development, taking advantage of the favourable conditions of financial market.

CREDIT TERMS AND TERMS AND CONDITIONS

Based on credit agreements, the Company is required to meet specified covenants. In accordance with the requirements of IAS 1, a breach of credit terms that may potentially limit unconditional access to credits in the nearest year makes it necessary to classify such liabilities as current.

As of 31 December2019 the Group obtained a bank waiver for the breach of CAPEX covenant (due to acquisition of Espresso).

All other bank loan covenants were met.

Financing entity 31.12.2019	Credit currency	Credit/limit amount FCY´000	Face value CZK´000	Carrying amount* CZK´000	Interest terms	Maturity date	Collateral	Undrawn credit line CZK´000
ČSOB, a.s. + Česká spořitelna, a.s.**	CZK	500,000	340,691	340,691	1M PRIBOR + margin	8/2020	buildings, receivables, movable assets	159,309
ČSOB Leasing, a.s. (5 pcs.)	CZK	35,165	15,573	15,573	margin	2/2022	funded property	-
ČSOB, a.s. + Česká spořitelna, a.s.	CZK	3,631,559	2,662,113	2,651,759	3M PRIBOR*** + margin	8/2024	buildings, receivables, movable assets, shares, bill of exchange, inventory	-
SG Equipment Finance CR s.r.o.	CZK	12 602	2 392	2 392	margin	11/2020	funded property	-
SG Equipment Finance CR s.r.o.	CZK	5 689	689	689	margin	7/2020	funded property	-
MONETA Money Bank, a.s.	CZK	1 738	919	919	margin	3/2022	funded property	-
ŠkoFIN s.r.o.	CZK	2 321	939	939	margin	11/2021	funded property	-
Total				**3,012,962**				**159,309**
Out of it non-current				2,229,162				
Out of it current				783,800				

* Carrying amount of borrowings on variable interest rate approximates fair value. ** Administration by Česká spořitelna, a.s. *** For part of the face value the interest rate swap was concluded (refer to section 4.24.1).

Financing entity 31.12.2018	Credit currency	Credit/limit amount FCY´000	Face value CZK´000	Carrying amount* CZK´000	Interest terms	Maturity date	Collateral	Undrawn credit line (corrected) CZK´000
ČSOB, a.s. + Česká spořitelna, a.s. **	CZK	500,000	235,082	235,082	1M PRIBOR + margin	8/2020	buildings, receivables, movable assets	264,918
ČSOB Leasing, a.s. (5pcs.)	CZK	29,492	22,586	22,586	margin	2/2022	funded property	-
ČSOB, a.s. + Česká spořitelna, a.s.	CZK	3,761,000	2,655,232	2,640,987	3M PRIBOR*** + margin	8/2024	buildings, receivables, movable assets, shares, bill of exchange, inventory	53,072
mBank S.A.	PLN	10,991	5,495	5,495	margin	6/2021	blank bill of exchange, mortgage on properties	-
s Autoleasing, a.s.	CZK	43	43	43	margin	8/2019	funded property	-
s Autoleasing, a.s. (11 pcs.)	CZK	3,427	481	481	margin	8/2019	funded property	-
s Autoleasing, a.s. (2 pcs.)	CZK	1,398	293	293	margin	12/2019	funded property	-
s Autoleasing, a.s. (3 pcs.)	CZK	909	191	191	margin	12/2019	funded property	-
s Autoleasing, a.s. (5 pcs.)	CZK	5,343	1,121	1,121	margin	12/2019	funded property	-
s Autoleasing, a.s. (8 pcs.)	CZK	5,169	635	635	margin	7/2019	funded property	-
SG Equipment Finance CR s.r.o.	CZK	12,382	4,957	4,957	margin	11/2020	funded property	-
SG Equipment Finance CR s.r.o.	CZK	5,223	1,853	1,853	margin	7/2020	funded property	-
Total			**2,927,969**	**2,913,724**				**317,990**
Out of it non-current				2,308,429				
Out of it current				605,295				

* Carrying amount of borrowings on variable interest rate approximates fair value. ** Administration by Česká spořitelna, a.s. *** For part of the face value the interest rate swap was concluded (refer to section 4.24.1).

PLEDGES OF THE GROUP

Pledges of the Group	31.12.2019		31.12.2018 (corrected)	
	Cost	Net book value	Cost	Net book value
	CZK´000	CZK´000	CZK´000	CZK´000
Property, plant and equipment	3,641,511	1,372,849	3,543,587	1,267,453
Intangible assets (trademarks)	75,306	1,781	76,042	4,173
Inventories (including returnable packages)	483,027	483,027	448,714	448,714
Receivables	431,029	431,029	414,614	414,614
Cash in bank	661,328	661,328	533,657	533,657
Total	**5,292,201**	**2,950,014**	**5,016,614**	**2,668,611**

4.19. TRADE AND OTHER PAYABLES

Trade and other payables	31.12.2019		31.12.2018	
Other liabilities	Current	Non-current	Current	Non-current
	CZK´000	CZK´000	CZK´000	CZK´000
Financial liabilities within Trade payables and other liabilities				
Trade payables	837,996	-	1,056,410	-
Liabilities for purchased PPE	69,916	-	82,816	-
Liabilities for purchased Intangible assets	-	-	254	-
Dividends payable	-	-	184	-
Derivatives (i)	-	-	-	484
Advances received*	212,185	-	217,835	-
Accrued liabilities and other liabilities	168,695	22,867	145,654	27,225
Total	**1,288,792**	**22,867**	**1,503,153**	**27,709**
Non-financial liabilities within Trade payables and other liabilities				
VAT	20,241	-	26,143	-
Payables to employees	76,887	-	86,807	-
Deferred revenue	7,819	-	4,013	-
Government grants	23,646	47,292	-	-
Other	79,567**	249	77,608**	761
Total	**208,160**	**47,541**	**194,571**	**761**
Trade and other payables and other liabilities total	**1,496,952**	**70,408**	**1,697,724**	**28,470**

* Mainly advances received for the returnable packages.
** Mainly payables to state authorities.

Trade payables are not interest bearing and are usually paid within 30-90 days of recognition.

Other payables are not interest bearing and are payable on average within 1 month.

(i) Derivatives

In 2018, the Group concluded new IRS contract and established a hedge accounting and revaluation of derivatives in relation to the effective portion of the hedging relationship is accounted through OCI (refer to section 3.5 for more details).

4.20. FUTURE COMMITMENTS, CONTINGENT ASSETS AND LIABILITIES

As at 31 December 2019 the Group companies provided the following guarantees for third party entities:

Entity providing guarantees	Entity receiving guarantees	Currency	Guarantee amount FCY´000	Guarantee amount CZK´000	Guarantee period	Guarantees provided for	Relationship
Kofola ČeskoSlovensko a.s.	Unicredit Bank a.s.	EUR	2,272	57,732	12/2022	SANTA-TRANS.SK, s.r.o.	third party*
Total guarantees issued as at 31.12.2019				**57,732**			

* The fair value of the guarantees is close to zero (fair valuation in level 3).

As at 31 December 2018 the Group companies provided the following guarantees for third party entities:

Entity providing guarantees	Entity receiving guarantees	Currency	Guarantee amount FCY´000	Guarantee amount CZK´000	Guarantee period	Guarantees provided for	Relationship
Kofola ČeskoSlovensko a.s.	Unicredit Bank a.s.	EUR	3,030	77,936	12/2022	SANTA-TRANS.SK, s.r.o.	third party*
Total guarantees issued as at 31.12.2018				**77,936**			

* The fair value of the guarantees is close to zero (fair valuation in level 3).

4.21. LEASES

This note provides information for leases where the Group is a lessee. Leases where the Group is a lessor are immaterial.

4.21.1 AMOUNTS RECOGNISED IN THE STATEMENT OF FINANCIAL POSITION

Right-of-use asset forms a part of Property, plant and equipment. Lease liabilities are presented on separate rows in the statement of financial position.

The net carrying amount at the end of the reporting period by classes of assets is provided below:

Net carrying amount by classes of assets	31.12.2019 CZK´000	31.12.2018* CZK´000
Land	3,202	-
Buildings and constructions	215,429	-
Plant and equipment	78,664	90,233
Vehicles	124,949	40,377
Fixed assets under construction, Advances	959	-
Total	**423,203**	**130,610**

* In the previous year, the Group only recognised lease assets and lease liabilities in relation to leases that were classified as finance leases under IAS 17 Leases. The assets were presented in Property, plant and equipment and the liabilities as Finance lease liabilities. For adjustments recognised on adoption of IFRS 16 on 1 January 2019, please refer to note 3.6.

Additions to the right-of-use assets during the 2019 financial year were following:

Additions by classes of assets	Land CZK´000	Buildings and constructions CZK´000	Plant and equipment CZK´000	Vehicles CZK´000	Fixed assets under construction, Advances CZK´000	Total CZK´000
On initial application of IFRS 16	1,069	173,660	6,195	-	-	180,924
For the period	2,546	83,472	9,627	130,942	959	227,546
Total	**3,615**	**257,132**	**15,822**	**130,942**	**959**	**408,470**

4.21.2 AMOUNTS RECOGNISED IN THE STATEMENT OF PROFIT OR LOSS

Depreciation expense to the right-of-use assets during the 2019 financial year was following:

Depreciation expense by classes of assets	Land	Buildings and constructions	Plant and equipment	Vehicles	Fixed assets under construction, Advances	Total
	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000
2019	(403)	(43,398)	(23,427)	(37,550)	-	(104,778)

Interest expense to lease liabilities is presented in note 4.7 Finance costs.

The statement of profit or loss further shows the following amounts relating to not capitalized leases:

Expense relating to not capitalized leases	2019	2018
	CZK´000	CZK´000
Expense relating to short-term leases and leases of low-value assets	79,757	100,098
Expense relating to variable lease payments not included in lease liabilities	26	360
Total	**79,783**	**100,458**

Total cash outflows in relation to capitalized leases is presented in the section Cash flows from financing activities within the Consolidated statement of cash flows. Future cash outflows in relations to capitalized leases are presented within section 4.24.4. Total cash outflows in relation to other leases is close to balance stated in the table above (short-term leases, leases of low-value assets and variable lease payments).

Future cash outflows to which the lessee is potentially exposed that are not reflected in the measurement of lease liabilities are mostly represented by variable lease payments presented in the table above and their value is expected to not significantly differ from the balance presented in 2019 adjusted for newly concluded and terminated lease contracts.

Lease commitments for short-term leases and leases of low-value assets as of 31 December 2019 amounted to CZK 21,503 thousand.

Commitments from operating leases based on previous standard IAS 17 Leases:

Commitments from operating leases - Group as a lessee	31.12.2018
	CZK´000
In one year period	43,755
In period from one to five years	126,828
Over five years	25,397
Total	**195,980**

Minimum lease payments based on previous standard IAS 17 Leases:

Minimum lease payments	31.12.2018
	CZK´000
Nominal value of minimum lease payment	
In one-year period	49,346
In period from one to five years	89,701
Over five years	2,038
Total lease liabilities - total minimum lease payments	**141,085**
Finance costs of lease	5,307
Present value of minimum lease payments	
In one-year period	47,490
In period from one to five years	86,327
Over five years	1,961
Total present value of minimum lease payments	**135,778**

4.22. LEGAL AND ARBITRATION PROCEEDINGS

DENATIONALISATION PROCEEDINGS AGAINST RADENSKA

There are pending denationalisation proceedings with respect to denationalisation claims of the legal successors of the former owners of RADENSKA d.o.o. – Wilhelmina Höhn Šarič and Ante Šarič. This denationalisation claims have been in the process of being decided on from the year 1993 onward. After several turns in the process the Constitutional court in 2018 reversed the decisions of the authorities adopted by then which prevented the denationalization beneficiaries from denationalization for legal reasons and returned the matter to the first instance authority. Upon such decision the administrative unit Gornja Radgona as the first instance authority resumed with the process in 2018. In the resumed process the authority found the denationalization beneficiaries are entitled to denationalization, however, not in the form of in-kind return of property, for which Radenska would be liable, but merely in the form of compensation, which is paid from the Republic of Slovenia and neutral with respect to Radenska. Such decision effectively means that the beneficiary is not entitled to in-kind return of property and therefore neither Radenska nor Kofola are obliged to any compensation payment. However, we note that such decisions are not final and thus in theory there's still the risk that Radenska's enterprise would need to be returned to the beneficiaries together with significant compensation payments, if the current decisions would be reversed later in the process.

OTHER PROCEEDINGS

Some of the Group companies are routinely involved in legal proceedings which arise in the ordinary course of the Group's business but which are not material to the Group. The Company is not involved in any judicial, administrative or arbitration proceedings and has not conducted such proceedings in the past.

Apart from the above denationalisation proceedings, there are no governmental, legal or arbitration proceedings (including any such proceedings which are pending or threatened, of which the Company and/or Group is aware, including any claims against the directors of the Company) which may have, or have had during the 12 months prior to the date of these financial statements, an effect on the financial position or profitability of the Company and/or the Group.

4.23. RELATED PARTY TRANSACTIONS

4.23.1 SHAREHOLDERS STRUCTURE

Share capital structure			31.12.2019			31.12.2018
Name of entity	Number of shares	% in share capital	% in voting rights	Number of shares	% in share capital	% in voting rights
AETOS a.s.	14,984,204	67.22	70.75	15,159,204	68.00	71.58
RADENSKA d.o.o.	1,114,010	5.00	0.00	1,114,109	5.00	0.00
Others	6,193,734	27.78	29.25	6,018,635	27.00	28.42
Total	**22,291,948**	**100.00**	**100.00**	**22,291,948**	**100.00**	**100.00**

On 14 August 2019, 99 shares have been granted from own shares (in possession of RADENSKA) to the external providers as a compensation for services provided by these external parties. These shares were originally purchased by RADENSKA in a public tender offer on the stock market mainly from CED GROUP S.à r.l. with an individual share price of CZK 440.

On 26 March 2019, AETOS a.s. sold 175,000 shares of the Company to a Czech investor at a price per share of CZK 311. The free float increased to 27.78%.

On 20 June 2018, CED Group sold 1,905,000 shares of the Company, corresponding to 8.54% of the Company´s share capital as of the transaction date, at a price per share of CZK 270. On 20 September 2018, CED Group sold its remaining stake in the Company (2,768,445 shares representing 12.42% of the Company´s share capital as of that date), at a price per share of CZK 255. The free float increased to 27.00% at that time.

4.23.2 EQUITY ACCOUNTED INVESTEE

Interest in equity accounted investee is set out in sections 2.2 and 4.12.

4.23.3 REMUNERATION OF THE GROUP'S KEY MANAGEMENT PERSONNEL

Presented below is the structure of the remuneration paid out to persons with executive authority in 2019 and 2018.

Remuneration of the Group´s key management personnel 2019	compensation	Members of the Company´s Board of Directors CZK´000	Members of the Company´s Supervisory Board CZK´000	Members of the Company´s Audit Committee CZK´000	Other key management personnel of the Group CZK´000	Total CZK´000
Amounts paid for activities in the Company´s	Financial	20,629	-	-	-	**20,629**
Board of Directors	Non-financial	942	-	-	-	**942**
Amounts paid for activities in the Company´s	Financial	-	1,200	-	-	**1,200**
Supervisory Board	Non-financial	-	235	-	-	**235**
Amounts paid for activities in the Company´s	Financial	-	-	288	-	**288**
Audit Committee	Non-financial	-	-	-	-	**-**
Amounts paid for other activities within	Financial	5,240	7,294	1,278	13,238	**27,050**
the Group	Non-financial	-	360	57	202	**619**
Total expense from equity settled transactions (Option scheme)	Option scheme	13,827	1,717	-	6,667	**22,211**
Cumulated expense from equity settled transactions	Option scheme	19,403	2,480	-	9,463	**31,346**
Cumulated number of Pair shares granted on 31.12.2019 [pcs.]	Option scheme	44,590	5,595	-	21,322	**71,507**

Remuneration of the Group´s key management personnel 2018	compensation	Members of the Company´s Board of Directors CZK´000	Members of the Company´s Supervisory Board CZK´000	Members of the Company´s Audit Committee CZK´000	Other key management personnel of the Group CZK´000	Total CZK´000
Amounts paid for activities in the Company´s	Financial	17,029	-	-	-	**17,029**
Board of Directors	Non-financial	940	-	-	-	**940**
Amounts paid for activities in the Company´s	Financial	-	1,028	-	-	**1,028**
Supervisory Board	Non-financial	-	-	-	-	**-**
Amounts paid for activities in the Company´s	Financial	-	-	156	-	**156**
Audit Committee	Non-financial	-	-	-	-	**-**
Amounts paid for other activities within	Financial	7,259	4,268	93	10,559	**22,179**
the Group	Non-financial	-	445	4	350	**799**
Total expense from equity settled transactions (Option scheme)	Option scheme	3,819	551	-	1,954	**6,324**
Cumulated expense from equity settled transactions	Option scheme	5,574	762	-	2,797	**9,133**
Cumulated number of Pair shares granted on 31.12.2018 [pcs.]	Option scheme	26,677	3,729	-	13,191	**43,597**

4.23.4 OTHER RELATED PARTY TRANSACTIONS

The short-term loan of CZK 202,287 thousand provided to the parent company in June 2019 was repaid in July 2019. Interest rate was concluded at market terms and was fixed.

Except for above stated and dividend payment to parent company, there were no other transactions concluded with the Group's related parties (those outside the consolidation group) in 2019 and 2018.

4.24. FINANCIAL RISK MANAGEMENT

The Group's primary financial instruments consist of bank credits, lease payables, derivatives, cash and cash equivalents, deposits and loans. The main goal of holding such financial instruments is to obtain funds for business operations, or to invest the Group's available funds. In addition, the Group has other financial instruments, such as trade receivables and payables that arise as part of its operations. The accounting methods relating to those instruments are described above (section 3.5).

It is the Group's policy – now and throughout the reporting periods presented in these financial statements – not to keep the financial instruments for trading purposes.

The Group's activities are exposed to several types of financial risk: market risk (including foreign exchange risk, and cash-flow risk relating to changes in interest rates), credit risk and liquidity risk. In addition, the Group monitors the market prices risk relating to all of its financial instruments. Risks are managed by the Group's management, which recognises and assesses the above financial risks. The general risk management process is focused on the unpredictability of financial markets, and the Group tries to minimise any potential adverse effects on its financial results. The Group uses derivative financial instruments to hedge against certain types of risk, providing that the hedging instruments are considered to be cost effective. Management verifies and agrees the risk management methods with regard to every type of risk. A short description of these methods is presented below.

4.24.1 INTEREST RATE RISK

Interest rate risk is a risk that the fair value or future cash flows from a financial instrument will change due to changes in interest rates. The interest-bearing financial liabilities of the Group are mainly bank credits. The Group has credit payables with variable interest rates, which give rise to a risk of an increase in those rates compared to the rates applied at contract conclusion. In addition, the Group places its free funds on variable interest rate deposits, which would bring the profits down if the interest rates fall. The Group also uses fixed interest rate instruments, with regard to which interest rate movements have no effect on interest costs or interest income. Trade and other receivables and payables are not interest bearing and have mostly due dates of up to one year.

Management of the Group monitors its exposure to interest rate risk and interest rate forecasts. In order to protect against changes in interest rates, the Group has fixed the interest rate on part of the loan for financing RADENSKA acquisition. The balance of the loan which is covered by interest rate swaps as of 31 December 2019 is CZK 624,272 thousand (as of 31 December 2018: CZK 727,862 thousand). Average fixed interest rate is 3.54% p.a. Hedge accounting is established by the Group for these derivative instruments. There was no ineffective portion of the hedging relationship for the year ended 31 December 2019 and 31 December 2018.

Interest rate swaps	Net exposure 31.12.2019 CZK´000	Net exposure 31.12.2018 CZK´000
In period from one to six months	51,795	51,795
In period from six to twelve months	51,795	51,795
Over one year (till 31 December 2024)	520,682	624,272
Total	**624,272**	**727,862**

If interest rates at the balance sheet date had been 100 basis points lower with all other variables held constant, profit/(loss) for the period for the year 2019 would have been increased by CZK 22,705 thousand (2018: CZK 15,105 thousand), mainly as a result of lower interest expense on variable interest for financial liabilities. If interest rates had been 100 basis points higher with all other variables held constant, profit/(loss) for the period for 2019 would have been decreased by CZK 22,705 thousand (2018: CZK 15,105 thousand), mainly as a result of higher interest expense on variable interest financial liabilities.

4.24.2 CURRENCY RISK

The Group is exposed to the risk of changes in foreign exchange rates due to a volume of sales of finished products in local currencies of individual entities (CZK, EUR, PLN) and the fact that significant part of the costs of purchased raw materials are incurred in foreign currencies (mainly EUR). The currency risk relates primarily to the EUR exchange rates in relation to CZK. The Group's currency risk associated with other currencies is immaterial.

