

# Consolidated Financial Statements

## Consolidated Income Statement

for the fiscal year

in thousands of CHF

	Notes	2022/23	2021/22
Revenue from sales and services	1.1	8,470,525	8,091,855
Cost of goods sold		(7,122,007)	(6,874,688)
<b>Gross profit</b>		<b>1,348,518</b>	<b>1,217,167</b>
Marketing and sales expenses		(163,411)	(148,467)
General and administration expenses		(502,626)	(434,739)
Other income	1.3	4,769	21,444
Other expense	1.3	(27,900)	(101,919)
<b>Operating profit (EBIT)</b>	1.1	<b>659,350</b>	<b>553,486</b>
Finance income	3.8	13,393	8,077
Finance expense	3.8	(137,461)	(129,831)
<b>Profit before income tax</b>		<b>535,282</b>	<b>431,732</b>
Income tax expense	6.1	(92,147)	(70,792)
<b>Net profit for the year</b>		<b>443,135</b>	<b>360,940</b>
of which attributable to:			
shareholders of Barry Callebaut AG		444,355	360,705
non-controlling interests	3.2	(1,220)	235
<b>Earnings per share</b>			
Basic earnings per share (CHF)	3.3	81.04	65.81
Diluted earnings per share (CHF)	3.3	80.90	65.66

Consolidated Financial Statements

# Consolidated Statement of Comprehensive Income

for the fiscal year

in thousands of CHF

	Notes	2022/23	2021/22
<b>Net profit for the year</b>		<b>443,135</b>	<b>360,940</b>
Currency translation adjustments		(309,888)	(56,001)
Effect of cash flow hedges	3.7	30,579	34,288
Tax effect on cash flow hedges	3.7 / 6.2	(8,706)	(8,183)
<b>Items that may be reclassified subsequently to the income statement</b>		<b>(288,015)</b>	<b>(29,896)</b>
Remeasurement of defined benefit plans	4.2	(3,053)	51,171
Tax effect on remeasurement of defined benefit plans	6.2	438	(10,827)
<b>Items that will never be reclassified to the income statement</b>		<b>(2,615)</b>	<b>40,344</b>
<b>Other comprehensive income for the year, net of tax</b>		<b>(290,630)</b>	<b>10,448</b>
<b>Total comprehensive income for the year</b>		<b>152,505</b>	<b>371,388</b>
of which attributable to:			
shareholders of Barry Callebaut AG		153,761	371,401
non-controlling interests		(1,256)	(13)

Consolidated Financial Statements

# Consolidated Balance Sheet

## Assets

as of August 31,  
in thousands of CHF

	Notes	2023	2022
<b>Current assets</b>			
Cash and cash equivalents	3.4	488,203	878,197
Short-term deposits		128	1,824
Trade receivables and other current assets	2.5	1,111,256	915,579
Inventories	2.4	2,925,732	2,426,485
Income tax receivables		54,751	70,623
Derivative financial assets	3.7	941,685	466,589
<b>Total current assets</b>		<b>5,521,755</b>	<b>4,759,297</b>
<b>Non-current assets</b>			
Property, plant and equipment	2.1	1,506,184	1,558,791
Right-of-use assets	2.2	265,542	256,301
Intangible assets and goodwill	2.3	953,785	1,020,417
Employee benefit assets	4.2	25,234	21,664
Deferred tax assets	6.2	117,934	97,283
Other non-current assets		42,314	47,126
<b>Total non-current assets</b>		<b>2,910,993</b>	<b>3,001,582</b>
<b>Total assets</b>		<b>8,432,748</b>	<b>7,760,879</b>

## Liabilities and equity

as of August 31,  
in thousands of CHF

	Notes	2023	2022
<b>Current liabilities</b>			
Bank overdrafts	3.5	152,787	62,418
Short-term debt	3.5	466,373	449,967
Short-term lease liabilities	3.5	41,810	42,141
Trade payables and other current liabilities	2.6	1,791,038	1,793,254
Income tax liabilities		132,253	114,840
Derivative financial liabilities	3.7	1,545,687	560,326
Provisions	2.7	67,454	88,952
<b>Total current liabilities</b>		<b>4,197,402</b>	<b>3,111,898</b>
<b>Non-current liabilities</b>			
Long-term debt	3.5	900,040	1,302,026
Long-term lease liabilities	3.5	236,002	222,504
Employee benefit liabilities	4.2	87,569	85,817
Provisions	2.7	14,404	12,437
Deferred tax liabilities	6.2	87,209	106,991
Other non-current liabilities		12,978	14,860
<b>Total non-current liabilities</b>		<b>1,338,202</b>	<b>1,744,635</b>
<b>Total liabilities</b>		<b>5,535,604</b>	<b>4,856,533</b>
<b>Equity</b>			
Share capital	3.2	110	110
Retained earnings and other reserves		2,895,943	2,901,889
<b>Total equity attributable to the shareholders of Barry Callebaut AG</b>		<b>2,896,053</b>	<b>2,901,999</b>
Non-controlling interests	3.2	1,091	2,347
<b>Total equity</b>		<b>2,897,144</b>	<b>2,904,346</b>
<b>Total liabilities and equity</b>		<b>8,432,748</b>	<b>7,760,879</b>

## Consolidated Financial Statements

# Consolidated Cash Flow Statement

## Cash flows from operating activities

for the fiscal year

in thousands of CHF

	Notes	2022/23	2021/22
Net profit for the year		443,135	360,940
Income tax expense	6.1	92,147	70,792
Depreciation, amortization and impairment	2.1/2.2/2.3	241,951	236,819
Interest expense/(interest income)	3.8	110,223	100,537
Loss/(gain) on sale of property, plant and equipment, net	1.3	1,218	2,689
Increase/(decrease) of employee benefit liabilities		(5,013)	(7,041)
Equity-settled share-based payments	4.1	18,904	13,317
Unrealized foreign currency effects		14,141	(106,682)
Change in working capital:		(342,802)	(29,284)
Inventories cocoa beans		(138,844)	(92,275)
Inventories other		(74,301)	(229,237)
Write down of inventories	2.4	30,871	44,495
Inventory fair value adjustment		(520,670)	(47,138)
Derivative financial assets/liabilities		559,060	64,771
Trade receivables and other current assets		(213,386)	(112,904)
Trade payables and other current liabilities		14,468	343,004
Provisions less payments	2.7	(17,293)	66,885
Other non-cash effective items		(2,288)	(3,260)
<b>Cash generated from operating activities</b>		<b>554,323</b>	<b>705,712</b>
Interest paid		(125,856)	(104,378)
Income taxes paid		(97,904)	(79,683)
<b>Net cash from operating activities</b>		<b>330,563</b>	<b>521,651</b>

## Cash flows from investing activities

for the fiscal year

in thousands of CHF

	Notes	2022/23	2021/22
Purchase of property, plant and equipment	2.1	(211,835)	(239,507)
Proceeds from sale of property, plant and equipment		7,500	3,943
Purchase of intangible assets	2.3	(29,330)	(36,383)
Proceeds from sale of intangible assets		978	314
Acquisition of subsidiaries/businesses net of cash acquired	5.1	—	(38,203)
Disposal of investments in associates		—	342
Purchase of short-term deposits		(43)	(735)
Proceeds from sale of short-term deposits		1,776	4
Proceeds from sale/(purchase) of other non-current assets		(422)	1,460
Receipt of government grants		391	7,082
Interest received		13,393	8,077
<b>Net cash used in investing activities</b>		<b>(217,592)</b>	<b>(293,606)</b>

Consolidated Financial Statements

**Cash flows from financing activities**

for the fiscal year

in thousands of CHF

	Notes	2022/23	2021/22
Proceeds from the issue of short-term debt	3.5	50,455	41,662
Repayment of short-term debt	3.5	(435,352)	(89,620)
Proceeds from the issue of long-term debt	3.5	124,872	11,814
Repayment of long-term debt	3.5	(73,562)	(130,928)
Payment of lease liabilities	3.5	(44,192)	(44,006)
Dividend paid to shareholders of Barry Callebaut AG	3.2	(153,595)	(153,467)
Purchase of treasury shares	3.5	(23,629)	(16,951)
<b>Net cash (used in)/from financing activities</b>		<b>(555,003)</b>	<b>(381,496)</b>
Effect of exchange rate changes on cash and cash equivalents		(38,331)	(63,037)
<b>Net (decrease)/increase in cash and cash equivalents</b>		<b>(480,363)</b>	<b>(216,488)</b>
Cash and cash equivalents at beginning of year		815,779	1,032,267
Cash and cash equivalents at end of year		335,416	815,779
<b>Net (decrease)/increase in cash and cash equivalents</b>		<b>(480,363)</b>	<b>(216,488)</b>
Cash and cash equivalents	3.4	488,203	878,197
Bank overdrafts	3.5	(152,787)	(62,418)
<b>Cash and cash equivalents as defined for the cash flow statement</b>	<b>3.4</b>	<b>335,416</b>	<b>815,779</b>

Consolidated Financial Statements

# Consolidated Statement of Changes in Equity

in thousands of CHF

Attributable to the shareholders of Barry Callebaut AG	Share capital	Treasury shares	Retained earnings	Hedging reserves	Cumulative translation adjustment	Total <sup>1</sup>	Non-controlling interests	Total equity
<b>as of September 1, 2021</b>	<b>110</b>	<b>(15,594)</b>	<b>3,538,158</b>	<b>282</b>	<b>(840,099)</b>	<b>2,682,857</b>	<b>2,360</b>	<b>2,685,217</b>
Currency translation adjustment	—	—	—	(395)	(55,363)	(55,758)	(243)	(56,001)
Effect of cash flow hedges	—	—	—	34,288	—	34,288	—	34,288
Tax effect on cash flow hedges	—	—	—	(8,183)	—	(8,183)	—	(8,183)
<b>Items that may be reclassified subsequently to the income statement</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>25,710</b>	<b>(55,363)</b>	<b>(29,653)</b>	<b>(243)</b>	<b>(29,896)</b>
Remeasurement of defined benefit plans	—	—	51,176	—	—	51,176	(5)	51,171
Tax effect on remeasurement of defined benefit plans	—	—	(10,827)	—	—	(10,827)	—	(10,827)
<b>Items that will never be reclassified to the income statement</b>	<b>—</b>	<b>—</b>	<b>40,349</b>	<b>—</b>	<b>—</b>	<b>40,349</b>	<b>(5)</b>	<b>40,344</b>
<b>Other comprehensive income, net of tax</b>	<b>—</b>	<b>—</b>	<b>40,349</b>	<b>25,710</b>	<b>(55,363)</b>	<b>10,696</b>	<b>(248)</b>	<b>10,448</b>
Net profit for the year	—	—	360,705	—	—	360,705	235	360,940
<b>Total comprehensive income for the year</b>	<b>—</b>	<b>—</b>	<b>401,054</b>	<b>25,710</b>	<b>(55,363)</b>	<b>371,401</b>	<b>(13)</b>	<b>371,388</b>
<b>Application of hyperinflation accounting (IAS 29), net of tax</b>	<b>—</b>	<b>—</b>	<b>9,011</b>	<b>—</b>	<b>—</b>	<b>9,011</b>	<b>—</b>	<b>9,011</b>
<b>Hedge reserve transferred to initial carrying amount of the hedged item</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>(4,169)</b>	<b>—</b>	<b>(4,169)</b>	<b>—</b>	<b>(4,169)</b>
Dividend to shareholders	—	—	(153,467)	—	—	(153,467)	—	(153,467)
Purchase of treasury shares	—	(16,951)	—	—	—	(16,951)	—	(16,951)
Equity-settled share-based payments	—	10,659	2,658	—	—	13,317	—	13,317
<b>Total contributions and distributions</b>	<b>—</b>	<b>(6,292)</b>	<b>(150,809)</b>	<b>—</b>	<b>—</b>	<b>(157,101)</b>	<b>—</b>	<b>(157,101)</b>
<b>as of August 31, 2022</b>	<b>110</b>	<b>(21,886)</b>	<b>3,797,414</b>	<b>21,823</b>	<b>(895,462)</b>	<b>2,901,999</b>	<b>2,347</b>	<b>2,904,346</b>
<b>as of September 1, 2022</b>	<b>110</b>	<b>(21,886)</b>	<b>3,797,414</b>	<b>21,823</b>	<b>(895,462)</b>	<b>2,901,999</b>	<b>2,347</b>	<b>2,904,346</b>
Currency translation adjustment	—	—	—	(800)	(309,071)	(309,871)	(17)	(309,888)
Effect of cash flow hedges	—	—	—	30,579	—	30,579	—	30,579
Tax effect on cash flow hedges	—	—	—	(8,706)	—	(8,706)	—	(8,706)
<b>Items that may be reclassified subsequently to the income statement</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>21,073</b>	<b>(309,071)</b>	<b>(287,998)</b>	<b>(17)</b>	<b>(288,015)</b>
Remeasurement of defined benefit plans	—	—	(3,034)	—	—	(3,034)	(19)	(3,053)
Tax effect on remeasurement of defined benefit plans	—	—	438	—	—	438	—	438
<b>Items that will never be reclassified to the income statement</b>	<b>—</b>	<b>—</b>	<b>(2,596)</b>	<b>—</b>	<b>—</b>	<b>(2,596)</b>	<b>(19)</b>	<b>(2,615)</b>
<b>Other comprehensive income, net of tax</b>	<b>—</b>	<b>—</b>	<b>(2,596)</b>	<b>21,073</b>	<b>(309,071)</b>	<b>(290,594)</b>	<b>(36)</b>	<b>(290,630)</b>
Net profit for the year	—	—	444,355	—	—	444,355	(1,220)	443,135
<b>Total comprehensive income for the year</b>	<b>—</b>	<b>—</b>	<b>441,759</b>	<b>21,073</b>	<b>(309,071)</b>	<b>153,761</b>	<b>(1,256)</b>	<b>152,505</b>
<b>Application of hyperinflation accounting (IAS 29), net of tax</b>	<b>—</b>	<b>—</b>	<b>3,596</b>	<b>—</b>	<b>(3,664)</b>	<b>(68)</b>	<b>—</b>	<b>(68)</b>
<b>Hedge reserve transferred to initial carrying amount of the hedged item</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>(1,319)</b>	<b>—</b>	<b>(1,319)</b>	<b>—</b>	<b>(1,319)</b>
Dividend to shareholders	—	—	(153,595)	—	—	(153,595)	—	(153,595)
Purchase of treasury shares	—	(23,629)	—	—	—	(23,629)	—	(23,629)
Equity-settled share-based payments	—	19,281	(377)	—	—	18,904	—	18,904
<b>Total contributions and distributions</b>	<b>—</b>	<b>(4,348)</b>	<b>(153,972)</b>	<b>—</b>	<b>—</b>	<b>(158,320)</b>	<b>—</b>	<b>(158,320)</b>
<b>as of August 31, 2023</b>	<b>110</b>	<b>(26,234)</b>	<b>4,088,797</b>	<b>41,577</b>	<b>(1,208,197)</b>	<b>2,896,053</b>	<b>1,091</b>	<b>2,897,144</b>

<sup>1</sup> Attributable to the shareholders of Barry Callebaut AG.

# Notes to the Consolidated Financial Statements

## Basis of Preparation

### A. Organization and business activity

Barry Callebaut AG (the “Company”) has its head office in Zurich, Switzerland, at Hardturmstrasse 181. Barry Callebaut AG is registered in Switzerland and has been listed on the SIX Swiss Exchange (BARN, ISIN Number: CH0009002962) since 1998. These Consolidated Financial Statements comprise the Company and its subsidiaries (together referred to as the “Group”).

The Group is the world’s leading manufacturer of high-quality chocolate and cocoa products – from sourcing and processing cocoa beans to producing the finest chocolates, including chocolate fillings, decorations, and compounds.

### B. Basis of presentation

The Consolidated Financial Statements were authorized for issue by the Board of Directors on October 30, 2023 and are subject to approval by the Annual General Meeting of Shareholders on December 6, 2023.

The Consolidated Financial Statements of the Group for the reporting period from September 1, 2022 to August 31, 2023 have been prepared in accordance with International Financial Reporting Standards (IFRS) and comply with Swiss law.

The Consolidated Financial Statements have been prepared on the historical cost basis except for certain items for which IFRS requires another measurement basis, in which case this is explicitly stated in the accounting policies. Significant accounting policies relevant to the understanding of the Consolidated Financial Statements are included in the corresponding notes. The Group has consistently applied its accounting policies to all periods presented in these Consolidated Financial Statements.

The Consolidated Financial Statements are presented in Swiss francs, which is the Company’s functional currency.

All amounts have been rounded to the nearest thousand, unless otherwise indicated. Due to rounding, the figures presented in the tables may not add up precisely to the totals provided.

### C. Use of judgment and estimates

The preparation of financial statements requires management to make judgments, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income, and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognized prospectively.

Information related to judgments made in applying accounting policies that have the most significant effects on the amounts recognized in the Consolidated Financial Statements, together with assumptions and estimation uncertainties that have a significant risk of resulting in a material adjustment in the year ending August 31, 2023, are included in the following notes:

Note 2.2	Right-of-use assets: Critical judgements - Determination of the lease term for options to extend or terminate the lease
Note 2.3	Intangible assets and goodwill: Significant estimates - Impairment test for CGUs containing goodwill, i.e. key assumptions used for value-in-use calculations
Note 2.7	Provisions: Significant estimates - Recognition and measurement of provisions
Note 4.2	Employee benefits: Significant estimates - Measurement of defined benefit liabilities, i.e. actuarial assumptions
Note 6	Income taxes: Significant estimates - Recognition and measurement of current and deferred tax liabilities and assets for uncertain tax positions; availability of future taxable profits against which tax loss carry forwards can be utilized

Notes to the Consolidated Financial Statements

**D. Introduction of amended IFRS standards in 2022/23 and later**

The Group has adopted amendments to the existing International Financial Reporting Standards (IFRS) that are mandatory for periods starting on or after January 1, 2022. These adoptions did not have any material impact on the current reporting period.

The Group has also performed an assessment of amendments with effective date beyond 2022 and with planned application in fiscal year 2023/24. Based on this assessment, the Group does not expect a material impact on the Consolidated Financial Statements.

<b>Amendments to Standards</b>	<b>Effective for fiscal year beginning on or after</b>	<b>Applied /Planned application by the Group in</b>
Onerous Contracts – Cost of Fulfilling a Contract (Amendments to IAS 37)	January 1, 2022	Fiscal year 2022/23
Annual Improvements to IFRS Standards 2018 – 2020	January 1, 2022	Fiscal year 2022/23
Property, Plant and Equipment: Proceeds before Intended Use (Amendments to IAS 16)	January 1, 2022	Fiscal year 2022/23
Reference to the Conceptual Framework (Amendments to IFRS 3)	January 1, 2022	Fiscal year 2022/23
Disclosure of Accounting Policies (Amendments to IAS 1 and IFRS Practice Statement 2)	January 1, 2023	Fiscal year 2023/24
Definition of Accounting Estimates (Amendments to IAS 8)	January 1, 2023	Fiscal year 2023/24
Deferred Tax related to Assets and Liabilities arising from a Single Transaction (Amendments to IAS 12)	January 1, 2023	Fiscal year 2023/24
International Tax Reform - Pillar 2 Model Rules (Amendments to IAS 12)	January 1, 2023 <sup>1</sup>	Fiscal year 2023/24
Classification of Liabilities as Current or Non-current (Amendments to IAS 1)	January 1, 2024	Fiscal year 2024/25
Lease Liability in a Sale and Leaseback (Amendments to IFRS 16)	January 1, 2024	Fiscal year 2024/25
Non-Current Liabilities with Covenants (Amendments to IAS 1)	January 1, 2024	Fiscal year 2024/25
Supplier Finance Arrangements (Amendments to IAS 7 and IFRS 7)	January 1, 2024	Fiscal year 2024/25
Lack of Exchangeability (Amendments to IAS 21)	January 1, 2025	Fiscal year 2025/26

<sup>1</sup> The temporary deferred tax accounting exception is applied immediately upon release of the amendment on 23 May 2023, while the introduction of additional disclosure requirements is only effective for fiscal year 2023/24. Please refer to the Accounting Policies in Note 6 – "Taxes" for further details.



