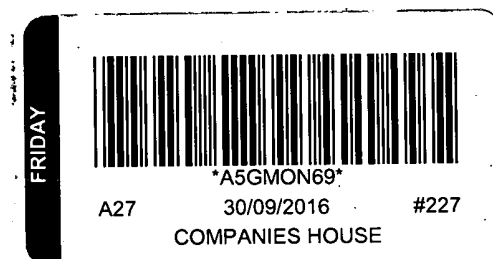


COMPANY REGISTRATION NUMBER: 03006768

CADBURY RUSSIA LIMITED
FINANCIAL STATEMENTS
31 DECEMBER 2015



CADBURY RUSSIA LIMITED

FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2015

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CADBURY RUSSIA LIMITED

DIRECTORS' REPORT

YEAR ENDED 31 DECEMBER 2015

The directors present their report and the audited financial statements of the company for the year ended 31 December 2015.

Directors

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

L A Cutler
M B Foye
T E Jack
C L M Jennings

Principal activities and business review

The principal activity of the company is that of a holding company.

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

Future developments

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

Going concern

On the basis of the current financial projections and facilities available to the company, and with due regard to the company's principal activities during 2015 and its position within the group, the directors, after making enquiries, have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they consider it appropriate to continue to adopt the going concern basis in preparing the annual report and financial statements.

Results and dividends

The loss for the financial year, after taxation was \$1,000 (2014 - profit of \$3,539,000) and at the year end the company had net liabilities of \$221,000 (2014 - net liabilities of \$220,000).

During the year no dividends were received (2014 - \$35,517,000 was received from Cadbury Russia Two Limited) and none were paid during the year (2014 - \$34,398,000 was paid to Brentwick Limited). The directors do not recommend the payment of any dividends.

Principal risks and uncertainties

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

Financial risk management

Market risk

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

CADBURY RUSSIA LIMITED

DIRECTORS' REPORT *(continued)*

YEAR ENDED 31 DECEMBER 2015

Financial risk management (continued)

Credit risk

All receivables during 2015 were with other members of the group. The directors therefore believe there is no credit risk arising from these receivables.

Liquidity risk

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

Directors' responsibilities statement

The directors are responsible for preparing the directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising Financial Reporting Standard 102 The Financial Reporting Standard Applicable in the UK and Republic of Ireland (FRS 102), 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 the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards comprising FRS 102 have been followed, subject to any material departures disclosed and explained in the financial statements;
- notify its shareholders in writing about the use of disclosure exemptions, if any, of FRS 102 used in the preparation of financial statements; 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 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. They 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.

Disclosure of information to auditors

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all steps that 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.

A resolution to reappoint PricewaterhouseCoopers LLP as auditors will be proposed at the forthcoming Annual General Meeting.

CADBURY RUSSIA LIMITED

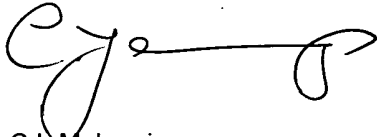
DIRECTORS' REPORT *(continued)*

YEAR ENDED 31 DECEMBER 2015

Small company provisions

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

This report was approved by the board of directors on 22.9.16 and signed on behalf of the board by:

A handwritten signature in black ink, appearing to be 'C L M Jennings', with a long horizontal stroke extending to the right.

C L M Jennings
Director

CADBURY RUSSIA LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF CADBURY RUSSIA LIMITED

YEAR ENDED 31 DECEMBER 2015

Report on the financial statements

Our opinion

In our opinion, Cadbury Russia Limited's financial statements (the "financial statements"):

- give a true and fair view of the state of the company's affairs as at 31 December 2015 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice applicable to Small Entities; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

What we have audited

The financial statements comprise:

- the Statement of financial position as at 31 December 2015;
- the Statement of comprehensive income for the year then ended;
- the Statement of changes in equity for the year then ended; and
- the notes to the financial statements, which include a summary of significant accounting policies and other explanatory information.

