AB InBev Africa Holdings II Limited (formerly SABMiller Africa Holdings II Limited)

Annual report and unaudited financial statements

Year ended

31 December 2017

Company Number 09930929

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AB InBev Africa Holdings II Limited (formerly SABMiller Africa Holdings II Limited)

Company information

Directors	G G Besson L A Swartz W S Van-Rooyen D Pask A S Murray
Company secretaries	Brodies Secretarial Services Limited D Pask
Registered number	09930929
Registered office	Ab Inbev House Church Street West Woking GU21 6HT
Accountants	BDO LLP Thames Tower Station Road Reading Berkshire RG1 1LX

AB InBev Africa Holdings II Limited (formerly SABMiller Africa Holdings II Limited)

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AB InBev Africa Holdings II Limited (formerly SABMiller Africa Holdings II Limited)

Strategic report
for the year ended 31 December 2017

The directors present their Strategic report for AB InBev Africa Holdings II Limited (the "Company") for the year ended 31 December 2017.

Review of activities and future developments

The company was incorporated on 29 December 2015 and the principal activity of the Company is to act as a holding and financing company within the Anheuser-Busch InBev Group (the "Group").

On 28 September 2016, the shareholders of SABMiller plc, the then ultimate parent undertaking, approved an offer by Anheuser-Busch InBev SA/NV to acquire SABMiller plc (the "transaction"). Prior to the completion of the transaction, on 6 October 2016, SABMiller plc delisted from the London Stock Exchange and re-registered as a private limited company under the name SABMiller Limited. On 8 October 2016, Anheuser-Busch InBev SA/NV acquired SABMiller Limited and on 10 October 2016, control of the SABMiller Group transferred to Anheuser-Busch InBev SA/NV and the SABMiller Group became part of the AB InBev Group. As a result of the business combination there may be an impact on the activities of the Company in the future.

With effect from 25 August 2017 the Company's name changed from SABMiller Africa Holdings II Limited to AB InBev Africa Holdings II Limited.

No significant change in the business of the Company is expected in the foreseeable future.

Results

The Company recorded a profit for the financial year ended 31 December 2017 of US$5,165,000 (period ended 31 December 2016: US$19,693,000). The Company received income from shares in subsidiary undertakings of US$nil (period ended 31 December 2016: US$15,073,000) and income from shares in associated undertakings of US$1,195,000 (period ended 31 December 2016: US$4,545,000). The detailed results are set out in the profit and loss account and other comprehensive income on page 6.

Details of movements during the period in investments, debtors and creditors can be found in notes 10 to 12 to the financial statements.

Principal risks and uncertainties

From the perspective of the Company, during the period under review the principal risks and uncertainties were integrated with the principal risks of the AB InBev Group and were not managed separately. Accordingly, the *principal risks and uncertainties of Anheuser-Busch InBev SA/NV include those of the Company and are* described in the risks and uncertainties section of the Group's 31 December 2017 annual report which does not form part of this report. The consolidated financial statements for Anheuser-Busch InBev SA/NV for the year ended 31 December 2017 are available at the address detailed in note 2 to these financial statements.

AB InBev Africa Holdings II Limited (formerly SABMiller Africa Holdings II Limited)

Strategic report (continued)
for the year ended 31 December 2017

Key performance indicators ("KPIs")

Given the straightforward nature of the business, the Company's directors are of the opinion that analysis using KPIs is not necessary for an understanding of the development, performance or position of the business.

This report was approved by the board and signed on its behalf.

.....
D Pask
Company Secretary

Date: 16/01/2019

AB InBev Africa Holdings II Limited (formerly SABMiller Africa Holdings II Limited)

Directors' report
for the year ended 31 December 2017

The directors present their report and unaudited financial statements of the Company for the year ended 31 December 2017.

Dividends

The directors declared and paid interim dividends of US$nil (period ended 31 December 2016: US$15,073,000). No final dividend is proposed (period ended 31 December 2016: US$nil).

Financial risk management

The Company is a subsidiary undertaking within the Group. Cash funds of the Group are managed at a group level. Interest is received and paid by the Company on certain loans with other Group companies.