Notes to the Consolidated Financial Statements

# 1 Operating Performance

## 1.1 Segment information

External segment reporting is based on the internal organizational and management structure, as well as on the internal information reviewed regularly by the Chief Operating Decision Maker. Barry Callebaut's Chief Operating Decision Maker has been identified as the Executive Committee.

The Executive Committee manages the business from a geographic view. Hence, Presidents were appointed for each Region. Since the Group's cocoa activities operate independently from the Regions, the Global Cocoa business is managed by the Executive Committee as its own segment in addition to the geographic regions of EMEA (Europe, Middle East and Africa), Americas and Asia Pacific. Furthermore, the Executive Committee also manages the Corporate functions independently. The Corporate segment mainly consists of headquarter services (including the Group's centralized Treasury department) to other segments. Thus, the Group reports the Corporate segment separately.

The Global Cocoa segment is responsible for the procurement of ingredients for chocolate production (mainly cocoa, sugar, dairy and nuts) and the Group's cocoa-processing business. Global Cocoa generates approximately 58% of its revenues from transactions with other operating segments of the Group. Global Cocoa comprises Group-wide sourcing and Global Cocoa processing functions for the benefit of all the Regions. Therefore, the major part of its operating profit (EBIT) is allocated to the Regions.

The regional chocolate businesses consist of chocolate production related to the Product Groups of Food Manufacturers focusing on industrial customers and Gourmet & Specialties focusing on products for artisans and professional users of chocolate such as chocolatiers, pastry chefs or bakers as well as products for vending machines.

### Financial information by reportable segments

#### 2022/23

in thousands of CHF	EMEA	Americas	Asia Pacific	Global Cocoa	Total segments	Corporate	Eliminations	Group
Revenue from external customers	3,696,169	2,236,842	523,227	2,014,287	8,470,525	—	—	8,470,525
Revenue from transactions with other operating segments of the Group	151,467	5,488	—	2,736,156	2,893,111	—	(2,893,111)	—
<b>Revenue from sales and services</b>	<b>3,847,636</b>	<b>2,242,330</b>	<b>523,227</b>	<b>4,750,443</b>	<b>11,363,636</b>	<b>—</b>	<b>(2,893,111)</b>	<b>8,470,525</b>
<b>Operating profit (EBIT)</b>	<b>408,481</b>	<b>219,978</b>	<b>45,981</b>	<b>107,147</b>	<b>781,587</b>	<b>(122,237)</b>	<b>—</b>	<b>659,350</b>
Depreciation and amortization	(82,171)	(59,907)	(17,563)	(73,281)	(232,922)	(5,024)	—	(237,946)
Impairment	(587)	(1,288)	(567)	(1,541)	(3,983)	(22)	—	(4,005)
Interest income						13,393		13,393
Interest expense						(116,369)		(116,369)
<b>Total assets</b>	<b>2,352,699</b>	<b>1,341,031</b>	<b>256,480</b>	<b>4,324,159</b>	<b>8,274,369</b>	<b>684,438</b>	<b>(526,059)</b>	<b>8,432,748</b>
Additions to property, plant, equipment, right-of-use assets and intangible assets, excluding acquisitions of subsidiaries/businesses	(117,635)	(64,322)	(13,068)	(100,305)	(295,330)	(9,933)	—	(305,263)

Notes to the Consolidated Financial Statements

**Financial information by reportable segments**

**2021/22**

in thousands of CHF	EMEA	Americas	Asia Pacific	Global Cocoa	Total segments	Corporate	Eliminations	Group
Revenue from external customers <sup>1</sup>	3,340,636	2,190,216	547,799	2,013,204	8,091,855	—	—	8,091,855
Revenue from transactions with other operating segments of the Group	153,304	5,618	227	2,554,152	2,713,301	—	(2,713,301)	—
<b>Revenue from sales and services</b>	<b>3,493,940</b>	<b>2,195,834</b>	<b>548,026</b>	<b>4,567,356</b>	<b>10,805,156</b>	<b>—</b>	<b>(2,713,301)</b>	<b>8,091,855</b>
<b>Operating profit (EBIT)</b>	<b>267,232</b>	<b>223,452</b>	<b>59,125</b>	<b>102,474</b>	<b>652,283</b>	<b>(98,797)</b>	<b>—</b>	<b>553,486</b>
Depreciation and amortization	(84,150)	(57,163)	(16,514)	(73,266)	(231,093)	(4,806)	—	(235,899)
Impairment	(432)	(13)	—	(475)	(920)	—	—	(920)
Interest income	—	—	—	—	—	8,077	—	8,077
Interest expense	—	—	—	—	—	(99,876)	—	(99,876)
<b>Total assets</b>	<b>2,311,129</b>	<b>1,457,719</b>	<b>329,771</b>	<b>3,129,843</b>	<b>7,228,462</b>	<b>1,090,737</b>	<b>(558,320)</b>	<b>7,760,879</b>
Additions to property, plant, equipment, right-of-use assets and intangible assets, excluding acquisitions of subsidiaries/businesses	(113,394)	(63,765)	(18,076)	(98,276)	(293,511)	(6,039)	—	(299,550)

1 Certain Gourmet & Specialties customers have been shifted from EMEA to Global Cocoa to better serve them. The minor reallocation represented less than 1% of EMEA volume and sales revenue in fiscal year 2021/22.

Segment revenue, segment operating profit (EBIT) and segment assets are measured based on IFRS principles.

Finance income and expense and income taxes are not allocated to the respective segment for internal management purposes.

**Additional entity-wide disclosures**

**Information on geographical regions**

Barry Callebaut is domiciled in Switzerland, however, its major revenues are generated in other countries. The following table shows revenues reported based on the geographic location of customers and non-current assets other than financial instruments, deferred tax assets and employee benefit assets.

in thousands of CHF	Revenue		Non-current assets	
	2022/23	2021/22	2022/23	2021/22
US	1,564,630	1,546,134	441,265	472,047
Germany	567,161	520,893	100,510	86,382
UK	536,375	560,775	57,565	64,569
Mexico	526,602	484,611	18,162	17,217
France	475,572	473,555	84,926	79,603
Brazil	462,131	413,103	127,646	109,661
Belgium	452,881	389,476	559,601	570,170
Poland	379,036	356,941	84,302	71,990
Rest of EMEA*	2,151,670	1,958,098	607,539	635,636
Rest of Americas	461,497	450,080	172,277	194,573
Asia Pacific	892,970	938,189	510,252	575,859
<b>Total*</b>	<b>8,470,525</b>	<b>8,091,855</b>	<b>2,764,045</b>	<b>2,877,707</b>
*of which Switzerland	<b>82,953</b>	<b>69,401</b>	<b>60,045</b>	<b>63,331</b>

## Notes to the Consolidated Financial Statements

**Information on Product Groups**

The Group has numerous products that are sold to external customers. Therefore, for internal review by the Chief Operating Decision Maker, information on products is aggregated on a Product Group level. The following table breaks down external revenues into Product Groups:

**Segment information by Product Group**

in thousands of CHF	2022/23	2021/22 <sup>1</sup>
Cocoa Products	2,014,287	2,013,204
Food Manufacturers	5,054,897	4,688,970
Gourmet & Specialties	1,401,341	1,389,681
<b>Revenue from external customers</b>	<b>8,470,525</b>	<b>8,091,855</b>

<sup>1</sup> Certain Gourmet & Specialties customers have been shifted to the Food Manufacturers and Cocoa product group to better serve them. The minor reallocation represented less than 1% of Gourmet & Specialties volume and sales revenue in fiscal year 2021/22.

In fiscal year 2022/23, the biggest single customer contributed CHF 855.8 million or 10.1% of total revenues reported across various segments (in fiscal year 2021/22, no single customer contributed more than 10% of total consolidated revenue). No other single customer contributed more than 10% of total consolidated revenue.

Notes to the Consolidated Financial Statements

**Accounting policies**

**Revenue recognition**

Revenue from sales and services represent the net sales revenue from raw materials, semi-processed and processed goods transferred to customers and for services related to food processing.

Revenue is measured based on the contractually agreed transaction price at the amount which the Group expects to receive in exchange for transferring promised goods or services to the customer.

Revenue is generally recognized at the point in time, when control of the goods has been transferred to the customer, which is upon delivery or shipment of the goods, according to the applicable Incoterms. The payment terms are typically between 30 and 90 days.

The Group recognizes revenue over time for highly customized products for which the Group has no alternative use. The nature of the Group's business means that the production of these goods and its delivery occur in short succession. The revenue for these products is recognized over time using the output method 'units delivered'.

Appropriate provisions are made for all additional costs to be incurred in connection with the sales, including the cost related to returns of goods, which do not meet agreed specifications and quality-related claims.

**Type of commercial agreement      Commercial principle**

**Contract business** Partnership agreements/Umbrella agreement  
The Group enters into long-term partnership / umbrella agreements of between three to ten years supported by a framework agreement between the Group and the customer governing the conduct of business, payment terms, rights to goods and services. In addition, for partnership agreements it typically includes legally enforceable annual volume purchase commitments. Firm purchase commitments are agreed for delivery periods of typically three to six months.

Volume agreements  
The customer commits to legally enforceable firm purchase commitments for certain volumes of specified goods. The conduct of business is ordinarily governed by Group's general terms and conditions.

**Price list business** Based on forecasted sales and raw materials prices, the Group establishes a price list for the products in its portfolio. The price list then applies to sales for a period of typically six months.

**Segment reporting**

Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker. The Chief Operating Decision Maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Group's Executive Committee, consisting of the Chief Executive Officer, the Chief Financial Officer and the Presidents of the Regions EMEA, Americas, Asia Pacific and Global Cocoa as well as the Chief Operations Officer, the Chief Innovation & Quality Officer, the Chief Procurement Officer and the Chief Human Resources Officer.

Notes to the Consolidated Financial Statements

## 1.2 Research and development expenses

in thousands of CHF	2022/23	2021/22
<b>Research and development expenses</b>	<b>(36,967)</b>	<b>(32,397)</b>

Research and development expenses not qualifying for capitalization are directly charged to the Consolidated Income Statement and are reported under “Marketing and sales expenses” and “General and administration expenses”.

## 1.3 Other income and expense

### Composition of other income

in thousands of CHF	2022/23	2021/22
Rental income	478	484
Gain on net monetary positions, application of hyperinflation accounting (IAS 29) (Note 7.1)	278	2,283
Brazilian indirect tax credits	—	13,562
Release of restructuring provision	1,618	—
Other	2,395	5,115
<b>Total other income</b>	<b>4,769</b>	<b>21,444</b>

In the prior fiscal period, indirect tax credits amounted to CHF 13.5 million and related to the recovery of Brazilian indirect tax credits from fiscal periods before 2020/21 due to a decision by the Brazilian Supreme Court applicable to all taxpayers.

### Composition of other expense

in thousands of CHF	2022/23	2021/22
Restructuring costs	—	(1,793)
Costs related to the closure of the chocolate factory in Moreton, UK	—	(7,821)
Litigations and claims	(7,421)	(7,462)
Net impact related to the salmonella incident at the Wieze factory	(7,553)	(76,925)
Net loss on sale of property, plant and equipment	(1,218)	(2,689)
Impairment of property, plant and equipment (Note 2.1)	(422)	(110)
Impairment of intangible assets (Note 2.3)	(3,583)	(810)
Impairment of financial instruments	(3,525)	(2,119)
Acquisition related costs (Note 5.1)	—	(182)
Other	(4,178)	(2,008)
<b>Total other expense</b>	<b>(27,900)</b>	<b>(101,919)</b>

Net impact related to the salmonella incident at the Wieze factory in Belgium mainly related to the prior-year fiscal period where it included estimated costs of fulfilling contractual obligations as well as costs for transportation, storage, destruction and disposal of contaminated products. It also included costs for cleaning including dismantling, disinfecting and reassembling all contaminated product lines. To the extent such costs were not yet incurred at the closing date, the obligations have been provided for based on estimates. The impact is net of amounts that are considered virtually certain to be recovered from insurance.

Gain on disposal of property, plant and equipment in the amount of CHF 2.1 million in fiscal year 2022/23 (2021/22: CHF 0.5 million) was netted against the loss on disposal of property, plant and equipment.

Notes to the Consolidated Financial Statements

## 2 Operating Assets and Liabilities

### 2.1 Property, plant and equipment

#### 2022/23

in thousands of CHF	Land and buildings	Plant and machinery	Office equipment, furniture and motor vehicles	Under construction	Total
At cost					
<b>as of September 1, 2022</b>	<b>753,849</b>	<b>2,218,396</b>	<b>129,956</b>	<b>146,693</b>	<b>3,248,894</b>
Additions <sup>1</sup>	1,589	10,952	3,191	188,585	204,317
Disposals	(6,031)	(15,873)	(5,452)	(2,900)	(30,256)
Currency translation adjustments	(43,306)	(153,171)	(7,359)	(10,892)	(214,728)
Reclassifications from under construction	18,125	77,221	9,289	(104,635)	—
Application of hyperinflation accounting (IAS 29)	1,448	4,783	355	903	7,489
Other reclassifications <sup>2</sup>	(248)	12,344	(134)	(1,795)	10,167
<b>as of August 31, 2023</b>	<b>725,426</b>	<b>2,154,652</b>	<b>129,846</b>	<b>215,959</b>	<b>3,225,883</b>
Accumulated depreciation and impairment losses					
<b>as of September 1, 2022</b>	<b>337,206</b>	<b>1,251,355</b>	<b>100,631</b>	<b>911</b>	<b>1,690,103</b>
Depreciation	23,508	122,136	9,782	—	155,426
Impairment (Note 1.3)	704	536	—	(818)	422
Disposals	(4,462)	(12,388)	(4,689)	—	(21,539)
Currency translation adjustments	(18,603)	(83,348)	(5,324)	(49)	(107,324)
Application of hyperinflation accounting (IAS 29)	402	1,577	236	—	2,215
Other reclassifications <sup>2</sup>	(70)	414	52	—	396
<b>as of August 31, 2023</b>	<b>338,685</b>	<b>1,280,282</b>	<b>100,688</b>	<b>44</b>	<b>1,719,699</b>
<b>Net as of August 31, 2023</b>	<b>386,741</b>	<b>874,370</b>	<b>29,158</b>	<b>215,915</b>	<b>1,506,184</b>

<sup>1</sup> Cash outflow amounted to CHF 211.8 million, of which CHF 22.2 million is related to prepayments. Of the additions, CHF 15.7 million are not yet paid purchases of property, plant and equipment.

<sup>2</sup> Reclassified to "Intangible assets" (net CHF 1.7 million), from "Right-of-use assets" (net CHF 0.5 million) and from "Inventories" Spare Parts CHF 11.0 million.

## Notes to the Consolidated Financial Statements

**2021/22**

in thousands of CHF	Land and buildings	Plant and machinery	Office equipment, furniture and motor vehicles	Under construction	Total
At cost					
<b>as of September 1, 2021</b>	<b>740,917</b>	<b>2,176,851</b>	<b>127,649</b>	<b>170,568</b>	<b>3,215,985</b>
Business combinations (Note 5.1)	4,603	5,450	130	—	10,183
Additions <sup>1</sup>	5,809	18,706	2,853	180,069	207,437
Disposals	(1,059)	(11,942)	(2,640)	(2,170)	(17,811)
Currency translation adjustments	(22,500)	(68,740)	(8,629)	(5,373)	(105,242)
Reclassifications from under construction	26,442	158,970	9,644	(195,056)	—
Application of hyperinflation accounting (IAS 29)	3,145	8,161	617	163	12,086
Other reclassifications <sup>2,3</sup>	(3,508)	(69,060)	332	(1,508)	(73,744)
<b>as of August 31, 2022</b>	<b>753,849</b>	<b>2,218,396</b>	<b>129,956</b>	<b>146,693</b>	<b>3,248,894</b>
Accumulated depreciation and impairment losses					
<b>as of September 1, 2021</b>	<b>326,248</b>	<b>1,183,797</b>	<b>100,491</b>	<b>744</b>	<b>1,611,280</b>
Depreciation	23,663	118,516	9,001	—	151,180
Impairment (Note 1.3)	—	(50)	—	160	110
Disposals	(827)	(7,974)	(2,319)	(60)	(11,180)
Currency translation adjustments	(11,758)	(42,840)	(6,995)	67	(61,526)
Application of hyperinflation accounting (IAS 29)	595	1,847	349	—	2,791
Other reclassifications <sup>2</sup>	(715)	(1,941)	104	—	(2,552)
<b>as of August 31, 2022</b>	<b>337,206</b>	<b>1,251,355</b>	<b>100,631</b>	<b>911</b>	<b>1,690,103</b>
<b>Net as of August 31, 2022</b>	<b>416,643</b>	<b>967,041</b>	<b>29,325</b>	<b>145,782</b>	<b>1,558,791</b>

<sup>1</sup> Cash outflow amounted to CHF 239.5 million, of which CHF 32.1 million related to prepayments.

<sup>2</sup> A Group finance operational excellence project aimed at harmonization and automation was conducted that resulted in a reclassification of Spare Parts from "Property, plant and equipment" to "Inventories" of CHF 70.8 million.

<sup>3</sup> Reclassified from "Intangible assets" (net CHF 2.8 million), "Right-of-use assets" (net CHF 0.9 million) and "Inventories" Spare Parts CHF 3.5 million.

Repair and maintenance expenses for the fiscal year 2022/23 amounted to CHF 84.1 million (2021/22: CHF 79.4 million).

As at August 31, 2023, no non-currents assets were pledged as security for financial liabilities (2022: nil).

## Accounting policies

### Property, plant and equipment

The Group periodically reviews the remaining useful lives of assets recognized in "Property, plant and equipment".

Property, plant and equipment is measured at the acquisition or construction cost less accumulated depreciation and accumulated impairment losses. A straight-line method of depreciation is applied through the estimated useful life.

Estimated useful lives of major classes of depreciable assets are:

Buildings (including warehouses and installations)	20 to 50 years
Plant and machinery	5 to 20 years
Office equipment, furniture and motor vehicles	3 to 10 years

Maintenance and repair expenditures are charged to the income statement as incurred.

Property, plant and equipment is tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable in form of future economic benefits. If the recoverable amount of an asset has declined below its carrying amount, an impairment loss is recognized to reduce the value of the asset to its recoverable amount. In determining the recoverable amount, the higher of an asset's fair value less costs of disposal and value in use is considered.

### Borrowing costs

Borrowing costs related to the acquisition, construction, or production of a qualifying asset are capitalized in accordance with IAS 23. A qualifying asset is an asset that necessarily takes a substantial period of time in order to use or sell it as intended by the Group management.

Notes to the Consolidated Financial Statements

## 2.2 Right-of-use assets

The Group leases land and buildings for use as office and warehouse space. Lease contracts are entered on an individual basis and contain a wide range of different terms and conditions. Lease terms are typically fixed for a period of two to twelve years. In many cases, lease contracts for buildings contain extension options, which provide operational flexibility and security. Such options are considered individually to determine whether the Group is reasonably certain to exercise the option. Furthermore, the Group maintains a fleet of leased cars with an average lease term of four years and leased vehicles with an average lease term of six years. Lease term for hardware is an average of five years.