The financial reporting framework that has been applied in the preparation of the financial statements is United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law (United Kingdom Generally Accepted Accounting Practice applicable to Smaller Entities).

In applying the financial reporting framework, the directors have made a number of subjective judgements, for example in respect of significant accounting estimates. In making such estimates, they have made assumptions and considered future events.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion, the information given in the Directors' Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Other matters on which we are required to report by exception

Adequacy of accounting records and information and explanations received

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, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.

CADBURY RUSSIA LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF CADBURY RUSSIA LIMITED *(continued)*

YEAR ENDED 31 DECEMBER 2015

Directors' remuneration

Under the Companies Act 2006 we are required to report to you if, in our opinion, certain disclosures of directors' remuneration specified by law are not made. 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: prepare financial statements in accordance with the small companies regime; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

Responsibilities for the financial statements and the audit

Our responsibilities and those of the directors

As explained more fully in the Directors' Responsibilities Statement set out on page 2, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view.

Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland) ("ISAs (UK & Ireland)"). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

This report, including the opinions, has been prepared for and only for the company's shareholders 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.

What an audit of financial statements involves

We conducted our audit in accordance with ISAs (UK & Ireland). An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of:

- whether the accounting policies are appropriate to the company's circumstances and have been consistently applied and adequately disclosed;
- the reasonableness of significant accounting estimates made by the directors; and
- the overall presentation of the financial statements.

We primarily focus our work in these areas by assessing the directors' judgements against available evidence, forming our own judgements, and evaluating the disclosures in the financial statements.

We test and examine information, using sampling and other auditing techniques, to the extent we consider necessary to provide a reasonable basis for us to draw conclusions. We obtain audit evidence through testing the effectiveness of controls, substantive procedures or a combination of both.

CADBURY RUSSIA LIMITED

INDEPENDENT AUDITORS' REPORT TO THE SHAREHOLDERS OF CADBURY RUSSIA LIMITED *(continued)*

YEAR ENDED 31 DECEMBER 2015

In addition, we read all the financial and non-financial information in the financial statements to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.



Phil Harrold (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants & Statutory Auditors
Birmingham

28 September 2016

CADBURY RUSSIA LIMITED
STATEMENT OF COMPREHENSIVE INCOME
YEAR ENDED 31 DECEMBER 2015

	Note	2015 \$000	2014 \$000
Income from shares in group undertakings	5	–	3,543
Interest payable and similar charges	6	<u>(1)</u>	<u>(4)</u>
(Loss)/profit on ordinary activities before taxation		(1)	3,539
Tax on (loss)/profit on ordinary activities	7	<u>–</u>	<u>–</u>
(Loss)/profit for the financial year and total comprehensive income		<u>(1)</u>	<u>3,539</u>

All the activities of the company are from continuing operations.

The notes on pages 10 to 16 form part of these financial statements.

CADBURY RUSSIA LIMITED

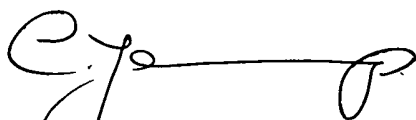
STATEMENT OF FINANCIAL POSITION

31 DECEMBER 2015

	Note	2015 \$000	2014 \$000
Creditors: amounts falling due within one year	10	(221)	(220)
Net current liabilities		(221)	(220)
Total assets less current liabilities		(221)	(220)
Capital and reserves			
Profit and loss account	12	(221)	(220)
Total shareholders' deficit		(221)	(220)

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

These financial statements were approved by the board of directors and authorised for issue on 22.9.16, and are signed on behalf of the board by:



C. M. Jennings
Director

Company registration number: 03006768

The notes on pages 10 to 16 form part of these financial statements.

