SOL ANTILLES AND GUIANAS LIMITED

Registered in England & Wales: 642415

Annual Report and Financial Statements
31 December, 2019
(expressed in United States dollars)

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(expressed in United States dollars)

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SOL ANTILLES AND GUIANAS LIMITED
Registered Number: 642415
Directors' Report
31 December, 2019

(expressed in United States dollars)

The Directors submit their annual report and the audited financial statements of the Company for the nine months ended 31 December 2019.

CHANGE IN FISCAL YEAR END

On 1 April 2019, the Company changed its fiscal year end from March 31 to December 31. With this year-end change, the Company reported a one-time transitional period for the nine months ended 31 December 2019. This change was made to align with the fiscal year end of the Company's ultimate parent and may not be entirely comparable to the prior period as a result of the change in year end.

PRINCIPAL ACTIVITIES AND REVIEW OF THE BUSINESS

The principal activity of the Company is an investment property company, leasing its assets primarily to other entities owned by SOL INVESTMENTS SEZC (the "Sol Group"). The Company has a separate branch for each territory in which it holds investment property. The Company also pays salary costs to certain employees within the Sol Group which are reimbursed by other entities within the Sol Group.

The Company is included in the consolidation of the SOL INVESTMENTS SEZC group of companies.

The Company's result for the nine months ended 31 December 2019 was a profit of $550,177 (year ended 31 March 2019 - $853,160).

PRINCIPAL RISKS AND UNCERTAINTIES

There are no significant risks associated with the Company's operations. The Directors believe that the risks relating to uncertainties on collection of lease revenues from its fellow subsidiaries are not considered significant as they are owned by other entities within the Sol Group. For consideration of the impact of COVID-19 on the business please see note 19.

FINANCIAL RISK MANAGEMENT

The Company's operations consist of leasing its assets to related parties. The Directors do not believe there is any significant risk associated with the operations. The majority of remaining receivables and payables relate to related party balances. The Directors do not believe there is any significant risk in recovering amounts due, or meeting future obligations. Cash flows and liquidity are monitored by the Sol Group to ensure the Company can meet all future obligations.

DIVIDENDS

The Directors do not recommend the payment of a dividend for the nine months ended 31 December 2019 (year ended 31 March 2019 - $Nil).

SOL ANTILLES AND GUIANAS LIMITED

Registered Number: 642415
Directors' Report
31 December, 2019

(expressed in United States dollars)

DIRECTORS

There was no indemnity provision in force for any of the directors during the period and until the date of approval, nor does the Company maintain any Directors' and Officers' liability insurance. The Directors of the Company, who served throughout the period and up to the date of signing unless otherwise stated were:

Pierre Patrick Gerard Magnan
Scott William Stickland

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

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

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

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006.

SOL ANTILLES AND GUIANAS LIMITED
Registered Number: 642415
Directors' Report
31 December, 2019

(expressed in United States dollars)

DIRECTORS' CONFIRMATIONS

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

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

SPECIAL PROVISIONS RELATING TO SMALL COMPANIES

This report has been prepared in accordance with the special provisions of Part 15 of the Companies Act 2006 relating to small companies. No strategic report has been produced as this is a small company.

On behalf of the Board

....
Scott Stickland
Director
22 December 2020

Independent auditors' report to the members of Sol Antilles and Guianas Limited

Report on the audit of the financial statements

Opinion

In our opinion, Sol Antilles and Guianas Limited 's financial statements:

- give a true and fair view of the state of the company's affairs as at 31 December 2019 and of its profit and cash flows for the 9 month period (the "period") then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: Balance sheet as at 31 December 2019; the statement of comprehensive income, the statement of cash flows, the statement of changes in equity for the 9 month period then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

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

Independence

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

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you where:

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

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Reporting on other information

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

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

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

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

Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the period ended 31 December 2019 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

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

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of Directors' Responsibilities in respect of the Financial Statements set out on page 2, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

Use of this report

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

Other required reporting

Companies Act 2006 exception reporting

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

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

We have no exceptions to report arising from this responsibility.