### 2022/23

in thousands of CHF	Land and buildings	Plant and machinery	Office equipment and motor vehicles	Total
At cost				
<b>as of September 1, 2022</b>	<b>312,898</b>	<b>2,686</b>	<b>45,501</b>	<b>361,085</b>
Additions	58,073	54	13,259	71,386
Disposals	(7,872)	(54)	(9,351)	(17,277)
Lease modifications	5,293	—	(254)	5,039
Currency translation adjustments	(24,208)	(159)	(2,673)	(27,040)
Reclassifications <sup>1</sup>	—	(773)	(85)	(858)
<b>as of August 31, 2023</b>	<b>344,184</b>	<b>1,754</b>	<b>46,397</b>	<b>392,335</b>
Accumulated depreciation and impairment losses				
<b>as of September 1, 2022</b>	<b>81,523</b>	<b>1,445</b>	<b>21,816</b>	<b>104,784</b>
Depreciation	37,201	442	10,626	48,269
Disposals	(7,697)	(54)	(8,893)	(16,644)
Lease modifications	(747)	—	(90)	(837)
Currency translation adjustments	(7,094)	(97)	(1,259)	(8,450)
Reclassifications <sup>1</sup>	—	(278)	(51)	(329)
<b>as of August 31, 2023</b>	<b>103,186</b>	<b>1,458</b>	<b>22,149</b>	<b>126,793</b>
<b>Net as of August 31, 2023</b>	<b>240,998</b>	<b>296</b>	<b>24,248</b>	<b>265,542</b>

<sup>1</sup> Reclassified to "Property, plant and equipment" (net CHF 0.5 million).

### 2021/22

in thousands of CHF	Land and buildings	Plant and machinery	Office equipment and motor vehicles	Total
At cost				
<b>as of September 1, 2021</b>	<b>286,124</b>	<b>3,654</b>	<b>45,578</b>	<b>335,356</b>
Business combinations (Note 5.1)	—	—	250	250
Additions	42,338	324	9,066	51,728
Disposals	(9,540)	(159)	(5,636)	(15,335)
Lease modifications	(1,497)	(78)	(962)	(2,537)
Currency translation adjustments	(4,476)	(304)	(2,706)	(7,486)
Reclassifications <sup>1</sup>	(51)	(751)	(89)	(891)
<b>as of August 31, 2022</b>	<b>312,898</b>	<b>2,686</b>	<b>45,501</b>	<b>361,085</b>
Accumulated depreciation and impairment losses				
<b>as of September 1, 2021</b>	<b>56,086</b>	<b>1,288</b>	<b>18,054</b>	<b>75,428</b>
Depreciation	35,042	609	10,944	46,595
Disposals	(9,097)	(131)	(5,498)	(14,726)
Lease modifications	(17)	—	(306)	(323)
Currency translation adjustments	(714)	(146)	(1,334)	(2,194)
Reclassifications <sup>1</sup>	223	(175)	(44)	4
<b>as of August 31, 2020</b>	<b>81,523</b>	<b>1,445</b>	<b>21,816</b>	<b>104,784</b>
<b>Net as of August 31, 2022</b>	<b>231,375</b>	<b>1,241</b>	<b>23,685</b>	<b>256,301</b>

<sup>1</sup> Reclassified to "Property, plant and equipment" (net CHF 0.9 million).



Notes to the Consolidated Financial Statements

The following expenses related to the Group's leasing activities are recognized in the income statement:

in thousands of CHF	2022/23	2021/22
Expense relating to short-term leases	3,606	3,602
Expense relating to leases of low-value assets	565	742
Expense relating to variable lease payments not included in the measurement of lease liabilities	739	576
<b>Lease-related expenses</b>	<b>4,910</b>	<b>4,920</b>
Depreciation of right-of-use assets	48,270	46,595
Interests on lease liabilities	8,176	6,714
<b>Total amount recognized in the income statement</b>	<b>61,356</b>	<b>58,229</b>

In fiscal year 2022/23, the Group's total cash outflow for lease payments was CHF 57.3 million, including interest paid (2021/22: CHF 55.6 million).

### Accounting policies

**Definition of a lease**

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys a right to control the use of an identified asset for a period of time in exchange for consideration.

**Recognition and measurement of a lease**

The Group recognizes a right-of-use asset and a lease liability at the lease commencement date.

The lease liability is initially measured at the present value of the future lease payments that are not paid at the commencement date, discounted using the incremental borrowing rate defined on a Group level, specific to the currency of the lease contract. Lease payments included in the initial measurement of the lease liability include for example fixed payments and variable payments that depend on an index or rate, which are initially measured using the index or rate at the commencement date.

The lease liability is subsequently measured at amortized cost using the effective interest method, decreased by lease payments made. The lease liability is remeasured in case of changes in future lease payments (i.e. index-based rents) or any changes in the assessments of extension or termination options. For such remeasurements, a corresponding adjustment generally is made to the right-of-use asset.

The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability, plus any initial direct costs incurred, an estimate of costs for restoration obligations, payments made at or before the commencement date and less any lease incentives received. The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the lease term or the end of the useful life of the underlying asset (determined on the same basis as those of property, plant and equipment). In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The Group applies judgment to determine the lease terms for lease contracts that include renewal or termination options. The assessment of whether the Group is reasonably certain to exercise such options impacts the lease term which significantly affects the amount of right-of-use assets and lease liabilities recognized in the balance sheet.

**Short-term leases and leases of low-value assets**

The Group has elected not to recognize right-of-use assets and lease liabilities for short-term leases that have a lease term of twelve months or less and do not contain a purchase option, and leases of low-value assets. The Group recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Notes to the Consolidated Financial Statements

## 2.3 Intangible assets and goodwill

### 2022/23

in thousands of CHF	Goodwill	Brand names and licenses	Internally generated intangible assets	Other / Under development	Total
At cost					
<b>as of September 1, 2022</b>	<b>861,231</b>	<b>61,138</b>	<b>541,206</b>	<b>47,657</b>	<b>1,511,232</b>
Additions	—	—	9,686	19,874	29,560
Disposals	—	(1,714)	(3,587)	(3,217)	(8,518)
Currency translation adjustments	(54,384)	(1,101)	(16,937)	(4,105)	(76,527)
Reclassifications from under development	—	—	13,905	(13,905)	—
Other reclassifications <sup>1</sup>	—	—	1,846	(136)	1,710
<b>as of August 31, 2023</b>	<b>806,847</b>	<b>58,323</b>	<b>546,119</b>	<b>46,168</b>	<b>1,457,457</b>
Accumulated amortization and impairment losses					
<b>as of September 1, 2022</b>	<b>—</b>	<b>55,217</b>	<b>400,011</b>	<b>35,587</b>	<b>490,815</b>
Amortization	—	1,527	31,342	1,382	34,251
Impairment (Note 1.3)	—	—	239	3,344	3,583
Disposals	—	(1,714)	(3,263)	(2,562)	(7,539)
Currency translation adjustments	—	(754)	(13,892)	(2,810)	(17,456)
Other reclassifications <sup>1</sup>	—	(3)	565	(544)	18
<b>as of August 31, 2023</b>	<b>—</b>	<b>54,273</b>	<b>415,002</b>	<b>34,397</b>	<b>503,672</b>
<b>Net as of August 31, 2023</b>	<b>806,847</b>	<b>4,050</b>	<b>131,117</b>	<b>11,771</b>	<b>953,785</b>

<sup>1</sup> Reclassified from "Property, plant and equipment" (net CHF 1.7 million).

### 2021/22

in thousands of CHF	Goodwill	Brand names and licenses	Internally generated intangible assets	Other / Under development	Total
At cost					
<b>as of September 1, 2021</b>	<b>829,587</b>	<b>62,223</b>	<b>535,834</b>	<b>47,739</b>	<b>1,475,383</b>
Business combination (Note 5.1)	26,510	—	—	1,916	28,426
Additions	—	—	17,056	23,329	40,385
Disposals	—	—	(437)	(843)	(1,280)
Currency translation adjustments	5,134	(1,085)	(33,896)	(4,750)	(34,597)
Reclassifications from under development	—	—	19,365	(19,365)	—
Other reclassifications <sup>1</sup>	—	—	3,284	(369)	2,915
<b>as of August 31, 2022</b>	<b>861,231</b>	<b>61,138</b>	<b>541,206</b>	<b>47,657</b>	<b>1,511,232</b>
Accumulated amortization and impairment losses					
<b>as of September 1, 2021</b>	<b>—</b>	<b>54,715</b>	<b>388,457</b>	<b>36,728</b>	<b>479,900</b>
Amortization	—	1,657	34,431	2,036	38,124
Impairment (Note 1.3)	—	—	810	—	810
Disposals	—	—	(342)	(624)	(966)
Currency translation adjustments	—	(1,155)	(24,095)	(1,970)	(27,220)
Other reclassifications <sup>1</sup>	—	—	750	(583)	167
<b>as of August 31, 2022</b>	<b>—</b>	<b>55,217</b>	<b>400,011</b>	<b>35,587</b>	<b>490,815</b>
<b>Net as of August 31, 2022</b>	<b>861,231</b>	<b>5,921</b>	<b>141,195</b>	<b>12,070</b>	<b>1,020,417</b>

<sup>1</sup> Reclassified to "Property, plant and equipment" (net CHF 2.8 million).

Additions and reclassification from under development to internally generated intangible assets amounted to CHF 23.6 million in fiscal year 2022/23 (2021/22: CHF 36.4 million). This mainly included costs related to various projects of internally generated software and amounted to CHF 21.3 million (2021/22: CHF 33.9 million). The remainder is related to the development of recipes and innovations of CHF 2.3 million that were recorded under internally generated intangible assets (2021/22: CHF 2.5 million). Additions to other intangible assets mainly included projects under development.

The remaining amortization period for brand names varies between one and ten years, for licenses up to ten years, for software between one and eight years and for other including patents between one and twelve years.

## Notes to the Consolidated Financial Statements

**Impairment testing for cash-generating units containing goodwill**

The carrying amount of goodwill for the Group amounts to CHF 806.8 million (2022: CHF 861.2 million). The allocation to the segments is as follows:

as of August 31,

in million CHF

	2023	2022
Global Cocoa	425.1	454.0
EMEA	299.6	318.5
Americas	78.1	84.5
Asia Pacific	4.0	4.2
<b>Total</b>	<b>806.8</b>	<b>861.2</b>

Goodwill acquired in a business combination is allocated to the respective segment that is expected to benefit from the synergies of the business combination, at acquisition date. Due to the Group's fully integrated business in the Regions, the segments represent the lowest level within the entity at which the goodwill is monitored for internal management purposes. Thus, the impairment test is performed on a segment level.

For the impairment test, the recoverable amount of a cash-generating unit is based on its value-in-use and is compared to the carrying amount of the corresponding cash-generating unit. Future cash flows are discounted using a pre-tax rate that reflects current market assessments based on the weighted average cost of capital (WACC).

The Group performs its impairment test during the fourth quarter of the fiscal year. This approach was chosen because the Mid-Term Plan, covering the next five fiscal years, is updated annually in the third quarter. The Mid-Term Plan is based on the assumption that there are no major changes to the Group's organization. The residual value is calculated from an estimated continuing value, which is primarily based on the fifth year of the Mid-Term Plan. The terminal growth rate used for determining the residual value does not exceed the expected long-term growth rate of the industry.

The annual impairment tests did not result in a need to recognize impairment losses in fiscal year 2022/23.

The key sensitivities in the impairment test are the WACC as well as the terminal growth rate.

**Key assumptions used for value-in-use calculations**

	2023		2022	
	Discount rate	Terminal growth rate	Discount rate	Terminal growth rate
Global Cocoa	10.4 %	1.9 %	7.8 %	1.6 %
EMEA	10.3 %	1.7 %	6.6 %	1.1 %
Americas	8.4 %	2.3 %	6.9 %	2.1 %
Asia Pacific	9.6 %	2.0 %	7.7 %	2.3 %

The Group has carried out a sensitivity analysis, containing various scenarios. Taking reasonable possible changes in key assumptions into account, no impairment losses have been revealed.

## Notes to the Consolidated Financial Statements

**Accounting policies****Goodwill**

Goodwill on acquisitions is the excess of acquisition date fair value of the total consideration transferred plus the recognized amount of any non-controlling interest in the acquiree and the acquisition date fair value of assets acquired, liabilities and contingent liabilities assumed. Following the initial recognition, goodwill is measured at cost less any accumulated impairment losses. Goodwill is reviewed for impairment annually on the same date or more frequently if events or changes in circumstances indicate that the carrying value may be impaired. Negative goodwill is recognized directly in the Consolidated Income Statement.

At the acquisition date, any acquired goodwill is allocated to each of the cash-generating units (CGUs). The Group defines its CGUs for goodwill impairment testing based on the way that it monitors and derives economic benefits from the acquired goodwill. The impairment tests are performed by comparing the carrying value of the assets of these CGUs with their recoverable amount, based on their value in use, which corresponds to their future projected cash flows discounted at an appropriate pre-tax rate of return. The cash flows correspond to estimates made by Group Management in financial plans and business strategies covering a period of five years after making adjustments to consider the assets in their current condition. They are then projected to perpetuity using a multiple which corresponds to a steady growth rate. The Group assesses the uncertainty of these estimates by making sensitivity analyses. Where the recoverable amount of the CGUs is less than the carrying amount, an impairment loss is recognized.

**Research and development costs**

Research costs are expensed as incurred.

Development costs for projects related to recipes and product innovations are capitalized as an intangible asset if it can be demonstrated that the project is expected to generate future economic benefits, if it is probable that those future economic benefits will flow to the entity and the costs of the asset can be measured reliably. Development costs previously recognized as an expense are not recognized as an asset in a subsequent period. Development costs that have been capitalized are amortized on a straight-line basis over the period of their expected useful life. The amortization periods adopted do not exceed five years.

**Brand names, licenses and other intangible assets**

Other acquired intangible assets include brand names, licenses, customer relationships, patents and trademarks, software and projects to improve the processes. Patents and licenses are amortized over their period of validity. All other intangible assets are amortized on a straight-line basis over their anticipated useful life not exceeding ten years. The amortization charge is included in the positions "General and administration expenses" and "Cost of goods sold" in the Consolidated Income Statement.

**2.4 Inventories**

as of August 31,

in thousands of CHF

	<b>2023</b>	<b>2022</b>
Cocoa beans stocks	1,267,568	849,216
Semi-finished and finished products	1,291,659	1,170,437
Other raw materials and packaging materials	366,505	406,832
<b>Total inventories</b>	<b>2,925,732</b>	<b>2,426,485</b>

As at August 31, 2023, the value of cocoa and chocolate inventories designated in a hedging relationship amounted to CHF 1,811.9 million (2022: CHF 1,276.4 million), on which a fair value hedge adjustment of CHF 564.7 million was recorded (2022: CHF 60.8 million). For further details of hedged inventories refer to Note 3.7.9 – "Effect of hedge accounting on the financial position and performance".

In 2022/23, materials used of CHF 5,835.3 million (2021/22: CHF 5,643.5 million) were recognized as an expense during the year and included in "Cost of goods sold".

Notes to the Consolidated Financial Statements

In fiscal year 2022/23, inventory write-downs of CHF 30.9 million were recognized as an expense (2021/22: CHF 44.5 million).

As at August 31, 2023, no inventories were pledged as security (2022: nil).

**Accounting policies**

Inventories	Inventories are measured at the lower of cost and net realizable value. The cost of inventories comprises the costs of materials, direct production costs including labor costs and an appropriate proportion of production overheads and factory depreciation. Those inventories that are allocated as hedged items in a fair value hedge relationship are adjusted for the change in the fair value attributable to the hedged cocoa price risk.  The weighted average method is used in assigning the cost of inventories.
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**2.5 Trade receivables and other current assets**

as of August 31,

in thousands of CHF

	<b>2023</b>	<b>2022</b>
Trade receivables	532,548	547,521
Accrued income	68,903	40,251
Loans and other receivables	228,218	60,618
Other current financial assets	26,634	17,315
<b>Receivables representing financial assets</b>	<b>856,303</b>	<b>665,705</b>
Prepayments	118,862	137,472
Other current non-financial assets	1,361	621
Other tax receivables and receivables from government	134,730	111,781
<b>Other receivables</b>	<b>254,953</b>	<b>249,874</b>
<b>Total trade receivables and other current assets</b>	<b>1,111,256</b>	<b>915,579</b>

The Group runs asset-backed securitization programs, whereby trade receivables are sold at their nominal value minus a discount in exchange for cash. The amount of the receivables sold net of discounts as at August 31, 2023, was CHF 414.9 million (2022: CHF 387.6 million). This amount was derecognized from the balance sheet. The amount is the combination of the gross value of the receivables sold of CHF 443.0 million (2022: CHF 408.1 million) and the discount applicable of CHF 28.1 million (2022: CHF 20.5 million).

Net amounts payable to these programs amounted to CHF 70.0 million as at August 31, 2023 (2022: CHF 73.4 million), consisting of the balance of receivables collected before the next rollover date of CHF 98.1 million (2022: CHF 93.9 million), less the discount on receivables sold of CHF 28.1 million (2022: CHF 20.5 million). The discount is retained by the programs to establish a dilution reserve, a yield reserve, and an insurance first loss reserve. These amounts are included in Note 2.6 – “Trade payables and other current liabilities” on a net basis.

Trade receivables with the fair value of CHF 103.0 million (and CHF 103.9 million nominal amount) as at August 31, 2023 (2022: fair value CHF 92.8 million, nominal amount CHF 93.1 million), are held for realization through sale under the asset-backed securitization programs and are therefore classified as measured at fair value through profit or loss. All other trade receivables, accrued income, loans, other receivables and other current financial assets are measured at amortized cost.

Interest expense paid under the asset-backed securitization programs amounted to CHF 16.8 million (2021/22: CHF 4.3 million) and was reported under “Interest expense”.

For detailed information about the expected credit losses calculated on the Group’s financial assets measured at amortized cost refer to Note 3.7.4 – “Credit risk and concentration of credit risk”.

Notes to the Consolidated Financial Statements

**Accounting policies**

**Trade receivables**

Trade receivables, with the exception of those receivables that are managed under the asset-backed securitization programs, are stated at amortized cost, less lifetime expected credit losses.

The Group maintains asset-backed securitization programs for trade receivables, transferring the contractual rights to the cash flows of third-party trade receivables at their nominal value minus a discount. These receivables are derecognized from the balance sheet. The net amount reported under “Loans and other receivables” or “Other payables” is the amount of the discount minus the receivables already collected at the balance sheet date, but not yet remitted to the asset-purchasing company. Before being sold, the receivables that are managed under the asset-backed securitization programs are classified as financial assets measured at fair value through profit or loss.

**Other financial assets**

Other financial assets are the items reported in the lines “Accrued Income”, “Loans and other receivables” and “Other current financial assets”. Other financial assets are classified as measured at amortized cost less expected impairment losses. The Group’s other financial assets have contractual cash flows that are solely principal, and the Group’s interest and business model is to hold these assets to collect contractual cash flows.

All purchases and sales of financial assets are recognized on the trade date. Financial assets are recognized when the Group becomes a party to the contractual provisions and are initially measured at fair value, which represents the transferred consideration, plus transaction costs.

Financial assets are derecognized when the Group loses control of the contractual rights to the cash flows of the assets. Such control is lost when the rights and benefits specified in the contract are realized, expired, or are surrendered.

**Allowance for impairment losses of financial assets**

At each reporting date, the Group recognizes an impairment allowance for financial assets measured at amortized cost.

The impairment allowance represents the Group’s estimates of lifetime expected credit losses, which are the present value of the cash shortfalls over the expected life of the financial assets.

Impairment losses are reflected in the allowance account of the respective financial asset class and recognized in the Consolidated Income Statement as follows:

<b>Financial asset class</b>	<b>Line item in Consolidated Income Statement</b>
Cash and cash equivalents	Finance expense
Deposits	Other expense
Trade receivables	Revenue from sales and services
Other receivables	Other expense
Other financial assets	Other expense

Notes to the Consolidated Financial Statements

## 2.6 Trade payables and other current liabilities

as of August 31,

in thousands of CHF

	2023	2022
Trade payables	1,143,806	1,202,076
Accrued expenses	213,505	164,500
Other payables	199,145	224,005
<b>Payables representing financial liabilities</b>	<b>1,556,456</b>	<b>1,590,581</b>
Accrued wages and social security	139,238	129,868
Other taxes and payables to government	94,033	72,020
Deferred income	1,311	785
<b>Other liabilities</b>	<b>234,582</b>	<b>202,673</b>
<b>Total trade payables and other current liabilities</b>	<b>1,791,038</b>	<b>1,793,254</b>

The Group has payables related to asset-backed securitization programs, see Note 2.5 – “Trade receivables and other current assets”. Other payables also consist of outstanding ledger balances with commodity brokers.