Liquidity and interest rate risk

The Company's arrangements with the Group, as described above, ensure it can access the funds needed to meet its liquidity requirements as cash can be obtained through group funding. Interest receivable and payable on loans with other group companies are calculated at either fixed or at floating rates of interest. The Group's liquidity requirements and interest rate risks are managed at a group level.

Currency risk

The Company's functional currency is US Dollar and it also presents its financial statements in US Dollar. Some transactions undertaken by the Company are denominated in currencies other than US Dollar.

Directors

The following directors held office during the year and up to the date of signing the financial statements:

G G Besson
L A Swartz
W S Van-Rooyen
D Pask (appointed 1 April 2017)
A S Murray (appointed 29 April 2017)
M L Moreira (resigned 31 March 2017)
B R Hirsch (resigned 22 May 2017)
J A Kirby (resigned 31 May 2017)
N Sheik (resigned 31 October 2017)

Directors' insurance and indemnity

Anheuser-Busch InBev SA/NV maintains directors' and officers' liability insurance in respect of its directors and those directors of its subsidiary companies.

AB InBev Africa Holdings II Limited (formerly SABMiller Africa Holdings II Limited)

Directors' report (continued)
for the year ended 31 December 2017

Statement of directors' responsibilities

The directors are responsible for preparing the Strategic report, 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 period. Under that law the directors have prepared the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101").

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 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 United Kingdom Accounting Standards, including FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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.

Independent auditors

As a result of the Company taking Exemption from the requirement to have an audit under the provisions of section 479A of the Companies Act 2006 ("the Act"), PricewaterhouseCoopers LLP are not deemed to be reappointed as auditors, and thus, have resigned as auditors of the Company.

The directors' approval of the financial statements appears on page 7.

This report was approved by the board and signed on its behalf.

.....
A S Murray
Director

Date: 14/01/2019

AB InBev Africa Holdings II Limited (formerly SABMiller Africa Holdings II Limited)

Chartered accountants' report to the board of directors on the unaudited financial statements of AB InBev Africa Holdings II Limited

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In order to assist you to fulfil your duties under the Companies Act 2006, we have prepared for your approval the financial statements of AB InBev Africa Holdings II Limited for the year ended 31 December 2017 which comprise the Profit and loss account and other comprehensive income, the Balance sheet and the Statement of changes in equity and the related notes from the Company's accounting records and from information and explanations you have given us.

As a practicing member firm of the Institute of Chartered Accountants in England and Wales (ICAEW), we are subject to its ethical and other professional requirements which are detailed at http://www.icaew.com/en/members/regulations-standards-and-guidance/.

This report is made solely to the board of directors of AB InBev Africa Holdings II Limited, as a body, in accordance with the terms of our engagement letter dated 11 September 2017. Our work has been undertaken solely to prepare for your approval the accounts of AB InBev Africa Holdings II Limited and state those matters that we have agreed to state to the board of directors of AB InBev Africa Holdings II Limited, as a body, in this report in accordance with ICAEW Technical Release TECH07/16AAF. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than AB InBev Africa Holdings II Limited and its board of directors as a body for our work or for this report.

It is your duty to ensure that AB InBev Africa Holdings II Limited has kept adequate accounting records and to prepare statutory accounts that give a true and fair view of the assets, liabilities, financial position and profit of AB InBev Africa Holdings II Limited. You consider that AB InBev Africa Holdings II Limited is exempt from the statutory audit requirement for the year.

We have not been instructed to carry out an audit or a review of the financial statements of AB InBev Africa Holdings II Limited. For this reason, we have not verified the accuracy or completeness of the accounting records or information and explanations you have given to us and we do not, therefore, express any opinion on the statutory accounts.

BDO LLP

BDO LLP
Chartered Accountants
Reading
UK

Date: 14/01/2019

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

AB InBev Africa Holdings II Limited (formerly SABMiller Africa Holdings II Limited)

Profit and loss account and other comprehensive income
for the year ended 31 December 2017

	Note	**1 January 2017 to 31 December 2017 US$('000s)**	29 December 2015 to 31 December 2016 US$('000s)
Income from shares in group undertakings		**1,195**	19,618
Other operating expenses	4	**(216)**	(14)
Profit on disposal of investments	10	**3,828**	-
Profit on ordinary activities before interest and taxation		**4,807**	19,604
Finance income	6	**898**	28
Finance expense	7	**(105)**	-
Profit on ordinary activities before taxation		**5,600**	19,632
Taxation on profit on ordinary activities	8	**(435)**	61
Profit for the financial year / period		**5,165**	19,693
Total comprehensive income for the year / period		**5,165**	19,693

All activities during the year / period are in respect of continuing activities.