The effect of currency risk on the Group's position is presented in the table (sensitivity analysis) below. The sensitivity analysis is based on a reasonable change in the assumed foreign exchange rate while the other assumptions remain unchanged. In practice this is not very likely, and changes in certain assumptions may be correlated, e.g. a change in interest rate and in the foreign exchange rate. The Group manages currency risk as a whole. The sensitivity analysis prepared by management for currency risk illustrates after-tax profit or loss effect of changes in the exchange rate of the EUR, PLN and USD to CZK.

Currency risk impact on profit or loss	31.12.2019 CZK´000	31.12.2018 CZK´000
EUR strengthening by 3%	(786)	(3,079)
EUR weakening by 3%	786	3,079
PLN strengthening by 3%	67	(9)
PLN weakening by 3%	(67)	9
USD strengthening by 10%	9,742	255
USD weakening by 10%	(9,742)	(255)

4.24.3 CREDIT RISK

Credit risk arises from cash deposits in banks along with other short-term deposits, as well as from trade and other financial receivables.

The Group undertakes activities aimed at limiting credit risk, consisting of checking the creditworthiness of its customers, setting credit limits, insuring selected receivables and monitoring the customers' financial position. An analysis of ageing structure of trade and other financial receivables assists with the credit risk management.

There are no significant concentrations of credit risk, whether through exposure to individual customers, specific industry sectors and/or regions.

TRADE AND OTHER FINANCIAL RECEIVABLES

The Group is exposed to credit risk, defined as a risk that its debtors will not meet their obligations and thus cause the Group to incur losses.

Presented below is the ageing structure of receivables:

Credit risk	31.12.2019		31.12.2018	
	Trade receivables	Other financial receivables	Trade receivables	Other financial receivables
	CZK´000	CZK´000	CZK´000	CZK´000
Total due	**428,608**	**431,241**	**660,067**	**110,706**
Past due				
- less than 30 days overdue	238,979	4,770	138,521	30
- 30 to 90 days overdue	41,488	-	48,378	10
- 91 to 180 days overdue	19,634	-	20,676	312
- 181 to 360 days overdue	13,365	-	14,295	412
- over 360 days overdue	32,287	21,574	45,280	17,381
Total past due	**345,753**	**26,344**	**267,150**	**18,145**
Less loss allowance (-)	**(55,981)**	**(20,576)**	**(44,127)**	**(17,806)**
Total	**718,380**	**437,009**	**883,090**	**111,045**

Subject to the above, management believes that the credit risk has been accounted for in the financial statements through the creation of appropriate allowances.

CASH AND CASH EQUIVALENTS

With regard to the Group's other financial assets, such as cash and cash equivalents, credit risk arises as a result of the other party's inability to pay, and the maximum amount of the Group's exposure to this risk is equal to the balance sheet value of these amounts.

The credit risk associated with bank deposits, derivative instruments and other investments is considered to be immaterial, as the Group has concluded transactions with institutions that have a sound financial position.

Credit quality of cash in bank and in hand	31.12.2019	31.12.2018
Credit rating	CZK´000	CZK´000
Aa3	6,531	-
A1	556,146	368,315
A2	18,749	27,634
A3	8,071	1,284
Baa1	143,943	153,705
Baa2	35,051	60,098
B3	279	31
Not on watch*	1,151	1,228
Cash in hand	4,574	7,005
Total cash in bank and in hand	**774,495**	**619,300**

* Mainly Fio banka a.s.

4.24.4 LIQUIDITY RISK

The risk for the Group arises from a potential restriction in access to financial markets or from a change in the attitude of banks in the area of granting credits, which may result in an inability to obtain new financing or refinancing of debts.

Management of the Group monitors the risk of insufficient funds by adjusting the structure of financing to prediction of future cash flows (planned investments included), diversifying of sources of financing and by keeping sufficient level of available credit lines.

It is the Group's objective to maintain a balance between financing continuity and flexibility, by using various financing sources, such as credits, loans and lease agreements. The Group controls its financial liabilities so that in each given period the amount of liabilities due within the next 12 months does not pose a threat for the Group's ability to meet its financial obligations. Despite the excess of current liabilities over current assets the Group's management believes that the value of cash and cash equivalents as at the balance sheet date, the available credit lines as at 31 December 2019 of CZK 159,309 thousand (as at 31 December 2018: CZK 317,990 thousand) and the Group's financial position are such that the risk of losing liquidity is assessed as not significant.

Analysis of financial liabilities is presented below. The amounts represent undiscounted cash flows, which represent the Group's maximum exposure to liquidity risk.

Future cash outflows related to financial liabilities:

Contractual cash flows of financial liabilities as at 31 December 2019	Less than 3 months	Between 3-12 months	Between 1-2 years	Between 2-5 years	Over 5 years	Total contractual cash-flows	Total carrying amount
	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000
Trade payables	834,073	3,923	-	-	-	837,996	837,996
Bank credits and loans	139,582	755,733	525,847	1,759,942	239,045	3,420,149	3,012,962
Lease liabilities	27,476	91,274	104,036	187,692	44,135	454,613	419,791
Advances received	212,185	-	-	-	-	212,185	212,185
Other liabilities	227,127	11,484	2,416	7,130	13,321	261,478	261,478
Total	**1,440,443**	**862,414**	**632,299**	**1,954,764**	**296,501**	**5,186,421**	**4,744,412**

Contractual cash flows of financial liabilities as at 31 December 2018*	Less than 3 months	Between 3-12 months	Between 1-2 years	Between 2-5 years	Over 5 years	Total contractual cash-flows	Total carrying amount
	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000
Trade payables	1,053,054	3,356	-	-	-	1,056,410	1,056,410
Bank credits and loans	110,869	571,493	429,414	1,228,917	882,290	3,222,983	2,913,724
Lease liabilities	13,194	37,564	38,228	52,196	2,178	143,360	135,778
Advances received	213,899	3,936	-	-	-	217,835	217,835
Other liabilities	203,928	24,980	4,775	9,184	14,508	257,375	256,617
Total	**1,594,944**	**641,329**	**472,417**	**1,290,297**	**898,976**	**4,897,963**	**4,580,364**

* corrected

The cash outflows schedules above do not include financial guarantees, where the fair value was determined to be close to zero and which are listed in section 4.20.

4.25. CAPITAL MANAGEMENT

The Group manages capital by having a balanced financial policy with the objective of supplying the necessary funds to grow the business and, at the same time, secure an appropriate capital structure and financial liquidity and meet all the externally imposed capital requirements.

The Group manages net debt and monitors the net debt/adjusted EBITDA ratio.

The net debt is defined as the total value of liabilities arising out of credits, loans, bonds and leases, less cash and cash equivalents. Adjusted EBITDA is operating profit/(loss) plus depreciation and amortisation adjusted by all one-off events (all non-recurring or exceptional items not arising out of ordinary operations, such as impairment write downs, costs of relocation, extraordinary sale of non-current assets or group layoffs).

Net debt/Adjusted EBITDA calculation	Continuing operations 2019 CZK´000	2018 CZK´000	Reported 2018 CZK´000
Bank credits and loans	3,012,962	2,913,724	2,913,724
Lease liabilities	419,791	135,778	135,778
Cash and cash equivalents	(774,495)	(619,300)	(619,300)
Net debt	**2,658,258**	**2,430,202**	**2,430,202**
Operating profit/(loss)	539,761	516,284	37,695
Adjusted for:			
Severance costs (i)	2,906	-	-
Advisory costs (ii)	21,797	-	-
Gain on sale of Property, plant and equipment (iii)	(15,105)	-	-
Cost connected with closed Grodzisk Wielkopolski plant (iv)	7,668	-	-
One off´s 2018 (v)	-	37,269	405,974
Depreciation and amortisation	562,367	503,058	567,332
Adjusted EBITDA	**1,119,394**	**1,056,611**	**1,011,001**
Net debt/Adjusted EBITDA	**2.4**	**2.3**	**2.4**

(i) Severance costs in LEROS, s.r.o. (Fresh & Herbs segment) of CZK 2,906 thousand.
(ii) Advisory costs – CzechoSlovakia segment incurred costs of CZK 21,530 thousand, business category Other incurred costs of CZK 267 thousand.
(iii) Net gain on sold items of Property, plant and equipment (mainly machines) of CZK 6,070 thousand recognized in the Adriatic segment and CZK 9,035 thousand recognized in the CzechoSlovakia segment.
(iv) Costs connected with the maintenance of closed Grodzisk Wielkopolski plant of CZK 7,668 thousand excluding depreciation (Fresh & Herbs segment).
(v) One off´s 2018:

Continuing operations:

- Severance costs of CZK 3,523 thousand arising from the change in the Trade Union agreement (Adriatic segment), severance costs related to the acquisition of CZK 1,513 thousand in LEROS, s.r.o. (Fresh & Herbs segment) and loss of CZK 330 thousand from the sale of fixed assets in UGO (Fresh & Herbs segment).
- Net costs connected with the maintenance of closed Grodzisk Wielkopolski plant, release of provision, impairment and other restructuring costs of CZK 5,403 thousand (Fresh & Herbs segment).
- Advisory costs of CZK 26,500 thousand (CzechoSlovakia segment).

Discontinued operations:

- Profit on sale of production lines of CZK 4,550 thousand in Hoop Polska.
- Costs of CZK 23,773 thousand connected with sale of Bielsk Podlaski plant and maintenance costs in Hoop Polska.
- Impairment costs of CZK 349,482 thousand in Hoop Polska.

4.25.1 CASH AND NON-CASH FINANCING ACTIVITIES

Net debt reconciliation	Liabilities from financing activities		Cash and cash equivalents	Net debt
	Bank credits and loans	Financial Leasing		
As at 1.1.2019	**2,913,724**	**135,778**	**(619,300)**	**2,430,202**
Proceeds from loans and bank credits received	503,509	-	-	503,509
Repayment of loans and bank credits	(413,882)	-	-	(413,882)
Change in amortized costs	5,841	-	-	5,841
Repayment of lease liabilities	-	(109,632)	-	(109,632)
Lease additions	-	408,470	-	408,470
Foreign exchange adjustments	3,770	(14,825)	3,436	(7,619)
Cash (inflow)/outflow	-	-	(158,631)	(158,631)
As at 31.12.2019	**3,012,962**	**419,791**	**(774,495)**	**2,658,258**

Net debt reconciliation	Liabilities from financing activities			Cash and cash equivalents	Net debt
	Bonds	Bank credits and loans	Financial Leasing		
As at 1.1.2018	**332,513**	**2,162,513**	**170,440**	**(289,594)**	**2,375,872**
Proceeds from loans and bank credits received	-	1,324,462	-	-	1,324,462
Repayment of loans and bank credits	-	(607,441)	-	-	(607,441)
Change in amortized costs	-	4,089	-	-	4,089
Repayment of lease liabilities	-	-	(55,305)	-	(55,305)
Lease additions	-	-	22,083	-	22,083
Foreign exchange adjustments	-	30,101	(1,440)	327	28,988
Bonds interest paid	(15,840)	-	-	-	(15,840)
Bonds interest accrued	13,327	-	-	-	13,327
Bonds repayment	(330,000)	-	-	-	(330,000)
Cash (inflow)/outflow	-	-	-	(330,033)	(330,033)
As at 31.12.2018	**-**	**2,913,724**	**135,778**	**(619,300)**	**2,430,202**

4.26. FINANCIAL INSTRUMENTS

4.26.1 FINANCIAL INSTRUMENTS CATEGORIES

Fair value of Trade receivables, other financial receivables, Cash and cash equivalents, Trade liabilities and other financial liabilities is close to carrying amounts since the interest payable on them is either close to market rates or they are short-term.

31.12.2019	Financial assets at amortised cost	Derivatives at fair value through OCI	Financial liabilities at amortised cost	Total
	CZK´000	CZK´000	CZK´000	CZK´000
Trade and other receivables	1,148,603	-	-	1,148,603
Cash and cash equivalents	774,495	-	-	774,495
Derivatives (i)	-	6,786	-	6,786
Bank credits and loans	-	-	(3,012,962)	(3,012,962)
Lease liabilities	-	-	(419,791)	(419,791)
Trade and other payables	-	-	(1,311,659)	(1,311,659)
Total	**1,923,098**	**6,786**	**(4,744,412)**	**(2,814,528)**

(i) Fair value of derivatives

In 2018, the Group concluded new IRS contract and established a hedge accounting and revaluation of derivatives in relation to the effective portion of the hedging relationship is accounted through OCI (refer to section 3.5 for more details).

Measured derivatives are not traded in active markets, however all significant inputs required for fair value measurement are observable and as such the Group has included this instrument in Level 2 of fair value hierarchy levels.

31.12.2018 (corrected)	Financial assets at amortised cost CZK´000	Derivatives at fair value through OCI CZK´000	Financial liabilities at amortised cost CZK´000	Total CZK´000
Trade and other financial receivables	992,569	-	-	992,569
Cash and cash equivalents	619,300	-	-	619,300
Derivatives (ii)	-	1,082	-	1,082
Bank credits and loans	-	-	(2,913,724)	(2,913,724)
Lease liabilities	-	-	(135,778)	(135,778)
Trade and other financial liabilities	-	-	(1,530,378)	(1,530,378)
Total	**1,611,869**	**1,082**	**(4,579,880)**	**(2,966,929)**

(ii) Fair value of derivatives

In 1Q 2018, the Group has concluded interest rate swaps and established a hedge accounting. Revaluation of derivatives in relation to the effective portion of the hedging relationship is accounted through other comprehensive income.

Measured derivatives are not traded in active markets, however all significant inputs required for fair value measurement are observable and as such the Group has included this instrument in Level 2 of fair value hierarchy levels.

4.27. HEADCOUNT

The average headcount in the Group was as follows:

Average headcount	2019	2018
Management Board of the Company	6	6
Management Boards of the Group entities	7	11
Administration	210	191
Sales, Marketing and Logistic department	1,013	961
Production division	751	730
Other	4	3
Total	**1,991**	**1,902**

Total number of employees as of 31 December 2019 was 1,978 persons (as of 31 December 2018: 1,902 persons).

4.28. ACQUISITION OF SUBSIDIARIES

ACQUISITION OF SUBSIDIARY ESPRESSO

On July 9, 2019, the Company concluded an agreement to purchase a 100% stake in Espresso s.r.o., a distributor of high-quality coffee (Café Reserva) and teas (Dilmah).

The following table summarizes the recognized amounts of assets acquired and liabilities assumed at the date of acquisition.

Fair value of assets and liabilities	Book value CZK´000	Fair value adjustments CZK´000	Fair value CZK´000
Property, plant and equipment	10,459	-	10,459
Intangible assets	-	67,200	67,200
Deferred tax assets	269	(269)	-
Inventories	18,091	(3,137)	14,954
Trade receivables and other receivables	5,802	(624)	5,178
Cash and cash equivalents	3,196	-	3,196
Lease liabilities	(6,976)	-	(6,976)
Other liabilities	(5,029)	-	(5,029)
Deferred tax liability	-	(12,768)	(12,768)
Trade liabilities and other liabilities	(9,725)	(835)	(10,560)
Total identifiable net assets acquired	**16,087**	**49,567**	**65,654**

The following table summarizes the consideration transferred, net assets acquired and goodwill.

Goodwill calculation	CZK´000
Consideration transferred	77,745
Net assets acquired	65,654
Goodwill	**12,091**

The valuation of net assets was prepared on the provisional basis due to the timing of the transaction. If new information obtained within one year of the date of acquisition about facts and circumstances that existed at the date of acquisition identifies adjustments to the above amounts, or any additional provisions that existed at the date of acquisition, then the accounting for the acquisition will be revised.

Revenue of Espresso for the period since the acquisition amounted to CZK 39,741 thousand. Profit or loss for the period since the acquisition is not presented in this note because it is immaterial.

ACQUISITION OF SUBSIDIARY MINERÁLKA

On June 13, 2018, Kofola a.s. (SK) concluded an agreement to purchase a 100% stake in Minerálka s.r.o., a producer of mineral water.

The following table summarizes the recognized amounts of assets acquired and liabilities assumed at the date of acquisition.

Fair value of assets and liabilities	CZK´000
Property, plant and equipment	28,942
Trade receivables and other receivables	48
Non-current liabilities	(31,224)
Trade liabilities and other liabilities	(1,986)
Total identifiable net assets acquired	**(4,220)**

The following table summarizes the consideration transferred, net assets acquired and goodwill.

Goodwill calculation	CZK´000
Consideration transferred	130
Net assets acquired	(4,220)
Goodwill	**4,350**

ACQUISITION OF SUBSIDIARY LEROS

On March 13, 2018, the Company concluded an agreement to purchase a 100% stake in LEROS, s.r.o., a producer of high-quality products from medicinal plants and quality natural teas.

The following table summarizes the recognized amounts of assets acquired and liabilities assumed at the date of acquisition.

Fair value of assets and liabilities	Book value	Fair value adjustments	Fair value
	CZK´000	CZK´000	CZK´000
Property, plant and equipment	27,416	-	27,416
Intangible assets	104	126,373	126,477
Inventories	27,477	-	27,477
Trade receivables and other receivables	32,844	-	32,844
Cash and cash equivalents	3,595	-	3,595
Other non-current liabilities	(8,356)	-	(8,356)
Bank credits and loans	(39,500)	-	(39,500)
Deferred tax liability	-	(20,177)	(20,177)
Trade liabilities and other liabilities	(38,665)	-	(38,665)
Total identifiable net assets acquired	**4,915**	**106,196**	**111,111**

The following table summarizes the consideration transferred, net assets acquired and goodwill.

Goodwill calculation	CZK´000
Consideration transferred	113,976
Net assets acquired	111,111
Goodwill	**2,865**

4.29. IMPAIRMENT RELATED TO THE SALE OF HOOP POLSKA SP. Z O.O.

The impairment of the cash-generating unit Hoop Polska Sp. z o.o. was determined as a fair value less costs of disposal and amounted to CZK 345,754 thousand as at 31 December 2018. The impairment was a result of the difference between the carrying amount of standalone Hoop Polska Sp. z o.o.'s net assets as at 31 December 2018 before impairment for 2018 and the transaction value. The transaction value was determined in the share purchase agreement between Kofola ČeskoSlovensko a.s. and ZMB Capital Sp. z o.o. and was reduced by the value of loans from Kofola ČeskoSlovensko a.s. to Hoop Polska Sp. z o.o. as at transaction date and Group´s trade receivables from Hoop Polska Sp. z o.o. which were as at transaction date more than 180 days past due.

The above described impairment calculation is summarized in the table below.

Impairment related to the sale of Hoop Polska Sp. z o.o.	CZK´000
Hoop Polska Sp. z o.o.'s standalone net assets as at 31 December 2018 before impairment 2018	**547,926**
Transaction price	353,719
Provided loans and overdue trade receivables as at transaction date	(151,547)
Adjusted transaction price	**202,172**
Impairment	**345,754**

The impairment charge was allocated to the Hoop Polska Sp. z o.o.'s non-current assets (except for the assets related to the Grodzisk Wielkopolski plant) on a pro rata basis. Refer to sections 4.10.1 and 4.11.1 for more details. Current assets of Hoop Polska Sp. z o.o. weren't impaired because they were already presented in their recoverable amounts.

4.30. CORRECTION OF ERRORS

During 2019, a subsidiary discovered that entitlement for investment incentive has been determined erroneously in its financial statements as of 31 December 2018. As a consequence, income tax expense and the related net deferred tax liability have been understated. The error has been corrected by restating the closing balances of financial statements as of 31 December 2018 (there is no impact on earlier financial statements). The following tables summarise the impacts on the Group's consolidated financial statements.

Consolidated statement of profit or loss (continuing and discontinued operations)	2018 Reported* CZK´000	2018 Restatement CZK´000	2018 Restated CZK´000
Continuing operations			
Profit/(loss) before income tax	**446,607**	**-**	**446,607**
Income tax expense	(36,133)	(48,267)	(84,400)
Profit/(loss) from continuing operations	**410,474**	**(48,267)**	**362,207**
Discontinued operations			
Profit/(loss) from discontinued operations	**(503,500)**	**-**	**(503,500)**
Profit/(loss) for the period (continuing and discontinued operations)	**(93,026)**	**(48,267)**	**(141,293)**
Attributable to:			
Owners of Kofola ČeskoSlovensko a.s.	(88,554)	(48,267)	(136,821)
Non-controlling interests	(4,472)	-	(4,472)

* Reported period has been represented to continuing and discontinued operations due to sale of Hoop Polska (see note 4.31.1).

Consolidated statement of other comprehensive income (continuing and discontinued operations)	2018 Reported* CZK´000	2018 Restatement CZK´000	2018 Restated CZK´000
Profit/(loss) for the period (continuing and discontinued operations)	**(93,026)**	**(48,267)**	**(141,293)**
Other comprehensive income/(loss) for the period, net of tax	**(7,200)**	**-**	**(7,200)**
Total comprehensive income/(loss) for the period	**(100,226)**	**(48,267)**	**(148,493)**
Attributable to:			
Owners of Kofola ČeskoSlovensko a.s.	(95,754)	(48,267)	(144,021)
- from continuing operations	*397,699*	*(48,267)*	*349,432*
- from discontinued operations	*(493,453)*	*-*	*(493,453)*
Non-controlling interests	(4,472)	-	(4,472)

* Reported period has been represented to continuing and discontinued operations due to sale of Hoop Polska (see note 4.31.1).