Entitlement to exemptions

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

Jason Clarke (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Cardiff
22 December 2020

SOL ANTILLES AND GUIANAS LIMITED

Statement of Comprehensive Income

For the nine months ended 31 December, 2019

(expressed in United States dollars)

	Nine months ended 31 December 2019 $	Year ended 31 March 2019 $
Turnover (note 5)	**2,096,756**	3,332,244
Administrative expenses	**(1,005,436)**	(1,579,439)
Operating profit (note 6)	**1,091,320**	1,752,805
Interest payable and similar expenses (note 7)	**(348,749)**	(592,744)
Profit before taxation	**742,571**	1,160,061
Tax on profit (note 8)	**(192,394)**	(306,901)
Profit for the financial period	**550,177**	853,160
Total comprehensive income for the period	**550,177**	853,160

The accompanying notes form an integral part of these financial statements.

SOL ANTILLES AND GUIANAS LIMITED

Balance Sheet

31 December, 2019

(expressed in United States dollars)

	31 December 2019 $	31 March 2019 $
Fixed assets		
Tangible assets (note 9)	**6,726,645**	6,929,112
Current assets		
Debtors (note 10)	**13,534,581**	13,563,185
Prepayments	**184**	–
Cash	**2,371,603**	1,556,247
	15,906,368	15,119,432
Creditors: amounts falling due within one year (note 11)	**(2,584,804)**	(2,700,740)
Net current assets	**13,321,564**	12,418,692
Total assets less current liabilities	**20,048,209**	19,347,804
Creditors: amounts falling due after more than one year (note 12)	**(9,130,872)**	(9,130,872)
Provisions for liabilities (note 13)	**(15,095)**	(15,095)
Net assets	**10,902,242**	10,201,837
Capital and reserves		
Called up share capital (note 14)	**441,680**	441,680
Translation reserve	**(165,125)**	(315,353)
Retained earnings	**10,625,687**	10,075,510
Total shareholders' funds	**10,902,242**	10,201,837

The accompanying notes form an integral part of these financial statements.

The financial statements on pages 6 to 27 were approved by the Board of Directors on 22 December 2020 and signed on its behalf by:

Scott Stickland
Director
Registration number: 642415

SOL ANTILLES AND GUIANAS LIMITED

Statement of Changes in Equity

For the nine months ended 31 December, 2019

(expressed in United States dollars)

	Called up share capital $	Translation reserve $	Retained earnings $	Total shareholders' funds $
Balance at 1 April 2018	441,680	(139,525)	9,222,350	9,524,505
Exchange difference on translating foreign operation	–	(175,828)	–	(175,828)
Total comprehensive income for the financial year	–	–	853,160	853,160
Balance at 31 March 2019	441,680	(315,353)	10,075,510	10,201,837
Exchange difference on translating foreign operation	–	150,228	–	150,228
Total comprehensive income for the financial period	–	–	550,177	550,177
Balance at 31 December 2019	**441,680**	**(165,125)**	**10,625,687**	**10,902,242**

The accompanying notes form an integral part of these financial statements.

SOL ANTILLES AND GUIANAS LIMITED

Statement of Cash Flows

For the nine months ended 31 December, 2019

(expressed in United States dollars)

	Nine months ended 31 December 2019 $	Year ended 31 March 2019 $
Net cash from operating activities (note 15)	**1,498,181**	1,365,639
Taxation paid	**(334,076)**	(408,300)
Net cash generated from operating activities	**1,164,105**	957,339
Cash flows from investing activities		
Proceeds of sale of tangible assets	-	250,647
Net cash generated from investing activities	-	250,647
Cash flows from financing activities		
Interest paid	**(348,749)**	(592,744)
Decrease in long term payables	-	(2,799,377)
Net cash used in financing activities	**(348,749)**	(3,392,121)
Net change in cash and cash equivalents	**815,356**	(2,184,135)
Cash and cash equivalents at beginning of period	**1,556,247**	3,740,382
Cash and cash equivalents at the end of period	**2,371,603**	1,556,247

(expressed in United States dollars)

1 General information

The principal activity of SOL ANTILLES AND GUIANAS LIMITED (the "Company") is the leasing of properties to related companies.