The notes on pages 9 to 23 form part of these financial statements.

AB InBev Africa Holdings II Limited (formerly SABMiller Africa Holdings II Limited)

Registered number: 09930929

Balance sheet
as at 31 December 2017

	Note		2017 US$('000s)		2016 US$('000s)
Fixed assets					
Available for sale investments	10		-		194,591
Current assets					
Debtors: amounts falling due within one year	11	**203,260**		1,021	
Current liabilities					
Creditors: amounts falling due within one year	12	**(4,527)**		(2,044)	
Net current assets/(liabilities)			**198,733**		(1,023)
Net assets			**198,733**		193,568
Capital and reserves					
Called up share capital	15,16		**251**		251
Share premium account	16		**188,697**		188,697
Profit and loss account	16		**9,785**		4,620
Total shareholders' funds			**198,733**		193,568

The directors consider that the Company is entitled to exemption from the requirement to have an audit under the provisions of section 479A of the Companies Act 2006 ("the Act") relating to subsidiary companies.

The members have not required the Company to obtain an audit of its financial statements for the year in question in accordance with section 476 of the Act.

The directors acknowledge their responsibility for complying with the requirements of the Act with respect to accounting records and for the preparation of accounts.

The financial statements were approved and authorised for issue by the board of directors and were signed on its behalf by:

.....

A S Murray
Director

Date: 14/01/2019

The notes on pages 9 to 23 form part of these financial statements.

AB InBev Africa Holdings II Limited (formerly SABMiller Africa Holdings II Limited)

Statement of changes in equity
for the year ended 31 December 2017

	Called up share capital US$('000s)	Share premium account US$('000s)	Profit and loss account US$('000s)	Total shareholders' funds US$('000s)
At 29 December 2015	-	-	-	-
Comprehensive income for the period				
Profit for the financial period	-	-	19,693	19,693
Total comprehensive income for the period	-	-	19,693	19,693
Share premium on issue of ordinary share capital	-	188,697	-	188,697
Issue of ordinary share capital	251	-	-	251
Dividend paid (note 9)	-	-	(15,073)	(15,073)
Total transactions with owners	251	188,697	(15,073)	173,875
At 31 December 2016	251	188,697	4,620	193,568
Comprehensive income for the year				
Profit for the financial year	-	-	5,165	5,165
Total comprehensive income for the year	-	-	5,165	5,165
At 31 December 2017	251	188,697	9,785	198,733

The notes on pages 9 to 23 form part of these financial statements.

AB InBev Africa Holdings II Limited (formerly SABMiller Africa Holdings II Limited)

Notes to the financial statements
for the year ended 31 December 2017

1. Presentation of financial statements

The Company's financial statements are prepared using the US Dollar as the presentational currency. The US Dollar is also the Company's functional currency, representing the currency of the primary economic environment in which the Company operates.

The Company is a private company limited by shares and is incorporated and domiciled in England and Wales. The address of its registered office is: AB InBev House, Church Street West, Woking, Surrey, GU21 6HT, United Kingdom.

2. Accounting policies

Basis of preparation

These financial statements have been prepared in accordance with *Financial Reporting Standard 101 Reduced Disclosure Framework* ("FRS 101"). The amendments to FRS 101 (2013/14, 2014/15 and 2015/16 cycle) issued in July 2014, July 2015 and July 2016 effective immediately have been applied.

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

The Company's ultimate parent undertaking, Anheuser-Busch InBev SA/NV includes the Company in its consolidated financial statements. The consolidated financial statements of Anheuser-Busch InBev SA/NV are prepared in accordance with International Financial Reporting Standards as adopted by the EU and are available to the public and may be obtained from the Corporate Secretary at Anheuser-Busch InBev SA/NV, Brouwerijplein 1, B-3000 Leuven, Belgium.

The preparation of financial statements in conformity with FRS 101 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 area 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.