Assets	31.12.2018 Reported CZK´000	31.12.2018 Restatement CZK´000	31.12.2018 Restated CZK´000
Total assets	**6,563,030**	**-**	**6,563,030**
Liabilities and equity	**31.12.2018 Reported CZK´000**	**31.12.2018 Restatement CZK´000**	**31.12.2018 Restated CZK´000**
Equity attributable to owners of Kofola ČeskoSlovensko a.s.	**1,531,669**	**(48,267)**	**1,483,402**
Retained earnings/(Accumulated deficit)	(215,910)	(48,267)	(264,177)
Others	1,747,579	-	1,747,579
Equity attributable to non-controlling interests	**(8,156)**	**-**	**(8,156)**
Total equity	**1,523,513**	**(48,267)**	**1,475,246**
Non-current liabilities	**2,565,592**	**48,267**	**2,613,859**
Deferred tax liabilities	106,342	48,267	154,609
Others	2,459,250	-	2,459,250
Current liabilities	**2,473,925**	**-**	**2,473,925**
Total liabilities	**5,039,517**	**48,267**	**5,087,784**
Total liabilities and equity	**6,563,030**	**-**	**6,563,030**

Basic earnings per share for the prior year has also been restated. The amount of the correction for basic earnings per share was a decrease of CZK 2.17 per share. Diluted earnings per share is not applicable to the Group (see note 4.9 Earnings per share).

The correction further affected Consolidated statement of changes in equity for the year ended 31 December 2018 and some of the amounts disclosed in note 4.1 Segment information, 4.8 Income tax, 4.9 Earnings per share and note 4.16 Equity.

The correction didn't have any effect on Consolidated statement of cash flows.

4.31. DISCONTINUED OPERATIONS

4.31.1 HOOP POLSKA

On 18 March 2019, the Group sold Hoop Polska Sp. z o.o. to ZMB Capital Sp. z o.o. Based on this fact, the consolidated statement of profit or loss is divided into continuing and discontinued operations. Profit from discontinued operations for the period of twelve months ended 31 December 2019 contains the loss attributable to Hoop Polska Sp. z o.o. for the period since 1 January 2019 till 18 March 2019 of CZK 13,373 thousand, the income arising from the release of the cumulated foreign currency translation reserve attributable to Hoop Polska Sp. z o.o. of CZK 81,422 thousand and the gain on sale of CZK 7,979 thousand. Loss from discontinued operations for the period of twelve months ended 31 December 2018 contains the loss attributable to Hoop Polska Sp. z o.o. of CZK 503,500 thousand (including the impairment of CZK 345,754 thousand). Continuing operations for the respective periods contain the transactions that will remain in the Group after the disposal and are therefore comparable.

FINANCIAL PERFORMANCE AND CASH FLOW INFORMATION

Financial information relating to the discontinued operation for the period to the date of disposal and for the twelve months ended 31 December 2018 is set out below.

Analysis of the result from discontinued operation	**2019** CZK´000	**2018** CZK´000
Revenue	157,203	964,631
Expenses	(170,576)	(1,468,131)
Gain on sale of the subsidiary	7,979	-
Income on release of the foreign currency translation reserve (“FCTR”)	81,422	-
Profit/(loss) before tax from discontinued operation	**76,028**	**(503,500)**
Profit/(loss) from discontinued operation	**76,028**	**(503,500)**
Exchange differences on translation of discontinued operation	(81,422)	10,047
Other comprehensive income from discontinued operation	**(81,422)**	**10,047**
Earnings per share for profit/(loss) from discontinued operation attributable to the ordinary equity holders of the Company (in CZK)	**3.41**	**(22.59)**

Analysis of the cash flows from discontinued operation	**2019** CZK´000	**2018** CZK´000
Cash flows from operating activities	29,850	(109,077)
Cash flows from investing activities	(1,716)	74,314
Cash flows from financial activities	(2,655)	(14,184)

DETAILS OF THE SALE OF THE SUBSIDIARY

Analysis of gain on sale	**CZK´000**
Consideration received	67,983
Consideration receivable (paid in February 2020)	142,439
Total consideration	**210,422**
Carrying amount of net assets sold	202,443
Gain on sale	**7,979**

4.31.2 MEGAPACK

OOO MEGAPACK was sold in on 18 December 2019 (sale transaction became effective on 25 December 2019). As such, the transactions related to Megapack are also presented as a part of discontinued operations. Profit from discontinued operations for the period of twelve months ended 31 December 2019 contains Share of profit of equity accounted investee for the period since 1 January 2019 till 25 December 2019 of CZK 46,654 thousand, the expense arising from the release of the cumulated foreign currency translation reserve attributable to OOO MEGAPACK of CZK 118,399 thousand and the gain on sale of CZK 19,094 thousand. Loss from discontinued operations for the period of twelve months ended 31 December 2018 contains Share of profit of equity accounted investee of CZK 22,963 thousand.

DETAILS OF THE SALE OF THE EQUITY ACCOUNTED INVESTEE

Analysis of gain on sale	CZK´000
Consideration receivable (paid in January 2020)	115,690
Carrying amount of net assets sold and attributable costs of disposal	96,596
Gain on sale	**19,094**

Earnings per share for profit/(loss) attributable to the ordinary equity holders of the Company in relation to Megapack discontinued operation amounted to CZK -2.36 per share in 2019 (in 2018: CZK 1.03 per share).

Earnings per share for profit/(loss) attributable to the ordinary equity holders of the Company in relation to Megapack and Hoop Polska discontinued operations amounted to CZK 1.05 per share in 2019 (in 2018: CZK -21.56 per share).

4.32. SUBSEQUENT EVENTS

On 7 January 2020, Kofola ČeskoSlovensko a.s. acquired a 100% stake in F.H.Prager s.r.o., producer of craft ciders and natural sodas.

Transaction price for the sale of Megapack has been received in January 2020 (CZK 115.7 million).

Final second part of the transaction price for the sale of Hoop Polska has been received in February 2020 (CZK 142.4 million).

The Office for the Protection of Competition ("ÚOHS") has approved the acquisition of companies Karlovarská Korunní s.r.o. and ONDRÁŠOVKA a.s. The effectiveness of the transaction is now subject to fulfilment of remaining conditions determined in the share purchase agreement and the finalization is expected in first half of 2020.

On 20 March 2020, the Company as a borrower together with Kofola a.s. (CZ), Kofola a.s. (SK) and UGO trade s.r.o. as co-borrowers concluded with the Česká spořitelna, a.s. and Československá obchodní banka, a. s. Amendment Agreement no. 4 in connection with the Original Facilities Agreement that will, inter alia, increase the Total Commitments by up to CZK 1,138,000 thousand.

COVID-19

In the current global circumstances, governments of the Czech Republic, Slovak Republic, Slovenia and Croatia have announced an emergency situation and prohibited the operation of restaurants and hotels and also limited the free cross-border travelling. This emergency impacts mostly Group's sales in the HoReCa segment and then also sales of UGO salateries and freshbars, which in total amount to approximately 40% of Group's revenue.

In reaction to this, the Group has established a team that involves also Group's top management which holds regular daily meetings to minimize the negative impacts on Group's employees and results. The team has already set plenty of measures and will continue in these activities.

We are not able to give an estimate about the expected period of this emergency situation. Our worst-case scenario considers whole 2Q 2020. We expect overall decrease in the beverage's consumption on all markets while there is also an expected transfer from HoReCa sales to Retail sales (increased demand for packaged products).

As of the date of this report, the production is in operation, we have continuing supplies of materials (we are in close contact with our key suppliers), we have increased hygienic precautions in our production plants where we have forbidden any visits, our administrative employees work from home. The Group is using modern technology for distant access and videoconferences which enables us to protect the health of our employees. In the subsequent period, there will be necessary savings in CAPEX and OPEX with possible postponement of scheduled payments (after agreement with counterparties).

In the current uncertain situation, we have no assurances, that our suppliers (mostly foreign) will be able to supply us with material in the near future, that there won't be any limitations for freight transportation or free movement of people. Nevertheless, our long-term strategy to utilize local sources and suppliers, if possible, is perceived as an advantage under current circumstances that are given by the above stated risks.

It is possible that, based on above stated, the Group won't be able to fulfil some of bank loan covenants in 2020. Group believes to have sufficient resources from current cash balance, undrawn credit lines and overdrafts.

Based on our analysis, the occurred situation doesn't have significant impact on the CGU impairment test of company UGO trade s.r.o. or impairment tests of trademarks with indefinite useful life that support the balances stated in Group's financial statements as at 31 December 2019. Impairment tests are sensitive mainly to changes of discount rates, but there currently aren't any indications of material changes in these discount rates. Expected outage of sales in 2Q 2020 in case of salateries and freshbars, as mentioned above, doesn't have significant impact on impairment test.

We expect certain compensations from particular governments. The Group is able to continue in its business activity even without the state support, any compensations would however alleviate the adverse financial impacts on the Group.

As at the date of the issue of this report, the estimate of the financial effect cannot be made, overall assessment of impacts will be possible after the termination of the emergency situation and clearance of government compensations.

Based on the above analysis and assumptions, including the severe but plausible scenarios, management concluded that the Group will have sufficient resources to continue its business for a period of at least 12 months from the reporting date. Management concluded that the range of possible outcomes considered at arriving at this judgment does not give rise to material uncertainties related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern.

No other events have occurred after the end of the reporting period that would require adjusting the amounts recognised and disclosures made in the consolidated financial statements.

25.3.2020	**Janis Samaras**	**Chairman of the Board of Directors**	
date	*name and surname*	*position/role*	*signature*
25.3.2020	**René Musila**	**Vice-Chair of the Board of Directors**	
date	*name and surname*	*position/role*	*signature*
25.3.2020	**Daniel Buryš**	**Vice-Chair of the Board of Directors**	
date	*name and surname*	*position/role*	*signature*
25.3.2020	**Pavel Jakubík**	**Member of the Board of Directors**	
date	*name and surname*	*position/role*	*signature*
25.3.2020	**Jiří Vlasák**	**Member of the Board of Directors**	
date	*name and surname*	*position/role*	*signature*
25.3.2020	**Marián Šefčovič**	**Member of the Board of Directors**	
date	*name and surname*	*position/role*	*signature*

SEPARATE FINANCIAL STATEMENTS 2019

KOFOLA ČESKOSLOVENSKO A.S.

1. SEPARATE FINANCIAL STATEMENTS

1.1. SEPARATE STATEMENT OF PROFIT OR LOSS

for the 12-month period ended 31 December 2019 and 31 December 2018 in CZK thousand.

Separate statement of profit or loss	Note	2019 CZK´000	2018 CZK´000
Revenue from the sale of finished products and services	4.2	429,835	413,481
Revenue from the sale of goods and materials	4.2	-	146
Revenue		**429,835**	**413,627**
Cost of products and services sold	4.3	(38,498)	(44,869)
Cost of sales		**(38,498)**	**(44,869)**
Gross profit		**391,337**	**368,758**
Selling, marketing and distribution costs	4.3	(202,677)	(196,523)
Administrative costs	4.3	(264,697)	(246,710)
Dividends	4.15.4	551,950	433,057
Other operating income	4.4	4,754	601
Other operating expenses	4.5	(24,105)	(2,804)
Release of impairment	4.10.1	86,469	-
Impairment	4.10.1, 4.26	-	(622,127)
Operating profit/(loss)		**543,031**	**(265,748)**
Finance income	4.6	38,764	19,603
Finance costs	4.7	(119,608)	(91,425)
Profit/(loss) before income tax		**462,187**	**(337,570)**
Income tax (expense)/benefit	4.8	10,714	8,451
Profit/(loss) for the period		**472,901**	**(329,119)**
Earnings/(loss) per share (in CZK)			
Basic earnings/(loss) per share	4.9	21.21	(14.76)

The above separate statement of profit or loss should be read in conjunction with the accompanying notes.

1.2. SEPARATE STATEMENT OF OTHER COMPREHENSIVE INCOME

for the 12-month period ended 31 December 2019 and 31 December 2018 in CZK thousand.

Separate statement of other comprehensive income	Note	2019 CZK´000	2018 CZK´000
Profit/(loss) for the period	1.1	**472,901**	**(329,119)**
Other comprehensive income			
Items that may be reclassified to profit or loss:			
Derivatives - Cash flow hedges	4.21.1	5,705	1,084
Deferred tax from cash flow hedging	4.8	(1,084)	(206)
Other comprehensive income/(loss) for the period		**4,621**	**878**
Total comprehensive income/(loss) for the period	1.5	**477,522**	**(328,241)**

The above separate statement of other comprehensive income should be read in conjunction with the accompanying notes.

1.3. SEPARATE STATEMENT OF FINANCIAL POSITION

as at 31 December 2019 and 31 December 2018 in CZK thousand.

Assets	Note	31.12.2019 CZK´000	31.12.2018 CZK´000
Non-current assets		**3,226,698**	**3,983,902**
Property, plant and equipment	4.11	102,319	78,012
Goodwill	4.12	30,675	30,675
Intangible assets	4.12	325,932	342,481
Investments in subsidiaries	4.10	2,320,807	2,293,680
Other receivables	4.13	85,562	48,350
Loans provided to related parties	4.13, 4.23.4	361,203	1,190,504
Other assets		200	200
Current assets		**1,690,524**	**535,868**
Inventories		89	-
Trade and other receivables	4.13	852,372	504,147
Loans provided to related parties	4.13, 4.23.4	784,918	-
Income tax receivables		2,068	2,943
Cash and cash equivalents	4.14	51,077	28,778
Total assets		**4,917,222**	**4,519,770**

Liabilities and equity	Note	31.12.2019 CZK´000	31.12.2018 CZK´000
Total equity	1.5	**1,644,691**	**1,448,094**
Share capital	1.5	1,114,597	1,114,597
Other reserves	1.5	34,573	10,012
Distribution fund	1.5	-	618,331
Retained earnings/(Accumulated deficit)	1.5	495,521	(294,846)
Non-current liabilities		**2,322,559**	**2,339,304**
Bank credits and loans	4.17	2,219,756	2,286,478
Lease liabilities	4.20	30,734	14,054
Other liabilities	4.18	52,781	7,918
Deferred tax liabilities	4.8	19,288	30,854
Current liabilities		**949,972**	**732,372**
Bank credits and loans	4.17	772,694	591,828
Lease liabilities	4.20	16,518	5,931
Trade and other payables	4.18	99,890	86,515
Provisions	4.16	60,870	48,098
Total liabilities		**3,272,531**	**3,071,676**
Total liabilities and equity		**4,917,222**	**4,519,770**

The above separate statement of financial position should be read in conjunction with the accompanying notes.

1.4. SEPARATE STATEMENT OF CASH FLOWS

for the 12-month period ended 31 December 2019 and 31 December 2018 in CZK thousand.

Separate statement of cash flows	Note	2019 CZK´000	2018 CZK´000
Cash flows from operating activities			
Profit/(loss) before income tax	1.1	462,187	(337,570)
Adjustments for:			
Non-cash movements			
Depreciation and amortisation	4.3	56,168	40,181
Net interest	4.6, 4.7	69,858	57,682
Dividends	4.15.4	(551,950)	(433,057)
Change in the balance of provisions and other adjustments		12,287	41,153
Impairment of Hoop Polska Sp. z o.o.	4.26	-	622,127
Loss on disposal of Hoop Polska Sp. z o.o.		1,823	-
Release of Alofok Ltd impairment	4.10.1	(86,469)	-
Derivatives	4.6, 4.7 4.21.1	(2,661)	4,593
Realised (gain)/loss on sale of Property, plant and equipment and Intangible assets	4.4, 4.5	(2,229)	(251)
Net exchange differences		5,450	1,680
Other		15,459	3,645
Cash movements			
Income tax		(1,935)	-
Change in operating assets and liabilities			
Change in receivables		176,673	(65,626)
Change in inventories		(89)	-
Change in payables		(14,425)	12,403
Net cash inflow/(outflow) from operating activities		**140,147**	**(53,040)**
Cash flows from investing activities			
Sale of Property, plant and equipment		2,479	195
Acquisition of Property, plant and equipment and Intangible assets		(18,548)	(31,307)
Proceeds from sale of subsidiary		67,983	-
Acquisition of subsidiary	4.25	(77,745)	(120,056)
Dividends and interest received		272,725	241,445
Proceeds from loans		514,656	766
Loans granted		(578,269)	(197,895)
Bonds sold		10,000	-
Decrease of share capital in RADENSKA d.o.o.		-	61,713
Net cash inflow/(outflow) from investing activities		**193,281**	**(45,139)**
Cash flows from financing activities			
Lease payments	4.24	(15,697)	(3,705)
Proceeds from loans and bank credits	4.24	503,509	1,324,462
Repayment of bonds	4.24	-	(330,000)
Repayment of loans and bank credits	4.24	(395,206)	(436,310)
Dividends paid to the shareholders of the Company	4.15.4	(300,941)	(361,130)
Interest paid		(105,455)	(79,152)
Derivatives		2,661	27
Net cash inflow/(outflow) from financing activities		**(311,129)**	**114,192**
Net increase/(decrease) in cash and cash equivalents		22,299	16,013
Cash and cash equivalents at the beginning of the period	1.3	**28,778**	**12,765**
Cash and cash equivalents at the end of the period	1.3	**51,077**	**28,778**

The above separate statement of cash flows should be read in conjunction with the accompanying notes.

1.5. SEPARATE STATEMENT OF CHANGES IN EQUITY

for the 12-month period ended 31 December 2019 and 31 December 2018 in CZK thousand.

Separate statement of changes in equity	Note	Share capital	Other reserves	Distribution fund	Own shares	Retained earnings/ (Accumulated deficit)	Total equity
		CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000
Balance as at 1 January 2018		**2,229,500**	**(493,456)**	**-**	**(1,357)**	**395,403**	**2,130,090**
Profit/(loss) for the period	1.1	-	-	-	-	(329,119)	**(329,119)**
Other comprehensive income/(loss)	1.2	-	878	-	-	-	**878**
Total comprehensive income/(loss) for the period		**-**	**878**	**-**	**-**	**(329,119)**	**(328,241)**
Capital restructuring		(1,114,597)	496,266	618,331	-	-	**-**
Own shares liquidation		(305)	-	-	1,357	-	**1,052**
Dividends	4.15.4	-	-	-	-	(361,130)	**(361,130)**
Option scheme	4.23.3	-	6,324	-	-	-	**6,324**
Rounding		(1)	-	-	-	-	**(1)**
Transactions with owners in their capacity as owners		**(1,114,903)**	**502,590**	**618,331**	**1,357**	**(361,130)**	**(353,755)**
Balance as at 31 December 2018		**1,114,597**	**10,012**	**618,331**	**-**	**(294,846)**	**1,448,094**
Balance as at 1 January 2019		**1,114,597**	**10,012**	**618,331**	**-**	**(294,846)**	**1,448,094**
Profit/(loss) for the period	1.1	-	-	-	-	472,901	**472,901**
Other comprehensive income/(loss)	1.2	-	4,621	-	-	-	**4,621**
Total comprehensive income/(loss) for the period		**-**	**4,621**	**-**	**-**	**472,901**	**477,522**
Dividends	4.15.4	**-**	-	(300,941)	-	-	**(300,941)**
Option scheme	4.23.3	-	19,940	-	-	-	**19,940**
Transactions with owners in their capacity as owners		**-**	**19,940**	**(300,941)**	**-**	**-**	**(281,001)**
Transfer		-	-	(317,390)	-	317,390	**-**
Uncollected dividends		-	-	-	-	76	**76**
Balance as at 31 December 2019		**1,114,597**	**34,573**	**-**	**-**	**495,521**	**1,644,691**

The above separate statement of changes in equity should be read in conjunction with the accompanying notes.

On 13 August 2018, the general meeting of the Company approved a reduction of the Company´s share capital. The reduction was made by cancelling 3,052 own shares with a total nominal value of CZK 305 thousand and by reducing the nominal value of all the other shares of the Company by CZK 50, i.e. from CZK 100 to CZK 50. The decrease has been effective since 20 December 2018, after the registration in the Commercial Register.

The amount corresponding to the reduction of the registered shared capital, i.e. the amount of CZK 1,114,902 thousand was used as follows:

- (i) a part amounting to CZK 496,266 thousand was transferred to the Other reserves of the Company,
- (ii) a part amounting to CZK 618,331 thousand was transferred to the newly created Company´s Distribution fund and
- (iii) a part amounting to CZK 305 thousand was recognized in the profit and loss.

DIVIDEND DISTRIBUTION

On 5 June 2019, the General meeting has approved a distribution of dividends in the amount of CZK 13.5 per share, i.e. CZK 300,941 thousand.