### Accounting policies

#### Trade payables and other current financial liabilities

Trade payables and other current financial liabilities are initially recognized at fair value, net of transaction costs, when the Group becomes a party to the contractual provisions. They are subsequently carried at amortized cost using the effective interest rate method. A financial liability is derecognized when the obligation is discharged, cancelled, or expires.

## 2.7 Provisions

in thousands of CHF	Restructuring	Litigation & claims	Other	Total
<b>as of September 1, 2022</b>	<b>5,833</b>	<b>79,172</b>	<b>16,384</b>	<b>101,389</b>
Additions	8	17,523	5,078	22,609
Use of provisions	(3,412)	(29,109)	(362)	(32,883)
Release of unused provisions	(1,618)	(4,539)	(862)	(7,019)
Currency translation adjustments	(109)	(1,327)	(802)	(2,238)
<b>as of August 31, 2023</b>	<b>702</b>	<b>61,720</b>	<b>19,436</b>	<b>81,858</b>
of which:				
Current	702	58,898	7,854	67,454
Non-current	—	2,822	11,582	14,404

### Restructuring

The amounts for restructuring primarily includes direct expenditures arising from the restructuring, notably severance payments and other costs directly linked to closure of facilities.

### Litigation & claims

The amount includes provisions for certain litigation and claims that have been recognized to cover legal, tax and administrative disputes that arise in the ordinary course of business for which, by their nature, the timing or the amount are difficult to predict. This includes, but is not limited to, customer, labor and non-income tax claims.

The provisions include the remaining estimated costs of fulfilling contractual obligations related to the salmonella incident at the Wieze factory.

### Other provisions

Other provisions cover different types of risk, including non-income tax risks and warranties, and the majority is expected to be used within three years.

## Notes to the Consolidated Financial Statements

## Accounting policies

### Provisions

Provisions are recognized when the Group has a present legal or constructive obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation, and a reliable estimate thereof can be made.

Provisions are recorded for identifiable claims and restructuring costs. Restructuring provisions mainly comprise employee termination payments. Specific provisions for restructuring costs are recorded at such time as the management approves the decision to restructure and a formal plan for restructuring is communicated.



Notes to the Consolidated Financial Statements

## 3 Capital and Financial Risk Management

### 3.1 Capital management

The Group continues to apply its policy to maintain a sound capital base to support the continued development of the business. The Board of Directors seeks to maintain a prudent balance between debt and equity. In compliance with bank covenants, there is also a minimum tangible net worth value (equity – intangible assets and goodwill) set at CHF 750 million.

The target payout ratio to shareholders is set in a range of 35% to 40% of the net profit in the form of a dividend. The target payout ratio and the form of the payout recommended by the Board is reviewed on an annual basis and is subject to the decision at the Annual General Meeting of Shareholders.

The Group's subsidiaries have complied with applicable local statutory capital requirements.

### 3.2 Equity

#### Share capital and dividends

The issued share capital amounts to CHF 0.1 million (2022: CHF 0.1 million) and is divided into 5,488,858 registered shares with a nominal value of CHF 0.02 (2022: CHF 0.02). All of the issued shares are fully paid and validly issued and are not subject to calls for additional payments of any kind. The Company has one class of shares, which carries no right to a fixed dividend.

By resolution of the Annual General Meeting on December 14, 2022 the shareholders approved the proposed distribution of dividends in the amount of CHF 28.00 per share, effected through a dividend payment of CHF 153.6 million. The payment was made to shareholders on January 11, 2023.

During the fiscal year 2021/22, the payout of CHF 28.00 per share was effected through a dividend payment out of retained earnings in the amount of CHF 153.5 million. The payment was made to shareholders on January 6, 2022.

#### Treasury shares

Treasury shares are valued at weighted average cost and have been deducted from equity. The book value of the treasury shares as at August 31, 2023, amounted to CHF 26.2 million (2022: CHF 21.9 million).

The fair value of the treasury shares as at August 31, 2023, amounted to CHF 23.5 million (2022: CHF 20.6 million). As at August 31, 2023, the number of outstanding shares amounted to 5,473,642 (2022: 5,478,563) and the number of treasury shares to 15,216 (2022: 10,295). During this fiscal year, 14,000 shares have been purchased, 9,079 transferred to employees and members of the Board of Directors under the employee stock ownership program (2021/22: 7,767 purchased; 5,345 transferred).

#### Retained earnings

As at August 31, 2023, retained earnings contain legal reserves of CHF 26.3 million (2022: CHF 21.9 million), which are not distributable to the shareholders pursuant to Swiss law.

#### Hedging reserves

Hedging reserves comprise the effective portion of the cumulative net change in the fair value of cash flow hedging instruments related to hedged transactions that are expected to occur. For further detail about the hedge reserves, refer to Note 3.7.9 – “Effect of hedge accounting on the financial position and performance”.

#### Cumulative translation adjustment (CTA)

Cumulative translation adjustments comprise all foreign currency differences arising from the translation of the financial statements of foreign operations.

## Notes to the Consolidated Financial Statements

**Movements in non-controlling interests**

in thousands of CHF	2022/23	2021/22
<b>as of September 1,</b>	<b>2,347</b>	<b>2,360</b>
Non-controlling share of profit/(loss)	(1,220)	235
Non-controlling share of other comprehensive income	(36)	(248)
<b>as of August 31,</b>	<b>1,091</b>	<b>2,347</b>

The non-controlling interests are not material for the Group.

**Accounting policies**

Transactions with non-controlling interests

The Group applies the policy of treating transactions with non-controlling interests equal to transactions with equity owners of the Group. For purchases from non-controlling interests, the difference between consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposal to non-controlling interests are also recorded in equity.

**3.3 Earnings per share**

in CHF	2022/23	2021/22
Basic earnings per share (CHF)	81.04	65.81
Diluted earnings per share (CHF)	80.90	65.66

The following amounts of earnings have been used as the numerator in the calculation of basic and diluted earnings per share:

in thousands of CHF	2022/23	2021/22
Net profit for the year attributable to shareholders of Barry Callebaut AG, used as numerator for basic earnings per share	444,355	360,705
Adjusted net profit for the year used as numerator for diluted earnings per share	444,355	360,705

The following numbers of shares have been used as the denominator in the calculation of basic and diluted earnings per share:

	2022/23	2021/22
Number of shares issued	5,488,858	5,488,858
Weighted average number of treasury shares held	(5,725)	(8,128)
<b>Weighted average number of ordinary shares outstanding, used as denominator for basic earnings per share</b>	<b>5,483,133</b>	<b>5,480,730</b>
Dilution potential of equity-settled share-based payments	9,243	12,560
<b>Adjusted weighted average number of ordinary shares, used as denominator for diluted earnings per share</b>	<b>5,492,376</b>	<b>5,493,290</b>

**3.4 Cash and cash equivalents**

Cash and cash equivalents amounted to CHF 488.2 million as of August 31, 2023 (2022: CHF 878.2 million), and comprised cash on hand, cheques, bank balances and bank deposit balances with an original maturity of 90 days or less. Bank overdrafts amounted to CHF 152.8 million as of August 31, 2023 (2022: CHF 62.4 million), and are repayable on demand, forming an integral part of the Group's cash management, are included as a component of cash and cash equivalents for the purpose of the Consolidated Cash Flow Statement.

Notes to the Consolidated Financial Statements

## 3.5 Debt and lease liabilities

### 3.5.1 Short-term debt and lease liabilities

as of August 31, in thousands of CHF	Carrying amounts	
	2023	2022
<b>Bank overdrafts</b>	<b>152,787</b>	<b>62,418</b>
Short-term loans	35,375	61,211
Short-term portion of long-term loans	430,985	388,743
Other	13	13
<b>Short-term debt</b>	<b>466,373</b>	<b>449,967</b>
<b>Short-term lease liabilities</b>	<b>41,810</b>	<b>42,141</b>
<b>Short-term debt and lease liabilities</b>	<b>660,970</b>	<b>554,526</b>

Short-term debt and lease liabilities are mainly denominated in EUR and XOF as shown in the table below:

as of August 31, Split per currency in thousands of CHF	Amount	2023		Amount	2022	
		Interest range			Interest range	
		from	to		from	to
CHF	3,849	0.42 %	3.96 %	3,650	(0.21) %	2.28 %
CLP	8,807	4.18 %	12.63 %	7,404	2.15 %	12.82 %
EUR	447,686	0.10 %	5.00 %	15,266	0.09 %	3.83 %
NGN	5,916	12.00 %	20.00 %	7,290	12.00 %	12.00 %
TRY	9,564	12.52 %	42.80 %	10,309	12.52 %	34.00 %
USD	28,610	1.03 %	11.50 %	418,104	1.03 %	5.50 %
XOF	142,638	3.90 %	12.49 %	77,635	2.75 %	5.80 %
Other	13,900	0.34 %	36.75 %	14,868	0.50 %	30.94 %
<b>Total</b>	<b>660,970</b>			<b>554,526</b>		

### 3.5.2 Long-term debt and lease liabilities

as of August 31, in thousands of CHF	Carrying amounts	
	2023	2022
Senior Notes	430,414	825,810
Schuldscheindarlehen	848,203	862,768
Short-term portion of long-term loans	(430,985)	(388,743)
Other loans	52,408	2,191
<b>Total long-term debt</b>	<b>900,040</b>	<b>1,302,026</b>
<b>Long-term lease liabilities</b>	<b>236,002</b>	<b>222,504</b>
<b>Long-term debt and lease liabilities</b>	<b>1,136,042</b>	<b>1,524,530</b>

Notes to the Consolidated Financial Statements

as of August 31,

In issuance currency, in millions

Debt instrument	Issuance	Maturity	Issuance Currency	Issuance Amount	Interest rate type	Outstanding (face value)	
						2023	2022
USD 400 million 5.5% Senior Note	Jun-13	Jun-23	USD	400	Fixed	0	400
EUR 450 million 2.375% Senior Note	May-16	May-24	EUR	450	Fixed	450	450
Schuldscheindarlehen	Feb-19	Feb-26	EUR	104	Fixed	104	104
Schuldscheindarlehen	Feb-19	Feb-27	EUR	132	Fixed	132	132
Schuldscheindarlehen	Feb-19	Feb-29	EUR	12	Fixed	12	12
Schuldscheindarlehen	Feb-19	Feb-27	CHF	21	Fixed	21	21
Schuldscheindarlehen	Feb-19	Feb-26	EUR	88	Floating	88	88
Schuldscheindarlehen	Feb-19	Feb-27	EUR	122	Floating	122	122
Schuldscheindarlehen	Feb-19	Feb-29	EUR	10	Floating	10	10
Schuldscheindarlehen	Jul-20	Jul-25	EUR	112	Fixed	112	112
Schuldscheindarlehen	Jul-20	Jan-27	EUR	18	Fixed	18	18
Schuldscheindarlehen	Jul-20	Jul-28	EUR	82	Fixed	82	82
Schuldscheindarlehen	Jul-20	Jul-30	EUR	57	Fixed	57	57
Schuldscheindarlehen	Jul-20	Jan-27	CHF	5	Fixed	5	5
Schuldscheindarlehen	Jul-20	Jul-25	EUR	34	Floating	17	17
Schuldscheindarlehen	Jul-20	Jan-27	EUR	55	Floating	47	47
Schuldscheindarlehen	Jul-20	Jul-28	EUR	46	Floating	45	45
Schuldscheindarlehen	Jul-20	Jul-25	CHF	15	Floating	15	15
EBRD Loan <sup>1</sup>	Apr-23	Apr-30	EUR	52	Floating	52	0
Revolving Credit Facility	Oct-22	Oct-27	EUR	900	Floating	0	0

<sup>1</sup> European Bank for Reconstruction and Development

**Fiscal year 2022/23 Activities**

In October 2022, the Group:

- extended the maturity of its Revolving Credit Facility to October 2027.

In April 2023, the Group:

- entered in to a long term loan agreement with the European Bank for Reconstruction and Development (EBRD), maturing in April 2030, Floating, EUR 52.3 million.

In June 2023, the Group:

- repaid the USD Senior Note in full at maturity, USD 400 million.

**Fiscal year 2021/22 Activities**

In October 2021, the Group:

- extended the maturity of its Revolving Credit Facility to October 2026. The facility amount was reduced from EUR 1 billion to EUR 900 million.

In February 2022, early prepayment of:

- Schuldscheindarlehen, maturing in Feb 2026, Floating, CHF 11 million
- Schuldscheindarlehen, maturing in Feb 2027, Floating, CHF 110 million
- Schuldscheindarlehen, maturing in Feb 2029, Floating, CHF 10 million

The Senior Notes, the Schuldscheindarlehen, EBRD Loan and Revolving Credit Facility all rank pari passu and are guaranteed by Barry Callebaut AG. The financial covenants related to the Revolving Credit Facility - profitability per metric tonne, interest cover ratio and tangible net worth value - were respected as of August 31, 2023 and August 31, 2022, respectively.

Long-term financial liabilities are to a major extent issued at fixed interest rates or fixed via plain-vanilla fixed-floating interest rate derivatives.

Notes to the Consolidated Financial Statements

The Group's diversified long-term debt portfolio has a balanced maturity profile. The weighted average maturity of the long-term debt and lease liabilities (i.e. without any portion falling due in less than 12 months) slightly changed from 4.3 years to 4.4 years.

as of August 31,

in thousands of CHF

	<b>2023</b>	<b>2022</b>
2023/24	—	469,813
2024/25	175,311	168,142
2025/26	215,965	210,826
2026/27	358,608	356,138
2027/28 (and thereafter for 2022)	145,253	319,611
2028/29 (and thereafter for 2023)	240,905	—
<b>Long-term financial liabilities</b>	<b>1,136,042</b>	<b>1,524,530</b>

Long-term debt and lease liabilities are to a major extent denominated in EUR, USD and CHF and transacted at fixed interest rates.

as of August 31,

Split per currency

in thousands of CHF

	<b>2023</b>			<b>2022</b>		
	<b>Amount</b>	<b>Interest range</b>		<b>Amount</b>	<b>Interest range</b>	
		<b>from</b>	<b>to</b>		<b>from</b>	<b>to</b>
BRL	4,618	6.71 %	16.07 %	4,627	6.71 %	15.85 %
CHF	63,871	0.42 %	3.96 %	51,230	0.42 %	2.28 %
EUR	938,589	0.10 %	5.00 %	1,345,259	0.09 %	3.83 %
PLN	3,685	1.13 %	7.57 %	3,050	0.94 %	6.37 %
SGD	5,296	1.67 %	4.72 %	6,414	1.67 %	3.21 %
USD	102,930	0.03 %	5.50 %	85,267	0.03 %	5.50 %
Other	17,053	0.34 %	36.75 %	28,683	0.34 %	30.94 %
<b>Long-term financial liabilities</b>	<b>1,136,042</b>			<b>1,524,530</b>		

Notes to the Consolidated Financial Statements

### 3.5.3 Changes in liabilities and equity from financing activities

in thousands of CHF	Financial liabilities			Equity				Total
	Short-term debt	Long-term debt	Lease liabilities	Retained Earnings	Share capital	Treasury shares	Non-controlling interests	
<b>as of September 1, 2021</b>	119,427	1,930,054	265,539	3,538,158	110	(15,594)	2,360	5,840,054
<b>Cash flows from financing activities</b>	(47,958)	(119,114)	(44,006)	(153,467)	—	(16,951)	—	(381,496)
Proceeds from the issue of short-term debt	41,662	—	—	—	—	—	—	41,662
Repayment of short-term debt	(89,620)	—	—	—	—	—	—	(89,620)
Proceeds from the issue of long-term debt	—	11,814	—	—	—	—	—	11,814
Repayment of long-term debt	—	(130,928)	—	—	—	—	—	(130,928)
Payment of lease liabilities	—	—	(44,006)	—	—	—	—	(44,006)
Dividend payment	—	—	—	(153,467)	—	—	—	(153,467)
Purchase of treasury shares	—	—	—	—	—	(16,951)	—	(16,951)
<b>Other changes related to liabilities</b>	<b>378,498</b>	<b>(508,914)</b>	<b>43,112</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>(87,304)</b>
Amortized structuring fee	—	3,843	—	—	—	—	—	3,843
Change in accrued finance expense other	—	1,073	—	—	—	—	—	1,073
New leases and modifications	—	—	49,162	—	—	—	—	49,162
Interest expense	65,499	—	6,714	—	—	—	—	72,213
Interest paid	(66,832)	—	(6,714)	—	—	—	—	(73,546)
Foreign exchange movements	62,642	(196,641)	(6,050)	—	—	—	—	(140,049)
Reclassification	317,189	(317,189)	—	—	—	—	—	—
<b>Other changes related to equity</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>412,723</b>	<b>—</b>	<b>10,659</b>	<b>(13)</b>	<b>423,369</b>
<b>as of August 31, 2022</b>	<b>449,967</b>	<b>1,302,026</b>	<b>264,645</b>	<b>3,797,414</b>	<b>110</b>	<b>(21,886)</b>	<b>2,347</b>	<b>5,794,623</b>
<b>as of September 1, 2022</b>	<b>449,967</b>	<b>1,302,026</b>	<b>264,645</b>	<b>3,797,414</b>	<b>110</b>	<b>(21,886)</b>	<b>2,347</b>	<b>5,794,623</b>
<b>Cash flows from financing activities</b>	<b>(384,897)</b>	<b>51,310</b>	<b>(44,192)</b>	<b>(153,595)</b>	<b>—</b>	<b>(23,629)</b>	<b>—</b>	<b>(555,003)</b>
Proceeds from the issue of short-term debt	50,455	—	—	—	—	—	—	50,455
Repayment of short-term debt	(435,352)	—	—	—	—	—	—	(435,352)
Proceeds from the issue of long-term debt	—	124,872	—	—	—	—	—	124,872
Repayment of long-term debt	—	(73,562)	—	—	—	—	—	(73,562)
Payment of lease liabilities	—	—	(44,192)	—	—	—	—	(44,192)
Dividend payment	—	—	—	(153,595)	—	—	—	(153,595)
Purchase of treasury shares	—	—	—	—	—	(23,629)	—	(23,629)
<b>Other changes related to liabilities</b>	<b>401,303</b>	<b>(453,296)</b>	<b>57,359</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>5,366</b>
Amortized structuring fee	—	2,757	—	—	—	—	—	2,757
Change in accrued finance expense other	—	(410)	—	—	—	—	—	(410)
New leases and modifications	—	—	76,587	—	—	—	—	76,587
Interest expense	57,505	—	8,176	—	—	—	—	65,681
Interest paid	(56,956)	—	(8,176)	—	—	—	—	(65,132)
Foreign exchange movements	(40,260)	(14,629)	(19,228)	—	—	—	—	(74,117)
Reclassification	441,014	(441,014)	—	—	—	—	—	—
<b>Other changes related to equity</b>	<b>—</b>	<b>—</b>	<b>—</b>	<b>444,978</b>	<b>—</b>	<b>19,281</b>	<b>(1,256)</b>	<b>463,003</b>
<b>as of August 31, 2023</b>	<b>466,373</b>	<b>900,040</b>	<b>277,812</b>	<b>4,088,797</b>	<b>110</b>	<b>(26,234)</b>	<b>1,091</b>	<b>5,707,989</b>

Notes to the Consolidated Financial Statements

**Accounting policies**

**Financial liabilities**

Financial liabilities are initially recognized at fair value, net of transaction costs, when the Group becomes a party to the contractual provisions. They are subsequently carried at amortized cost using the effective interest rate method.

A financial liability is derecognized when the obligation is discharged, cancelled, or expires.

**Lease liabilities**

The Group recognizes a right-of-use asset and a lease liability at the lease commencement date.

The lease liability is initially measured at the present value of the future lease payments that are not paid at the commencement date, discounted using the incremental borrowing rate defined on a Group level, specific to the currency of the lease contract. Lease payments included in the initial measurement of the lease liability include for example fixed payments and variable payments that depend on an index or rate, which are initially measured using the index or rate at the commencement date.