The following exemptions from the requirements of EU adopted IFRS have been applied in the preparation of these financial statements, in accordance with FRS 101:

- The following paragraphs of IAS 1, 'Presentation of financial statements':
  - 10(d), (statement of cash flows)
  - 10(f) (a statement of financial position as at the beginning of the preceding period when an entity applies an accounting policy retrospectively or makes a retrospective restatement of items in its financial statements, or when it reclassifies items in its financial statements)
  - 16 (statement of compliance with all IFRS)
  - 38A (requirement for minimum of two primary statements, including cash flow statements)
  - 38B-D (additional comparative information)
  - 111 (cash flow statement information)
- IAS 7, 'Statement of cash flows'
- Paragraph 30 and 31 of IAS 8 'Accounting policies, changes in accounting estimates and errors' (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective)
- The requirements in IAS 24, 'Related party disclosures' to disclose related party transactions entered into between two or more members of a group.

2. Accounting policies (continued)

Basis of preparation (continued)

As the consolidated financial statements of Anheuser-Busch InBev SA/NV include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- Certain disclosures required by IAS 36 'Impairment of assets' in respect of the impairment of goodwill and indefinite life intangible assets; and
- The disclosures required by IFRS 7 and IFRS 13 regarding financial instruments disclosures have not been provided apart from those which are relevant to the financial instruments which are held at fair value and are not held as part of a trading portfolio or as derivatives.

The financial statements are prepared on a going concern basis, under the historical cost convention, as modified by the fair valuation of financial instruments. The accounting policies, which have been applied consistently throughout the period, are set out below

Exemption from preparation of consolidated financial statements

The financial statements contain information about AB InBev Africa Holdings II Limited as an individual company and do not contain consolidated financial information as the parent of a group. The Company has taken advantage of the exemption conferred by s400 of the Companies Act 2006 not to produce consolidated financial statements as it is included in the EEA accounts of a larger group.

Dividend income from group undertakings

Dividends receivable from subsidiary undertakings are recognised in profit or loss when the right to the dividend income has been established. Interim dividends are recognised when paid and any final dividends receivable are recognised when declared at a general meeting.

Interest income

Interest income is recognised on an accruals basis using the effective interest method.

When a receivable is impaired, the Company reduces the carrying amount to its recoverable amount by discounting the estimate future cash flows at the original effective interest rate, and continuing to unwind the discount as interest income.

Foreign exchange

Transactions in foreign currencies are translated to the Company's functional currency at the foreign exchange rate ruling at the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are retranslated to the functional currency at the foreign exchange rate ruling at that date.

Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the exchange rate at the date of the transaction.

Foreign exchange gains and losses are recognised within profit or loss.

2. Accounting policies (continued)

Interest expense on loans from fellow group undertakings

Interest expense on loans in respect of borrowings from other subsidiaries within the Group is recognised on an amortised cost basis using the effective interest rate method.

Current and deferred taxation

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 which case it is recognised in other comprehensive income or directly in equity, respectively.

Current tax expense is based on the results for the period as adjusted for items that are not taxable or not deductible. The Company's liability for current taxation is calculated using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is provided in full using the liability method, in respect of all temporary differences arising between the tax bases of assets and liabilities and their carrying values, except where the temporary difference arises from goodwill (in the case of deferred tax liabilities) or from the initial recognition (other than a business combination) of other assets and liabilities in a transaction that affects neither accounting nor taxable profit.

Deferred tax liabilities are recognised where the carrying value of an asset is greater than its tax base, or where the carrying value of a liability is less than its tax base. Deferred tax is recognised in full on temporary differences arising from investment in subsidiaries, associates and joint ventures, except 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. This includes taxation in respect of the retained earnings of overseas subsidiaries only to the extent that, at the balance sheet date, dividends have been accrued as receivable or a binding agreement to distribute past earnings in future periods has been entered into by the subsidiary. Deferred income tax is also recognised in respect of the unremitted retained earnings of overseas associates and joint ventures as the Company is not able to determine when such earnings will be remitted and when such additional tax such as withholding taxes might be payable.

A net deferred tax asset is regarded as recoverable and therefore recognised only when, on the basis of all available evidence, it is expected that sufficient existing taxable temporary differences will reverse in the future or there will be sufficient taxable profit available against which the temporary differences (including carried forward tax losses) can be utilised.