2. GENERAL INFORMATION

2.1. CORPORATE INFORMATION

GENERAL INFORMATION

Kofola ČeskoSlovensko a.s. (“the Company”) is a joint-stock company registered on 12 September 2012. Its registered office is Nad Porubkou 2278/31a, Ostrava, 708 00, Czech Republic and the identification number is 24261980. The Company is recorded in the Commercial Register kept by the Regional Court in Ostrava, section B, Insert No. 10735. The Company´s websites are http://www.firma.kofola.cz and the phone number is +420 595 601 030. LEI: 3157005DO9L5OWHBQ359.

Main area of activity of Kofola ČeskoSlovensko a.s. in 2019 was holding of the subsidiaries and providing certain services for the other companies in Kofola Group, e.g. strategic services, services related to products, shared services and holding of licences and trademarks.

Kofola ČeskoSlovensko a.s. is the parent of the Kofola Group. Besides the traditional markets of the Czech Republic and Slovakia, the Group is also present in Slovenia, Croatia and in Poland. The Group produces drinks in nine production plants and key trademarks include Kofola, Jupí, Jupík, Rajec, Radenska, Semtex energy drink and Vinea. On selected markets, the Group distributes among others Rauch, Evian, Badoit, Café Reserva and Dilmah products and under the licence produces Royal Crown Cola or Orangina.

Based on the information known to the Board of Directors of the Company acting with due care, the Company was for until 31 August 2018 part of the group controlled by KSM Investment S.A. („Group“). Registered office: Rue de Neudorf 560A, L-2220 Luxembourg, Luxembourg. Since 31 August 2018, after the merger of KSM Investment S.A. to AETOS a.s., the ultimate parent of the Company is AETOS a.s. The ownership structure is described in section 4.23.1.

STOCK EXCHANGE LISTING

Kofola ČeskoSlovensko a.s. is listed on Prague Stock Exchange (ticker KOFOL).

MANAGEMENT

As at 31 December 2019, the composition of the Board of Directors, Supervisory Board and Audit Committee was as follows:

BOARD OF DIRECTORS

- Janis Samaras – Chairman
- René Musila – Vice-Chair
- Daniel Buryš – Vice-Chair
- Pavel Jakubík
- Jiří Vlasák
- Marián Šefčovič

SUPERVISORY BOARD

- René Sommer – Chairman
- Tomáš Jendřejek
- Moshe Cohen-Nehemia
- Petr Pravda

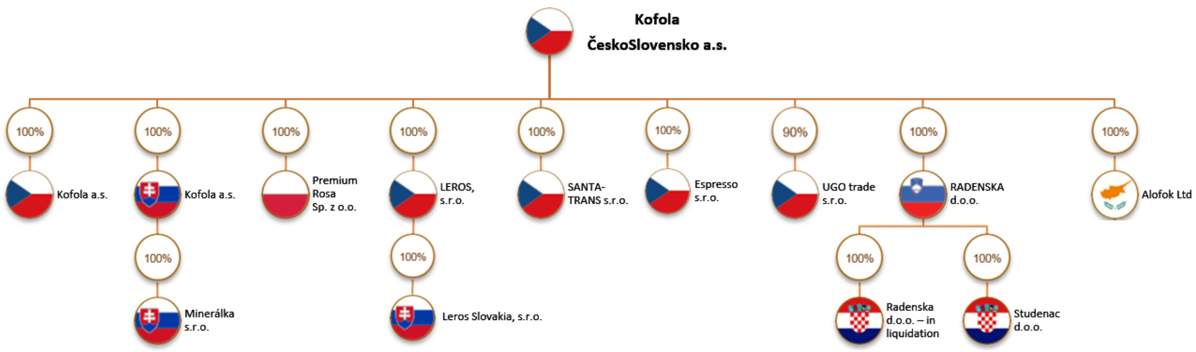
AUDIT COMMITTEE

- Petr Šobotník – Chairman
- Zuzana Prokopcová
- Lenka Frostová

2. GENERAL INFORMATION

2.2. GROUP STRUCTURE

GROUP STRUCTURE CHART AS AT 31 DECEMBER 2019



DESCRIPTION OF THE GROUP COMPANIES

Name of entity	Place of business	Segment (Note B 4.1)	Principal activities	Ownership interest and voting rights 31.12.2019	Ownership interest and voting rights 31.12.2018
Holding companies					
Kofola ČeskoSlovensko a.s.	Czech Republic	CzechoSlovakia	top holding company		
Alofok Ltd	Cyprus	n/a	holding	100.00%	100.00%
Production and trading					
Kofola a.s.	Czech Republic	CzechoSlovakia	production and distribution of non-alcoholic beverages	100.00%	100.00%
Kofola a.s.	Slovakia	CzechoSlovakia	production and distribution of non-alcoholic beverages	100.00%	100.00%
Hoop Polska Sp. z o.o.*	Poland	n/a	production and distribution of non-alcoholic beverages	n/a	100.00%
UGO trade s.r.o.	Czech Republic	Fresh & Herbs	operation of Fresh bars chain, production of salads	90.00%	90.00%
RADENSKA d.o.o.	Slovenia	Adriatic	production and distribution of non-alcoholic beverages	100.00%	100.00%
Studenac d.o.o.	Croatia	Adriatic	production and distribution of non-alcoholic beverages	100.00%	100.00%
Radenska d.o.o. - in liquidation	Croatia	Adriatic	in liquidation	100.00%	100.00%
Premium Rosa Sp. z o.o.	Poland	Fresh & Herbs	production and distribution of syrups and jams	100.00%	100.00%
LEROS, s.r.o.	Czech Republic	Fresh & Herbs	production and distribution of products from medicinal plants and quality natural teas	100.00%	100.00%
Leros Slovakia, s.r.o.	Slovakia	Fresh & Herbs	distribution of products from medicinal plants and quality natural teas	100.00%	100.00%
Espresso s.r.o.**	Czech Republic	Fresh & Herbs	distribution of high quality coffee and teas	100.00%	n/a
Minerálka s.r.o.	Slovakia	CzechoSlovakia	inactive	100.00%	100.00%
Transportation					
SANTA-TRANS s.r.o.	Czech Republic	CzechoSlovakia	road cargo transport	100.00%	100.00%
Associated companies					
OOO Megapack***	Russia	n/a	production of non-alcoholic and low-alcoholic beverages	n/a	50.00%
OOO Trading House Megapack***	Russia	n/a	sale and distribution of non-alcoholic and low-alcoholic beverages	n/a	50.00%

* Sold on 18 March 2019. ** Acquired on 9 July 2019. *** Sold on 18 December 2019.

3. SIGNIFICANT ACCOUNTING POLICIES

3.1. STATEMENT OF COMPLIANCE AND BASIS OF PREPARATION

BASIS OF PREPARATION

The separate financial statements have been prepared in accordance with the laws binding in the Czech Republic and with International Financial Reporting Standards ("IFRS"), as well as the interpretations issued by the International Financial Reporting Interpretations Committee ("IFRIC") adopted by the European Union, published and effective for reporting periods beginning 1 January 2019.

The separate financial statements have been prepared on a going concern basis and in accordance with the historical cost method, except for financial assets and liabilities measured at fair value, and the assets, liabilities and contingent liabilities of the acquiree which are measured at their acquisition-date fair values as required by IFRS 3.

The separate financial statements include the separate statement of the financial position, separate statement of profit or loss, separate statement of other comprehensive income, separate statement of changes in equity, separate statement of cash flows and explanatory notes.

The separate financial statements cover the period ended 31 December 2019 and contain comparatives for the period ended 31 December 2018.

The separate financial statements are presented in Czech crowns ("CZK"), and all values, unless stated otherwise, are presented in CZK thousand.

The preparation of financial statements in conformity with IFRS requires the use of certain critical accounting estimates. It also requires that management exercises 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 separate financial statements are disclosed in section 3.6.

3.2. FUNCTIONAL AND PRESENTATION CURRENCY

The separate financial statements are presented in Czech crowns (CZK), which is the Company´s functional and presentation currency.

3.3. FOREIGN CURRENCY TRANSLATION

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

Monetary assets and liabilities expressed as at the balance sheet date in foreign currencies are translated using the closing exchange rate announced by the Czech National Bank for the end of the reporting period, and all foreign exchange gains or losses are recognized in profit or loss under:

- operating income and expense – for trading operations,
- finance income and costs – for financial operations.

Non-monetary assets and liabilities carried at historical cost expressed in a foreign currency are stated at the historical exchange rate as at the date of the transaction. Non-monetary assets and liabilities carried at fair value expressed in a foreign currency are translated at the exchange rate as at the date on which they were remeasured to the fair value.

Foreign exchange gains and losses recognized in profit or loss are offset.

The following exchange rates were used for the preparation of the financial statements:

Closing exchange rates	31.12.2019	31.12.2018
CZK/EUR	25.410	25.725
CZK/PLN	5.970	5.980
CZK/RUB	0.363	0.323
CZK/USD	22.621	22.466
CZK/HRK	3.414	3.471

Average exchange rates	1.1.2019 - 31.12.2019	1.1.2018 - 31.12.2018
CZK/EUR	25.672	25.643
CZK/PLN	5.973	6.020
CZK/RUB	0.354	0.347
CZK/USD	22.934	21.735
CZK/HRK	3.461	3.457

3.4. ACCOUNTING METHODS

3.4.1 PROPERTY, PLANT AND EQUIPMENT

Items of property, plant and equipment are stated at cost less accumulated depreciation and less any impairment losses. Items acquired in a business combination are measured at their acquisition-date fair values. The costs of non-current assets consist of their acquisition price plus all costs directly associated with the asset's acquisition and adaptation for use. The costs also include the cost of replacing parts of machines and equipment as they are incurred, if the recognition criteria are met. Costs incurred after the asset is given over for use, such as maintenance and repairs, are charged to the income statement as they are incurred.

If circumstances occurred during the preparation of the financial statements indicating that the carrying value of item of property, plant and equipment may not be recoverable, the said asset is tested for impairment. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units). If there are indications that impairment might have occurred, and the balance sheet value exceeds the estimated recoverable amount, then the value of those assets or cash generating units to which the assets belong is reduced to the value of the recoverable amount. The recoverable value corresponds to the higher of the following two values: the fair value less costs of disposal, or the value in use. When determining value in use, the estimated future cash flows are discounted to the present value using a post-tax discount rate reflecting the current market assessments of the time value of money and the risk associated with the given asset component. If the asset component does not generate income sufficiently independently, the recoverable amount is determined for the cash generating unit to which the asset belongs. Impairment write downs are recognised in the income statement under other operating costs or in the separate row if material.

A given tangible non-current asset is derecognised from the balance sheet when it is sold or if no economic benefits are anticipated from its continued use. All profits and losses arising from the derecognition (calculated as the difference between the potential proceeds from the sale and the balance sheet value of a given item) are recognised in the income statement in the period in which the derecognition was performed.

Assets under construction consist of non-current assets that are being constructed or assembled and are stated at acquisition price or cost of production. Non-current assets under construction are not depreciated until the construction is completed and the assets given over for use.

The balance sheet value, the useful life and the depreciation method of non-current assets are verified, and if need to be adjusted, at the end of each financial year.

Items of income and expense related to sold property, plant and equipment are offset.

DEPRECIATION

Items of property, plant and equipment, or their significant and separate components, are depreciated using the straight-line method to allocate their costs to their residual values over their economic useful lives. Land is not depreciated. The Company assumes the following economic useful lives for the following categories of non-current assets:

Asset category	Useful life
Buildings and constructions	20 – 40 years
Technical improvement on leased property	10 years in average
Plant and equipment	2 – 15 years
Vehicles	4 – 6 years

3.4.2 LEASES

Lease agreements that basically transfer to the Company as the lessee all of the risks and rewards of owning the subject of the lease are recognised in the statement of financial position at the commencement of the lease at the lower of the following two values: the fair value of the non-current asset constituting the subject of the lease or the present value of minimum lease payments. Financial costs are charged directly to the income statement.

Non-current assets used under leases are depreciated using the shorter of the two periods: the asset's estimated useful life or the lease term.

For the accounting policies on leases based on IFRS 16 adopted by the Company as of 1 January 2019 refer to section 3.5.

3.4.3 GOODWILL

Goodwill is carried at cost less accumulated impairment losses, if any. The Company tests goodwill for impairment at least annually and whenever there are indications that goodwill may be impaired. Goodwill is allocated to the cash-generating units, or groups of cash-generating units, that are expected to benefit from the synergies of the business combination.

Such units or groups of units represent the lowest level at which the Company monitors goodwill and are not larger than an operating segment. Any impairment of goodwill cannot be subsequently reversed.

Gains or losses on disposal of an operation within a cash generating unit to which goodwill has been allocated include the carrying amount of goodwill associated with the disposed operation, generally measured on the basis of the relative values of the disposed operation and the portion of the cash-generating unit which is retained.

3.4.4 INTANGIBLE ASSETS

Intangible assets acquired in a separate transaction are initially stated at acquisition price or production costs. The acquisition price of intangible assets acquired in a business combination is equal to their fair value as at the date of the combination. After their initial recognition, intangible assets are stated at their historical price or production costs less accumulated amortisation and impairment write downs. Expenditures on internal research and development, except for capitalised development costs of identifiable intangible assets, are not capitalised and are recognised in the income statement of the period in which they were incurred.

The Company determines whether the economic useful life of an intangible asset is finite or indefinite. A significant part of the Company's intangible assets constitute trademarks, for most of them, the Company has determined that they have an indefinite useful life. The Company is the owner of some of the leading trademarks in non-alcoholic beverages in Central Europe. As a result, these trademarks are generating positive cash flows and the Company owns the trademarks for the long term. The Board considered several factors and circumstances in concluding that these trademarks have indefinite useful lives, such as size, diversification and market share of each trademark, the trademark's past performance, long-term development strategy, any laws or other local regulations which may affect the life of the assets and other economic factors, including the impact of competition and market conditions. The Company's management expects that it will hold and promote trademarks for an indefinite period through marketing and promotional support. The trademarks with indefinite useful lives are tested for impairment at least annually. The Company has reassessed useful lives of assets with indefinite useful life and concluded that current events and circumstances continue to support an indefinite useful life assessment.

Intangible assets with finite useful lives are amortised over the useful economic life and assessed for impairment whenever there are impairment indicators. Useful life and method of amortisation of intangible assets with finite lives are reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of the future economic benefits embodied in the asset are accounted for by changing the amortisation period or method, and treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in the income statement in the expense category consistent with the function of the intangible asset. Intangible assets with finite useful lives are assessed for impairment whenever there are impairment indicators.

Intangible assets are amortised using the straight-line method over their useful lives:

Asset category	Useful life
Software licences	3 – 16 years
Computer software	3 – 6 years
Other licences	5 – 7 years
Valuable rights	5 – 10 years

3.4.5 INVESTMENTS IN SUBSIDIARIES

The Company accounts for investments in subsidiaries at cost.

3.4.6 RECOVERABLE VALUE OF NON-CURRENT ASSETS

The Company evaluates its assets whether indicators of impairment are present as at each balance sheet date. For goodwill and indefinite life intangible assets, the Company performs a formal estimate of the recoverable amount annually, for remaining assets the estimate is performed in case of presence of impairment indicators. If the carrying value of a given asset or cash-generating unit exceeds its recoverable amount, it is considered impaired and written down to its recoverable amount. The recoverable amount corresponds to the higher of the following two values: the fair value less costs of disposal, or the value in use of a given asset or cash generating unit. The impairment loss recognised, except for impairment of goodwill, may be reversed in future periods if the asset's value recovers.

If there is any indication that an asset may be impaired, recoverable amount is estimated for the individual asset. If it is not possible to estimate the recoverable amount of the individual asset, the recoverable amount is determined for the cash-generating unit to which the asset belongs. If there isn't any such cash-generating unit, as a CGU is considered the whole entity and any impairment loss is allocated to the Company's assets respecting the IFRS requirements on order of the impairment loss allocation.

3.4.7 FINANCIAL INSTRUMENTS

Financial instrument is any formal agreement that gives rise to a financial asset of one entity, and a financial liability or equity instrument of another entity.

The most significant assets that are subject to the financial instruments accounting policies are:

- loan receivables,
- derivative instruments (swap contracts),
- trade receivables,
- other financial receivables,
- dividend receivables,
- cash.

Current trade receivables are stated at amortised cost by applying the effective interest rate method, and reduced by impairment write downs, if any.

The most significant liabilities that are subject to the financial instruments accounting policies:

- loan payables,
- derivative instruments (swap contracts),
- trade payables,
- lease liabilities.

Trade payables are stated at amortised cost by applying the effective interest rate method.

The Company's financial assets/liabilities are classified to the following categories:

- measured at amortized costs,
- fair value through other comprehensive income (FVTOCI), and
- fair value through profit and loss (FVTPL).

Classification is based on the nature of the asset/liabilities and management intention. The Company classifies its assets/liabilities at their initial recognition.

FINANCIAL ASSETS/LIABILITIES

Financial assets are initially recognised at fair value. Their initial valuation is increased by transaction costs, with the exception of financial assets stated at fair value through profit or loss. The transaction costs payable in case of a possible disposal of the asset are not deducted from subsequent measurement of financial assets. The asset is recognised in the balance sheet when the Company becomes a party to the agreement (contract), out of which the financial asset arises.

Financial liabilities are initially recognised at fair value. Transaction costs are deducted from the amount at initial recognition, except for financial liabilities at fair value through the profit or loss. The transaction costs payable upon a transfer of a financial liability are not added to the subsequent valuation of financial liabilities. The financial liabilities are recognised in the balance sheet when the Company becomes a party to the agreement, out of which the financial liability arises.

FINANCIAL ASSETS/LIABILITIES MEASURED AT AMORTIZED COSTS

Financial assets measured at amortized costs include primarily loans, trade receivables, dividend receivables, bank deposits and other cash funds. Depending on their maturity date, they are included in non-current assets (assets due in more than 1 year after the end of the reporting period) or current assets (assets due within 1 year after the end of the reporting period). The assets included in this category are stated at amortised cost using the effective interest method.

Financial liabilities include primarily trade payables, leases and loans. The liabilities included in this category are stated at amortised cost using the effective interest method.

The Company classifies its financial assets/liabilities as at amortised cost only if both of the following criteria are met:

- the asset/liability is held within a business model whose objective is to collect the contractual cash flows, and
- the contractual terms give rise to cash flows that are solely payments of principal and interest.

FINANCIAL ASSETS/LIABILITIES MEASURED AT FAIR VALUE THROUGH OTHER COMPREHENSIVE INCOME

Company doesn’t have any assets/liabilities measured at fair value through other comprehensive income.

DERIVATIVE FINANCIAL INSTRUMENTS AND HEDGE ACCOUNTING

This category includes derivative instruments in the Company’s balance sheet. The Company holds derivative financial instruments to hedge its interest rate risk exposures. Financial assets/liabilities within this category serve for the hedging of risks associated with the cash flows of recognised assets and liabilities and highly probable forecast transactions (cash flow hedges) and are presented within other receivables/other payables.

At the inception of the hedging relationship there is a formal designation and documentation of the hedging relationship and the Company’s risk management objective and strategy for undertaking the hedge. The Company also documents the economic relationship between the hedged item and the hedging instrument, including whether the changes in cash flows of the hedged item and hedging instrument are expected to offset each other.

Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently remeasured to their fair value at the end of each reporting period through other comprehensive income.

The effective portion of changes in the fair value of derivatives that are designated and qualify as cash flow hedges is recognised in the cash flow hedge reserve within equity. The gain or loss relating to the ineffective portion is recognised immediately in profit or loss, within finance income/costs.

Amount accumulated in the hedging reserve and the cost of hedging reserve are reclassified to profit or loss in the same period or periods during which the hedged expected future cash flows affect profit or loss.

The fair value of a hedging derivative is classified as a non-current asset or liability when the remaining maturity of the hedged item is more than 1 year after the end of the reporting period.

When the financial asset/liability is derecognized, the cumulative gain or loss previously recognised in other comprehensive income is reclassified from equity to profit or loss.

FINANCIAL ASSETS/LIABILITIES MEASURED AT FAIR VALUE THROUGH PROFIT OR LOSS

This category in general includes two groups of assets: financial assets held for trading and financial assets designated initially at fair value through profit or loss. A financial asset is included in the held for trading category if it was acquired in order to be sold in the near term, or if it is part of a portfolio in which a pattern or short-term trading exists, or if it is a derivative instrument with a positive fair value and not designated for hedges.

Assets classified as financial assets designated at fair value through profit or loss are stated as at each reporting date at fair value, and all gains or losses are recognised as financial income or costs. Derivative financial instruments are stated at fair value as at the balance sheet date and as at the end of each reporting period based on valuations performed by the banks realising the transactions which are accepted by the management. Other financial assets designated at fair value through profit or loss are valued using stock exchange prices, and in their absence, using appropriate valuation techniques, such as: the use of the prices in recent transactions, comparisons with similar instruments, option valuation models. The fair value of debt instruments represents primarily future cash flows discounted at the current market interest rate applicable to similar instruments.