CADBURY RUSSIA LIMITED

STATEMENT OF CHANGES IN EQUITY

YEAR ENDED 31 DECEMBER 2015

		Profit and loss account \$000
At 1 January 2014		30,639
Profit for the year		<u>3,539</u>
Total comprehensive income for the year		3,539
Dividends paid and payable	8	<u>(34,398)</u>
Total investments by and distributions to owners		(34,398)
At 31 December 2014		(220)
Loss for the year		<u>(1)</u>
Total comprehensive income for the year		(1)
At 31 December 2015		<u><u>(221)</u></u>

The notes on pages 10 to 16 form part of these financial statements.

CADBURY RUSSIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 31 DECEMBER 2015

1. Statement of compliance

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

2. Accounting policies

Basis of preparation

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

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

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

Transition to FRS 102

The entity transitioned from previous UK GAAP to FRS 102 as at 1 January 2014. Details of how FRS 102 has affected the reported financial position and financial performance is given in note 14.

Disclosure exemptions

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

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

This information is included in the consolidated financial statements of Mondelez International Inc., as at 31 December 2015.

Consolidation

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

Related party transactions

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

CADBURY RUSSIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 31 DECEMBER 2015

2. Accounting policies *(continued)*

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.

(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.

Investments in subsidiary undertakings

Investments in subsidiary undertakings are recorded at cost plus incidental expenses less any provision for impairment. Impairment reviews are performed by the directors when there has been an indication of potential impairment.

Financial instruments

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

(i) Financial assets

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

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

CADBURY RUSSIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 31 DECEMBER 2015

2. Accounting policies *(continued)*

Financial instruments *(continued)*

(ii) Financial liabilities

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

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

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

Foreign currencies

(i) Functional and presentation currency

The company's functional and presentation currency is the US Dollar.

(ii) Transactions and balances

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

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

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the profit and loss account except when deferred in other comprehensive income as qualifying cash flow hedges.

Dividends

Dividend income received in the form of in specie assets other than cash is recognised in reserves. Dividend income received in the form of cash is recognised in the profit and loss account. All dividend expense is recognised in reserves. Where dividend income is received that reduces the value of the subsidiary held as an investment in the company's financial statements it is treated as a return of capital and the investment value is reduced by the value of the dividend receipt.

CADBURY RUSSIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 31 DECEMBER 2015

3. Critical accounting judgements and estimation uncertainty

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

Due to the simple nature of the business, the directors have not identified any critical accounting judgements.

Key accounting estimates and assumptions

(i) Going concern basis of accounting

The financial statements have been prepared on a going concern basis, which assumes the company will be able to meet any financial obligations as they fall due.

As at 31 December 2014 the company had net liabilities of \$220,000. This was a result of a distribution being declared to its immediate parent company at a time when there was an unanticipated exchange rate movement. The directors have recapitalised the company on 9 February 2016 in order to extinguish these net liabilities from the immediate parent company Brentwick Limited.

4. Operating profit

The directors did not receive any emoluments for their services as directors of the company during the year. The directors were remunerated by other group companies and no recharges were made. It is not possible to apportion the proportion of the directors' work that was done for the company.

Audit fees for the company are borne on behalf of the company by a fellow subsidiary undertaking and not recharged to the company. An estimated allocation of the audit fee for the year is £4,000 (2014 - £4,000) and includes audit related services in relation to reporting to the entity's ultimate parent company. There were no amounts paid to the auditors in respect of non-audit fees in either year.

The company incurs no employee costs.

5. Income from shares in group undertakings

	2015 \$000	2014 \$000
Income from group undertakings	<u>—</u>	<u>3,543</u>

During the year dividend income of \$35,517,000 was received from Cadbury Russia Two Limited. As this reduced the value of the subsidiary held as an investment in the company's financial statements \$31,974,000 of this was treated as a return of capital which reduced the investment value to zero. The remaining \$3,543,000 was treated as income from shares in group undertakings.

6. Interest payable and similar charges

	2015 \$000	2014 \$000
Other interest payable and similar charges	<u>1</u>	<u>4</u>

CADBURY RUSSIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 31 DECEMBER 2015

7. Tax on (loss)/profit on ordinary activities

Reconciliation of tax income

The tax assessed on the loss on ordinary activities for the year is the same as (2014: lower than) the standard rate of corporation tax in the UK of 20.25% (2014: 21.50%).