The lease liability is subsequently measured at amortized cost using the effective interest method, decreased by lease payments made. The lease liability is remeasured in case of changes in future lease payments (i.e. index-based rents) or any changes in the assessments of extension or termination options. For such remeasurements, a corresponding adjustment generally is made to the right-of-use asset.

The Group applies judgment to determine the lease terms for lease contracts that include renewal or termination options. The assessment of whether the Group is reasonably certain to exercise such options impacts the lease term which significantly affects the amount of lease liabilities and assets recognized in the balance sheet.

**Short-term leases and leases of low-value assets**

The Group has elected not to recognize right-of-use assets and lease liabilities for short-term leases that have a lease term of twelve months or less and do not contain a purchase option, and leases with asset's fair value, when newly purchased, is lower than CHF 5,000. The Group recognizes the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

**3.6 Capital and lease commitments and guarantees**

**Capital and lease commitments**

as of August 31,

in thousands of CHF

	<b>2023</b>	<b>2022</b>
Property, plant and equipment	58,222	76,198
Intangible assets	125	351
Leased assets	89,738	98,148
<b>Total capital and lease commitments</b>	<b>148,085</b>	<b>174,697</b>

In the current fiscal year, Property, plant and equipment commitments are mainly related to equipment for new production lines in multiple countries, while Leased assets commitments are related to a new production site.

**Guarantees in favor of third parties**

Group companies have issued guarantee commitments as of August 31, 2023 in the amount of CHF 0.4 million (2022: CHF 0.5 million). These are mainly related to third-party suppliers.

## Notes to the Consolidated Financial Statements

### 3.7 Financial risk management

The nature of its business exposes the Group to a variety of financial risks including the effects of changes in market prices (commodity prices, foreign exchange rates, and interest rates) as well as credit risks and liquidity risks.

The Group's overall strategy for managing these risks is consistent with the Group's objectives to maintain cost leadership, reduce earnings volatility in a cost-effective manner and minimize potential adverse effects of such market exposures on the financial performance of the Group. The Group's sourcing centers and Treasury department continuously monitor and hedge the exposures to commodity price risk, foreign currency and interest rate risk. The Group Commodity Risk Committee (GCRC) and Finance Committee regularly reviews, and monitors, the adherence to policies and defined risk limits. The Group manages its business based on the following two business models:

- **Contract business:** sales contracts for cocoa ingredients and industrial or gourmet chocolate, where Barry Callebaut has entered into contracts with customers to deliver fixed quantities at fixed prices. These contractually fixed prices are generally based on the forward market prices of the raw material components valid at the contract date for the forward delivery date on which the cocoa ingredients or chocolate is planned to be delivered to the customers.
- **Price list business:** Barry Callebaut sets price lists for certain Gourmet, Specialties & Decorations, and Beverage products. These price lists are normally updated at intervals of six months. Customers buy products based on the issued price lists without fixed commitments on quantities.

#### 3.7.1 Commodity price risks

##### **a) Commodity risk management**

The manufacturing of the Group's products requires raw materials such as cocoa beans, sugar and sweeteners, dairy, nuts, oils and fats. Therefore, the Group is exposed to commodity price risks.

The Group's sourcing centers manage the commodity risk in compliance with the Group Commodity Risk Management (GCRM) Policy. The GCRC monitors the Group's commodity risk management activities and acts as the decision-making body for the Group in this respect. The members of the GCRC include the Group's Chief Financial Officer (CFO) who acts as Chairman of the Committee, the President of Global Cocoa, the Chief Procurement Officer, the VP Group Accounting, Reporting & Risk Management, the CFO Global Cocoa, the VP Global Cocoa Trading & Sourcing, and the VP Group Treasury & Tax.

The GCRC reports to the Group's Audit, Finance, Risk, Quality & Compliance Committee (AFRQCC) and must inform the latter about key Group commodity risk issues and the key mitigation decisions taken. The AFRQCC reviews and approves GCRC requests and ensures that the commodity risk management strategy is consistent with the Group's objectives. It also sets the Group's Value at Risk (VaR) limit for the major raw material components. The AFRQCC makes recommendations to the Board of Directors and advises the Board of Directors on important risk matters and/or asks for approval. The Board of Directors is the highest approval authority for all GCRM matters and approves the GCRM Policy as well as the Group VaR limit.

The Group applies a 95% ten-day VaR limit to manage the consolidated exposure to commodity price risk. The VaR framework of the Group is based on the standard historical VaR methodology, taking 2,000 days (equivalent to seven years) of the most recent prices, based on which the day-to-day relative price changes are calculated. The historical VaR is a simulation of past market conditions and does not predict the future movement in commodity prices. Therefore it does not represent actual losses. It only represents an indication of the future commodity price risks based on historical volatility. VaR is applied to materials with prices considered to exceed certain volatility levels (e.g. cocoa beans and cocoa products, dairy products, sugar and sweeteners, nuts, oils and fats).



## Notes to the Consolidated Financial Statements

As of August 31, 2023, the Group had a total VaR (basis 2,000-day price history) for raw materials of CHF 23.0 million (2022: CHF 12.2 million). The VaR increase of CHF +10.8 million since last year is the result of a combination of larger positions, higher volatility and a further refinement of the VaR methodology. The average VaR over the fiscal year 2022/23 was CHF 21.4 million (2021/22: CHF 9.1 million). It remained well within the limit throughout the entire period.

To account for the recent increase in market volatility, the Group added an additional VaR metric (as from March 1, 2023) based on prices of the last 200 days (equivalent to 9 months). As of August 31, 2023, the VaR for the 200-day price history amounts to CHF 21.4 million. The average VaR since March 1, 2023 amounted to CHF 26.7 million. It remained within the limit throughout the entire period.

The VaR is used together with a calculation of the expected shortfall and worst cases as well as the use of stress test scenarios.

The GCRC allocates the Group VaR limit into VaR limits for cocoa and non-cocoa raw materials such as sugar, dairy, oils and fats. These two VaR limits are then allocated to limits in tonnes to the related risk reporting units for each of the two areas.

### **b) Cocoa price risk and the Group's hedging strategy**

The Group's purchasing and sourcing centers make sourcing and risk management decisions for cocoa beans, semi-finished cocoa products and ingredients including hedging commodity price risk exposures. Within the overall limits as defined by the AFRQCC, the Group's purchasing and sourcing centers can also act as a broker-trader with the objective to generate profits from fluctuations in raw material prices or broker-trader margins.

The fair value of the Group's open sales and purchase commitments and inventory are fluctuating in line with price movements in the respective commodity markets and are therefore hedged. It is the Group's policy to hedge its cocoa price risk resulting from its inventory and purchase and sales contracts. The cocoa price risk component in cocoa inventories, purchase and sales contracts as well as chocolate inventories and sales contracts are hedged with exchange traded or over-the-counter cocoa bean derivatives applying fair value hedge accounting. The Group also applies cash flow hedge accounting whereby the cocoa price risk and foreign exchange risk from forecasted sales are hedged with cocoa bean futures and foreign exchange forward contracts.

In order to calculate the cocoa bean price risk exposure embedded in the various cocoa ingredients and chocolate inventories, purchase and sales contracts, the cocoa processing entities translate the various cocoa ingredient volumes of these positions into cocoa bean equivalents, using technical yields (to calculate how many cocoa beans are needed to produce those cocoa ingredient volumes). These technical ratios vary according to cocoa ingredient types and cocoa-processing units. The chocolate entities calculate the bean equivalent in their positions using the prevailing market/commercial ratios. The entities use this approach and these ratios to enter into the appropriate volume of hedging instruments in order to hedge the cocoa bean price risk component in their positions. The Group also uses the same hedging ratios in hedge accounting as described above.

The cocoa bean price risk component is contractually specified in the purchase and sales contracts of cocoa ingredients and chocolate products. Therefore, the cocoa bean price risk component is considered separately identifiable and reliably measurable in the Group's hedged items (cocoa ingredients purchase contracts, cocoa inventories, chocolate inventories, cocoa ingredients sales contracts and chocolate sales contracts) as well as in its hedging instruments (cocoa bean futures and other contracts accounted for as derivatives).

### **c) Sugar price risk hedges**

The Group applies cash flow hedge accounting for hedging relationships when it hedges its commodity price risk and its foreign exchange risks attributable to its forecasted sugar purchases with sugar futures and with foreign exchange forward contracts, respectively. When the Group enters into agreements with sugar suppliers where the price of the forecasted sugar purchases will be

## Notes to the Consolidated Financial Statements

linked to the raw sugar world market price, it hedges these forecasted sugar purchases with sugar futures.

The raw sugar world market price risk component is a contractually specified element in the hedged items. Therefore, the raw sugar world market price risk component is considered separately identifiable and reliably measurable in the Group's hedged items (forecasted sugar purchases) as well as in its hedging instruments (sugar futures).

### 3.7.2 Foreign currency risks

The Group operates across the world and consequently is exposed to multiple currency risks, albeit primarily in CHF, EUR, USD, and GBP. The Group actively monitors its transactional currency exposures and consequently enters into foreign currency hedges with the aim of preserving the value of assets, commitments, and anticipated transactions. The related accounting treatment is explained in the section "Accounting policies".

All risks relating to foreign currency exposures of assets and liabilities, certain unrecognized firm commitments and highly probable forecasted purchases and sales are centralized as far as possible within the Group's Treasury department, where the hedging strategies are defined.

Accordingly, the consolidated foreign currency exposures are hedged in compliance with the Group's Treasury Policy, mainly by means of forward currency contracts entered into with financial institutions of a high credit rating. The Group's Treasury Policy imposes a dual risk control framework of both open position limits and near-time fair valuation of net currency exposures. Both levels of control are substantially interlinked, avoiding excessive net currency exposures and substantial volatility in the Consolidated Income Statement.

The Group's Treasury department is supervised by the Group Finance Committee, which meets on a regular basis. The Group Finance Committee monitors the Group's foreign currency risk position and acts as a decision-taking body for the Group in this respect. The Group Finance Committee consists of the Group's CFO, the VP Group Financial Planning & Analysis, the VP Group Treasury & Tax, the VP Group Accounting, Reporting & Risk Management, and other Group Finance stakeholders.

The Group's Treasury Policy, giving guidance on treasury risk management including foreign currency and interest rate risks, is approved by the AFRQCC. The Group's Risk Management department reviews the consistency of the Group's treasury management strategy with the Group's Treasury Policy and reports the status to the Group's CFO periodically. The AFRQCC is informed by the CFO about the status and important matters in their quarterly meetings and approves requests of the Group Finance Committee on important treasury risk matters including foreign currency risks for recommendation to the Board of Directors. The Board of Directors is the highest approval authority for all Group Treasury Risk Management matters.

The table below provides an overview of the net exposure of CHF, EUR, USD, and GBP against the main functional currencies in the Group. According to the Group's Treasury Policy, foreign exchange exposures are hedged on an intraday basis as from identification, in line with the approved exposure limits. In case of limited deviations from the agreed foreign exchange exposure limits, approval has to be sought from the Group's Treasury and Risk Management department. For significant deviations, approval from the AFRQCC is required. Companies with the same functional currency are shown in one group. The CFA in Côte d'Ivoire, XOF, and respectively Cameroon, XAF, both have fixed-rate regimes. At present, both are pegged, independently from each other, at 656 per euro. The Serbian dinar (RSD) is a managed floating exchange rate linked to the EUR.

Notes to the Consolidated Financial Statements

**Net foreign currency exposures against major functional currencies**

as of August 31,

Net exposure in thousands of CHF/EUR/USD/GBP

	2023				2022			
	CHF	EUR	USD	GBP	CHF	EUR	USD	GBP
CHF	—	(13,209)	330	705	—	1,436	9,862	(118)
EUR	5,219	—	(5,121)	12,431	(2,290)	—	380	(10,546)
USD	(189)	505	—	(799)	21	(1,522)	—	37
BRL	(119)	94	(626)	—	(118)	376	392	—
GHS	1	(75)	710	—	(3,383)	(248)	3,585	—
MXN	—	(25)	(1,057)	—	—	450	(2,546)	—
RSD	149	(75,123)	—	—	—	(60,285)	(13)	—
RUB	—	3,255	55,601	360	—	961	30,005	360
XAF	—	(17,888)	—	—	—	(11,693)	—	—
XOF	—	69,838	—	—	—	27,422	—	—
<b>Total</b>	<b>5,061</b>	<b>(32,628)</b>	<b>49,837</b>	<b>12,697</b>	<b>(5,770)</b>	<b>(43,103)</b>	<b>41,665</b>	<b>(10,267)</b>

In order to quantify and manage the Group's consolidated exposure to foreign currency risks, the historical VaR has been implemented. The VaR concept serves as the analytical instrument for assessing the Group's foreign currency risk incurred under normal market conditions. The VaR indicates the loss which, within a time horizon of one day, will not be exceeded at a confidence level of 95% using seven years of historical market prices for each major currency pair. The VaR is used together with the calculation of the expected shortfall and worst cases as well as the use of stress test scenarios. The VaR is based on static exposures during the time horizon of the analysis. However, the simulation of past market conditions is not predicting the future movement in foreign currency rates. Therefore, it does not represent actual losses. It only represents an indication of future foreign currency risks. As of August 31, 2023, the Group had a VaR of CHF 1.1 million (2022: CHF 0.4 million). The average VaR over the fiscal year 2022/23 was CHF 0.8 million (2021/22: CHF 0.3 million).

**Value at Risk per main exposure currencies**

as of August 31,

Value at Risk on net exposures in thousands of CHF  
Total for the Group and per main exposure currencies

	2023	2022
<b>Total Group</b>	<b>1,082</b>	<b>383</b>
CHF	26	63
EUR	673	131
GBP	113	99
USD	830	582
Others	182	543
<b>Diversification effect</b>	<b>41 %</b>	<b>73 %</b>

**3.7.3 Interest rate risks**

The Group is exposed to changes in interest rates through its short- and long-term debt obligations. The Group's Treasury department manages and oversees the financing of the Group, and therefore the related interest rate risks. To the extent possible, it provides the necessary liquidity in the required functional currency for the companies of the Group. Consequently, the Group's debt obligations are adjusted with the real currency mix of the Group's liabilities in order to reflect the correct exposure to interest rates.

It is the Group's policy to manage its interest costs using an optimal mix of fixed and floating rate debt. This is achieved by entering into interest rate derivative instruments in which the Group exchanges at fixed and floating interest rates. To avoid volatility in the Consolidated Income Statement, cash flow hedge accounting is applied to those derivative instruments.

As described in the section "Foreign currency risks", the Group's Treasury department is supervised by the Group Finance Committee, which meets on a regular basis. The Group Finance Committee monitors the Group's interest rate risk and acts as a decision-taking body for the Group in this respect.

Notes to the Consolidated Financial Statements

The Group's Treasury Policy also covers the management of interest rate risks. The VP Group Treasury & Tax reports the status periodically to the Group's CFO, who informs the AFRQCC in their quarterly meetings. The AFRQCC approves requests from the Group Finance Committee on important treasury matters, including interest rate risks, and provides recommendations to the Board of Directors, which is the highest approval authority for all Group treasury matters.

The following schedule provides an overview of all interest-bearing items per year-end closing:

as of August 31,

in thousands of CHF

	2023	2022
<b>Fixed interest-bearing items</b>		
Carrying amount of financial liabilities	1,229,912	1,621,166
Reclassification due to interest rate derivative	301,335	306,939
<b>Net fixed interest position</b>	<b>1,531,247</b>	<b>1,928,105</b>
<b>Floating interest-bearing items</b>		
Carrying amount of financial assets	(488,332)	(880,021)
Carrying amount of financial liabilities	567,099	457,891
Reclassification due to interest rate derivative	(301,335)	(306,939)
<b>Net floating interest position</b>	<b>(222,568)</b>	<b>(729,069)</b>

**Sensitivity analysis on interest rate risks**

The following table shows the impact of a parallel shift of interest rates by 100 basis points (bps) up and 10 bps down on the Group's equity and Consolidated Income Statement, net of tax. The calculation is performed on both, the portion of the outstanding debt (excluding the asset-backed securitization programs; see Note 2.5 "Trade receivables and other current assets") at floating interest rates and the outstanding derivatives exchanging floating into fixed interest rates at the respective year-end. This sensitivity analysis only indicates the potential impact for the respective fiscal year at the prevailing conditions in the financial markets. Consequently, it does not represent actual or future gains or losses, which are strictly managed and controlled, as stipulated by the Group's Treasury Policy.

as of August 31,

Impact on

in thousands of CHF	2023				2022			
	Income statement		Equity		Income statement		Equity	
	100 bps increase	10 bps decrease	100 bps increase	10 bps decrease	100 bps increase	10 bps decrease	100 bps increase	10 bps decrease
Floating rate bearing items	1,668	(167)	—	—	5,470	(547)	—	—
Interest rate swaps	—	—	8,681	(892)	—	—	12,198	(1,261)
<b>Total interest rate sensitivity</b>	<b>1,668</b>	<b>(167)</b>	<b>8,681</b>	<b>(892)</b>	<b>5,470</b>	<b>(547)</b>	<b>12,198</b>	<b>(1,261)</b>

**3.7.4 Credit risk and concentration of credit risk**

Credit risk arising from customers, i.e. the risk of counterparties defaulting, is governed by the Group's Credit Management Policy. This policy defines the Group's credit management process such as the roles and responsibilities of the regional credit control organization, the initial customer account approval, setting and changing credit limits and payment terms, regular monitoring controls, collection effort process, credit insurance procedures, and credit allowances. System controls ensure a credit control assessment is conducted when accepting customers' new orders and before goods are dispatched whenever a customer's credit limit is exceeded due to outstanding or overdue open amounts.

The Group mitigates credit risk through the use of asset-backed securitization programs and factoring facilities (see Note 2.5 "Trade receivables and other current assets").

The Group has also has a credit risk insurance program whereby the majority of its customers with outstanding amounts larger than EUR 70,000 are insured as far as possible.

Notes to the Consolidated Financial Statements

The Group's credit risk exposure also arises from derivative financial instruments, i.e. foreign exchange derivatives, interest rate derivatives, and commodity derivatives, which are entered into with financial institutions. The Group has foreign exchange and interest rate derivatives with financial institutions acting on an international scale and having sound credit ratings. In case of commodity derivatives, the Group enters into futures transactions deals in the New York and the London terminal markets through its brokers. The mark-to-market exposures in relation to these hedging contracts are regularly and substantially collateralized pursuant to margin agreements in place with such counterparties. Counterparty exposures towards such financial institutions are monitored through limit utilization on a regular basis by the Group's Treasury department and reported to the Group Finance Committee and the AFRQCC.

As of August 31, 2023, the largest customer represents 5% (2022: 10%) whereas the ten biggest customers represent 24% (2022: 36%) of trade receivables. The Group does not have a material credit risk concentration as it maintains a large, geographically diverse customer base. The extent of the Group's credit risk exposure is represented by the aggregate balance of amounts receivable, reduced by the effects of netting arrangements with counterparties. The maximum nominal credit risk exposure in the event all other parties fail to perform their obligation was CHF 2,290.1 million as of August 31, 2023 (2022: CHF 2,017.2 million).

All financial assets measured at amortized cost are first assessed for individual impairment. Subsequently, expected credit loss is calculated by applying either the annualized Credit Default Swap rates (CDS) of the country of product delivery (pro rated in line with average payment terms or, in the case of Cash and Cash Equivalents, pro rated to 7 days) and a premium of 25 basis points or, where available, the individual annualized CDS of the counterparty (pro rated in line with average payment terms or, in the case of Cash and Cash Equivalents, pro rated to 7 days). The net expenses representing additions to the allowance for impairment losses and releases of the unused allowance recognized according to the approach described above amounted to CHF 1.6 million in 2022/23 (2021/22: CHF 7.5 million).