The Company is a private company limited by shares and incorporated in the United Kingdom with registered branches in the Eastern Caribbean. The address of its registered office is 3 Coach House Yard, Hampstead High Street, London, NW3 1QD, England, United Kingdom.

The immediate parent company is SOL INVESTMENTS SEZC, a company incorporated in the Cayman Islands. The address of its registered office is CIBC Bank and Trust Company (Cayman) Limited, 11 Dr. Roy's Drive, P.O. Box 694, George Town, Grand Cayman, Cayman Islands. It is also the parent entity of the smallest and largest group to consolidate these financial statements. The ultimate parent company is Parkland Corporation (formerly, Parkland Fuel Corporation) in Canada.

2 Statement of compliance

The individual financial statements of SOL ANTILLES AND GUIANAS LIMITED have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting Standard 102, "The Financial Reporting Standard applicable in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

3 Summary of significant accounting policies

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

On 1 April 2019, the Company changed its fiscal year end from March 31 to December 31. With this year-end change, the Company reported a one-time transitional period for the nine months ended 31 December 2019. This change was made to align with the fiscal year end of the Company's ultimate parent and may not be entirely comparable to the prior period as a result of the change in year end.

a) Basis of preparation

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

The preparation of financial statements in conformity with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed in note 4.

(expressed in United States dollars)

3 Summary of significant accounting policies *...continued*

b) Going concern

The Company's business activities and the review of the business are included elsewhere in the Directors' Report. The Company continues to be profit generating and show a positive Balance Sheet position. As part of the Sol Group, the Company also has access as necessary to considerable financial resources. As a consequence, the directors believe that the Company is well placed to manage its business risks successfully. After making enquiries, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the financial statements. For consideration of the impact of COVID-19 on the business please see note 19.

c) Exemptions for qualifying entities under FRS 102

FRS 102 allows a qualifying entity certain disclosure exemptions. The company has not taken advantage of any available exemption for qualifying entities.

d) Foreign currency translation

(i) Functional and presentation currency

Items included in the financial statements of each of the company's branches are measured using the currency of the primary economic environment in which the Branch operates (the "branch functional currency"). The financial statements are presented in United States dollars, which is the company's functional and presentation currency.

(ii) Transactions and balances

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

At each year end, foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit and loss account.

Foreign exchange gains and losses are presented in the profit and loss account within "Administrative expenses".

The company's share capital is denominated in sterling. This is translated into United States dollars at the historical rate and not revalued at the end of each reporting period.

Differences on exchange arising from the retranslation of the opening net assets of branches with a functional currency other than United States dollars are taken directly to reserves and are held in the translation reserve.

(expressed in United States dollars)

3 Summary of significant accounting policies *...continued*

e) Revenue recognition

Revenue comprises the fair value of the sale of services, net of value-added tax, rebates and discounts. The directors consider there to be three geographic segments being the Caribbean, the Netherland Antilles and the British Virgin Islands.

Revenue is measured at the fair value of the consideration received or receivable and represents the amount receivable for goods supplied or services rendered, net of returns, discounts and rebates allowed by the company and value added taxes.

The company bases its estimate of returns on historical results, taking into consideration the type of customer, the type of transaction and the specifics of each arrangement.

The company recognises revenue when: (a) the amount of revenue can be measured reliably, (b) it is probable that future economic benefits will flow to the entity, and (c) when the specific criteria relating to the each of company's sales channels have been met, as described below.

(i) Sales of services (including rent)

Revenue is recognised in the accounting period in which the services are rendered when the outcome of contract can be estimated reliably. Invoices are issued on a monthly basis. Rental income is recognised on a straight-line basis over the lease term.

(ii) Other income

Other income is recorded on an accrual basis.

f) Employee benefits

The company provides a range of benefits to employees, including annual bonus arrangements, paid holiday arrangements and defined contribution pension plans.

(i) Short term benefits

Short term benefits, including holiday pay and other similar non-monetary benefits, are recognised as an expense in the period in which the service is received.

(ii) Defined contribution pension plans

The company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the company pays fixed contributions into a separate entity. Once the contributions have been paid, the company has no further payment obligations. The contributions are recognised as an expense when they are due. Amounts not paid are shown in accruals in the balance sheet. The assets of the plan are held separately from the company in independently administered funds.