Deferred tax is measured at the tax rates expected to apply in the periods in which the timing differences are expected to reverse based on tax rates and laws that have been enacted or substantively enacted at balance sheet date. Deferred tax is measured on a non-discounted basis.

Available for sale investments

Investments are designated as available for sale equity instruments at fair value less transaction costs that are directly attributable to the acquisition of the instruments. Any subsequent gains or losses from the fair value revaluation is recognized through other comprehensive income.

The Company assesses at each reporting date whether there is objective evidence that an investment is impaired, the cumulative loss that has been recognized in other comprehensive income is reclassified from equity to profit or loss as a reclassification adjustment. Impairment losses recognised in profit or loss is not reversed through profit or loss.

2. Accounting policies (continued)

Financial instruments

Financial instruments comprise investments in equity securities, loans receivable and borrowings.

Financial assets and financial liabilities are initially recorded at fair value (plus any directly attributable transaction costs except in the case of those classified at fair value through profit or loss).

Financial assets are recognised when the Company has rights or other access to economic benefits. Such assets consist of cash, equity instruments, a contractual right to receive cash or another financial asset, or a contractual right to exchange financial instruments with another entity on potentially favourable terms. Financial assets are derecognised when the rights to receive cash flows from the asset have expired or have been transferred and the Company has transferred substantially all risks and rewards of ownership.

Financial liabilities are recognised when there is an obligation to transfer benefits and that obligation is a contractual liability to deliver cash or another financial asset or to exchange financial instruments with another entity on potentially unfavourable terms. Financial liabilities are derecognised when they are extinguished, that is discharged, cancelled or expired. If a legally enforceable right exists to set off recognised amounts of financial assets and liabilities, which are in determinable monetary amounts, and there is the intention to settle net, the relevant financial assets and liabilities are offset.

Financial instruments issued by the Company are treated as equity only to the extent that they meet the following two conditions:

(a) they include no contractual obligations upon the Company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Company; and

(b) where the instrument will or may be settled in the Company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the Company's own equity instruments or is a derivative that will be settled by the Company exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the Company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

2. Accounting policies (continued)

Financial instruments (continued)

Non derivative financial instruments

Non-derivative financial instruments comprise investments in equity and debt securities, cash and cash equivalents, loans receivable and borrowings, and issued financial guarantee contracts.

Trade and other creditors
Trade and other creditors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method.

Loans receivable and borrowings
Loans receivable and borrowings are recognised initially at fair value less attributable transaction costs. Subsequent to initial recognition, they are stated at amortised cost using the effective interest method, less any impairment losses.

Derivative financial instruments

Derivative financial instruments are recognised at fair value. The gain or loss on remeasurement to fair value is recognised immediately in profit or loss. However, where derivatives qualify for hedge accounting, recognition of any resultant gain or loss depends on the nature of the item being hedged.

The *derivative instruments used by the Company, which are used solely for hedging purposes i.e.* to offset foreign exchange and interest rate risks, comprise interest rate swaps, cross currency swaps and forward foreign exchange contracts. Such derivative instruments are used to alter the risk profile of an existing underlying exposure of the Company in line with the Company's risk management policies.

The Company manages some of the Group's commodity risks by entering into commodity derivatives with external counterparties. The Company mitigates its own risk by entering into offsetting trades with the Group companies which hold the exposure.

Impairment of financial assets

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. For financial instruments measured at cost less impairment an impairment is calculated as the difference between its carrying amount and the best estimate of the amount that the Company would receive for the asset if it were to be sold at the reporting date. Interest on the impaired asset continues to be recognised through the unwinding of the discount. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Share capital

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

2. Accounting policies (continued)

Dividend payable

Dividend distributions to equity shareholders are recognised as a liability in the financial statements of the Company in the period in which the dividends are approved by the Company's shareholders. Interim dividends are recognised when paid.

Dividends declared after the balance sheet date are not recognised, as there is no present obligation at the balance sheet date.

3. Key estimates and judgements

In determining and applying accounting policies, judgement is often required where the choice of specific policy, assumption or accounting estimate to be followed could materially affect the reported results or net position of the Company, should it later be determined that a different choice be more appropriate.