The following table summarizes the expected credit losses on the Group's trade receivables at balance sheet date:

**Aging of trade receivables**

as of August 31,

in thousands of CHF

	2023	2022
<b>Total trade receivables measured at amortized cost, gross</b>	<b>453,558</b>	<b>484,684</b>
of which:		
insured receivables	298,524	273,039
uninsured receivables with an individual balance over CHF 1 million	52,183	109,866
uninsured receivables with an individual balance below CHF 1 million	102,851	101,779
Less lifetime expected credit losses for trade receivables	(24,013)	(29,927)
<b>Total trade receivables measured at amortized cost (Note 3.7.8)</b>	<b>429,545</b>	<b>454,757</b>
of which:		
not overdue	412,828	415,385
lifetime expected credit losses for trade receivables not overdue	(9,454)	(5,719)
expected credit loss rate	2.29 %	1.38 %
past due less than 90 days	24,201	48,606
lifetime expected credit losses for trade receivables past due less than 90 days	(1,535)	(7,698)
expected credit loss rate	6.34 %	15.84 %
past due more than 90 days	16,529	20,693
lifetime expected credit losses for trade receivables past due more than 90 days	(13,024)	(16,510)
expected credit loss rate	78.80 %	79.78 %
<b>Total trade receivables measured at amortized cost (Note 3.7.8)</b>	<b>429,545</b>	<b>454,757</b>

Notes to the Consolidated Financial Statements

### Movements in allowance for impairment losses of financial assets

The movements in allowance for impairment losses of financial assets are as follows:

in thousands of CHF	Cash and cash equivalents	Deposits	Trade receivables	Other receivables	Other financial assets	Total
<b>as of September 1, 2022</b>	<b>1,456</b>	<b>16</b>	<b>29,927</b>	<b>7,047</b>	<b>52</b>	<b>38,498</b>
Changes to expected credit losses on financial assets	862	—	5,843	3,700	—	10,405
Write-offs	—	—	(196)	(731)	—	(927)
Unused amounts reversed	(450)	(4)	(6,212)	(2,181)	—	(8,847)
Currency translation adjustments	(461)	(2)	(5,332)	(512)	(17)	(6,324)
Reclassifications	—	—	(17)	(151)	—	(168)
<b>as of August 31, 2023</b>	<b>1,407</b>	<b>10</b>	<b>24,013</b>	<b>7,172</b>	<b>35</b>	<b>32,637</b>

in thousands of CHF	Cash and cash equivalents	Deposits	Trade receivables	Other receivables	Other financial assets	Total
<b>as of September 1, 2021</b>	<b>998</b>	<b>11</b>	<b>25,084</b>	<b>14,356</b>	<b>15</b>	<b>40,464</b>
Changes to expected credit losses on financial assets	2,249	5	11,399	2,013	37	15,703
Write-offs	(73)	—	(391)	(83)	—	(547)
Unused amounts reversed	(1,798)	—	(6,257)	(153)	(7)	(8,215)
Currency translation adjustments	80	—	34	(645)	7	(524)
Reclassifications <sup>1</sup>	—	—	58	(8,441)	—	(8,383)
<b>as of August 31, 2022</b>	<b>1,456</b>	<b>16</b>	<b>29,927</b>	<b>7,047</b>	<b>52</b>	<b>38,498</b>

<sup>1</sup> Reclassification to impairment losses of non-financial assets CHF -8.4 million.

### 3.7.5 Liquidity risk

Liquidity risk arises through a surplus of financial obligations over available financial assets due at any point in time. The Group's liquidity is ensured by means of regular Group-wide monitoring and planning of liquidity coordinated by the Group's Treasury department.

Financing needs are covered through a combination of adequate credit lines with reputable financial institutions as well as through short-term and long-term debt capital market instruments (see Note 3.5 "Financial liabilities").

#### Contractual maturities

The table below provides an overview of undiscounted contractual maturities for financial liabilities and derivatives based on the earliest date on which the Group is obliged to pay:

as of August 31, 2023

in thousands of CHF	Carrying amount	In the first year	In the second to the fifth year	After five years	Contractual amount
<b>Non-derivative financial liabilities</b>					
Bank overdrafts	(152,787)	(152,787)	—	—	(152,787)
Short-term debt	(466,373)	(479,501)	—	—	(479,501)
Trade payables	(1,143,806)	(1,143,806)	—	—	(1,143,806)
Lease liabilities	(277,812)	(41,810)	(121,062)	(114,940)	(277,812)
Long-term debt	(900,040)	(14,631)	(810,035)	(128,902)	(953,568)
Other current liabilities	(412,650)	(412,650)	—	—	(412,650)
<b>Derivatives</b>					
Interest rate derivatives	27,735	6,863	10,657	11,933	29,453
Currency derivatives					
Inflow	59,741	788,052	58,162	—	846,214
Outflow	(79,450)	(1,333,307)	(59,498)	—	(1,392,805)
Commodity derivatives					
Inflow	(100,597)	2,949,276	199,802	—	3,149,078
Outflow	(511,431)	(2,664,064)	(1,243)	—	(2,665,307)
<b>Total net</b>	<b>(3,957,470)</b>	<b>(2,498,365)</b>	<b>(723,217)</b>	<b>(231,909)</b>	<b>(3,453,491)</b>

Notes to the Consolidated Financial Statements

as of August 31, 2022

in thousands of CHF	Carrying amount	In the first year	In the second to the fifth year	After five years	Contractual amount
<b>Non-derivative financial liabilities</b>					
Bank overdrafts	(62,418)	(62,418)	—	—	(62,418)
Short-term debt	(449,967)	(449,967)	—	—	(449,967)
Trade payables	(1,202,076)	(1,202,076)	—	—	(1,202,076)
Lease liabilities	(264,645)	(42,141)	(103,965)	(118,539)	(264,645)
Long-term debt	(1,302,026)	(56,994)	(1,248,283)	(530,235)	(1,835,512)
Other current liabilities	(388,505)	(388,505)	—	—	(388,505)
<b>Derivatives</b>					
Interest rate derivatives	22,500	2,175	11,585	10,045	23,805
Currency derivatives					
Inflow	82,978	2,945,662	64,825	—	3,010,487
Outflow	(116,225)	(4,626,949)	(68,122)	—	(4,695,071)
Commodity derivatives					
Inflow	(121,955)	2,675,755	143,832	576	2,820,163
Outflow	38,963	(1,280,662)	313	—	(1,280,349)
<b>Total net</b>	<b>(3,763,374)</b>	<b>(2,486,120)</b>	<b>(1,199,815)</b>	<b>(638,153)</b>	<b>(4,324,088)</b>

### 3.7.6 Derivative financial assets and liabilities and hedge accounting

as of August 31,

in thousands of CHF	2023		2022	
	Derivative financial assets	Derivative financial liabilities	Derivative financial assets	Derivative financial liabilities
<b>Cash flow hedges</b>				
Interest rate risk	27,735	—	22,500	—
Commodity price risk	40,006	4,052	99	166
Foreign exchange risk	—	—	6	—
<b>Fair value hedges</b>				
Commodity price risk	657,600	1,305,928	241,905	333,073
Foreign exchange risk	58,086	24,842	87,414	140,776
<b>No hedge accounting designation</b>				
Commodity price risk	137,558	137,211	13,900	5,655
Foreign exchange risk	20,700	73,654	100,765	80,656
<b>Total derivative financial assets</b>	<b>941,685</b>	<b>—</b>	<b>466,589</b>	<b>—</b>
<b>Total derivative financial liabilities</b>	<b>—</b>	<b>1,545,687</b>	<b>—</b>	<b>560,326</b>

Derivative financial instruments consist of items used in a cash flow hedging model, items used in a fair value hedging model and derivative instruments measured at fair value, for which no hedge accounting is applied.

### 3.7.7 Offsetting financial assets and financial liabilities

The following financial assets and liabilities are subject to offsetting, enforceable master netting arrangements and similar agreements:

as of August 31, 2023

in thousands of CHF	Gross amounts of recognized financial assets/liabilities	Gross amounts of recognized financial liabilities/assets set off in the balance sheet	Net amounts of financial assets/liabilities presented in the balance sheet	Related amounts not set off in the balance sheet		
				Financial instruments	Cash collateral received or deposited	Net amount
Derivative financial assets	2,808,899	(1,867,214)	941,685	(184,300)	(33,075)	724,310
Derivative financial liabilities	3,412,901	(1,867,214)	1,545,687	(184,300)	(159,817)	1,201,570

as of August 31, 2022

in thousands of CHF	Gross amounts of recognized financial assets/liabilities	Gross amounts of recognized financial liabilities/assets set off in the balance sheet	Net amounts of financial assets/liabilities presented in the balance sheet	Related amounts not set off in the balance sheet		
				Financial instruments	Cash collateral received or deposited	Net amount
Derivative financial assets	783,288	(316,700)	466,589	(20,593)	(63,073)	382,922
Derivative financial liabilities	877,026	(316,700)	560,326	(20,593)	(69,206)	470,527

## Notes to the Consolidated Financial Statements

For the financial assets and liabilities subject to enforceable master netting arrangements or similar arrangements above, each agreement between the Group and the counterparty allows for net settlement of the relevant financial assets and liabilities when both elect to settle on a net basis. In the absence of such an election, financial assets and liabilities will be settled on a gross basis. However, each party to the master netting agreement or similar agreement will have the option to settle all such amounts on a net basis in the event of default, insolvency or bankruptcy or following other events predefined in the contract by the counterparty. The cash collateral received and deposited is reported on lines "Trade payables and other current liabilities" and "Trade receivables and other current assets" in the Consolidated Balance Sheet.

### 3.7.8 Classification and fair value of financial instruments

#### **a) Classification, methods and assumptions**

The carrying value of the following financial instruments approximates fair value because of the short period to maturity:

- Cash and cash equivalents
- Short-term deposits
- Trade receivables
- Other receivables representing financial instruments
- Bank overdrafts
- Short-term debt
- Trade payables
- Other payables representing financial instruments

#### **Long-term debt**

In calculating the fair value of long-term debt, future principal and interest payments are discounted at market interest rates. As of August 31, 2023, long-term debt has a fair value of CHF 811.2 million (2022: CHF 1,179.3 million).

#### **Derivative financial assets and liabilities**

The fair value measurement of some derivatives requires assumptions and management's assessment of certain market parameters. Whenever possible, fair valuation is based on market prices. If required, a valuation model which takes into consideration discounted cash flows, dealer and supplier quotes for similar instruments and recent arm's-length transactions is used. This valuation model takes into account the specific characteristics of the underlying assets or commodities such as the cost of carry, differentials for the properties and technical ratios reflecting production yield.



Notes to the Consolidated Financial Statements

Classification and carrying amount of each class of financial assets and liabilities are presented in the table below:

as of August 31, 2023 in thousands of CHF	Financial assets measured at fair value through profit or loss	Financial assets measured at amortized cost	Financial liabilities measured at fair value through profit or loss	Financial liabilities measured at amortized cost	Total carrying amount
Cash and cash equivalents	—	488,203	—	—	488,203
Short-term deposits	—	128	—	—	128
Trade receivables	103,003	429,545	—	—	532,548
Derivative financial assets	941,685	—	—	—	941,685
Accrued income	—	68,903	—	—	68,903
Loans and other receivables	—	228,218	—	—	228,218
Other current financial assets	—	26,634	—	—	26,634
Other non-current financial assets	—	3,775	—	—	3,775
<b>Total financial assets</b>	<b>1,044,688</b>	<b>1,245,406</b>	<b>—</b>	<b>—</b>	<b>2,290,094</b>
Bank overdrafts	—	—	—	152,787	152,787
Short-term debt	—	—	—	466,373	466,373
Short-term lease liabilities	—	—	—	41,810	41,810
Trade payables	—	—	—	1,143,806	1,143,806
Accrued expenses	—	—	—	213,505	213,505
Other payables	—	—	—	199,145	199,145
Derivative financial liabilities	—	—	1,545,687	—	1,545,687
Long-term debt	—	—	—	900,040	900,040
Long-term lease liabilities	—	—	—	236,002	236,002
<b>Total financial liabilities</b>	<b>—</b>	<b>—</b>	<b>1,545,687</b>	<b>3,353,468</b>	<b>4,899,155</b>

as of August 31, 2022 in thousands of CHF	Financial assets measured at fair value through profit or loss	Financial assets measured at amortized cost	Financial liabilities measured at fair value through profit or loss	Financial liabilities measured at amortized cost	Total carrying amount
Cash and cash equivalents	—	878,197	—	—	878,197
Short-term deposits	—	1,824	—	—	1,824
Trade receivables	92,764	454,757	—	—	547,521
Derivative financial assets	466,589	—	—	—	466,589
Accrued income	—	40,251	—	—	40,251
Loans and other receivables	—	60,618	—	—	60,618
Other current financial assets	—	17,315	—	—	17,315
Other non-current financial assets	—	4,928	—	—	4,928
<b>Total financial assets</b>	<b>559,353</b>	<b>1,457,890</b>	<b>—</b>	<b>—</b>	<b>2,017,243</b>
Bank overdrafts	—	—	—	62,418	62,418
Short-term debt	—	—	—	449,967	449,967
Short-term lease liabilities	—	—	—	42,141	42,141
Trade payables	—	—	—	1,202,076	1,202,076
Accrued expenses	—	—	—	164,500	164,500
Other payables	—	—	—	224,005	224,005
Derivative financial liabilities	—	—	560,326	—	560,326
Long-term debt	—	—	—	1,302,026	1,302,026
Long-term lease liabilities	—	—	—	222,504	222,504
<b>Total financial liabilities</b>	<b>—</b>	<b>—</b>	<b>560,326</b>	<b>3,669,636</b>	<b>4,229,962</b>

**b) Fair value hierarchy of financial instruments**

The fair value measurements of financial assets and liabilities are classified using a fair value hierarchy that reflects the significance of the inputs used in making the measurements.

The fair value hierarchy has the following levels:

- Level 1: The fair value is based on unadjusted, quoted prices in active markets which give the best possible objective indication for the fair value of a financial asset or liability. A market is regarded as active if quoted prices are readily and regularly available from an exchange, dealer, broker or

## Notes to the Consolidated Financial Statements

pricing service, and those prices represent actual and regularly occurring market transactions on an arm's-length basis.

- Level 2: The estimation of the fair value is based on the results of a valuation model. The valuation model for commodity derivatives includes quoted prices in active markets, recent arm's-length transactions or dealer and supplier quotes adjusted for the specific characteristics of the underlying commodities such as the cost of carry, differentials for the properties and conversion yields. Observable market data is used for the valuation of foreign exchange and interest rate derivatives. If all significant inputs required to fair value an instrument are observable, the instrument is included in Level 2.
- Level 3: The valuation models used are based on parameters and assumptions not observable on the market.

The following table summarizes the levels applied with regard to financial assets and financial liabilities measured at fair value:

as of August 31, 2023

in thousands of CHF	Level 1	Level 2	Level 3	Total
Trade receivables	—	—	103,003	103,003
Derivative financial assets	288,341	653,344	—	941,685
Derivative financial liabilities	917,495	628,192	—	1,545,687

as of August 31, 2022

in thousands of CHF	Level 1	Level 2	Level 3	Total
Trade receivables	—	—	92,764	92,764
Derivative financial assets	78,508	388,081	—	466,589
Derivative financial liabilities	83,615	476,712	—	560,326

The Group maintains asset-backed securitization programs for trade receivables, transferring the contractual rights to the cash flow or third-party receivables. These receivables, where the contractual rights to cash flows have been transferred, are derecognized from the balance sheet. Trade receivables measured at fair value are receivables that are dedicated to the securitization programs, but not yet remitted to the asset-purchasing company. The receivables contained in the prior year balance have been fully sold at the disclosed value during the current financial year.

The value of the trade receivables measured at fair value was calculated using a discounted cash flow method based on the nominal value and the discount rates (mainly representing the risk-free rate and credit risk of the counterparty) between the Group and the purchasing party.

There have been no transfers between the fair value hierarchy levels during the fiscal years 2022/23 and 2021/22.

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## 3.7.9 Effect of hedge accounting on the financial position and performance

**a) Impact of hedging instruments designated in hedging relationships**

The impact of hedging instruments designated in hedging relationships as of August 31, 2023 on the Group's Consolidated Balance Sheet is as follows:

as of August 31, 2023 in CHF million	Nominal amount of the hedging instrument	Carrying amount of the hedging instrument		Fair value changes of the hedging instrument used as a basis to calculate hedge ineffectiveness
		Assets	Liabilities	
<b>Cash flow hedges</b>				
Interest rate risk	301.3	27.7	—	5.1
Commodity risk	(34.2)	40.0	4.1	0.8
Foreign exchange risk	8.7	—	—	(1.2)
<b>Fair value hedges</b>				
Commodity risk	(832.1)	131.7	794.1	(509.4)
Foreign exchange risk				
Forward and futures contracts	(537.9)	32.7	4.1	7.4
Receivables	179.3	179.3	—	1.3
Payables	(278.6)	—	278.6	(2.4)
Debts	—	—	—	—
Cash instruments	10.4	10.4	—	(1.7)
<b>as of August 31, 2022</b>				
in CHF million				
	Nominal amount of the hedging instrument	Carrying amount of the hedging instrument		Fair value changes of the hedging instrument used as a basis to calculate hedge ineffectiveness
		Assets	Liabilities	
<b>Cash flow hedges</b>				
Interest rate risk	306.9	22.5	—	34.3
Commodity risk	11.4	0.1	0.2	(5.0)
Foreign exchange risk	—	—	—	(1.8)
<b>Fair value hedges</b>				
Commodity risk	(670.3)	69.2	80.4	(67.2)
Foreign exchange risk				
Forward and futures contracts	(1,675.9)	16.2	48.9	(15.6)
Receivables	204.3	197.7	—	(6.5)
Payables	(423.8)	—	423.8	22.0
Debts	—	—	—	(2.3)
Cash instruments	9.5	9.5	—	2.6

**b) Impact of hedged items designated in hedging relationships**

The impact of hedged items designated in hedging relationships as of August 31, 2023 on the Group's Consolidated Balance Sheet is as follows:

as of August 31, 2023 in CHF million	Carrying amount of the hedged item		Accumulated amount of fair value hedge adjustments included in the carrying amount of the hedged item		From the accumulated amount of fair value hedge adjustments: part related to hedged items that ceased to be adjusted for hedging gains or losses		Fair value changes of the hedged item used as a basis to calculate hedge ineffectiveness	Cash flow hedge reserve
	Assets	Liabilities	Assets	Liabilities	Assets	Liabilities		
<b>Cash flow hedges</b>								
Interest rate risk	n/a	n/a	n/a	n/a	n/a	n/a	(5.1)	17.0
Commodity price risk	n/a	n/a	n/a	n/a	n/a	n/a	(6.2)	25.4
Foreign exchange risk	n/a	n/a	n/a	n/a	n/a	n/a	—	(0.8)
<b>Fair value hedges</b>								
Commodity price risk								
Cocoa and chocolate stocks	1,811.9	n/a	564.7	n/a	—	n/a	233.4	n/a
Risk component of cocoa and chocolate purchase and sales contracts	525.9	511.8	525.9	511.8	1.2	0.1	236.4	n/a
Foreign exchange risk								
Firm purchase and sales commitments denominated in foreign currency	25.3	20.7	25.3	20.7	—	—	(2.1)	n/a

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as of August 31, 2022 in CHF million	Carrying amount of the hedged item		Accumulated amount of fair value hedge adjustments included in the carrying amount of the hedged item		From the accumulated amount of fair value hedge adjustments: part related to hedged items that ceased to be adjusted for hedging gains or losses		Fair value changes of the hedged item used as a basis to calculate hedge ineffectiveness	Cash flow hedge reserve
	Assets	Liabilities	Assets	Liabilities	Assets	Liabilities		
<b>Cash flow hedges</b>								
Interest rate risk	n/a	n/a	n/a	n/a	n/a	n/a	(34.3)	11.9
Commodity price risk	n/a	n/a	n/a	n/a	n/a	n/a	1.3	9.2
Foreign exchange risk	n/a	n/a	n/a	n/a	n/a	n/a	4.0	0.8
<b>Fair value hedges</b>								
Commodity price risk								
Cocoa and chocolate stocks	1,276.4	n/a	60.8	n/a	—	n/a	43.2	n/a
Risk component of cocoa and chocolate purchase and sales contracts	172.7	252.6	172.7	252.6	6.2	—	6.3	n/a
Foreign exchange risk								
Firm purchase and sales commitments denominated in foreign currency	71.2	91.9	71.2	91.9	—	—	14.8	n/a

**c) Impact of the hedging relationships on the Consolidated Income Statement and other comprehensive income**

The above hedging relationships affected the Consolidated Income Statement and other comprehensive income as follows:

**Cash flow hedges**

as of August 31, 2023 in CHF million	Change in the fair value of the hedging instrument recognized in other comprehensive income	Hedge ineffectiveness recognized in the Consolidated Income Statement	Amount reclassified from the cash flow hedge reserve to the Consolidated Income Statement	Line item in the Consolidated Income Statement impacted by the reclassification from cash flow hedge reserve
Interest rate risk	5.8	—	1.6	Finance expense
Commodity price risk	30.1	(5.4)	(5.4)	Cost of goods sold
Foreign exchange risk	(0.3)	(1.2)	(1.2)	Cost of goods sold

  

as of August 31, 2022 in CHF million	Change in the fair value of the hedging instrument recognized in other comprehensive income	Hedge ineffectiveness recognized in the Consolidated Income Statement	Amount reclassified from the cash flow hedge reserve to the Consolidated Income Statement	Line item in the Consolidated Income Statement impacted by the reclassification from cash flow hedge reserve
Interest rate risk	34.4	—	2.2	Finance expense
Commodity price risk	0.4	(3.7)	(3.7)	Cost of goods sold
Foreign exchange risk	(1.4)	2.2	2.3	Cost of goods sold

This table includes the changes in the fair value of the hedging instruments recognized in Other comprehensive income throughout the entire fiscal years 2022/23 and 2021/22 (including hedge accounting relationships ended during the fiscal year).