(expressed in United States dollars)

3 Summary of significant accounting policies ...continued

f) Employee benefits *...continued*

(iii) Annual bonus plan

The company operates an annual bonus plan for employees. An expense is recognised in the profit and loss account when the company has a legal or constructive obligation to make payments under the plan as a result of past events and a reliable estimate of the obligation can be made.

g) Taxation

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

Current or deferred taxation assets and liabilities are not discounted.

(i) Current tax

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

Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

(ii) Deferred tax

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

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

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

(expressed in United States dollars)

3 Summary of significant accounting policies *...continued*

h) Tangible assets

Tangible assets are stated at cost less accumulated depreciation and accumulated impairment losses. Cost includes the original purchase price, costs directly attributable to bringing the asset to its working condition for its intended use, dismantling and restoration costs and borrowing costs capitalised.

(i) Land and buildings

Land and buildings include freehold land and buildings. Freehold land and office buildings are held for long term rental yields and are not occupied by the Company. Land and buildings are stated at cost less accumulated depreciation and accumulated impairment losses.

(ii) Depreciation and residual values

Land is not depreciated. Depreciation on other assets is calculated, using the straight-line method, to allocate the cost to their residual values over their estimated useful lives, as follows:

- Freehold buildings 5% - 7% per annum

The assets' residual values and useful lives are reviewed, and adjusted, if appropriate, at the end of each reporting period. The effect of any change is accounted for prospectively.

(iii) Subsequent additions and major components

Subsequent costs, including major inspections, are included in the assets carrying amount or recognised as a separate asset, as appropriate, only when it is probable that economic benefits associated with the item will flow to the company and the cost can be measured reliably.

The carrying amount of any replaced component is derecognised. Major components are treated as a separate asset where they have significantly different patterns of consumption of economic benefits and are depreciated separately over its useful life.

Repairs, maintenance and minor inspection costs are expensed as incurred.

(iv) Derecognition

Tangible assets are derecognised on disposal or when no future economic benefits are expected. On disposal, the difference between the net disposal proceeds and the carrying amount is recognised in profit or loss.

(v) Investment property

Investment property included in freehold land and buildings is carried at cost since its fair value cannot be measured reliably without undue cost or effort. Where property is occupied by fellow group companies, the exemption to hold investment properties at cost has been adopted.

(expressed in United States dollars)

3 Summary of significant accounting policies ...*continued*

i) Leased assets

At inception the company assesses agreements that transfer the right to use assets. The assessment considers whether the arrangement is, or contains, a lease based on the substance of the arrangement.

Assets leased to other entities owned by SOL INVESTMENTS SEZC (the Sol Group) under operating leases are included in tangible assets in the balance sheet. Leases that do not transfer all the risks and rewards of ownership are classified as operating leases. Payments under operating leases are charged to the profit and loss account on a straight-line basis over the period of the lease.

j) Impairment of non-financial assets

At each balance sheet date non-financial assets not carried at fair value are assessed to determine whether there is an indication that the asset (or asset's cash generating unit) may be impaired. If there is such an indication, the recoverable amount of the asset (or asset's cash generating unit) is compared to the carrying amount of the asset (or asset's cash generating unit).

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

If the recoverable amount of the asset (or asset's cash generating unit) is estimated to be lower than the carrying amount, the carrying amount is reduced to its recoverable amount. An impairment loss is recognised in the profit and loss account, unless the asset has been revalued when the amount is recognised in other comprehensive income to the extent of any previously recognised revaluation. Thereafter, any excess is recognised in profit or loss.

If an impairment loss is subsequently reversed, the carrying amount of the asset (or asset's cash generating unit) is increased to the revised estimate of its recoverable amount, but only to the extent that the revised carrying amount does not exceed the carrying amount that would have been determined (net of depreciation) had no impairment loss been recognised in prior periods. A reversal of an impairment loss is recognised in the profit and loss account.

k) Provisions and contingencies

Provisions are recognised when the company has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation, and the amount of the obligation can be estimated reliably.