This category includes two groups of liabilities: financial liabilities held for trading and financial liabilities designated at fair value through profit or loss. Financial liabilities held for trading are liabilities that: have been issued primarily to be transferred or repurchased in near term or are a component of a portfolio of financial instruments that are managed together with a purpose of generating a profit from short-term fluctuations in price or trader's margin or constitute derivative instruments.

Financial liabilities at fair value through profit or loss are measured at their fair value at the end of each reporting period, and all gains or losses are recognised as finance income or costs. Derivative instruments are measured at fair value at the end of each reporting period based on valuations performed by the banks realising the transactions which are accepted by the management. The fair value of debt instruments represents future cash flows discounted at the current market interest rate applicable to similar instruments.

IMPAIRMENT OF FINANCIAL ASSETS

The Company recognises a loss allowance for expected credit losses (ECL) on a financial assets that are measured at amortized costs. For trade receivables the Company measures loss allowances at an amount equal to lifetime ECLs. For other financial assets the Company measures loss allowances at amount equal to either 12-month ECL or lifetime ECL (when the credit risk of an asset has increased significantly).

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort (mainly historical experience, credit assessment, current and forward looking information available to the management).

The Company assumes that the credit risk on financial assets has increased significantly if it is more than 90 days past due. The Company considers a financial asset to be in default when the borrower is unlikely to pay its credit obligations to the Company in full, without recourse by the Company to actions such as realising security (if any is held).

Lifetime expected credit losses are those that result from all possible default events over the expected life of a financial instrument. 12-month expected credit losses constitute the portion of lifetime expected credit losses that represents the expected credit losses that result from default events on a financial instrument that are possible within the 12 months after the reporting date.

The Company considers a debt security to have low credit risk when its credit risk rating is equivalent to the globally understood definition of investment grade. The Company considers this to be Ba1 or higher per rating of agency Moody's.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Company is exposed to credit risk.

ECLs are a probability-weighted estimates of credit losses. Credit losses are measured as the present value of all cash shortfalls (i.e. the difference between the cash flows due to the entity in accordance with the contract and the cash flows that the Company expects to receive). ECLs are discounted at the effective interest rate of the financial asset.

DERECOGNITION OF FINANCIAL ASSETS/LIABILITIES

The Company derecognises financial assets when (a) the assets are redeemed or the rights to cash flows from the assets otherwise expired or (b) the Company has transferred the rights to the cash flows from the financial assets or entered into a qualifying pass-through arrangement while (i) also transferring substantially all risks and rewards of ownership of the assets or (ii) neither transferring nor retaining substantially all risks and rewards of ownership but not retaining control. Control is retained if the counterparty does not have the practical ability to sell the asset in its entirety to an unrelated third party without needing to impose additional restrictions on the sale.

The Company derecognises financial liability (or part of a financial liability) when it extinguishes, i.e. when the obligation is discharged, cancelled or expires. The difference between the carrying amount of a financial liability (or part of a financial liability) extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

OFFSETTING

Financial assets and liabilities are offset and the net amount reported in the statement of financial position only when there is a legally enforceable right to offset the recognised amounts, and there is an intention to either settle on a net basis, or to realise the asset and settle the liability simultaneously. However, the offsetting is not possible if it cannot be legally enforced in the normal course of business, in the event of default or in the event of insolvency or bankruptcy of the entity or any of the counterparties.

3.4.8 TRADE AND OTHER RECEIVABLES

Trade and other financial receivables are carried at amortised cost (i.e. present value discounted using the effective interest rate) net of impairment write downs.

In cases when the effect of the time value of money is significant, the carrying value of a receivable is determined by discounting the expected future cash flows to the present value, using a discounted rate that reflects the current market assessments of the time value of money. Unwinding of the effects of discounting increasing the receivable is recorded as finance income.

An impairment loss is recognised in profit or loss at the difference between an asset´s carrying amount and the present value of the estimated cash flows discounted at the asset´s original effective interest rate. For the measurement of loss allowance for financial assets refer to section 3.4.7.

Non-financial receivables are assessed at each reporting date to determine whether there is objective evidence of impairment. Such evidence includes:

- significant financial difficulties of the debtor,
- probability that the debtor will enter bankruptcy or financial reorganisation,
- default or delinquency by the debtor.

3.4.9 CASH AND CASH EQUIVALENTS

Cash and cash equivalents include cash at bank and in hand, as well as highly liquid investments that can be readily convertible to known amount of cash and are subject to insignificant changes in the value.

The balance of cash and cash equivalents presented in the separate statement of cash flows consists of cash at bank and in hand, as well as short-term deposits with original maturity up to 3 months.

3.4.10 EQUITY

Equity is classified by category and in accordance with binding legal regulations and the Company's Statute.

Share capital is carried at the amount stated in the Statute and in the National Court Register.

Declared but unpaid capital contributions are recorded as unpaid share capital. Treasury shares and unpaid share capital are deducted from the Company's equity.

Other elements of equity are: Other reserves and Retained earnings.

Own shares acquired for cancellation, in accordance with the provisions of the Business Corporation Act, are recorded at cost as a negative amount as a separate component of equity.

Retained earnings/Accumulated deficit consist of accumulated profit or uncovered loss from previous years (accumulated profit/loss from previous years) and the profit/loss for the period.

Dividends are recognised as liabilities in the period in which they were approved.

Distribution fund was intended for the distribution to the owners of the Company.

3.4.11 INTEREST-BEARING BANK CREDITS AND LOANS

At initial recognition, all bank credits and loans are recorded at their fair value, which corresponds to the received cash funds, less the costs of obtaining the credit or loan.

After their initial recognition, interest bearing credits and loans are stated at amortised cost by applying the effective interest rate method.

Amortised cost is determined by taking into account the costs of obtaining the credit or loan, as well as discounts and bonuses received or settlement fees charged at the settlement of the liability.

3.4.12 TRADE LIABILITIES AND OTHER LIABILITIES

Financial liabilities constitute a current obligation arising out of past events, the fulfilment of which is expected to result in an outflow of cash or other financial assets.

Financial liabilities other than financial liabilities stated at fair value through profit or loss are measured at amortised cost (i.e. discounted using the effective interest rate).

Exchange rate differences resulting from the balance sheet remeasurement of trade payables are recognised in cost of sales.

Non-financial current liabilities are measured at amounts due.

3.4.13 PROVISIONS

Provisions are created when the Company has a present obligation (legal or constructive) arising out of past events, and when it is likely that the fulfilment of this obligation will result in an outflow of economic benefits, and when the amount of the obligation can be reliably measured. If the Company expects that the costs covered by the provision will be refunded, for example based on an insurance policy, then the refund is recognised as a separate asset, but only if it is virtually certain that the refund will be received. The costs relating to a given provision are presented in the income statement net of any refunds. If the time value of money is material, the carrying amount of the provision is determined by discounting the forecasted future cash flows to their present values using a pre-tax discount rate reflecting the current market assessments of the time value of money and any risks associated with the given obligation. Subsequent increases of the provision due to unwinding of discount are presented as interest expense.

3.4.14 EMPLOYEE BENEFITS

SHARE BASED PAYMENTS

The grant-date fair value of equity-settled share-based payment arrangements granted to employees is generally recognised as an expense, with a corresponding increase in equity, over the vesting period of the awards. The amount recognised as an expense is adjusted to reflect the number of awards for which the related service and non-market performance conditions are expected to be met, such that the amount ultimately recognised is based on the number of awards that meet the related service and non-market performance conditions at the vesting date. For share-based payment awards with non-vesting conditions, the grant-date fair value of the share-based payment is measured to reflect such conditions and there is no true-up for differences between expected and actual outcomes.

Equity-settled share-based payments granted by the Company to the employees of its subsidiaries are recognized in equity with a corresponding increase of the investments in the subsidiary.

3.4.15 PERFORMANCE OBLIGATIONS AND REVENUE RECOGNITION POLICIES

Revenue is recognised at the amount of the transaction price (which excludes estimates of variable consideration), and when the amount of revenue can be measured reliably. Revenue is measured excluding value added tax (VAT), excise tax and rebates (discounts, bonuses and other price reductions, i.e. possible price reductions assumed by the management).

The amount of revenue is measured at the fair value of the consideration received or receivable. Revenue is stated at net present value when the effect of the time value of money is material (in case of payment after 360 days, such transactions contain a significant financing component). If revenue is measured at discounted amount, the discount is recognised using the effective interest method as an increase in receivables, and as financial income in profit or loss.

Foreign exchange rate differences resulting from the realisation or the remeasurement of trade receivables are recognised in profit or loss.

Revenue is also recognised in accordance with the criteria specified below.

Recognition, measurement, presentation or disclosure of Company's revenue doesn't bear any significant judgements or assumptions. Company's transactions are rather clear. The initial application of IFRS 15 standard as of 1 January 2018 didn't have material impact on the Company's revenue and this applied also in 2019.

PROVISION OF SERVICES

Revenue from the provision of services is recognised at the end of the month in which the service was performed with reference to the percentage of completion of the service obligation.

INTEREST

Interest income is recognised gradually using the effective interest method.

DIVIDENDS

Dividends are recognised once the shareholders' right to receive them is established.

3.4.16 INCOME TAX

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

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted as at the balance sheet date in the countries where the Company and its subsidiaries operate and generate taxable income. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. Liabilities are recorded for income tax positions that are determined by management as more likely than not to result in additional taxes being levied if the positions were to be challenged by tax authorities.

Deferred income tax is recognised, using the balance sheet liability method, on tax loss carry forwards and temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the separate financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill; deferred income tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantively enacted at the balance sheet date and are expected to apply when the temporary differences will reverse or the tax loss carry forwards will be utilised.

Deferred income tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred income tax is provided on temporary differences arising on investments in subsidiaries, joint ventures and equity accounted investees and associates, except for deferred income tax liability where the timing of the reversal of the temporary difference is controlled by the Company and it is probable that the temporary difference will not reverse in the foreseeable future.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

3.4.17 EARNINGS PER SHARE

Basic earnings per share are calculated by dividing the profit attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the year excluding ordinary shares purchased by the Company and held as treasury shares.

3.5. NEW AND AMENDED STANDARDS ADOPTED BY THE COMPANY

IFRS 16 LEASES

All leases where the Company is a lessee and which met the requirements set by the new standard were recognised on the balance sheet as the distinction between operating and finance leases was removed. Under the new standard, a right-of-use asset (right to use leased item) and a financial liability to pay rentals are recognised. IFRS 16 leads to a replacement of the straight-line operating lease expense with a depreciation charge (operating costs) for right-of-use asset and an interest expense (finance costs) on lease liabilities. Although the depreciation charge is typically even, the interest expense reduces over the life of the lease which leads into a reducing total expense as individual lease matures. New standard doesn't impact the amount of cash transferred between the lessor and lessee, it however has an impact on the presentation of the separate statement of cash flows. Cash outflows connected with the leases previously classified as operating expenses are presented under financing activities instead of operating activities. The Company has decided to utilize the following practical expedients allowed by the new IFRS 16 standard:

- Leases of low value assets (i.e. those with value lower than CZK 80 thousand) are not accounted under the IFRS 16 lease model.
- Leases with a lease term of 12 months or less that do not contain a purchase option (i.e. short-term leases) are not accounted under the IFRS 16 lease model.
- Leases for which the lease term ends within 12 months of the date of initial application of IFRS 16 (leases without extension option or with an option which is not to be used) are not accounted under the IFRS 16 lease model.
- For leases commencing before 1 January 2019 and representing operating leases before that date the Company recognizes the lease liability in the amount equal to the present value of the remaining lease payments, discounted using lessee's incremental borrowing rate at the date of initial application. Right-of-use asset is recognized in the amount of lease liability (adjusted by the amount of any previously recognized prepaid or accrued lease payments relating to that lease) less impairment provision calculated under IAS 36.
- A single discount rate is applied to a portfolio of leases with reasonably similar characteristics.
- For leases commencing before 1 January 2019 the initial direct costs are excluded from the measurement of the right-of-use asset at the date of initial application.
- Hindsight is used, such as in determining the lease term if the contract contains options to extend or terminate the lease.

ADJUSTMENTS RECOGNISED ON ADOPTION OF IFRS 16

For leases previously classified as finance leases the Company recognised the carrying amount of the lease asset and lease liability immediately before transition as the carrying amount of the right-of-use asset and the lease liability at the date of initial application. The measurement principles of IFRS 16 are only applied after that date.

The standard affected primarily the accounting for the Company's operating leases. The following adjustments were made as of 1 January 2019 in the separate statement of financial position:

- Right-of-use asset: CZK 24 million,
- Lease liabilities – current: CZK 7 million,
- Lease liabilities – non-current: CZK 17 million.

The Company's activities as a lessor are not material and hence there wasn't any material impact on the separate financial statements.

Application of the IFRS 16 standard did not have any material qualitative impacts on the Company's daily operations and financial reporting process.

Discount rate applied for the recognition of right-of-use assets and lease liabilities as of 1 January 2019 was between 2.0% - 5.0% p.a.

THE COMPANY'S LEASING ACTIVITIES AND HOW THESE ARE ACCOUNTED FOR

The Company leases mainly the head office administrative building and vehicles. Rental contracts are typically made for fixed periods of 1 to 10 years but may have extension options. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable,
- variable lease payment that are based on an index or a rate,
- amounts expected to be payable by the lessee under residual value guarantees,
- the exercise price of a purchase option if the lessee is reasonably certain to exercise that option, and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising that option.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the lessee's incremental borrowing rate is used, being the rate that the lessee would have to pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

Right-of-use asset is measured at cost comprising the following:

- the amount of the initial measurement of lease liability,
- any lease payments made at or before the commencement date less any lease incentives received,
- any initial direct costs, and
- restoration costs.

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in profit or loss.

The Company has established controls for the identification, monitoring and recording of contracts and transactions connected with the new standard.

The Company didn't face any difficulties with the identification of leases within its contracts, application of rate implicit in the lease, proper presentation and disclosure. If rate implicit in the lease couldn't be determined for the purpose of measurement of lease liability, the Company has applied relevant incremental borrowing rate. The Company didn't have to make any significant judgements or assumption during the initial and subsequent application of IFRS 16. The determined lease terms are based on contracts and reflect the management's intentions to prolong existing contracts according to relevant contract clauses. This is however not considered as a significant judgement or assumption because the decisions made about utilization are based on management's short-term and long-term business plans. The Company has applied modified retrospective approach for the initial application of IFRS 16, as such it was not required to restate comparative information. The Company has included Right-of-use assets in its annual impairment considerations. There was not any impairment for any Right-of-use asset.

3.6. SIGNIFICANT ESTIMATES AND KEY MANAGEMENT JUDGEMENTS

Since some of the information contained in the separate financial statements cannot be measured precisely, the Company´s management must perform estimates to prepare the separate financial statements. Management verifies the estimates based on changes in the factors taken into account at their calculation, new information or past experience. For this reason, the estimates made as at 31 December 2019 may be changed in the future. The main estimates pertain to the following matters:

Estimates	Type of information	Section
Impairment of goodwill and individual tangible and intangible assets	Key assumptions used to determine the recoverable amount: Impairment indicators, used models, discount rates, growth rates.	4.12.1
Impairment of investments in subsidiaries	Key assumptions used to determine the recoverable amount: Impairment indicators, used models, discount rates, growth rates.	4.10.1
Useful life of trademarks	The history of the trademark on the market, market position, useful life of similar products, the stability of the market segment, competition.	3.4.4, 4.12
Income tax	Assumptions used to recognise deferred income tax assets.	4.8
Deferred tax asset from tax losses	Historical experience, current and forward-looking information available to the management	4.8

3.7. STANDARDS ISSUED BUT NOT YET EFFECTIVE

New standards and amendments are not relevant to the Company or will not have material effect on its financial statements.

3.8. APPROVAL OF SEPARATE FINANCIAL STATEMENTS

The Board of Directors approved the present separate financial statements for publication on 25 March 2020.

4. NOTES TO THE SEPARATE FINANCIAL STATEMENTS

4.1. SEGMENT INFORMATION

The Board of Directors of the Company, as the chief decision maker, does not use segment results of the Company, neither in the decision-making process nor in the allocation of resources and assessment of the performance.

4.2. REVENUE

Revenue streams, Timing of revenue recognition	2019 CZK´000	2018 CZK´000
Revenue from contracts with customers	**429,835**	**413,627**
- Sales of services (transferred over time)	429,835	413,481
- Sales of goods/materials (transferred at a point in time)	-	146
Other revenue	**551,950**	**433,057**
- Dividend income (transferred at a point in time)	551,950	433,057
Total revenue	**981,785**	**846,684**

Revenue from contracts with customers is represented mostly by revenue from shared services and brand fees.

Loss allowances on receivables arising from contracts with customers are present in section 4.13.

Company doesn't have any material contract assets, contract liabilities or performance obligations satisfied (or partially satisfied) in previous periods.

4.3. EXPENSES BY NATURE

Expenses by nature	2019 CZK´000	2018 CZK´000
Depreciation of Property, plant and equipment and amortisation of Intangible assets	56,168	40,181
Employee benefits expenses (i)	285,999	264,423
Consumption of materials and energy	9,760	9,883
Services**	146,528	157,932
Rental costs	1,337	8,538
Taxes and fees	1,266	1,236
Insurance costs	1,898	1,449
Other costs	2,916	4,460
Total expenses by nature*	**505,872**	**488,102**
Selling, marketing and distribution costs	202,677	196,523
Administrative costs	264,697	246,710
Costs of products and services sold	38,498	44,869
Total costs of products sold, merchandise and materials, sales costs and administrative costs	**505,872**	**488,102**

* Excluding Other operating expenses and Impairment.
** One-off administrative services are in 2019 reported in Other operating expenses.

Depreciation expense increased as a result of IFRS 16 application and higher administrative expenses.

(i) Employee benefits expenses

Employee benefits expenses	2019 CZK´000	2018 CZK´000
Salaries	217,807	198,583
Social security and other benefit costs (including healthcare insurance)	31,730	28,745
Pension benefit plan expenses	36,462	37,095
Total employee benefits expenses	**285,999**	**264,423**

4. NOTES TO THE SEPARATE FINANCIAL STATEMENTS

4.4. OTHER OPERATING INCOME

Other operating income	2019 CZK´000	2018 CZK´000
Net gain from the sale of PPE and Intangible assets	2,229	251
Compensation claims	1,210	345
Penalties and damages	70	5
Tax return	1,231	-
Other	14	-
Total other operating income	**4,754**	**601**

4.5. OTHER OPERATING EXPENSES

Other operating expenses	2019 CZK´000	2018 CZK´000
Provided donations, sponsorship	1,353	2,230
Penalties and damages	-	74
Services*	20,929	-
Loss on sale of Hoop Polska	1,823	-
Other	-	500
Total other operating expenses	**24,105**	**2,804**

* One-off services were in the 2018 reported in Administrative expenses.

4.6. FINANCE INCOME

Finance income	2019 CZK´000	2018 CZK´000
Interest from:		
– bank deposits	-	2
– credits and loans granted	33,166	12,364
– purchased bonds	2,431	6,591
Derivatives	2,661	-
Gain from guarantees	506	646
Total finance income	**38,764**	**19,603**

4.7. FINANCE COSTS

Finance costs	2019 CZK´000	2018 CZK´000
Interest from:		
– credits and loans granted	104,017	63,101
– lease	1,158	198
– bonds	-	13,327
– other	280	13
Exchange losses	7,580	1,803
Bank costs and charges	6,573	8,390
Derivatives	-	4,593
Total finance costs	**119,608**	**91,425**

The biggest effect on increased interest from bank loans and credits had the rise of average annual 3M PRIBOR by 66.8%.

4. NOTES TO THE SEPARATE FINANCIAL STATEMENTS

4.8. INCOME TAX

4.8.1 INCOME TAX RECOGNISED IN PROFIT OR LOSS

Main income tax elements for the twelve-month period ended 31 December 2019 and 31 December 2018 were as follows:

Income tax	2019 CZK´000	2018 CZK´000
Current income tax expense	**1,935**	**-**
Other	1,935	-
Deferred income tax expense/(benefit)	**(12,649)**	**(8,451)**
Related to arising and reversing of temporary differences	(12,649)	(8,451)
Income tax expense/(benefit)	**(10,714)**	**(8,451)**

The income tax rate applicable to the Company in 2019 and 2018 income is 19%.