The table in section 3.7.9a “Impact of hedging instruments designated in hedging relationships” (refer to column “Fair value changes of the hedging instrument used as a basis to calculate hedge ineffectiveness”) includes the fair value changes of hedging instruments that are related to hedge accounting relationships, which were still active as at August 31, 2023.

Notes to the Consolidated Financial Statements

**Fair value hedges**

	Hedge ineffectiveness recognized in the Consolidated Income Statement	Line item in the Consolidated Income Statement where the hedge ineffectiveness is reported
as of August 31, 2023		
in CHF million		
Commodity price risk	(39.5)	Cost of goods sold
Foreign exchange risk	2.4	Cost of goods sold
as of August 31, 2022		
in CHF million		
Commodity price risk	(17.6)	Cost of goods sold
Foreign exchange risk	15.0	Cost of goods sold

Certain ineffectiveness can arise during the hedging process. The main sources of hedge ineffectiveness are considered to be timing differences between entering into the hedged items and into the hedging instruments and differences between the maturity profile of the hedged items and the hedging instruments.

The following table provides further information about the effect of cash flow hedges on equity:

in thousands of CHF	Commodity price risk	Foreign exchange risk	Interest rate risk	Total hedging reserve
<b>as of September 1, 2021</b>	<b>15,960</b>	<b>(15)</b>	<b>(15,663)</b>	<b>282</b>
Movements in the period:				
Gains/(losses) taken into equity	393	(1,380)	34,443	33,456
Transfer to initial carrying amount of the hedged item	(3,778)	(391)	—	(4,169)
Transfer to the Consolidated Income Statement for the period	(3,743)	2,326	2,250	832
thereof:				—
due to hedged cash flows that are no longer expected to occur/ineffectiveness	(3,677)	2,202	—	(1,474)
due to hedged item affected the Consolidated Income Statement	(67)	124	2,250	2,307
Tax effect on cash flow hedges	797	193	(9,173)	(8,183)
Currency translation adjustments	(477)	81	1	(395)
<b>as of August 31, 2022</b>	<b>9,152</b>	<b>814</b>	<b>11,858</b>	<b>21,823</b>
<b>as of September 1, 2022</b>	<b>9,152</b>	<b>814</b>	<b>11,858</b>	<b>21,823</b>
Movements in the period:				
Gains/(losses) taken into equity	30,130	(286)	5,768	35,612
Transfer to initial carrying amount of the hedged item	(1,023)	(296)	—	(1,319)
Transfer to the Consolidated Income Statement for the period	(5,351)	(1,234)	1,552	(5,033)
thereof:				
due to hedged cash flows that are no longer expected to occur/ineffectiveness	(5,351)	(1,234)	—	(6,585)
due to hedged item affected the Consolidated Income Statement	—	—	1,552	1,552
Tax effect on cash flow hedges	(7,087)	211	(1,830)	(8,706)
Currency translation adjustments	(456)	(13)	(337)	(806)
<b>as of August 31, 2023</b>	<b>25,365</b>	<b>(804)</b>	<b>17,011</b>	<b>41,572</b>

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### 3.7.10 Timing, nominal amount and pricing of hedging instruments

The following table provides information about the maturity of the nominal amount and interest rates attached to the swaps held by the Group as of August 31, 2023 to hedge its interest rate risk:

as of August 31, 2023	Period of maturity			Total
	First year	Second to fifth year	After five years	
Nominal amount (CHF million)	—	301.3	—	301.3
Average interest rate	—	0.39 %	—	0.39 %

  

as of August 31, 2022	Period of maturity			Total
	First year	Second to fifth year	After five years	
Nominal amount (CHF million)	—	266.9	40.0	306.9
Average interest rate	—	0.35 %	0.21 %	0.33 %

The following table<sup>2</sup> provides information about the foreign exchange forwards and futures in case of the major foreign currency hedging pairs held by the Group as of August 31, 2023 to hedge its foreign exchange risk:

as of August 31, 2023	Period of maturity			Total
	Current year	Next year	After next year	
GBP exposure hedging against EUR				
Nominal amount (CHF million, long/(short))	269.0	(400.2)	0.9	(130.3)
Average foreign exchange rate (EUR/GBP)	0.875	0.874	0.892	n/a
USD exposure hedging against EUR				
Nominal amount (CHF million, long/(short))	(87.0)	(185.4)	5.0	(267.4)
Average foreign exchange rate (EUR/USD)	1.090	1.073	1.090	n/a
GBP exposure hedging against USD				
Nominal amount (CHF million, long/(short))	46.9	272.6	—	319.5
Average foreign exchange rate (USD/GBP)	0.799	0.810	—	n/a
USD exposure hedging against BRL				
Nominal amount (CHF million, long/(short))	(81.7)	(59.7)	—	(141.4)
Average foreign exchange rate (BRL/USD)	0.197	0.200	—	n/a

  

as of August 31, 2022	Period of maturity			Total
	Current year	Next year	After next year	
GBP exposure hedging against EUR				
Nominal amount (CHF million, long/(short))	99.3	(408.3)	—	(309.0)
Average foreign exchange rate (EUR/GBP)	0.857	0.862	—	n/a
USD exposure hedging against EUR				
Nominal amount (CHF million, long/(short))	(154.1)	(104.1)	(11.0)	(269.2)
Average foreign exchange rate (EUR/USD)	1.105	1.116	1.085	n/a
GBP exposure hedging against USD				
Nominal amount (CHF million, long/(short))	38.2	116.7	82.7	237.6
Average foreign exchange rate (USD/GBP)	0.781	0.790	0.840	n/a
USD exposure hedging against BRL				
Nominal amount (CHF million, long/(short))	(94.2)	—	—	(94.2)
Average foreign exchange rate (BRL/USD)	0.190	—	—	n/a

<sup>2</sup> In fiscal year 2021/22, this table presented the major foreign currency hedging pairs, limiting the information to entities with specific functional currencies. This limitation was discontinued, and the prior-year table adjusted accordingly.

Notes to the Consolidated Financial Statements

**Accounting policies**

**Derivative financial instruments**

Derivative financial instruments are accounted for at fair value with fair value changes recognized in the Consolidated Income Statement.

As the Group also acts as a cocoa bean trader, certain cocoa bean purchase and sales contracts are net cash settled and therefore, contracts allocated to the same portfolio are treated as derivative contracts.

Additionally, the Group may apply the fair value option for its third-party executory forward purchase and sales contracts (available under IFRS 9 as an alternative to the off-balance sheet treatment). These exemptions are applied for those cocoa contracts where the measurement eliminates or significantly reduces an accounting mismatch that would otherwise occur on own use contracts.

**Hedge accounting**

The Group requires cocoa beans and semi-finished cocoa products for its operations. The Group is exposed to adverse cocoa price movements on the purchase side due to increasing cocoa prices, on the sales side and inventory held due to decreasing cocoa prices. The Group applies hedge accounting to hedge its cocoa price risk embedded in its chocolate inventories and sales contracts as well as in the cocoa inventories, purchase and sales contracts, and uses cocoa bean futures to manage cocoa price risks.

The Group is also exposed to increasing sugar prices with regard to its forecasted sugar purchases. The Group therefore applies cash flow hedge accounting when it hedges its sugar price risk embedded in its forecasted sugar purchases with sugar futures.

The Group enters into sales and purchase contracts denominated in various currencies. The foreign currency risks exposure arising from these firm commitments and highly probable transactions are hedged by the Group's Treasury department. The Group applies fair value hedge accounting to its firm commitments.

The Group's interest rate risk is managed with interest rate derivatives. Hedge accounting is applied to derivatives that are effective in offsetting the changes in fair value or cash flows of the hedged items. The hedge relationship is documented and the effectiveness of such hedges is tested at regular intervals, at least on a semi-annual basis.

The impact of hedging accounting is presented on the Group's Consolidated Balance Sheet as follows:

<b>Hedging instrument/item</b>	<b>Line item on Consolidated Balance Sheet</b>
<b>Cash flow hedges:</b>	
Interest rate swaps	Derivative financial assets and liabilities
Commodity futures contracts	Derivative financial assets and liabilities
Foreign exchange forward and future contracts	Derivative financial assets and liabilities
<b>Fair value hedges:</b>	
Cocoa and chocolate stocks	Inventories
Risk component of cocoa and chocolate purchase and sales contracts	Derivative financial assets and liabilities
Commodity futures contracts	Derivative financial assets and liabilities
Foreign exchange forward and future contracts	Derivative financial assets and liabilities
Firm purchase and sales commitments denominated in foreign currency	Derivative financial assets and liabilities
Receivables	Trade receivables and other current assets
Payables	Trade payables and other current liabilities
Debt	Short-term debt; long-term debt
Cash instruments	Cash and cash equivalents

## Notes to the Consolidated Financial Statements

**Fair value hedging – for commodity price risks and foreign currency exchange risks related to the contract business**

To reflect the Group's activities of hedging its cocoa price risk exposure embedded in the cocoa and chocolate inventories and unrecognized firm commitments, the Group applies fair value hedge accounting. In this fair value hedge accounting relationship, the chocolate inventories and unrecognized firm sales commitments and the cocoa inventories, unrecognized firm purchase and sales commitments, respectively, are designated as hedged items whereby cocoa bean futures are designated as hedging instruments. When cocoa and chocolate inventory is designated as a hedged item, the subsequent cumulative change in the fair value of the inventory attributable to the hedged cocoa price risk is adjusting the carrying amount of the hedged item (change of inventory cost value) with a corresponding gain or loss in the Consolidated Income Statement.

When unrecognized firm cocoa and chocolate commitments (purchase and sales contracts) are designated as hedged items, the subsequent cumulative change in the fair value of these contracts attributable to the hedged cocoa price risk is recognized as an asset or a liability (reported as "Derivative financial assets" and "Derivative financial liabilities") with a corresponding gain or loss in the Consolidated Income Statement. The hedging instrument is recorded at fair value under "Derivative financial assets" or "Derivative financial liabilities", and the changes in the fair value of the hedging instrument are also recognized in the Consolidated Income Statement.

For foreign currency exchange risks related to firm purchase and sales commitments in certain entities, fair value hedge accounting is applied. The hedge relationship is between the unrecognized firm commitments (hedged items) and the foreign currency forward contracts and/or monetary items (hedging instruments). The changes in fair value of the hedging instruments (attributable to foreign currency exchange rate movements) are recognized in the Consolidated Income Statement. The cumulative change in the fair value of the hedged items (unrecognized firm commitments) attributable to the foreign currency risk is recognized as "Derivative financial assets" or "Derivative financial liabilities" with a corresponding gain or loss in the Consolidated Income Statement.

**Accounting for cash flow hedges**

For each cash flow hedge relationship, the effective part of any gain or loss on the derivative financial instrument is recognized directly in other comprehensive income. Gains or losses that are recognized in other comprehensive income are transferred to the Consolidated Income Statement in the same period in which the hedged exposure affects the Consolidated Income Statement. The ineffective part of any gain or loss is recognized immediately in the Consolidated Income Statement at the time hedge effectiveness is tested.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated or exercised, or no longer qualifies for hedge accounting. At that point in time, any cumulative gain or loss on the hedging instrument recognized in other comprehensive income is kept in other comprehensive income until the forecasted transaction occurs. If a hedged transaction is no longer expected to occur, the net cumulative gain or loss recognized in other comprehensive income is immediately transferred to the Consolidated Income Statement.



Notes to the Consolidated Financial Statements

**Cash flow hedging – for commodity price risks (cocoa and sugar price risk) and foreign currency exchange risks arising from forecasted purchase and sales transactions**

The Group enters into sugar futures to hedge the sugar price risk exposure embedded in certain forecasted sugar purchases, and into foreign exchange forwards and futures contracts to hedge the currency risk arising from these forecasted sugar purchases.

The Group applies cash flow hedge accounting for these hedging relationships whereby the sugar futures and the foreign exchange forwards and futures are designated as hedging instruments to hedge the variability in cash flows attributable to the risk of sugar price movements and to the foreign currency risk, respectively, in the hedged forecasted sugar purchases.

Where no firm commitments exist, the Group may enter into cocoa bean futures to hedge the cocoa price risk arising from forecasted sales, and into foreign exchange forwards and futures contracts to hedge the currency risk arising from forecasted sales transactions denominated in foreign currencies.

The related entities apply cash flow hedge accounting whereby the cocoa bean futures and the foreign exchange forwards and futures are designated as hedging instruments to the underlying forecasted sales to hedge the variability in cash flow that is attributable to the risk of cocoa price movements and to the foreign exchange risk, respectively.

**Cash flow hedging – for interest rate risks**

The Group applies cash flow hedge accounting for interest rate derivatives, converting a portion of floating rate borrowings to fixed-rate borrowings.

**No hedge accounting designation**

The Group's purchasing and sourcing centers and the Group's Treasury department have derivative financial instruments that are measured at fair value without being assigned to a hedge accounting relationship.

### 3.8 Financial result

**Composition of finance income**

in thousands of CHF

	<b>2022/23</b>	<b>2021/22</b>
Interest income	13,393	8,077
<b>Total finance income</b>	<b>13,393</b>	<b>8,077</b>

**Composition of finance expense**

in thousands of CHF

	<b>2022/23</b>	<b>2021/22</b>
Interest expense	(116,369)	(99,876)
Amortization of structuring fees	(2,757)	(3,844)
Charges on undrawn portion of committed credit facilities	(1,964)	(2,178)
Net interest costs related to defined benefit plans (Note 4.2)	(2,526)	(2,716)
<b>Total interest expense</b>	<b>(123,616)</b>	<b>(108,614)</b>
Bank charges and other financial expense	(7,331)	(5,298)
Foreign exchange losses, net	(4,265)	(13,545)
Loss on interest rate derivative financial instruments	(2,249)	(2,374)
<b>Total finance expense</b>	<b>(137,461)</b>	<b>(129,831)</b>

Interest expenses include among other the cost of leasing and the cost of interest rate swaps resulting from paying fixed interest rates in exchange for receiving floating interest rates. All interest rate derivative financial instruments are in a cash flow hedge relationship where the effective portion of the changes in fair value are recognized in Other comprehensive income.

Structuring fees are mainly attributable to the amortization of fees capitalized for debt instruments referenced in the overview table of note 3.5.2 Long-term debt.

The foreign exchange gains are mainly attributable to price volatility in the global foreign currency markets.

## Notes to the Consolidated Financial Statements

## 4 Employees

### 4.1 Personnel expenses

in thousands of CHF	2022/23	2021/22
Wages and salaries	(624,088)	(598,281)
Compulsory social security contributions	(111,387)	(108,705)
Equity-settled share-based payments (Note 4.2)	(18,904)	(13,317)
Expenses related to defined benefit pension plans (Note 4.2)	(15,050)	(14,201)
Expenses related to other long-term benefit plans (Note 4.2)	(358)	1,345
Contributions to defined contribution plans (Note 4.2)	(17,154)	(15,900)
<b>Total personnel expenses</b>	<b>(786,941)</b>	<b>(749,059)</b>
Amounts capitalized as assets	17,332	22,394
<b>Total personnel expenses recognized in Consolidated Income Statement</b>	<b>(769,609)</b>	<b>(726,665)</b>

Notes to the Consolidated Financial Statements

## 4.2 Employee benefits

### Post-employment and other long-term employee benefits

The Group operates a number of independent defined benefit plans and other post-retirement or long-term benefit plans, in line with local legal and tax requirements.

The largest defined benefit pension plans (funded) are located in Switzerland, Belgium, the US and the UK. Together, these plans represent 97% (2022: 96%) of the Group's total gross defined benefit pension liabilities and 98% (2022: 98%) of the Group's total plan assets.