Where there are a number of similar obligations, the likelihood that an outflow will be required in settlement is determined by considering the class of obligations as a whole. A provision is recognised even if the likelihood of an outflow with respect to any one item included in the same class of obligations may be small.

(expressed in United States dollars)

3 Summary of significant accounting policies *...continued*

l) Provisions and contingencies*...continued*

Contingent liabilities arising as a result of past events are not recognised when:

a) it is not probable that there will be an outflow of resources or that the amount cannot be reliably measured at the reporting date; or
b) the existence will be confirmed by the occurrence or non-occurrence of uncertain future events not wholly within the company's control.

Contingent liabilities are disclosed in the financial statements unless the probability of an outflow of resources is remote.

Contingent assets are not recognised. Contingent assets are disclosed in the financial statements when an inflow of economic benefits is probable.

m) Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares or options are shown in equity as a deduction, net of tax, from the proceeds.

n) Financial instruments

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

*(i) **Financial assets***

Basic financial assets, including trade and other receivables and amounts due from fellow group companies are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest.

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

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

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

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

(expressed in United States dollars)

3 Summary of significant accounting policies *...continued*

o) Financial instruments*...continued*

(ii) Financial liabilities

Basic financial liabilities, including trade and other payables and amounts due to fellow group companies, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future receipts discounted at a market rate of interest.

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

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

(iii) Offsetting

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is an enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle to liability simultaneously.

(iv) Liquidity risk

The majority of receivables and payables relate to related parties and the Company does not believe there is any significant risk in recovering amounts due, or meeting future obligations. Cash flows and liquidity are monitored by the Sol Group to ensure the Company can meet all future obligations.

4 Critical accounting judgements and estimation uncertainty

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

a) Useful economic lives of tangible assets

The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on technological advancement, future investments, economic utilisation and the physical condition of the assets. See note 9 for the carrying amount of the property plant and equipment, and note 3(h) for the useful economic lives for each class of assets.

(expressed in United States dollars)

5 Turnover

	Nine months ended 31 December 2019 $	Year ended 31 March 2019 $
Analysis of turnover by geographical markets		
Eastern Caribbean	**1,428,196**	2,112,704
Netherland Antilles	**648,215**	1,192,413
British Virgin Islands	**20,345**	27,127
	2,096,756	3,332,244

All turnover is attributable to geographical markets outside the United Kingdom

	Nine months ended 31 December 2019 $	Year ended 31 March 2019 $
Analysis of turnover by category		
Rental revenue	**1,452,820**	1,937,094
Other income	**643,936**	1,395,150
	2,096,756	3,332,244

(expressed in United States dollars)

6 Operating profit

Operating profit is stated after charging:

	Nine months ended 31 December 2019 $	Year ended 31 March 2019 $
Wages and salaries	**572,298**	833,724
Social security costs	**33,168**	38,025
Other pension costs	**30,144**	46,456
Other benefits	**618**	927
	636,228	919,132

The monthly average number of persons employed by the Company in the period ended 31 December 2019 was 10 (31 March 2019 - 11) in the selling and distribution department, primarily due to the retirement of one employee in December 2018. The expenses relating to these employees are included in administrative expenses. These expenses are fully recharged to fellow subsidiaries and the related income is presented within other income in the statement of comprehensive income. These expenses were fully recovered in the periods ended 31 December 2019 and 31 March 2019, yielding corresponding income of $636,228 (31 March 2019 - $919,132). The amount recognised as an expense for the defined contribution pension plan was $30,144 (31 March 2019 - $46,456).

Operating profit is stated after charging/(crediting):

	Nine months ended 31 December 2019 $	Year ended 31 March 2019 $
Gain on disposal of tangible assets	-	(142,379)
Depreciation	**202,467**	275,956
Foreign exchange losses	**667**	971
Audit fee payable to the Company's auditors and their associates for the audit of the financial statements	**43,423**	72,940

(expressed in United States dollars)

7 Interest payable and similar expenses

	31 December 2019 $	31 March 2019 $
Interest payable to group undertakings (notes 11 & 12)	**348,749**	592,744
Total interest expense on financial liabilities not measured at fair value through profit and loss	**348,749**	592,744

8 Tax on profit

For tax purposes, the Company migrated from the United Kingdom to Barbados on 1 April 2005. The charge for the nine months ended 31 December 2019 of $192,394 (year ended 31 March 2019 - $306,901) is made up as follows:

	Nine months ended 31 December 2019 $	Year ended 31 March 2019 $
Current tax		
Foreign tax	**192,394**	306,901
Total current tax and tax on profit	**192,394**	306,901

Tax assessed for the period is higher than the standard rate of corporation tax in Barbados for the period ended 31 December 2019 of 3% (31 March 2019 – higher than 3%). The differences are explained below.