Management considers the following to be the areas of significant judgement and estimation for the Company due to greater complexity and/or particularly subject to the exercise of judgement.

Valuation of available for sale financial assets
Available for sale financial assets are valued at the fair value of net underlying net assets less disposal costs.

4. Other operating expenses

	1 January 2017 to 31 December 2017 US$('000s)	29 December 2015 to 31 December 2016 US$('000s)
Management fees expense	**-**	7
Other operating costs	**216**	7
Total other operating expenses	**216**	14

5. Key management compensation and employees

Key management personnel are considered to be the directors and the secretary of the Company. The Company had no employees in the year (period ended 31 December 2016: none). None of the key management personnel received any remuneration for their services as key management personnel of the Company (period ended 31 December 2016: none) and are not employed by the Company.

During the year, no (period ended 31 December 2016: eight) key management personnel exercised options over US 10 cent shares in ABI SAB Group Holding Limited. This is accounted for by the employing company within the Group. No (period ended 31 December 2016: none) key management personnel exercised options in Anheuser-Busch InBev SA/NV.

Pension contributions, on behalf of the key management personnel, were made by their employing companies within the Group.

6. Finance income

	1 January 2017 to 31 December 2017 US$('000s)	29 December 2015 to 31 December 2016 US$('000s)
Interest receivable from fellow Group undertakings	**737**	8
Foreign exchange gain	**161**	20
Total finance income	**898**	28

7. Finance expense

	1 January 2017 to 31 December 2017 US$('000s)	29 December 2015 to 31 December 2016 US$('000s)
Interest payable to fellow Group undertakings	**105**	-

8. Taxation on profit on ordinary activities

Analysis of credit in the year / period

	1 January 2017 to 31 December 2017 US$('000s)	29 December 2015 to 31 December 2016 US$('000s)
Current tax		
Adjustments in respect of prior periods	**374**	-
Total taxation result	**374**	-
Deferred taxation		
Origination and reversal of timing differences	**61**	(61)
Deferred taxation	**61**	(61)
Total taxation result / credit	**435**	(61)

8. Taxation on profit on ordinary activities (continued)

Factors affecting the taxation credit for the year / period

The tax assessed for the year is lower than (period ended December 2016: lower than) than the South African standard rate of corporation tax for the year ended 31 December 2017 of 28% (period ended 31 December 2016: 28%). The differences are explained below:

	1 January 2017 to 31 December 2017 US$('000s)	29 December 2015 to 31 December 2016 US$('000s)
Profit on ordinary activities before taxation	**5,599**	19,632
Tax charge at South African standard rate of corporation tax of 28% (period ended 31 December 2016: 28%)	**1,568**	5,497
Effects of:		
Exempt dividend income	**(335)**	(5,493)
Non-taxable foreign exchange movements	**-**	(67)
Impact of foreign exchange	**(125)**	-
Adjustment to tax charge in respect of prior periods (current tax)	**374**	-
Utilisation of prior year's tax losses	**61**	-
Non-taxed income on sale of investment	**(1,108)**	-
Expenses not deductible for tax purposes	**-**	2
Total taxation result / credit	**435**	(61)

Deferred tax assets in respect of tax losses are not recognised unless there is convincing evidence that existing taxable temporary differences will reverse in the future or there will be sufficient taxable profits in future years to recover the assets. At 31 December 2017, a deferred tax asset of US$nil (2016: US$61,193) has been recognised in full for the tax losses arising in the year.

9. Dividends

	2017 US$('000s)	2016 US$('000s)
Interim paid: US$nil (period ended 31 December 2016: US$79.73) each per Ordinary share	**-**	15,073

10. Available for sale investments

	US$('000s)
Cost	
At 1 January 2017	**194,591**
Disposals	**(194,591)**
At 31 December 2017	-
Net book value	
At 31 December 2017	-
At 31 December 2016	194,591

Disposal

During the year, the Company sold all its investment holding of 3.46% in Coca-Cola Beverages Africa (Pty) Ltd ('CCBA') to The Coca-Cola Company and recognised a gain of US$3,828,000.