4.8.2 INCOME TAX RECOGNISED DIRECTLY IN EQUITY

Income tax elements for the twelve-month period ended 31 December 2019 and 31 December 2018 were as follows:

Income tax recognised directly in equity	2019 CZK´000	2018 CZK´000
Deferred income tax	**1,084**	**206**
Tax from Cash flow hedges	1,084	206
Income tax recognised directly in equity	**1,084**	**206**

4.8.3 EFFECTIVE TAX RECONCILIATION

Effective tax	2019 CZK´000	2018 CZK´000
Profit/(loss) before income tax	**462,187**	**(337,570)**
Tax at the rate of 19% valid in the Czech Republic	(87,816)	64,138
Tax effect of:		
Non-deductible expenses	(17,661)	(16,568)
Impairment of Hoop Polska	-	(118,204)
Non-recognition of deferred tax assets	(4,934)	(5,343)
Non-taxable income*	104,870	82,281
Release of impairment to Alofok	16,429	-
Other	(174)	2,147
Income tax (expense)/benefit	**10,714**	**8,451**
Effective tax rate	**(2.3%)**	**2.5%**

* mostly from dividends

Deferred tax asset was not recognized on tax losses for which the utilisation in future periods is not probable according to the tax planning of the Company.

4.8.4 DEFERRED TAX ASSETS AND LIABILITIES

Deferred tax assets and liabilities			31.12.2019
	Deferred tax assets	Deferred tax liabilities	Net amount
	CZK´000	CZK´000	CZK´000
Temporary differences attributable to:			
Property, plant and equipment and Intangible assets	-	(47,860)	(47,860)
Tax losses	13,227	-	13,227
Provisions and payables	12,138	-	12,138
Other	3,207	-	3,207
Deferred tax assets/(liabilities)	**28,572**	**(47,860)**	**(19,288)**
Presentation offsetting	(28,572)	28,572	-
Deferred tax assets/(liabilities)	**-**	**(19,288)**	**(19,288)**

Based on management assessment and tax projections, the Company didn’t recognize as of 31 December 2019 the deferred tax asset from tax losses of CZK 26,194 thousand. Tax losses can be utilized up to 2024.

Deferred tax assets and liabilities			31.12.2018
	Deferred tax assets	Deferred tax liabilities	Net amount
	CZK´000	CZK´000	CZK´000
Temporary differences attributable to:			
Property, plant and equipment and Intangible assets	-	(54,874)	(54,874)
Tax losses	13,227	-	13,227
Provisions and payables	9,644	-	9,644
Other	1,149	-	1,149
Deferred tax assets/(liabilities)	**24,020**	**(54,874)**	**(30,854)**
Presentation offsetting	(24,020)	24,020	-
Deferred tax assets/(liabilities)	**-**	**(30,854)**	**(30,854)**

Based on management assessment and tax projections, the Company didn’t recognize as of 31 December 2018 the deferred tax asset from tax losses of CZK 19,580 thousand. Tax losses can be utilized up to 2023.

4.9. EARNINGS PER SHARE

The basic earnings per share ratio is calculated by dividing the profit/(loss) for the period attributable to owners of Kofola ČeskoSlovensko a.s. by the weighted average number of ordinary shares outstanding during the period.

The diluted earnings per share ratio is calculated by dividing the profit/(loss) for the period attributable to ordinary shareholders (after deducting the interest on redeemable preferred shares convertible to ordinary shares) by the weighted average number of ordinary shares outstanding during the period (adjusted by the effect of diluting options and own shares not subject to dividends). The diluted earnings per share ratio is not applicable to the Company because it didn't issue any of above-mentioned financial instruments.

Information used to calculate basic earnings per share is presented below:

Weighted average number of ordinary shares	2019	2018
	pcs	pcs
Weighted average number of ordinary shares for EPS calculation	22,291,948	22,294,908
Effect of own shares	-	(2,960)
Weighted average number of ordinary shares used to calculate basic earnings per share	**22,291,948**	**22,291,948**

Based on the above information, the basic earnings per share amounts to:

Basic earnings per share	2019	2018
Profit/(loss) for the period attributable to owners of Kofola ČeskoSlovensko a.s. (CZK ´000)	472,901	(329,119)
Weighted average number of ordinary shares used to calculate basic earnings per share (pcs)	22,291,948	22,291,948
Basic earnings/(loss) per share attributable to owners of Kofola ČeskoSlovensko a.s. (CZK/share)	**21.21**	**(14.76)**

4.10. INVESTMENTS IN SUBSIDIARIES

Investments in subsidiaries	Ownership interest		Cost		Carrying amount	
Name of entity	31.12.2019	31.12.2018	31.12.2019	31.12.2018	31.12.2019	31.12.2018
	%	%	CZK´000	CZK´000	CZK´000	CZK´000
Kofola a.s. (CZ)	100.00	100.00	197,498	197,498	197,498	197,498
Kofola a.s. (SK)	100.00	100.00	51,023	51,023	51,023	51,023
Hoop Polska Sp. z o.o.	n/a	100.00	n/a	2,460,176	n/a	250,082
SANTA-TRANS s.r.o.	100.00	100.00	8,760	8,760	8,760	8,760
UGO Trade s.r.o.	90.00	90.00	309,362	209,362	309,362	209,362
RADENSKA d.o.o.	100.00	100.00	1,324,280	1,324,280	1,324,280	1,324,280
Premium Rosa Sp. z o.o.	100.00	100.00	68,160	68,160	68,160	68,160
LEROS, s.r.o.	100.00	100.00	121,295	113,976	121,295	113,976
Alofok Ltd	100.00	100.00	354,450	354,450	155,000	68,531
Espresso s.r.o.	100.00	n/a	77,745	n/a	77,745	n/a
Option scheme (Kofola a.s. (SK), RADENSKA d.o.o.)	n/a	n/a	7,684	2,008	7,684	2,008
Total investments in subsidiaries			**2,520,257**	**4,789,693**	**2,320,807**	**2,293,680**

The investment in UGO trade s.r.o. was increased through in-kind contribution by CZK 100,000 thousand. Acquisitions of subsidiaries are described in section 4.25.

Increase of Carrying amount of investment in Alofok Ltd is described in section 4.10.1 below.

4.10.1 IMPAIRMENT TESTING

Investments in subsidiaries were subject of impairment testing. Value in use method is utilized for the determination of the recoverable amount.

Company released the impairment of CZK 86,469 thousand in Alofok due to its increase of net assets resulting from the sale of Megapack.

The management identified impairment indicators only in case of subsidiaries UGO trade s.r.o. and LEROS, s.r.o. as other subsidiaries are generating sufficient profits. However, current results of both subsidiaries tested for impairment are expected to reverse in the projected explicit period (next 5 years) and the total recoverable amounts determined as value in use as of 31 December 2019 exceed the carrying amounts of investments.

The assumptions of the impairment test models of the investments in UGO trade s.r.o. and LEROS, s.r.o. were as follows:

- WACC: 6.6% (UGO trade s.r.o. and LEROS, s.r.o.)
- Perpetuity growth rate: 2.0% (UGO trade s.r.o. and LEROS, s.r.o.)
- Average cash EBITDA margin for 2020-2024: 6.1% (UGO trade s.r.o.), 9.6% (LEROS, s.r.o.)

Cash EBITDA represents EBITDA (operating profit/(loss) plus depreciation and amortisation) adjusted for lease payments.

No impairment was allocated to the Company's investments for the year ended 31 December 2019.

The impairment tests based on above mentioned assumptions resulted in no impairment charge. Sensitivity analysis was performed - WACC increased by 1.2 p.p. (UGO trade s.r.o.), 0.1 p.p. (LEROS, s.r.o.), average cash EBITDA lower by 0.9 p.p. (UGO trade s.r.o.), 0.1 p.p. (LEROS, s.r.o.), both did not lead to any impairment result. When calculated the sensitivity analysis, only 1 parameter is changed.

The Company has recorded an impairment of CZK 622,127 thousand to the financial investment in Hoop Polska, Sp. z o.o. for the period of twelve months ended 31 December 2018, as its recoverable value determined as fair value less costs of disposal was below the carrying value. For more information refer to section 4.26.

For remaining subsidiaries in 2018, the management identified impairment indicators only in case of subsidiary UGO trade s.r.o., as other subsidiaries were generating sufficient profits. The total recoverable amount determined as value in use as of 31 December 2018 exceeded the carrying amount of the investment. Therefore, no additional impairment was recognized in the financial statements of the Company.

The assumptions of the impairment test model of the investment in UGO trade s.r.o. in 2018 were as follows:

- WACC: 7.4%
- Perpetuity growth rate: 2.0%
- Average cash EBITDA margin for 2019-2023: 9.2%

The impairment test based on above mentioned assumptions resulted in no impairment charge. Sensitivity analysis was performed - WACC increased by 16.2 p.p., average cash EBITDA lower by 8.6 p.p., both did not lead to any impairment result. When calculated the sensitivity analysis, only 1 parameter is changed.

4.11. PROPERTY, PLANT AND EQUIPMENT

In the reporting period of twelve months ended 31 December 2019, the additions to property, plant and equipment were of CZK 53,874 thousand. The most significant additions were lease capitalization, purchases of cars and server hardware.

Movements in Property, plant and equipment	Land	Buildings and constructions	Plant and equipment	Vehicles	Leasehold improvement	Non-current assets under construction, Prepayments	Total
2019	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000
Cost – opening	**2,404**	**176**	**59,398**	**71,449**	**5,365**	**20,544**	**159,336**
Additions	109	-	7,361	809	190	2,441	**10,910**
Transfers from non-current assets under construction	2,444	-	760	-	117	(3,321)	**-**
Lease additions (on initial application of IFRS 16)	-	24,097	-	-	-	-	**24,097**
Lease additions (for the period)	-	-	-	18,867	-	-	**18,867**
Sale	-	-	(212)	(10,815)	-	-	**(11,027)**
Disposal	-	-	(7,969)	(3,207)	-	-	**(11,176)**
Cost – closing	**4,957**	**24,273**	**59,338**	**77,103**	**5,672**	**19,664**	**191,007**
Accumulated depreciation – opening	**-**	**(7)**	**(30,363)**	**(47,299)**	**(3,655)**	**-**	**(81,324)**
Depreciation charge	-	(7,666)	(8,944)	(11,944)	(553)	-	**(29,107)**
Sale	-	-	130	10,629	-	-	**10,759**
Disposal	-	-	7,969	3,015	-	-	**10,984**
Accumulated depreciation – closing	**-**	**(7,673)**	**(31,208)**	**(45,599)**	**(4,208)**	**-**	**(88,688)**
Impairment allowance – opening	-	-	-	-	-	-	-
Impairment allowance – closing	-	-	-	-	-	-	-
Net book value – opening	**2,404**	**169**	**29,035**	**24,150**	**1,710**	**20,544**	**78,012**
Net book value – closing	**4,957**	**16,600**	**28,130**	**31,504**	**1,464**	**19,664**	**102,319**

Movements in Property, plant and equipment	Land	Buildings and constructions	Plant and equipment	Vehicles	Leasehold improvement	Non-current assets under construction, Prepayments	Total
2018	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000	CZK´000
Cost – opening	**2,404**	**-**	**50,853**	**59,171**	**5,266**	**20,861**	**138,555**
Additions	-	176	5,313	13,776	99	1,019	**20,383**
Transfers from non-current assets under construction	-	-	1,336	-	-	(1,336)	**-**
Lease additions	-	-	14,119	-	-	-	**14,119**
Sale	-	-	(290)	(1,306)	-	-	**(1,596)**
Disposal	-	-	(11,933)	(192)	-	-	**(12,125)**
Cost – closing	**2,404**	**176**	**59,398**	**71,449**	**5,365**	**20,544**	**159,336**
Accumulated depreciation – opening	**-**	**-**	**(35,402)**	**(39,901)**	**(3,059)**	**-**	**(78,362)**
Depreciation charge	-	(7)	(7,039)	(9,087)	(596)	-	**(16,729)**
Sale	-	-	151	1,305	-	-	**1,456**
Disposal	-	-	11,928	141	-	-	**12,069**
Other movements	-	-	(1)	243	-	-	**242**
Accumulated depreciation – closing	**-**	**(7)**	**(30,363)**	**(47,299)**	**(3,655)**	**-**	**(81,324)**
Impairment allowance – opening	-	-	-	-	-	-	-
Impairment allowance – closing	-	-	-	-	-	-	-
Net book value – opening	**2,404**	**-**	**15,451**	**19,270**	**2,207**	**20,861**	**60,193**
Net book value – closing	**2,404**	**169**	**29,035**	**24,150**	**1,710**	**20,544**	**78,012**

The investment projects realised by the Company in 2018 comprised primarily new vehicles, computers, land and low-cost equipment.

4.12. INTANGIBLE ASSETS

In the reporting period of twelve months ended 31 December 2019, the additions to intangible assets were of CZK 10,512 thousand. The most significant addition was technical enhancement of SAP software.

Movements in Intangible assets (IA) 2019	Goodwill	Software	Trademarks and other rights	IA under development	Total
	CZK´000	CZK ´000	CZK ´000	CZK ´000	CZK ´000
Cost – opening	**30,675**	**152,130**	**395,813**	**3,330**	**581,948**
Additions	-	8,444	-	2,068	**10,512**
Transfer from IA under development	-	2,893	-	(2,893)	**-**
Disposal	-	(9)	-	-	**(9)**
Cost – closing	**30,675**	**163,458**	**395,813**	**2,505**	**592,451**
Accumulated amortisation – opening	**-**	**(129,259)**	**(79,533)**	**-**	**(208,792)**
Amortisation charge	-	(9,930)	(17,131)	-	**(27,061)**
Disposal	-	9	-	-	**9**
Accumulated amortisation – closing	**-**	**(139,180)**	**(96,664)**	**-**	**(235,844)**
Impairment allowance – opening	**-**	**-**	**-**	**-**	**-**
Impairment allowance – closing	**-**	**-**	**-**	**-**	**-**
Net book value – opening	**30,675**	**22,871**	**316,280**	**3,330**	**373,156**
Net book value – closing	**30,675**	**24,278**	**299,149**	**2,505**	**356,607**
Of which:					
Goodwill					**30,675**
Intangible assets					**325,932**

The Goodwill arose on merger with PINELLI spol. s r.o. acquired in April 2011. Amortisation of trademarks and other rights is charged to Selling, marketing and distribution costs.

The value of trademarks includes, among others, the value of such trademarks as: Kofola, Citrocola, Semtex energy drink and Erektus.

In the reporting period of twelve months ended 31 December 2018, the additions to intangible assets were of CZK 15,776 thousand. The most significant addition was technical enhancement of SAP software.

Movements in Intangible assets (IA) 2018	Goodwill	Software	Trademarks and other rights	IA under development	Total
	CZK´000	CZK ´000	CZK ´000	CZK ´000	CZK ´000
Cost – opening	**30,675**	**134,947**	**395,813**	**5,626**	**567,061**
Additions	-	12,513	-	3,263	**15,776**
Transfer from IA under development	-	5,559	-	(5,559)	**-**
Sale	-	(10)	-	-	**(10)**
Disposal	-	(879)	-	-	**(879)**
Cost – closing	**30,675**	**152,130**	**395,813**	**3,330**	**581,948**
Accumulated amortisation – opening	**-**	**(123,827)**	**(62,401)**	**-**	**(186,228)**
Amortisation charge	-	(6,320)	(17,132)	-	**(23,452)**
Sale	-	9	-	-	**9**
Disposal	-	879	-	-	**879**
Accumulated amortisation – closing	**-**	**(129,259)**	**(79,533)**	**-**	**(208,792)**
Impairment allowance – opening	**-**	**-**	**-**	**-**	**-**
Impairment allowance – closing	**-**	**-**	**-**	**-**	**-**
Net book value – opening	**30,675**	**11,120**	**333,412**	**5,626**	**380,833**
Net book value – closing	**30,675**	**22,871**	**316,280**	**3,330**	**373,156**
Of which:					
Goodwill					**30,675**
Intangible assets					**342,481**

4.12.1 IMPAIRMENT TESTING

In impairment testing of trademarks, management of the Company has decided to use value in use method. For the purpose of market valuation, the trademark royalty's method was used. Due to the fact that management is not aware of comparable market transactions, the calculation of value in use for trademarks is based on discounted free cash flows and uses the estimated cash-flow projections based on financial plans approved by management of the Company on the basis of plans drawn up by management of the Company for the period until 2025.

Main assumptions used in financial plans and cash-flow projections:

TRADEMARKS

THE MAIN TRADEMARK WITH INDEFINITE USEFUL LIVE

Kofola	2019	2018
Royalty rate	6.0%	6.0%
Perpetuity growth rate	2.0%	2.0%
Discount rate post-tax	7.4%	7.4%

CARRYING VALUE OF ALL TRADEMARKS

	CZK´000
31 December 2019	298,150
31 December 2018	316,280

GOODWILL

Key assumptions for the impairment testing of Goodwill are following:

PINELLI	2019	2018
	CZK´000/%	CZK´000/%
Carrying value	30,675	30,675
Average cash EBITDA margin (2020 – 2025, resp. 2019 – 2024)	27.3%	27.3%
Perpetuity growth rate	2.0%	2.0%
Discount rate post-tax	6.5%	6.5%

Main assumptions adopted by the management are based on past experience and expectations as for the future market development. Interest rates used are in line with those used when preparing Company's results assumptions. Discount rates are post-tax and include risk related to respective operating segments and trademarks. The Company's management believes that the main assumptions used in impairment tests of cash generating units as at 31 December 2019 are rational and based on the past experience, development strategy and on market forecasts. The forecasts of future financial results are based on series of assumptions, where those relating to macroeconomic factors and actions taken by the competition, such as foreign exchange rates, prices of raw materials and interest rates are beyond the Company's control.

Company's trademarks generate historically positive results and are expected to continue in this trend also in future periods.

SENSITIVITY ANALYSIS

Management believes that, in relation to value in use for Company's trademarks which are tested for impairments and cash generating unit related to goodwill of PINELLI spol. s r.o., no rational change in the above-adopted assumptions would result in their recoverable amounts being lower than their carrying amounts.

4.13. TRADE AND OTHER RECEIVABLES

Trade receivables and other receivables	31.12.2019		31.12.2018	
	Current	Non-current	Current	Non-current
	CZK´000	CZK´000	CZK´000	CZK´000
Financial assets within Trade and other receivables				
Trade receivables	80,874	-	216,446	-
Loans provided to related parties	784,918	361,203	-	1,190,504
Dividends receivable	548,697	-	246,062	-
Bonds	7,000	22,991*	-	36,745
Receivable from sale of Hoop Polska	142,439	-	-	-
Government grant	23,646	47,292	-	-
Other receivables	42,807	18,461	34,448	18,461
Loss allowance for other receivables	-	(6,856)	(484)	(6,856)
Principals and bails	-	-	1,155	-
Derivatives	3,112	3,674	1,566	-
Total	**1,633,493**	**446,765**	**499,193**	**1,238,854**
Non-financial assets within Trade and other receivables				
Deferred expenses	2,714	-	2,778	-
Prepayments	1,083	-	2,176	-
Total	**3,797**	**-**	**4,954**	**-**
Trade and other receivables total	**1,637,290**	**446,765**	**504,147**	**1,238,854**

* Measured at amortized costs, repayable in December 2024.

Loss allowance for financial assets within trade and other receivables	2019	2018
	CZK´000	CZK´000
As at 1 January	**7,340**	**7,340**
(Recovery)/Increase of the loss allowance	(484)	-
As at 31 December	**6,856**	**7,340**

Further information on transactions with related parties is presented in section 4.23.

Trade receivables are not interest bearing and are usually payable within 30-60 days of recognition.

The risks associated with trade and other receivables, as well as the Company's policy relating to managing such risks, are described in section 4.21.

Information on liens established on receivables to secure credits and loans is presented in section 4.17.

4.14. CASH AND CASH EQUIVALENTS

Cash and cash equivalents	31.12.2019	31.12.2018
	CZK´000	CZK´000
Cash in bank and in hand	51,077	28,778
Total cash and cash equivalents	**51,077**	**28,778**

Free funds are held at bank and invested in the form of term and overnight deposits, primarily with variable interest rates.

Split by currency	31.12.2019	31.12.2018
	CZK´000	CZK´000
in CZK	48,206	28,616
in PLN	2,806	90
in EUR	65	72
Total cash and cash equivalents	**51,077**	**28,778**

4.15. EQUITY

4.15.1 SHARE CAPITAL AND SHARE PREMIUM

SHARE CAPITAL STRUCTURE

Share capital structure	31.12.2019		31.12.2018	
Type of shares	Shares	Par value	Shares	Par value
	pcs	CZK´000	pcs	CZK´000
Ordinary shares of Kofola ČeskoSlovensko a.s.	22,291,948	1,114,597	22,291,948	1,114,597
Total	**22,291,948**	**1,114,597**	**22,291,948**	**1,114,597**

Ordinary shares of Kofola ČeskoSlovensko a.s. have as at 31 December 2019 a par value of CZK 50 (as of 31 December 2018 value of CZK 50). Decrease of the nominal value of the Company's shares in 2018 is described in section C 1.5. Each share in the Company ranks pari passu in all respects with all other shares. The same rights are incorporated into all the Company's shares including the right to attend the General Meeting, to require and receive explanations of matters concerning the Company that are part of the agenda of the General Meeting, to submit proposals and counterproposals, and to receive a dividend and share in the liquidation surplus. In compliance with the relevant legal provisions, the voting rights attached to the shares owned by the Company and by RADENSKA d.o.o. cannot be exercised.