	Nine months ended 31 December 2019 $	Year ended 31 March 2019 $
Profit before taxation	**742,571**	1,160,061
Tax on profit at standard Barbados corporation rate of 3% (31 Mar 2019 - 3%)	**22,277**	34,802
Effects of:		
Different tax rates in other territories	**109,521**	296,903
Expenses not deductible for tax purposes	**5,715**	8,199
Withholding tax incurred	**11,481**	15,239
Change in tax rate	**(201)**	12,619
Over provision of current and deferred tax	**43,601**	(60,861)
Tax charge for the year	**192,394**	306,901

(expressed in United States dollars)

9 Tangible assets

	Freehold buildings $	Land $	Total $
At 1 April 2019			
Cost	13,163,639	1,965	13,165,604
Accumulated depreciation	(6,236,492)	–	(6,236,492)
Net book amount	6,927,147	1,965	6,929,112
Period ended 31 December 2019			
Opening net book amount at 1 April 2019	6,927,147	1,965	6,929,112
Depreciation charge	(202,467)	–	(202,467)
Closing net book amount at 31 December 2019	**6,724,680**	**1,965**	**6,726,645**
At 31 December 2019			
Cost	13,163,639	1,965	13,165,604
Accumulated depreciation	(6,438,959)	–	(6,438,959)
Net book amount	**6,724,680**	**1,965**	**6,726,645**

Freehold buildings and land that are held for long term rental yields under a long leasehold arrangement and are not occupied by the Company.

The following amounts have been recognised in the statement of comprehensive income:

	Nine months ended 31 December 2019 $	Year ended 31 March 2019 $
Rental income	**1,452,820**	1,937,094
Direct operating expenses arising from investment properties that generate rental income	**202,467**	275,956

(expressed in United States dollars)

10 Debtors

	31 December 2019 $	31 March 2019 $
Amounts owed by group undertakings	**13,533,285**	13,550,720
Short term employee loans	**-**	675
Other receivables	**1,296**	11,790
	13,534,581	13,563,185

Amounts and loans owed by group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

Balances are receivable from various fellow subsidiaries and the parent company.

11 Creditors: amounts falling due within one year

	31 December 2019 $	31 March 2019 $
Amounts owed to group undertakings	**304,475**	345,902
Corporation tax	**1,720,008**	1,861,690
Other taxation and social security	**69,282**	66,266
Other creditors	**491,039**	426,882
	2,584,804	2,700,740

Amounts owed to group undertakings are unsecured, interest free with no fixed terms of repayment and are repayable on demand. Other payables are due within the next 12 months.

12 Creditors: amounts falling due after more than one year

	31 December 2019 $	31 March 2019 $
Amounts owed to parent company	**9,130,872**	9,130,872

Amounts owed to parent company consists of an unsecured intercompany loan of $9,130,872 (31 March 2019 - $9,130,872). This loan has an interest rate of 5% (31 March 2019 - 5%) per annum, with no fixed repayment date, no fixed instalments and is not expected to be repaid within one year. Interest of $348,749 (31 March 2019 - $462,884) was paid on this loan during the period.