During the prior period, on 11 October 2016, Anheuser-Busch InBev SA/NV was notified by The Coca-Cola Company of its intention to acquire Anheuser-Busch InBev SA/NV's stake in CCBA. On 21 December 2016, The Coca-Cola Company and the Company reached an agreement regarding the transition of Anheuser-Busch InBev SA/NV's 54.5% equity stake in CCBA for 3.15 billion US dollars, after customary adjustments. CCBA includes the Coca-Cola bottling operations in South Africa, Namibia, Kenya, Uganda, Tanzania, Ethiopia, Mozambique, Ghana, Mayotte and Comoros. In addition, the companies have reached an agreement in principle for The Coca-Cola Company to acquire the Anheuser-Busch InBev SA/NV's indirect interests/assets in bottling operations in Zambia, Zimbabwe, Botswana, Swaziland, Lesotho, El Salvador and Honduras for an undisclosed amount. The transactions are subject to the relevant regulatory and minority approvals.

11. Debtors: amounts falling due within one year

	2017 US$('000s)	2016 US$('000s)
Loans owed by fellow Group undertakings	**203,140**	957
Amounts owed by fellow Group undertakings	**120**	3
Deferred taxation	**-**	61
	203,260	1,021

Loans owed by fellow Group undertakings are unsecured, bear interest at a floating rate of one month LIBOR (or currency equivalent) with spreads ranging from minus 0.125% to plus 1.10% (period ended 31 December 2016: minus 0.125% to plus 0.8%), and are repayable on demand with no fixed repayment date.

Amounts owed by fellow group undertakings are unsecured, interest free and are repayable on demand.

12. Creditors: amounts falling due within one year

	2017 US$('000s)	2016 US$('000s)
Amounts owed to fellow Group undertakings	**4,153**	2,037
Corporation tax prior year adjustment	**374**	-
Accruals and deferred income	**-**	7
	4,527	2,044

Loans owed to fellow Group undertakings bear interest at a rate of one month LIBOR with spreads ranging from minus 12.5 basis points to plus 110 basis points (period ended 31 December 2016: minus 12.5 basis points to plus 80 basis points) and are unsecured and repayable on demand.

13. Financial instrument disclosures

The Company has the following financial assets and liabilities measured through profit or loss:

	Carrying value	Fair value measurement using quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
	US$('000s)	US$('000s)	US$('000s)	US$('000s)
31 December 2017				
Financial assets measured at fair value:				
available for sale financial asset	-	-	-	-
Total financial assets	-	-	-	-

	Restated Carrying value	*Fair value* measurement using quoted prices in active markets (Level 1)	Significant observable inputs (Level 2)	Significant unobservable inputs (Level 3)
	US$('000s)	US$('000s)	US$('000s)	US$('000s)
31 December 2016				
Financial assets measured at fair value:				
available for sale financial asset	194,591	-	-	194,591
Assets for which fair values are disclosed:				
Intercompany loans (1)	-	-	-	-
Total financial assets	194,591	-	-	194,591

(1) The intercompany loans disclosed in prior year were repayable on demand and therefore equal to their book value. The table has been restated to reflect the fact they should not be disclosed at fair value.

Available for sale financial asset
The available for sale financial asset relates to a 3.46% investment in Coca-Cola Beverages Africa (Pty) Limited. During the year, the Company disposed this investment to The Coca-Cola Company, detail see note 10. The valuation model for this investment is based on the value of the underlying businesses, using a combination of discounted cash flows and market valuation techniques.

Intercompany debtors and creditors
Management consider that the fair value of all intercompany debtors and creditors that are repayable on demand is equal to their book value. The fair value of other intercompany debtors is calculated using a discounted cashflow model. These debtors are classified within level 2 of the fair value hierarchy. Fair value is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the balance sheet date.

14. Deferred taxation

	2017 US$('000s)
At beginning of year	**61**
Utilised in year	**(61)**
At end of year	**-**

The deferred tax asset is made up as follows:

	2017 US$('000s)	2016 US$('000s)
Tax losses carried forward	-	61
	-	61

15. Share capital

	2017 US$('000s)	2016 US$('000s)
Allotted and fully paid		
189,055 (period ended 31 December 2016: 189,055) Ordinary shares of £1 each	**251**	251
1 (period ended 31 December 2016: 1) Redeemable preference share of £1 each	-	-
	251	251

15. Share capital (continued)

The holders of ordinary shares are entitled to receive dividends as declared from time to time are entitled to one vote per share at meeting of the Company.