All of the issued shares have been fully paid up.

4.15.2 OTHER RESERVES

Other reserves are created based on statutory requirements (in accordance with binding legal regulations) or voluntarily (in accordance with the entity's by-laws) using funds from decreased share capital, generated profits and contributions made by the shareholders. It is used to cover losses, refund capital contributions, and redeem shares.

Other reserves originated in the cross-border merger from:

- the elimination of investments between the merging entities in the cross border merger approved on 12 March 2016, and
- the goodwill related to acquisition of Pinelli spol. s r.o.

Other reserves originated from the Option scheme (equity settled transaction):

- the Company granted own shares to own employees and employees of a subsidiaries in amount of CZK 19,940 thousand (in 2018: CZK 6,324 thousand).

4.15.3 RETAINED EARNINGS/(ACCUMULATED DEFICIT)

Retained earnings/(Accumulated deficit)	31.12.2019	31.12.2018
	CZK´000	CZK´000
Retained earnings/(Accumulated deficit) excluding profit/(loss) for the period	(294,846)	34,273
Profit/(loss) for the period attributable to owners of Kofola ČeskoSlovensko a.s.	472,901	(329,119)
Trasfer from Distribution fund in Other capital	317,390	-
Uncollected dividends	76	-
Retained earnings/(Accumulated deficit)	**495,521**	**(294,846)**

4.15.4 DIVIDENDS

Dividends	2019	2018
	CZK´000	CZK´000
Dividends	300,941	361,130*
Dividend per share (CZK/share)**	13.5	16.2

* Net of dividends to own shares.
** Dividend divided by the number of shares outstanding as of dividend record date.

4. NOTES TO THE SEPARATE FINANCIAL STATEMENTS

4.16. PROVISIONS

Movements in provisions	Provision for personnel expenses (bonuses)	Total
	CZK´000	CZK´000
Balance as at 1 January 2019	**48,098**	**48,098**
Increase due to creation	60,870	60,870
Decrease due to usage/release	(48,098)	(48,098)
Balance as at 31 December 2019	**60,870**	**60,870**
Of which:		
Current part	60,870	60,870
Balance as at 31 December 2019	**60,870**	**60,870**

4.17. BANK CREDITS AND LOANS

INDEBTEDNESS OF THE COMPANY FROM THE CREDITS AND LOANS

As at 31 December 2019, the Company's total bank loans and credits amounted to CZK 2,992,450 thousand (as at 31 December 2018: CZK 2,878,306 thousand).

The Facility loan agreement (which refinanced current loans and a loan for financing RADENSKA d.o.o. acquisition) with carrying amount of CZK 2,651,759 thousand as at 31 December 2019 (as at 31 December 2018: CZK 2,640,987 thousand) is a main component of Company´s liabilities. The reason for the execution of the Facility loan agreement was a consolidation of Group financing to ensure strategic development, taking advantage of the favourable conditions of financial market and reduction of total financial cost.

CREDIT TERMS AND TERMS AND CONDITIONS

Based on credit agreements, the Company is required to meet specified covenants. In accordance with the requirements of IAS 1, a breach of credit terms that may potentially limit unconditional access to credits in the nearest year makes it necessary to classify such liabilities as current.

As of 31 December 2019 the Company obtained a bank waiver for the breach of CAPEX covenant (due to acquisition of Espresso) connected with the facility loan for financing of Radenska acquisition.

All other bank loan covenants were met.

Financing entity	Credit currency	Credit/limit amount	Face value	Carrying amount*	Interest terms	Maturity date	Collateral
31.12.2019		FCY´000	CZK´000	CZK´000			
Česká spořitelna, a.s.	CZK	500,000	340,691	340,691	1M PRIBOR + margin	8/2020	buildings, receivables, movable assets
ČSOB, a.s. + Česká spořitelna, a.s.	CZK	3,631,559	2,662,113	2,651,759	3M PRIBOR** + margin	8/2024	buildings, receivables, movable assets, shares, bill of exchange, inventory
Total			**3,002,804**	**2,992,450**			
Out of it non-current				2,219,756			
Out of it current				772,694			

* Carrying amount of borrowings on variable interest rate approximates fair value. ** For part of the face value the interest rate swap was concluded (refer to section 4.21.1).

Financing entity 31.12.2018	Credit currency	Credit/limit amount FCY´000	Face value CZK´000	Carrying amount* CZK´000	Interest terms	Maturity date	Collateral
Česká spořitelna, a.s.	CZK	500,000	235,082	235,082	1M PRIBOR + margin	8/2020	buildings, receivables, movable assets
ČSOB, a.s. + Česká spořitelna, a.s.	CZK	3,761,000	2,655,232	2,640,987	3M PRIBOR** + margin	8/2024	buildings, receivables, movable assets, shares, bill of exchange, inventory
s Autoleasing, a.s. (11 pcs)	CZK	3,427	481	481	margin	8/2019	funded property
s Autoleasing, a.s. (5 pcs)	CZK	5,343	1,121	1,121	margin	12/2019	funded property
s Autoleasing, a.s. (8 pcs)	CZK	5,169	635	635	margin	7/2019	funded property
Total			**2,892,551**	**2,878,306**			
Out of it non-current				2,286,478			
Out of it current				591,828			

* Carrying amount of borrowings on variable interest rate approximates fair value. ** For part of the face value the interest rate swap was concluded (refer to section 4.21.1).

PLEDGES OF THE COMPANY

Pledges of the Company	31.12.2019		31.12.2018 (corrected)	
	Cost	Net book value	Cost	Net book value
	CZK´000	CZK´000	CZK´000	CZK´000
Investments in subsidiaries	2,241,385	2,241,385	4,402,399	2,192,305
Cash in bank	51,077	51,077	28,778	28,778
Total	**2,292,462**	**2,292,462**	**4,431,177**	**2,221,083**

4.18. TRADE AND OTHER PAYABLES

Trade and other payables Other liabilities	31.12.2019		31.12.2018	
	Current	Non-current	Current	Non-current
	CZK´000	CZK´000	CZK´000	CZK´000
Financial liabilities within Trade payables and Other liabilities				
Trade payables	23,579	-	36,414	-
Liabilities for purchased property, plant and equipment	11,930	-	11,231	-
Derivatives (i)	-	-	-	484
Accrued liabilities, other creditors and other financial liabilities	19,001	5,489	20,332	7,434
Total	**54,510**	**5,489**	**67,977**	**7,918**
Non-financial liabilities within Trade and other payables				
VAT	1,896	-	2	-
Payables to employees	14,362	-	11,887	-
Government grant	23 646	47 292	-	-
Other	5 476	-	6 649	-
Total	**45,380**	**47,292**	**18,538**	**-**
Trade and other payables and Other liabilities total	**99,890**	**52,781**	**86,515**	**7,918**

Trade payables are not interest bearing and are usually paid within 30-90 days of recognition.

Other payables are not interest bearing and are payable on average within 1 month.

(i) Derivatives

In 2018, the Company concluded new IRS contract and established a hedge accounting and revaluation of derivatives in relation to the effective portion of the hedging relationship is accounted through OCI (refer to section 3.4 for more details).

4.19. FUTURE COMMITMENTS, CONTINGENT ASSETS AND LIABILITIES

As at 31 December 2019 the Company provided the following guarantees for other entities:

Entity providing guarantees	Entity receiving guarantees	Currency	Guarantee amount FCY´000	Guarantee amount CZK´000	Guarantee period	Guarantees provided for	Relationship
Kofola ČeskoSlovensko a.s.	Unicredit Bank a.s.	EUR	2,272	57,732	12/2022	Santa-Trans.SK s.r.o.	third party
	City-Arena PLUS a.s.	EUR	7	178	8/2020	UGO trade s.r.o.	subsidiary
Total guarantees issued				**57,910***			

* The fair value of the guarantees is close to zero (fair valuation in level 3).

As at 31 December 2018 the Company provided the following guarantees for other entities:

Entity providing guarantees	Entity receiving guarantees	Currency	Guarantee amount FCY´000	Guarantee amount CZK´000	Guarantee period	Guarantees provided for	Relationship
Kofola ČeskoSlovensko a.s.	Unicredit Bank a.s.	EUR	3,030	77,936	12/2022	Santa-Trans.SK s.r.o.	third party
	City-Arena PLUS a.s.	EUR	7	180	8/2020	UGO trade s.r.o.	subsidiary
	PRO-FLEX S.A.	PLN	272	1,627	9/2019	Hoop Polska Sp. z o.o.	subsidiary
	ALPLA Sp. z o.o.	PLN	2,785	16,654	12/2019	Hoop Polska Sp. z o.o.	subsidiary
	Bogucki Folie Sp. z o.o.	PLN	498	2,980	10/2019	Hoop Polska Sp. z o.o.	subsidiary
	UAB Putokšnis	EUR	120	3,099	until end of contract	Hoop Polska Sp. z o.o.	subsidiary
Total guarantees issued				**102,476***			

* The fair value of the guarantees is close to zero (fair valuation in level 3).

4.20. LEASES

This note provides information for leases where the Company is a lessee. Leases where the Company is a lessor are immaterial.

4.20.1 AMOUNTS RECOGNISED IN THE STATEMENT OF FINANCIAL POSITION

Right-of-use asset forms a part of Property, plant and equipment. Lease liabilities are presented on separate rows in the statement of financial position.

The net carrying amount at the end of the reporting period by classes of assets is provided below:

Net carrying amount by classes of assets	31.12.2019 CZK´000	31.12.2018* CZK´000
Buildings and constructions	16,448	-
Plant and equipment	11,573	13,926
Vehicles	18,831	6,091
Total	**46,852**	**20,017**

* In the previous year, the Company only recognised lease assets and lease liabilities in relation to leases that were classified as finance leases under IAS 17 Leases. The assets were presented in Property, plant and equipment and the liabilities as Finance lease liabilities. For adjustments recognised on adoption of IFRS 16 on 1 January 2019, please refer to note 3.5.

Additions to the right-of-use assets during the 2019 financial year were following:

Additions by classes of assets	Buildings and constructions CZK´000	Plant and equipment CZK´000	Vehicles CZK´000	Total CZK´000
On initial application of IFRS 16	24,097	-	-	24,097
For the period	-	-	18,867	18,867
Total	**24,097**	-	**18,867**	**42,964**

4.20.2 AMOUNTS RECOGNISED IN THE STATEMENT OF PROFIT OR LOSS

Depreciation expense to the right-of-use assets during the 2019 financial year was following:

Depreciation expense by classes of assets	Buildings and constructions CZK´000	Plant and equipment CZK´000	Vehicles CZK´000	Total CZK´000
2019	(7,649)	(2,353)	(5,931)	(15,933)

Interest expense to lease liabilities is presented in note 4.7 Finance costs.

The statement of profit or loss further shows the following amounts relating to not capitalized leases:

Expense relating to not capitalized leases	2019 CZK´000	2018 CZK´000
Expense relating to short-term leases and leases of low-value assets	1,337	8,538
Total	**1,337**	**8,538**

Total cash outflows in relation to capitalized leases is presented in the section Cash flows from financing activities within the Separate statement of cash flows. Total cash outflows in relation to other leases is close to balance stated in the table above (short-term leases and leases of low-value assets).

There are no material future cash outflows to which the lessee is potentially exposed that are not reflected in the measurement of lease liabilities.

Lease commitments for short-term leases and leases of low-value assets as of 31 December 2019 amounted to CZK 120 thousand.

Commitments from operating leases based on previous standard IAS 17 Leases:

Commitments from operating leases - Company as a lessee	31.12.2018 CZK´000
In one year period	8,166
In period from one to five years	19,079
Total	**27,245**

Minimum lease payments based on previous standard IAS 17 Leases:

Future minimum lease payments	31.12.2018 CZK´000
Nominal value of minimum lease payment	
In one-year period	6,246
In period from one to five years	12,734
Over five years	2,065
Total lease liabilities - total minimum lease payments	**21,045**
Finance costs of lease	1,060
Present value of minimum lease payments	
In one-year period	5,931
In period from one to five years	12,093
Over five years	1,961
Total present value of minimum lease payments	**19,985**

4.21. FINANCIAL RISK MANAGEMENT

The Company's primary financial instruments consist of cash and cash equivalents, dividends and loans. The main goal of holding such financial instruments is to obtain funds for business operations, or to invest the Company's available funds. In addition, the Company has other financial instruments, such as trade receivables and payables that arise as part of its operations. The accounting methods relating to those instruments are described in section 3.4.

It is the Company's policy – now and throughout the reporting periods presented in these financial statements – not to trade in financial instruments.

The Company's activities are exposed to several types of financial risk: market risk (including foreign exchange risk, and cash-flow risk relating to changes in interest rates), credit risk and liquidity risk. In addition, the Company monitors the market prices risk relating to all of its financial instruments. Risks are managed by the Company's management, which recognises and assesses the above stated financial risks. The general risk management process is focused on the unpredictability of financial markets, and the Company tries to minimise any potential adverse effects on its financial results. The Company uses derivative financial instruments to hedge against certain types of risk, providing that the hedging instruments are considered to be cost effective. Management verifies and agrees the risk management methods with regard to every type of risk. A short description of these methods is presented below.

4.21.1 INTEREST RATE RISK

Interest rate risk is a risk that the fair value or future cash flows from a financial instrument will change due to changes in interest rates. The interest-bearing financial liabilities of the Company are mainly bank credits. The Company has credit payables with variable interest rates, which give rise to a risk of an increase in those rates compared to the rates applied at contract conclusion. In addition, the Company places its free funds on variable interest rate deposits, which would bring the profits down if the interest rates fall. Trade and other receivables and payables are not interest bearing and have due dates of up to one year.

Management of the Company monitors its exposure to interest rate risk and interest rate forecasts. In order to protect against changes in interest rates, the Company has fixed the interest rate on part of the loan for Group financing. The balance of the loan which is covered by interest rate swaps as of 31 December 2019 is CZK 624,272 thousand. Average fixed interest rate is 3.54% p.a. Hedge accounting is established by the Company for these derivative instruments. There was no ineffective portion of the hedging relationship for the year ended 31 December 2019.

Interest rate swaps	**Net exposure 31.12.2019** CZK´000	**Net exposure 31.12.2018** CZK´000
In period from one to six months	51,795	51,795
In period from six to twelve months	51,795	51,795
Over one year (till 31 December 2024)	520,682	624,272
Total	**624,272**	**727,862**

If interest rates at the balance sheet date had been 100 basis points lower with all other variables held constant, profit/(loss) for the period for the year 2019 would have been increased by CZK 22,705 thousand (2018: CZK 15,105 thousand), mainly as a result of lower interest expense on variable interest for financial liabilities. If interest rates had been 100 basis points higher with all other variables held constant, profit/(loss) for the period for 2019 would have been decreased by CZK 22,705 thousand (2018: CZK 15,105 thousand), mainly as a result of higher interest expense on variable interest financial liabilities.

4.21.2 CURRENCY RISK

The Company is exposed to the risk of changes in foreign exchange rates, mainly due to foreign exchange receivables. The currency risk relates primarily to the EUR and PLN exchange rate in relation to CZK. The Company's exposure associated with other currencies is immaterial.

The effect of currency risk on the Company's position is presented in the table (sensitivity analysis) below. The sensitivity analysis is based on a reasonable change in the assumed foreign exchange rate while the other assumptions remain unchanged. In practice this is not very likely, and changes in certain assumptions may be correlated, e.g. a change in interest rate and in the foreign exchange rate. The Company manages currency risk as a whole. The sensitivity analysis prepared by management for currency risk illustrates after-tax profit or loss effect of changes in the exchange rate of the EUR to CZK and PLN to CZK.

Currency risk impact on profit or loss	31.12.2019 CZK´000	31.12.2018 CZK´000
EUR strengthening by 3%	18,167	6,460
EUR weakening by 3%	(18,167)	(6,460)
PLN strengthening by 3%	4,176	738
PLN weakening by 3%	(4,176)	(738)

4.21.3 CREDIT RISK

Credit risk arises from cash deposits in banks along with other short-term deposits, as well as from trade and other financial receivables.

The Company undertakes activities aimed at limiting credit risk, consisting of checking the creditworthiness of its customers, setting credit limits, insuring selected receivables and monitoring the customers' financial position. An analysis of ageing structure of trade and other financial receivables assists with the credit risk management.

There are no significant concentrations of credit risk, whether through exposure to individual customers, specific industry sectors and/or regions.

TRADE AND OTHER FINANCIAL RECEIVABLES

The Company is exposed to credit risk, defined as a risk that its debtors will not meet their obligations and thus cause the Company to incur losses.

Presented below is the ageing structure of receivables:

Credit risk	31.12.2019		31.12.2018	
	Trade receivables	Other financial receivables	Trade receivables	Other financial receivables
Neither past due	CZK´000	CZK´000	CZK´000	CZK´000
Third parties	2,269	294,254	1,124	85,034
Intercompany	65,070	1,705,130	86,504	1,436,567
Total neither past	**67,339**	**1,999,384**	**87,628**	**1,521,601**
Past due				
Third parties	1,349	6,856	639	7,340
- less than 30 days overdue	63	-	290	-
- 30 to 90 days overdue	-	-	64	-
- 91 to 180 days overdue	-	-	-	-
- 181 to 360 days overdue	9	-	-	-
- over 360 days overdue	1,277	6,856	285	7,340
Intercompany	12,186	-	128,179	-
Total past due	**13,535**	**6,856**	**128,818**	**7,340**
Less loss allowance (-)	**-**	**(6,856)**	**-**	**(7,340)**
Total	**80,874**	**1,999,384**	**216,446**	**1,521,601**

Subject to the above, management believes that the credit risk has been accounted for in the financial statements through the creation of appropriate allowances.

CASH AND CASH EQUIVALENTS

With regard to the Company's other financial assets, such as cash and cash equivalents, credit risk arises as a result of the other party's inability to pay, and the maximum amount of the Company's exposure to this risk is equal to the balance sheet value of these amounts.

The credit risk associated with bank deposits is considered to be immaterial, as the Company has concluded transactions with institutions that have a sound financial position.

Credit quality of cash in bank and in hand Credit rating	31.12.2019 CZK´000	31.12.2018 CZK´000
A1	49,742	27,436
Not on watch	1,096	1,096
Cash in hand	239	246
Total cash in bank and in hand	**51,077**	**28,778**

4.21.4 LIQUIDITY RISK

The risk for the Company arises from a potential restriction in access to financial markets or from a change in the attitude of banks in the area of granting credits, which may result in an inability to obtain new financing or refinancing of debts.

Management of the Company monitors the risk of insufficient funds by adjusting the structure of financing to prediction of future cash flows (planned investments included), diversifying of sources of financing and by keeping sufficient level of available credit lines. Current liabilities exceed current assets, nevertheless, the Company´s business plan is based on future cash inflows from dividends, licence fees, shared service fees and repayments of loans to related parties. The management is not aware of any going concern risk.

It is the Company’s objective to maintain a balance between financing continuity and flexibility, by using various financing sources, such as credits, loans and lease agreements. The Company controls its financial liabilities so that in each given period the amount of liabilities due within the next 12 months does not pose a threat for the Company’s ability to meet its financial obligations.

Analysis of financial liabilities is presented below. The amounts represent undiscounted cash flows, which represent the Company's maximum exposure to liquidity risk.

Future cash outflows related to financial liabilities:

Contractual cash flows of financial liabilities as at 31 December 2019	Less than 3 months CZK´000	Between 3-12 months CZK´000	Between 1-2 years CZK´000	Between 2-5 years CZK´000	Over 5 years CZK´000	Total contractual cash-flows CZK´000	Total carrying amount CZK´000
Trade payables	23,202	377	-	-	-	23,579	23,579
Bank credits and loans	136,548	747,317	517,532	1,758,601	239,046	3,399,044	2,992,450
Lease liabilities	4,905	14,058	15,144	17,952	-	52,059	47,252
Other liabilities	28,979	1,952	1,401	4,088	-	36,420	36,420
Total	**193,634**	**763,704**	**534,077**	**1,780,641**	**239,046**	**3,511,102**	**3,099,701**

Contractual cash flows of financial liabilities as at 31 December 2018*	Less than 3 months CZK´000	Between 3-12 months CZK´000	Between 1-2 years CZK´000	Between 2-5 years CZK´000	Over 5 years CZK´000	Total contractual cash-flows CZK´000	Total carrying amount CZK´000
Trade payables	35,949	465	-	-	-	36,414	36,414
Bank credits and loans	107,320	560,855	415,435	1,219,954	882,290	3,185,854	2,878,306
Lease liabilities	1,580	4,422	5,037	7,889	2,118	21,046	19,985
Other liabilities	29,828	1,735	2,574	5,344	-	39,481	39,481
Total	**174,677**	**567,477**	**423,046**	**1,233,187**	**884,408**	**3,282,795**	**2,974,186**

* corrected

4.22. FINANCIAL INSTRUMENTS

4.22.1 FINANCIAL INSTRUMENTS CATEGORIES

Fair value of Trade receivables, Cash and cash equivalents, other financial receivables, Trade liabilities and other financial liabilities is close to carrying amounts since the interest payable on them is either close to market rates or they are short-term.