(expressed in United States dollars)

13 Provision for liabilities

Deferred tax

The provision for deferred tax consists of the following:

	31 December 2019 $	31 March 2019 $
Balance, beginning of period	**15,095**	15,095
Charge for the year	–	–
Balance, end of period	**15,095**	15,095

Deferred tax assets arising in some overseas jurisdictions have not been recognised. The amounts not recognised are as follows:

	31 December 2019 $	31 March 2019 $
Accelerated capital allowances	**380,645**	(144,143)
Unutilised tax losses	**6,107,357**	6,107,357
	6,488,002	5,963,214
Total deferred tax assets not recognised, at rates of individual territories	**2,229,716**	2,054,596

14 Called up share capital

	31 December 2019 $	31 March 2019 $
Authorised		
250,000 (31 March 2019 - 250,000) ordinary shares of £1 each	**441,680**	441,680
Allotted, called up and fully paid		
250,000 (31 March 2019 - 250,000) ordinary shares of £1 each	**441,680**	441,680

(expressed in United States dollars)

15 Note to the statement of cash flows

	Nine months ended 31 December 2019 $	Year ended 31 March 2019 $
Profit for the financial year	**550,177**	853,160
Tax on profit	**192,394**	306,901
Net interest expense	**348,749**	592,744
Operating profit	**1,091,320**	1,752,805
Foreign exchange adjustments	**(700)**	(173,132)
Depreciation of tangible assets	**202,467**	275,956
Gain on disposal of tangible assets	-	(142,379)
	1,293,087	1,713,250
Working capital movements:		
Decrease in trade and other receivables	**11,169**	1,078
Decrease in intercompany receivables	**17,435**	5,335,415
Decrease in trade and other payables	**214,917**	(3,313)
Decrease in intercompany accounts payable	**(41,427)**	(5,680,791)
Cash flow from operating activities	**1,498,181**	1,365,639

16 Contingencies

The Company has contingent liabilities in respect of bank and other guarantees and other matters arising in the ordinary course of business. It is not anticipated that any material liabilities will arise from the Company providing its assets as security.

(expressed in United States dollars)

17 Related party transactions

The Company is owned by SOL INVESTMENTS SEZC (incorporated in Cayman Islands) which owns 100% of the Company's shares. Sol Investments SEZC is not a listed company. The ultimate controlling party is Parkland Corporation, a publicly traded Canadian company and a North Ameri can independent supplier and marketer of fuel and petroleum products, and a leading convenience store operator.

Parties are considered to be related if one party has the ability to control the other party or exercise significant influence over the other party in making financial or operational decisions.

During the nine months ended 31 December 2019, the Company carried out a number of transactions with related parties in the normal course of business. All these related parties are 100% owned subsidiaries of the Sol Investments SEZC group and so have not been disclosed.

a) Other balances and transactions

- For recharge of employee benefit expenses, see note 6.

b) Directors' emoluments

Payments made for Directors' emoluments in the nine months ended 31 December 2019 and year ended 31 March 2019 were paid by the ultimate parent. The Directors were also directors of a number of other fellow subsidiaries during the periods ended 31 December 2019 and 31 March 2019. It is not practical to allocate the amounts and hence identify the amounts relating to this Company.

c) Key management compensation

The remuneration of key management is borne by other companies within the ultimate parent undertaking group. No charges were recorded in the statement of comprehensive income in the periods ended 31 December 2019 or 31 March 2019.

18 Operating lease commitments

The Company leases properties under non-cancellable operating lease agreements to other related parties. The future minimum lease income under the operating leases are as follows:

	31 December 2019 $	31 March 2019 $
Within one year	**816,624**	1,937,094
From year 2 to 5	**556,333**	161,424
	1,372,957	2,098,518

(expressed in United States dollars)

19 Subsequent event

Beginning in January 2020, global markets have experienced and may continue to experience significant volatility resulting from the spread of a novel coronavirus known as COVID-19. The outbreak of COVID-19 has resulted in travel and border restrictions, quarantines, supply chain disruptions, lower consumer demand and general market uncertainty. The extent and duration of the impact of COVID-19 on global and Caribbean economies, and on consumer demand in markets where the Group operates is uncertain at this point and has the potential to continue to adversely affect the global and Caribbean economies which may negatively impact the performance of the Group. Subsequent to year-end significant declines in the spot price of oil and gas have occurred for various reasons linked to the COVID-19 pandemic. These subsequent events are non-adjusting events in accordance with FRS 102. Whilst these events will adversely impact the company's future results of operations, due to the level of uncertainty surrounding these events, it is not possible to quantify the impact at this time, however, we do not presently anticipate any impairment of assets recorded at the balance sheet date.