The holders of preference share rank ahead of ordinary shares and may be paid an amount in priority to any payment of dividends to the holders of the ordinary shares.

16. Reserves

Reserves are comprised of the following:

Called up share capital represents the nominal value of shares subscribed for.

Share premium account represents amounts subscribed for share capital in excess of nominal value, net of issue costs.

The Company's profit and loss account represents cumulative profits or losses net of transactions with owners (e.g. dividends) not recognised elsewhere.

17. Capital commitments and contingent liabilities

There were no capital commitments or material contingent liabilities at 31 December 2017 (period ended 31 December 2016: US$nil).

18. Related party transactions

During the period the Company had transactions with members of the Group in which the Group does not hold a 100% interest as follows:

	1 January 2017 to 31 December 2017 US$('000s)	29 December 2015 to 31 December 2016 US$('000s)
Dividend income from fellow group and associate undertakings	**1,195**	19,618

At 31 December

	2017 US$('000s)	2016 US$('000s)
Loans owed by fellow group undertakings	**2**	2
Amounts owed to fellow group undertakings	**-**	(2,030)
	2	(2,028)

19. *Ultimate parent and control*

The immediate parent undertakings as at 31 December 2017 were AB InBev Africa Holdings Limited (formerly SABMiller Africa Holdings Limited), a company incorporated in England and Wales, and Investrat, S.A., a company registered in Luxembourg. Ab InBev Africa Holdings Limited holds 71.28% of the Ordinary shares issued and Investrat, S.A. holds 28.72% of the issued Ordinary shares and 100% of the issued Preference share capital.

At 31 December 2017 the ultimate parent undertaking and controlling party was Anheuser-Busch InBev SA/NV, a company incorporated in Leuven, Belgium. Anheuser-Busch InBev SA/NV is the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of Anheuser-Busch InBev SA/NV's consolidated financial statements can be obtained from the Corporate Secretary at Anheuser-Busch InBev SA/NV, Brouwerijplein 1, B-3000 Leuven, Belgium.

AA06

Statement of guarantee by a parent undertaking of a subsidiary company

Presenter information

You do not have to give any contact information, but if you do it will help Companies House if there is a query on the form. The contact information you give will be visible to searchers of the public record.

Contact name

Company name

Address

Post town

County/Region

Postcode

Country

DX

Telephone

Checklist

We may return forms completed incorrectly or with information missing.

Please make sure you have remembered the following:

- ☐ The company name and number match the information held on the public Register.
- ☐ You have entered the date of the financial year in Section 2.
- ☐ You have completed Section 3.
- ☐ You have entered the date of the statement in Section 4.
- ☐ A representative of the parent has signed their name in Section 5.
- ☐ A director of the subsidiary has signed the form.
- ☐ To benefit from one of these exemptions, the subsidiary must also submit the following documents to the registrar of companies on or before the date on which its accounts are due:
  - a written notice that all members of the subsidiary agree to the exemption in respect of the relevant financial year; and
  - a copy of the parent undertaking's consolidated accounts, including a copy of the auditor's report and the annual report on those accounts.

Important information

Please note that all information on this form will appear on the public record.

Where to send

You may return this form to any Companies House address, however for expediency we advise you to return it to the appropriate address below:

For companies registered in England and Wales:
The Registrar of Companies, Companies House,
Crown Way, Cardiff, Wales, CF14 3UZ.
DX 33050 Cardiff.

For companies registered in Scotland:
The Registrar of Companies, Companies House,
Fourth floor, Edinburgh Quay 2,
139 Fountainbridge, Edinburgh, Scotland, EH3 9FF.
DX ED235 Edinburgh 1
or LP - 4 Edinburgh 2 (Legal Post).

For companies registered in Northern Ireland:
The Registrar of Companies, Companies House,
Second Floor, The Linenhall, 32-38 Linenhall Street,
Belfast, Northern Ireland, BT2 8BG.
DX 481 N.R. Belfast 1.

Further information

For further information, please see the guidance notes on the website at www.companieshouse.gov.uk or email enquiries@companieshouse.gov.uk

This form is available in an alternative format. Please visit the forms page on the website at www.companieshouse.gov.uk