	2015 \$000	2014 \$000
(Loss)/profit on ordinary activities before taxation	(1)	3,539
(Loss)/profit multiplied by the standard rate of tax in the UK	—	761
Group relief not paid for	—	1
Income not subject to tax	—	(762)
Tax on (loss)/profit on ordinary activities	—	—

Factors that may affect future tax income

The tax rate for the current period is lower than the prior period due to changes in the UK Corporation Tax rate which decreased from 21% to 20% from 1 April 2015.

Further reductions to the UK Corporation Tax rates were enacted as part of the Finance (No 2) Act 2015 which received royal assent on 18 November 2015. These reduce the main corporation tax rate to 19% from 1 April 2017 and 18% from 1 April 2020.

An additional change to the UK Corporation Tax rate was announced in the chancellor's budgets on 16 March 2016. This proposes a further reduction to the main Corporation Tax rate to reduce it to 17% from 1 April 2020. As this change had not been substantively enacted at the balance sheet date the impact is not included in these financial statements.

8. Dividends

Dividends paid during the year (excluding those for which a liability existed at the end of the prior year):

	2015 \$000	2014 \$000
Dividends paid to group undertakings	—	34,398

9. Investments in subsidiary undertakings

	Shares in group undertakings \$000
Cost	
At 1 January 2015 and 31 December 2015	3,834
Impairment	
At 1 January 2015 and 31 December 2015	3,834
Net book value	
At 1 January 2015 and 31 December 2015	—

CADBURY RUSSIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 31 DECEMBER 2015

9. Investments in subsidiary undertakings *(continued)*

The investment held in Cadbury CIS B.V. is incorporated in the Netherlands and the investment held in Cadbury Russia Two Limited is incorporated in England and Wales. Both are for 100% of the equity share capital. The directors do not believe that the carrying values of these investments is supported by their underlying fair market values.

As at 31 December 2014 a decision was made to impair the value of the company's investment in Cadbury Russia Two Limited as its carrying value was not supported by its underlying net asset value. The value of the remaining investments is \$nil (2014 - \$Nil).

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

	Country of incorporation	Principal activity	Holding
Cadbury Russia Two Limited	UK	Holding	100%
Cadbury CIS B.V.	Netherlands	Distribution	100%

10. Creditors: amounts falling due within one year

	2015 \$000	2014 \$000
Amounts owed to group undertakings	<u>221</u>	<u>220</u>

Amounts owed to group undertakings in relation to cash pooling loans are unsecured, incur interest at the London Interbank Mean Rate (LIMEAN) plus 0.25% and are repayable on demand. All other loans are non-interest bearing.

11. Called up share capital

Issued, called up and fully paid

	2015		2014	
	No	\$000	No	\$000
Ordinary shares of \$1 each	1	—	1	—
Ordinary shares of £1 each	<u>164</u>	—	<u>164</u>	—
	<u>165</u>	—	<u>165</u>	—

12. Reserves

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

13. Controlling party

At 31 December 2015 the immediate parent company is Brentwick Limited.

At 31 December 2015 the company's ultimate parent company and controlling party was Mondelez International Inc., incorporated in the United States of America. This is the parent company of the smallest and largest group to consolidate these financial statements. Copies of the consolidated financial statements of Mondelez International Inc. are available on application from the company Secretary, Cadbury House, Sanderson Road, Uxbridge, UB8 1DH.

CADBURY RUSSIA LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

YEAR ENDED 31 DECEMBER 2015

14. Transition to FRS 102

These are the first financial statements that comply with FRS 102. The company transitioned to FRS 102 on 1 January 2014.

No transitional adjustments which reconcile profit for the financial year ended 31 December 2014 and the total equity as at 1 January 2014 and 31 December 2014 have been presented as no material changes were identified.