31.12.2019	Financial assets at amortised cost CZK´000	Derivatives through OCI CZK´000	Financial liabilities at amortised cost CZK´000	Total CZK´000
Trade and other financial receivables	2,073,472	-	-	2,073,472
Cash and cash equivalents	51,077	-	-	51,077
Derivatives (i)	-	6,786	-	6,786
Bank credits and loans	-	-	(2,992,450)	(2,992,450)
Lease liabilities	-	-	(47,252)	(47,252)
Trade and other payables and other liabilities	-	-	(59,999)	(59,999)
Total	**2,124,549**	**6,786**	**(3,099,701)**	**(968,366)**

(i) Fair value of derivatives

In 1Q 2018, the Company has concluded interest rate swaps and established a hedge accounting. Revaluation of derivatives in relation to the effective portion of the hedging relationship is accounted through other comprehensive income.

Measured derivatives are not traded in active markets, however all significant inputs required for fair value measurement are observable and as such the Company has included this instrument in Level 2 of fair value hierarchy levels.

31.12.2018	Financial assets at amortised cost CZK´000	Derivatives through OCI CZK´000	Financial liabilities at amortised cost CZK´000	Total CZK´000
Trade and other financial receivables	1,736,481	-	-	1,736,481
Cash and cash equivalents	28,778	-	-	28,778
Derivatives (ii)	-	1,082	-	1,082
Bank credits and loans	-	-	(2,878,306)	(2,878,306)
Lease liabilities	-	-	(19,985)	(19,985)
Trade and other financial liabilities	-	-	(75,411)	(75,411)
Total	**1,765,259**	**1,082**	**(2,973,702)**	**(1,207,361)**

(ii) Fair value of derivatives

In 1Q 2018, the Company has concluded interest rate swaps and established a hedge accounting. Revaluation of derivatives in relation to the effective portion of the hedging relationship is accounted through other comprehensive income.

Measured derivatives are not traded in active markets, however all significant inputs required for fair value measurement are observable and as such the Company has included this instrument in Level 2 of fair value hierarchy levels.

4.23. RELATED PARTY TRANSACTIONS

4.23.1 SHAREHOLDERS STRUCTURE

Share capital structure	31.12.2019			31.12.2018		
Name of entity	Number of shares	% in share capital	% in voting rights	Number of shares	% in share capital	% in voting rights
AETOS a.s.	14,984,204	67.22	70.75	15,159,204	68.00	71.58
RADENSKA d.o.o.	1,114,010	5.00	0.00	1,114,109	5.00	0.00
Others	6,193,734	27.78	29.25	6,018,635	27.00	28.42
Total	**22,291,948**	**100.00**	**100.00**	**22,291,948**	**100.00**	**100.00**

On 14 August 2019, 99 shares have been granted from own shares (in possession of RADENSKA) to the external providers as a compensation for services provided by these external parties. These shares were originally purchased by RADENSKA in a public tender offer on the stock market mainly from CED GROUP S.à r.l. with an individual share price of CZK 440.

On 26 March 2019, AETOS a.s. sold 175 000 shares of the Company to a Czech investor at a price per share of CZK 311. The free float increased to 27.78%.

On 20 June 2018, CED Group sold 1 905 000 shares of the Company, corresponding to 8.54% of the Company´s share capital as of the transaction date, at a price per share of CZK 270. On 20 September 2018, CED Group sold its remaining stake in the Company (2 768 445 shares representing 12.42% of the Company´s share capital as of that date), at a price per share of CZK 255. The free float increased to 27.00% at that time.

4.23.2 SUBSIDIARIES

Interests in subsidiaries are set out in sections 2.2 and 4.10.

4.23.3 REMUNERATION OF THE COMPANY'S KEY MANAGEMENT PERSONNEL

Presented below is the structure of the remuneration of Company´s key management personnel in 2019 and 2018.

Remuneration of the Company´s key management personnel 2019	compensation	Members of the Company´s Board of Directors CZK´000	Members of the Company´s Supervisory Board CZK´000	Members of the Company´s Audit Committee CZK´000	Other key management personnel of the Group CZK´000	Total CZK´000
Amounts paid for activities in the Company´s Board of Directors	Financial	20,629	-	-	-	**20,629**
	Non-financial	942	-	-	-	**942**
Amounts paid for activities in the Company´s Supervisory Board	Financial	-	1,200	-	-	**1,200**
	Non-financial	-	235	-	-	**235**
Amounts paid for activities in the Company´s Audit Committee	Financial	-	-	288	-	**288**
	Non-financial	-	-	-	-	**-**
Amounts paid for other activities within the Group	Financial	-	5,890	1,278	6,650	**13,818**
	Non-financial	-	360	57	202	**619**
Total expense from equity settled transactions (Option scheme)	Option scheme	8,301	1,717	-	6,518	**16,536**
Cumulated expense from equity settled transactions	Option scheme	11,947	2,480	-	9,237	**23,664**
Cumulated number of Pair shares granted on 31.12.2019 [pcs.]	Option scheme	26,956	5,595	-	20,841	**53,392**

Remuneration of the Company´s key management personnel 2018	compensation	Members of the Company´s Board of Directors CZK´000	Members of the Company´s Supervisory Board CZK´000	Members of the Company´s Audit Committee CZK´000	Other key management personnel of the Group CZK´000	Total CZK´000
Amounts paid for activities in the Company´s Board of Directors	Financial	17,029	-	-	-	**17,029**
	Non-financial	940	-	-	-	**940**
Amounts paid for activities in the Company´s Supervisory Board	Financial	-	1,028	-	-	**1,028**
	Non-financial	-	-	-	-	**-**
Amounts paid for activities in the Company´s Audit Committee	Financial	-	-	156	-	**156**
	Non-financial	-	-	-	-	**-**
Amounts paid for other activities within the Group	Financial	-	3,156	93	6,483	**9,732**
	Non-financial	-	227	4	202	**433**
Total expense from equity settled transactions (Option scheme)	Option scheme	2,477	551	-	1,878	**4,906**
Cumulated expense from equity settled transactions	Option scheme	3,645	762	-	2,719	**7,126**
Cumulated number of Pair shares granted on 31.12.2018 [pcs.]	Option scheme	16,767	3,729	-	12,710	**33,206**

4.23.4 OTHER RELATED PARTY TRANSACTIONS

Presented below are the total amounts of transactions concluded with the Company's related parties:

Other related party transactions		**2019**		**2018**
Profit or loss impact	**Revenue***	**Costs/Purchases**	**Revenue***	**Costs/Purchases**
	CZK´000	CZK´000	CZK´000	CZK´000
Alofok Ltd	-	-	8	-
Espresso s.r.o.	77	(54)	-	-
Hoop Polska Sp. z o.o.	2,376	(82)	12,068	(165)
Kofola a.s. (CZ)	472,688	(3,497)	340,369	(2,899)
Kofola a.s. (SK)	356,138	(6,372)	329,714	(4,862)
LEROS, s.r.o.	3,872	(82)	1,492	(89)
Premium Rosa Sp. z o.o.	6,587	-	848	(5)
RADENSKA d.o.o.	146,499	(44)	155,207	-
SANTA-TRANS s.r.o.	3,908	(670)	1,745	(779)
Studenac, d.o.o.	10,150	(1,981)	12,194	(12,194)
UGO trade s.r.o.	10,637	(108)	8,647	(345)
Total	**1,012,932**	**(12,890)**	**862,292**	**(21,338)**

* Including finance income and dividends.

Other related party transactions Balance sheet impact	Assets* CZK´000	31.12.2019 Liabilities CZK´000	Assets* CZK´000	31.12.2018 Liabilities CZK´000
Alofok Ltd	-	-	-	-
Espresso s.r.o.	9,037	(4)	-	-
Hoop Polska Sp. z o.o.	-	-	277,989	(566)
Kofola a.s. (CZ)	536,425	-	577,877	-
Kofola a.s. (SK)	492,952	-	392,783	-
LEROS, s.r.o.	79,742	-	71,532	-
Premium Rosa Sp. z o.o.	218,540	-	50,314	-
RADENSKA d.o.o.	357,765	-	246,854	(3,571)
SANTA-TRANS s.r.o.	22,243	-	21,876	-
Studenac, d.o.o.	2,046	-	7,512	(10,287)
UGO trade s.r.o.	63,636	-	4,513	(12)
Total	**1,782,386**	**(4)**	**1,651,250**	**(14,436)**

* Including Loans provided to related parties (described below).

Receivables from Loans provided to related parties	Short-term CZK´000	Long-term CZK´000	31.12.2019 Maturity	Long-term CZK´000	31.12.2018 Maturity
Hoop Polska Sp. z o.o.	-	-	-	275,000	12/2020
Kofola a.s. (CZ)	355,373	-	12/2020	355,373	12/2020
Kofola a.s. (CZ)	-	134,608	8/2024	134,608	8/2024
Kofola a.s. (SK)	88,655	-	12/2020	169,146	8/2024
Kofola a.s. (SK)	-	80,491	8/2024	-	-
LEROS, s.r.o.	17,000	-	12/2020	17,000	12/2020
LEROS, s.r.o.	-	-	-	7,319	12/2023
LEROS, s.r.o.	-	58,000	8/2024	43,000	8/2024
LEROS, s.r.o.	3,400	-	12/2020	3,400	12/2020
Premium Rosa Sp. z o.o.	166,486	-	12/2020	-	-
Premium Rosa Sp. z o.o.	19,200	-	12/2020	19,200	12/2020
Premium Rosa Sp. z o.o.	-	29,850	12/2022	29,900	12/2022
RADENSKA d.o.o.	114,769	-	12/2020	114,769	12/2020
SANTA-TRANS s.r.o.	20,035	-	12/2020	20,035	12/2020
SANTA-TRANS s.r.o.	-	1,754	8/2024	1,754	8/2024
Espresso s.r.o.	-	6,500	12/2024	-	-
UGO trade s.r.o.	-	50,000	12/2024	-	-
Total	**784,918**	**361,203**		**1,190,504**	

The short-term loan of CZK 202,287 thousand provided to the parent company in June 2019 was repaid in July 2019. Interest rate was concluded at market terms and was fixed.

Interest rates from loans provided to related parties are concluded at market terms and fixed. The loans are not pledged. Loans provided to related parties are connected with the Facility loan agreement which refinanced current loans and a loan for financing RADENSKA d.o.o. acquisition. The reason for the execution of the Facility Loan Agreement was a consolidation of Group financing. Previous bank loans in Company´s subsidiaries were repaid and refinanced by a loan from the Company. All transactions with related parties have been concluded at market terms.

The Company acts as a holding company and as such, provides certain services for the other companies in Kofola Group. This comprises, in particular, the provision of:

- strategic services, including: cooperation in the preparation of business, marketing, production, investment and financing plans, management of subsidiaries, including their financing;
- services related to products (quality department), including: central product development, innovation process management, costing and pricing, production and logistics planning, quality control;
- shared services, including: preparation and management of accounting and reporting methods, controlling and reporting, IT services, legal services, back office services, internal audit; and
- licenses and trademarks: Kofola ČeskoSlovensko a.s. owns most licenses, trademarks for branded beverages and similar copyrights for the products distributed on the CzechoSlovak market, for which the other Group companies pay royalties.

4.24. CASH AND NON-CASH FINANCING ACTIVITIES

Net debt reconciliation	Liabilities from financing activities		Cash and cash equivalents	Net debt
	Bank credits and loans	Lease		
As at 1.1.2019	**2,878,306**	**19,985**	**(28,778)**	**2,869,513**
Proceeds from loans and bank credits received	503,509	-	-	503,509
Repayment of loans and bank credits	(395,206)	-	-	(395,206)
Change in amortized costs	5,841	-	-	5,841
Repayment of lease liabilities	-	(15,697)	-	(15,697)
Lease additions	-	42,964	-	42,964
Cash (inflow)/outflow	-	-	(22,299)	(22,299)
As at 31.12.2019	**2,992,450**	**47,252**	**(51,077)**	**2,988,625**

Net debt reconciliation	Liabilities from financing activities			Cash and cash equivalents	Net debt
	Bonds	Bank credits and loans	Lease		
As at 1.1.2018	**332,513**	**1,995,599**	**9,571**	**(12,765)**	**2,324,918**
Proceeds from loans and bank credits received	-	1,314,928	-	-	1,314,928
Repayment of loans and bank credits	-	(436,310)	-	-	(436,310)
Change in amortized costs	-	4,089	-	-	4,089
Repayment of lease liabilities	-	-	(3,705)	-	(3,705)
Lease additions	-	-	14,119	-	14,119
Bonds interest paid	(15,840)	-	-	-	(15,840)
Bonds interest accrued	13,327	-	-	-	13,327
Bonds repayment	(330,000)	-	-	-	(330,000)
Cash (inflow)/outflow	-	-	-	(16,013)	(16,013)
As at 31.12.2018	**-**	**2,878,306**	**19,985**	**(28,778)**	**2,869,513**

4.25. ACQUISITION OF SUBSIDIARIES

ACQUISITION OF SUBSIDIARY ESPRESSO

On July 9, 2019, the Company concluded an agreement to purchase a 100% stake in Espresso s.r.o., a distributor of high-quality coffee (Café Reserva) and teas (Dilmah). Consideration transferred amounted to CZK 77,745 thousand.

The following table summarizes the recognized amounts of assets acquired and liabilities assumed at the date of acquisition.

Book value of assets and liabilities	Book value CZK´000
Property, plant and equipment	10,459
Deferred tax assets	269
Inventories	18,091
Trade receivables and other receivables	5,802
Cash and cash equivalents	3,196
Lease liabilities	(6,976)
Other liabilities	(5,029)
Trade liabilities and other liabilities	(9,725)
Total identifiable net assets acquired	**16,087**

ACQUISITION OF SUBSIDIARY LEROS

On March 13, 2018, the Company concluded an agreement to purchase a 100% stake in LEROS, s.r.o., producer of high-quality products from medicinal plants and quality natural teas. Consideration transferred amounted to CZK 113,976 thousand.

The following table summarizes the recognized amounts of assets acquired and liabilities assumed at the date of acquisition.

Book value of assets and liabilities	Book value CZK´000
Property, plant and equipment	27,416
Intangible assets	104
Inventories	27,477
Trade receivables and other receivables	32,844
Cash and cash equivalents	3,595
Other non-current liabilities	(8,356)
Bank credits and loans	(39,500)
Trade liabilities and other liabilities	(38,665)
Total identifiable net assets acquired	**4,915**

4.26. IMPAIRMENT RELATED TO THE SALE OF HOOP POLSKA SP. Z O.O. AS AT 31 DECEMBER 2018

The impairment of the subsidiary Hoop Polska Sp. z o.o. was determined as a fair value less costs of disposal and amounted to CZK 622,127 thousand as at 31 December 2018. The impairment was a result of the difference between the carrying amount of investment in the Hoop Polska Sp. z o.o. as at 31 December 2018 before impairment for 2018, and the transaction value determined in the share purchase agreement between Kofola ČeskoSlovensko a.s. and ZMB Capital Sp. z o.o., reduced by provided loans from Kofola ČeskoSlovensko a.s. to Hoop Polska Sp. z o.o. as at transaction date.

The above described impairment calculation is summarized in the table below.

Impairment related to the sale of Hoop Polska Sp. z o.o.	CZK´000
Carrying amount of the investment in Hoop Polska Sp. z o.o. as at 31 December 2018 before impairment 2018	**872,209**
Transaction price	353,719
Provided loans as at transaction date	(103,637)
Adjusted transaction price	**250,082**
Impairment	**622,127**

4.27. SUBSEQUENT EVENTS

On 7 January 2020, Kofola ČeskoSlovensko a.s. acquired a 100% stake in F.H.Prager s.r.o., producer of craft ciders and natural sodas.

In February 2020, the Board of Directors of Alofok Ltd has resolved to approve to pay an interim dividend of CZK 155.0 million to the Company.

Final second part of the transaction price for the sale of Hoop Polska has been received in February 2020 (CZK 142.4 million).

The Office for the Protection of Competition ("ÚOHS") has approved the acquisition of companies Karlovarská Korunní s.r.o. and ONDRÁŠOVKA a.s. The effectiveness of the transaction is now subject to fulfilment of remaining conditions determined in the share purchase agreement and the finalization is expected in first half of 2020.

On 20 March 2020, the Company as a borrower together with Kofola a.s. (CZ), Kofola a.s. (SK) and UGO trade s.r.o. as co-borrowers concluded with the Česká spořitelna, a.s. and Československá obchodní banka, a. s. Amendment Agreement no. 4 in connection with the Original Facilities Agreement that will, inter alia, increase the Total Commitments by up to CZK 1,138,000 thousand.

COVID-19

The Company generates revenue mainly from its subsidiaries in the form of shared Group services, brand fees and dividends. Some of Company's subsidiaries are now influenced by the COVID-19 pandemic situation.

Governments of the Czech Republic, Slovak Republic, Slovenia and Croatia have announced an emergency situation and prohibited the operation of restaurants and hotels and also limited the free cross-border travelling. This emergency impacts mostly subsidiaries' sales in the HoReCa segment and then also sales of UGO salateries and freshbars, which in total amount to approximately 40% of all subsidiaries' revenue.

In reaction to this, the Company has established a team that involves also Company's top management which holds regular daily meetings to minimize the negative impacts on Company's as well as subsidiaries´ employees and results. The team has already set plenty of measures and will continue in these activities.

We are not able to give an estimate about the expected period of this emergency situation. Our worst-case scenario considers whole 2Q 2020. We expect overall decrease in the beverage's consumption on all markets while there is also an expected transfer from HoReCa sales to Retail sales (increased demand for packaged products).

As of the date of this report, the subsidiaries' production is in operation, they have continuing supplies of materials and are in close contact with their key suppliers, they have increased hygienic precautions in production plants where any visits are forbidden, administrative employees work from home. The Company is using modern technology for distant access and videoconferences which enables us to protect the health of our and our subsidiaries' employees. In the subsequent period, there will be necessary savings in CAPEX and OPEX with possible postponement of scheduled payments (after agreement with counterparties).

In the current uncertain situation, there are no assurances, that subsidiaries' suppliers (mostly foreign) will be able to supply them with material in the near future, that there won't be any limitations for freight transportation or free movement of people. Nevertheless, long-term strategy to utilize local sources and suppliers, if possible, is perceived as an advantage under current circumstances that are given by the above stated risks.

It is possible that, based on above stated, the Company won't be able to fulfil some of bank loan covenants in 2020. The Company believes to have sufficient resources from current cash balance, undrawn credit lines and overdrafts.

Based on our analysis, the occurred situation doesn't have significant impact on the impairment test of financial investment in the company UGO trade s.r.o. or impairment tests of trademarks with indefinite useful life that support the balances stated in Company's financial statements as at 31 December 2019. Impairment tests are sensitive mainly to changes of discount rates, but there currently aren't any indications of material changes in these discount rates. Expected outage of sales in 2Q 2020 in case of salateries and freshbars, as mentioned above, doesn't have significant impact on impairment test.

We expect certain compensations from particular governments. The Company is able to continue in its business activity even without the state support, any compensations would however alleviate the adverse financial impacts on the Company.

As at the date of the issue of this report, the estimate of the financial effect cannot be made, overall assessment of impacts will be possible after the termination of the emergency situation and clearance of government compensations.

Based on the above analysis and assumptions, including the severe but plausible scenarios, management concluded that the Company will have sufficient resources to continue its business for a period of at least 12 months from the reporting date. Management concluded that the range of possible outcomes considered at arriving at this judgment does not give rise to material uncertainties related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern.

No other events have occurred after the end of the reporting period that would require adjusting the amounts recognised and disclosures made in the separate financial statements.

date	name and surname	position/role	signature
25.3.2020	**Janis Samaras**	**Chairman of the Board of Directors**	
date	*name and surname*	*position/role*	*signature*
25.3.2020	**René Musila**	**Vice-Chair of the Board of Directors**	
date	*name and surname*	*position/role*	*signature*
25.3.2020	**Daniel Buryš**	**Vice-Chair of the Board of Directors**	
date	*name and surname*	*position/role*	*signature*
25.3.2020	**Pavel Jakubík**	**Member of the Board of Directors**	
date	*name and surname*	*position/role*	*signature*
25.3.2020	**Jiří Vlasák**	**Member of the Board of Directors**	
date	*name and surname*	*position/role*	*signature*
25.3.2020	**Marián Šefčovič**	**Member of the Board of Directors**	
date	*name and surname*	*position/role*	*signature*


Jupik
Vinea
TOP TOPIC
EXTRA
RAJEC
jupí
Chito
SEMTEX
ENERGY
kofola
ROYAL CROWN Cola
UGO