The amounts recognized in the Consolidated Balance Sheet are as follows:

as of August 31, in thousands of CHF	Defined benefit pension plans						Other long-term benefit plans	
	2023			2022			2023	2022
	Funded	Unfunded	Total	Funded	Unfunded	Total	Total	Total
<b>Switzerland</b>								
Weighted average duration in years	14	—		13	—		—	—
Present value of liabilities	112,978	—	112,978	97,605	—	97,605	—	—
Fair value of plan assets	(97,630)	—	(97,630)	(90,508)	—	(90,508)	—	—
<b>Net plan liabilities (assets)</b>	<b>15,348</b>	<b>—</b>	<b>15,348</b>	<b>7,097</b>	<b>—</b>	<b>7,097</b>	<b>—</b>	<b>—</b>
<b>Belgium</b>								
Weighted average duration in years	11	—		12	—		10	10
Present value of liabilities	83,979	—	83,979	79,205	—	79,205	7,737	7,870
Fair value of plan assets	(57,257)	—	(57,257)	(52,316)	—	(52,316)	—	—
<b>Net plan liabilities (assets)</b>	<b>26,722</b>	<b>—</b>	<b>26,722</b>	<b>26,889</b>	<b>—</b>	<b>26,889</b>	<b>7,737</b>	<b>7,870</b>
<b>US</b>								
Weighted average duration in years	9	—		9	—		3	3
Present value of liabilities	56,166	—	56,166	69,398	—	69,398	23	34
Fair value of plan assets	(44,366)	—	(44,366)	(52,168)	—	(52,168)	—	—
<b>Net plan liabilities (assets)</b>	<b>11,800</b>	<b>—</b>	<b>11,800</b>	<b>17,230</b>	<b>—</b>	<b>17,230</b>	<b>23</b>	<b>34</b>
<b>UK</b>								
Weighted average duration in years	13	—		15	—		—	—
Present value of liabilities	44,108	—	44,108	55,506	—	55,506	—	—
Fair value of plan assets	(69,342)	—	(69,342)	(77,170)	—	(77,170)	—	—
<b>Net plan liabilities (assets)</b>	<b>(25,234)</b>	<b>—</b>	<b>(25,234)</b>	<b>(21,664)</b>	<b>—</b>	<b>(21,664)</b>	<b>—</b>	<b>—</b>
<b>Rest of the world</b>								
Weighted average duration in years	16	8		13	8		20	18
Present value of liabilities	9,680	15,030	24,710	11,801	15,349	27,150	5,601	4,275
Fair value of plan assets	(4,372)	—	(4,372)	(4,729)	—	(4,729)	—	—
<b>Net plan liabilities (assets)</b>	<b>5,308</b>	<b>15,030</b>	<b>20,338</b>	<b>7,072</b>	<b>15,349</b>	<b>22,421</b>	<b>5,601</b>	<b>4,275</b>
<b>Total</b>								
Present value of liabilities	306,911	15,030	321,941	313,515	15,349	328,864	13,361	12,179
Fair value of plan assets	(272,967)	—	(272,967)	(276,890)	—	(276,890)	—	—
<b>Net plan liabilities (assets)</b>	<b>33,944</b>	<b>15,030</b>	<b>48,974</b>	<b>36,625</b>	<b>15,349</b>	<b>51,974</b>	<b>13,361</b>	<b>12,179</b>
<b>Net balances recognized in the Consolidated Balance Sheet</b>								
<b>Net employee benefit assets</b>	<b>—</b>	<b>—</b>	<b>(25,234)</b>	<b>—</b>	<b>—</b>	<b>(21,664)</b>	<b>—</b>	<b>—</b>
<b>Net employee benefit liabilities</b>	<b>—</b>	<b>—</b>	<b>74,208</b>	<b>—</b>	<b>—</b>	<b>73,638</b>	<b>13,361</b>	<b>12,179</b>

Notes to the Consolidated Financial Statements

The changes in the present value of the employee benefit liabilities are as follows:

in thousands of CHF	Defined benefit pension plans		Other long-term benefit plans	
	2022/23	2021/22	2022/23	2021/22
<b>Present value of defined benefit liabilities as of September 1,</b>	<b>328,864</b>	<b>405,378</b>	<b>12,179</b>	<b>15,621</b>
Currency translations	133	873	(16)	(73)
Current service cost	11,830	14,201	806	1,096
Past service cost	3,206	—	—	—
Remeasurement of other long-term employee benefits	—	—	(449)	(2,441)
Interest expense	9,588	4,645	593	430
Losses/(gains) on curtailment	13	—	—	—
<b>Total recognized in income statement</b>	<b>24,770</b>	<b>19,719</b>	<b>934</b>	<b>(988)</b>
Actuarial losses/(gains)	(13,611)	(70,886)	1,203	(1,146)
thereof:				
arising from changes in demographic assumptions	(763)	5	—	—
arising from changes in financial assumptions	(19,546)	(81,835)	706	(1,371)
arising from experience adjustments	6,698	10,944	497	225
Exchange differences on foreign plans	(9,689)	(15,282)	(368)	(743)
<b>Total recognized in other comprehensive income</b>	<b>(23,300)</b>	<b>(86,168)</b>	<b>835</b>	<b>(1,889)</b>
Reclassifications	—	3	—	(3)
Contribution by employees	4,728	4,534	—	—
Benefits received	5,712	11,366	—	—
Benefits paid	(18,833)	(25,968)	(587)	(562)
<b>Total other</b>	<b>(8,393)</b>	<b>(10,065)</b>	<b>(587)</b>	<b>(565)</b>
<b>Present value of defined benefit liabilities as of August 31,</b>	<b>321,941</b>	<b>328,864</b>	<b>13,361</b>	<b>12,179</b>
thereof:				
funded plans	306,911	313,515	—	—
unfunded plans	15,030	15,349	13,361	12,179

The Group expects to pay CHF 16.7 million in employer's contributions to defined benefit pension plans in the next fiscal year (2022/23: CHF 16.1 million).

Actuarial gains amounted to CHF 12.4 million for the current fiscal year (2021/22: actuarial gains of CHF 72.0 million), which is mainly related to changes in the financial assumptions such as the development of discount rates. The respective amounts were recognized in Other comprehensive income.

The movement in the fair value of plan assets is as follows:

in thousands of CHF	Defined benefit pension plans	
	2022/23	2021/22
<b>Opening fair value of plan assets as of September 1,</b>	<b>276,890</b>	<b>297,722</b>
Currency translations	173	873
Interest income	7,656	2,359
<b>Total recognized in income statement</b>	<b>7,829</b>	<b>3,232</b>
Return on plan assets excluding interest income	(15,461)	(20,861)
Exchange differences on foreign plans	(7,674)	(12,404)
<b>Total recognized in other comprehensive income</b>	<b>(23,135)</b>	<b>(33,265)</b>
Contributions by employer	18,263	17,532
Contributions by employees	4,728	4,534
Benefits received	5,712	11,368
Benefits paid	(17,320)	(24,233)
<b>Total other</b>	<b>11,383</b>	<b>9,201</b>
<b>Fair value of plan assets as of August 31,</b>	<b>272,967</b>	<b>276,890</b>

Notes to the Consolidated Financial Statements

The plan assets consist of the following categories of securities:

as of August 31,

in thousands of CHF

	Defined benefit pension plans	
	2023	2022
Equities	59,776	77,967
Bonds	146,202	133,340
Insurance portfolio	11,565	11,300
Cash and other assets	55,424	54,283
<b>Total fair value of plan assets</b>	<b>272,967</b>	<b>276,890</b>

Most of the equity and debt securities have a quoted market price in an active market. Real estate and alternative investments, which include hedge funds, private equity, infrastructure and commodity investments, usually have a quoted market price or a regularly updated net asset value.

The plan assets do not include any ordinary shares issued by the Company nor any property occupied by the Group or one of its subsidiaries.

The amounts recognized in the Consolidated Income Statement are as follows:

in thousands of CHF	Defined benefit pension plans		Other long-term benefit plans	
	2022/23	2021/22	2022/23	2021/22
Current service costs	11,830	14,201	806	1,096
Net interest expense	1,932	2,286	593	430
Net currency translations	(40)	—	(16)	(73)
Past service cost	3,206	—	—	—
Losses/(gains) on curtailments and settlements	13	—	—	—
Remeasurement	—	—	(449)	(2,441)
<b>Total expenses related to defined benefit plans and other long-term benefit plans recognized in income statement</b>	<b>16,941</b>	<b>16,487</b>	<b>934</b>	<b>(988)</b>

in thousands of CHF

	2022/23	2021/22
<b>Total defined contribution expenses recognized in income statement</b>	<b>17,154</b>	<b>15,900</b>

The expenses related to defined benefit pension plans and other long-term benefit plans are recognized in the following line items in the Consolidated Income Statement:

in thousands of CHF	2022/23	2021/22
Cost of goods sold	4,216	3,501
Marketing and sales expenses	1,559	1,058
General and administration expenses	8,836	7,599
Research and development expenses	796	698
<b>Personnel expenses</b>	<b>15,407</b>	<b>12,856</b>
Interest expense	2,526	2,716
Foreign exchange gains/(losses)	(56)	(73)
<b>Finance expense</b>	<b>2,470</b>	<b>2,643</b>
<b>Total expenses related to defined benefit plans and other long-term benefit plans recognized in income statement</b>	<b>17,877</b>	<b>15,499</b>

**Actuarial assumptions**

Weighted average actuarial assumptions used are as follows:

	Defined benefit pension plans		Other long-term benefit plans	
	2022/23	2021/22	2022/23	2021/22
Discount rate	3.5 %	6.4 %	5.8 %	5.2 %
Expected rate of pension increase	0.5 %	1.7 %	0.0 %	0.0 %
Expected rate of salary increase	1.6 %	3.2 %	2.3 %	2.5 %

Notes to the Consolidated Financial Statements

The applicable mortality tables in the Group's largest defined benefit plans and underlying longevity assumptions are summarized in the following table:

	Mortality table	Life expectancy at age 65 for a male member		Life expectancy at age 65 for a female member	
		2023	2022	2023	2022
Switzerland	LPP 2020	22	22	24	24
Belgium	MR / FR	23	21	26	25
UK	S3NMA / S3NFA	22	22	24	25
US	PRI-2012	21	21	23	23

**Sensitivity analysis**

Reasonable and possible changes at the reporting date to one of the relevant actuarial assumptions, with all other assumptions held constant, would have affected the defined benefit liabilities by the amounts shown below:

as of August 31, in thousands of CHF	Increase		Decrease	
	2023	2022	2023	2022
Discount rate (1% movement)	(35,042)	(36,145)	44,175	45,558
Expected rate of pension increase (1% movement)	13,586	13,760	(5,050)	(13,760)
Expected rate of salary increase (1% movement)	17,656	17,298	(17,656)	(17,298)
Life expectancy at age 65 (1 year)	5,039	5,721	(5,039)	(5,721)

**Description of the defined benefit plans**

The characteristics of the most significant defined benefit pension plans of the Group are further described as follows:

**Defined benefit plans Switzerland**

The retirement benefit plans for all Swiss Group entities are mainly defined benefit plans where contributions are expressed as a percentage of the insured actual salary. The employer is affiliated to a collective foundation with reinsurance of actuarial risks arising from the plan with an insurance company. Members benefit from a guaranteed minimum interest on accrued savings and conversion rates at retirement in accordance with the Swiss Federal Law on Occupational Retirement, Survivors' and Disability Pension Plans (BVG). This law defines the minimum pensionable salary and the minimum retirement credits. In addition to retirement benefits, the Swiss retirement benefit plans also provide for temporary partial or total disability benefits as well as for pre-retirement death benefits including widows' and orphans' benefits. The plan regulations in Switzerland were modified as of July 1, 2023 in order to adjust old age savings contributions to reflect market practice.

The benefit plans are outsourced to external insurance companies, which are responsible for the operation of the plan including the allocation of plan assets. The governance and the supervision as well as the responsibility to make changes in the plan lie with a Board of Trustees. It consists equally of employer and employee nominated representatives.

The applicable regulation requires the retirement benefit plans of all Swiss Group entities to be funded on the basis of employer and employee contributions, including risk premiums and savings contributions. In case of underfunding, recovery measures must be taken, such as the additional financing from the employer or from the employer and employees, or the reduction of benefits or a combination of both.

According to the plan regulation in Switzerland, certain components of the pension plans that meet the specific requirements are accounted for as defined contribution plans.

**Defined benefit plans – Other countries**

In the US, the Group maintains a retirement benefit plan only for pensioners and deferred pensioners related to a discontinued operation. Effective July 31, 2005, all benefits in the plan were closed for new entrances and further benefit accruals. The pension plan's funding is governed by ERISA and the applicable laws and regulations under Internal Revenue Code (IRC) sections 404, 412, and

## Notes to the Consolidated Financial Statements

430. Barry Callebaut is the plan sponsor and usually funds the minimum required contribution based on these regulations. The investment management is outsourced to investment management companies and the plan is governed by a Board of Trustees.

In Belgium, the Group operates defined benefit plans for events of retirement, temporary and permanent disability and death in service put in place by the employer in addition to legal retirement plans. These are company collective plans introduced on July 1, 1993. The retirement benefit plans are funded by a combination of employer and employee contributions as regulated by the Belgian Pension Act. The contributions are expressed as a percentage of the insured actual salary. The plans are fully insured. The funding of the defined benefit plans are externalized to an insurance company who is responsible for the operation of the plan including the allocation of plan assets. The governance and the supervision as well as the responsibility to make changes in the plan lie with a Board of Trustees. The legislation requires a minimum funding level. In the situation where the plan assets are not sufficient, the employer has to pay an additional contribution to the collective financing fund.

In the UK, the Group operates a defined benefit retirement scheme in which members receive benefits based on the final salary with the contributions paid by the employer on a balance of cost basis. Effective January 31, 2014, all benefits in the plan were closed for new entrances and further benefit accruals. The plan is run by the Board of Trustees in accordance with the Trust Deed & Rules and legislation. The Trustees are required by law to fund the plan on prudent funding assumptions under the Trust Deed & Rules of the plan. The contributions payable by the Company to fund the plan are set by the Trustees after consulting the Company. The investment management is outsourced to investment management companies.

### Share-based payments

Share awards are granted to participants according to individual contracts and the current employee stock ownership program.

#### **Long-Term Incentive Plan (LTIP)**

The purpose of the LTIP is to provide the participants with an ownership interest in Barry Callebaut and to reward them for the long-term performance of the company. The LTIP thus aligns their interests to those of the shareholders.

The current LTIP has been in place since fiscal year 2016/17. The grant of share units under the LTIP is based on a target LTI amount determined individually for each plan participant. The individual LTI amount is divided by the average share price of the last three months of the preceding fiscal year in order to calculate the number of share units awarded.

As of fiscal year 2022/23, members of the Executive Committee are entitled to performance share units (PSU) only. The vesting period is three years (cliff), and the vesting will be conditional on forward-looking performance conditions (relative share price and ROIC), as outlined below. The maximum vesting level is 200%. Consequently, the overall vesting of the LTI award ranges from 0% to 200% of the initially determined number of share units granted (compared to 50% to 200% for grants until fiscal year 2021/22).

For all other plan participants, the share units vest in three tranches over three fiscal years, i.e. 25% on the first, 25% on the second and 50% on the third anniversary of the grant date. The first two tranches are restricted share units (RSU) that vest subject to the LTIP participant continuing to be employed by Barry Callebaut. The third tranche consists of performance share units (PSU) that vest subject to meeting two performance criteria over the three-year vesting period.

The first performance criterion, accounting for 50% of the respective PSU grant, is the relative share price development of Barry Callebaut versus a peer group of companies in the chocolate, ingredients and FMCG sector: AAK, Fuji Oil, Givaudan, Hershey, Kellogg's, Kerry, Lindt, Mondelez, Nestlé, Olam and Unilever. The objective (100% vesting) is to achieve median performance, e.g. to outperform half of the peer companies. There is no vesting for a performance

## Notes to the Consolidated Financial Statements

below the first quartile of the peer group (threshold), and the vesting is capped newly at 200% (compared to 300% for grants until fiscal year 2021/22) for delivering the best performance in the peer group.

The second performance criterion, accounting for 50% of the relevant PSU grant, is ROIC. The ROIC criterion rewards the sustainable management of the Company's assets. The three-year ROIC target was set by the Board of Directors on the basis of the long-term strategic plan of the Company. The vesting also ranges from 0% to newly 200% of target (compared to 300% for grants until fiscal year 2021/22). Consequently, the overall vesting of the LTI award (including RSU and PSU) ranges from 50% and newly 150% of the initially determined number of share units granted (compared to 200% for grants until fiscal year 2021/22).

The Board of Directors reserves the right to suspend or adjust the vesting of the share units in case of a negative result from continuous operations of the Barry Callebaut Group. Once the shares are vested and transferred, they are free of any sales restrictions. Any award granted under the LTIP is subject to clawback and malus provisions. In case of a material misstatement of financial results or a serious reputational damage to Barry Callebaut due to fraud of willful intent, or of a gross misconduct which would qualify as a cause for termination, the Board of Directors may forfeit or claim back vested or unvested share units, within a period of two years after the vesting of the award.

The share awards granted entitle the participants to full shareholders rights upon vesting of the share units (RSU/PSU) and their conversion into shares. In case of resignation or dismissal for cause during the vesting period (which ranges between one and three years), the initially granted, but not yet vested share units are forfeited.

The fair value of the RSU granted (no performance condition) is estimated by taking the market price at grant date less the present value of the expected dividends that will not be received on these RSU during the vesting period. 777 share awards were granted in fiscal year 2022/23 with an average fair value of CHF 1,972 (in fiscal year 2021/22: 1,971 share awards with an average fair value of CHF 2,295). RSU have been granted to senior management only, excluding members of Executive Committee.

The fair value of the PSU, of which the vesting is conditional upon the relative share price performance, is assessed as per grant date based on a valuation performed by external experts applying the "Monte Carlo simulation" method. The most relevant parameters relating to Barry Callebaut and the relevant peer group are the risk-free interest rate, annualized volatility, the share price and the dividend yields. The risk-free rates reflect three-year government bonds of the country of origin of the respective company and range from -0.19% to +1.83%. The volatilities and correlations are based on daily returns of a company's share at its respective exchange of origin over a three-year period preceding the start of the vesting cycle (the annualized volatility for Barry Callebaut and its peer group ranges from 18.1% to 28.0%). The dividend yields are based on dividends paid over a three-year period preceding the start of the vesting cycle and range from +0.7% to +4.6%. The share prices are denominated in their respective currency and retrieved for the specified point in time. The base share price taken into account for Barry Callebaut is the share price at grant date and amounted to CHF 2,004.

The fair value of PSU, of which the vesting is conditional upon the Group's ROIC performance, is taken at fair value of the Barry Callebaut share at grant date discounted for dividends until the vesting. As this part is based on the Group's performance relating to ROIC, the relative value is adjusted periodically during the vesting period, based on an estimation of the ROIC performance at vesting date.

In fiscal year 2022/23, 2,201 PSU were granted to members of the ExCo with an average fair value of CHF 1,920 (in fiscal year 2021/22: 1,174 share awards with an average fair value of CHF 2,857). To the other plan participants, 786 PSU with an average fair value of CHF 1,920 per share were awarded in fiscal year 2022/23 (in fiscal year 2021/22: 714 share awards with an average fair value of CHF 2,857).



## Notes to the Consolidated Financial Statements

In fiscal year 2022/23, 2,296 sign-on shares were granted to multiple plan participants at the average amount of CHF 1,961 per share.

### **Board of Directors**

The Board of Directors receives share awards annually for the respective service period. These share awards are not part of the share plans described above and are determined by the Nomination and Compensation Committee (NCC) as a monetary amount to be delivered for the respective service period in shares. The total number of shares awarded for the service period amounted to 1,610 with an average fair value of CHF 1,902 per share (2021/22: 1,278 share awards with an average fair value of CHF 2,180 per share).

### **Recognition in financial statements**

The fair value of the share awards at grant date is recognized over the vesting period as a personnel expense under either of these share plans. For 2022/23, the amount thus recognized (before taxes) was CHF 18.9 million with a corresponding increase in equity (2021/22: CHF 13.3 million). Of the amount recognized in 2022/23, CHF 15.9 million related to the LTIP (2021/22: CHF 10.6 million) and CHF 3.0 million to the Board of Directors plan (2021/22: CHF 2.7 million).

## Notes to the Consolidated Financial Statements

**Accounting policies****Employee benefit liabilities/post-employment benefits**

The Group operates a number of independently defined benefit plans and other post-retirement or long-term benefit plans, which conform to local legal and tax requirements.

The Group's net obligation in respect of defined benefit plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in the current and prior periods, applying the discount rate and deducting the fair value of any plan assets.

The calculation of defined benefit liabilities is performed annually by qualified actuaries using the projected unit credit method. When the calculation results in a potential asset for the Group, the recognized asset is limited to the present value of economic benefits available in the form of any future refunds from the plan or reductions in future contributions to the plan. To calculate the present value of economic benefits, consideration is given to any applicable minimum funding requirements.

Remeasurement of the net defined benefit liability which comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling are recognized immediately in Other comprehensive income. The Group determines the net interest expense (income) on the net defined benefit liability (asset) for the period by applying the discount rate used to measure the defined benefit liability (asset), taking into account any changes in the net defined benefit liability (asset) during the period as a result of contributions and benefit payments. Net interest expense and other expenses related to defined benefit plans are recognized in profit or loss.

When the benefits of a plan are changed, or when a plan is curtailed, the resulting change in benefit that relates to past service or the gain or loss on curtailment is recognized immediately in profit or loss. The Group recognizes gains and losses on the settlement of a defined benefit plan when the settlement occurs.

The Group's employee benefit schemes are exposed to changes in legislation and to investment return and matching risks, longevity risks and solvency risks. These risks may all require additional contributions and are therefore reviewed on a regular basis by the companies' management or by the relevant Board of Trustees as follows:

- Changes in legislation: monitoring of country-specific legislation changes
- Investment return risk: analysis and optimization of the allocation and performance of assets as well as monitoring of compliance with investment guidelines
- Investment matching risk: analysis and optimization of asset-liability matching and periodic fair valuation of assets and liabilities
- Longevity risk: analysis of mortality assumptions and monitoring of demographic development
- Solvency risk: monitoring of solvency of external solution providers

**Defined contribution plans**

Obligations for contributions to defined contribution plans are expensed as the related service is provided. Prepaid contributions are recognized as an asset to the extent that a cash refund or a reduction in future payments is available. The Group has no further payment obligations once the contributions have been paid.

## Notes to the Consolidated Financial Statements

**Post-employment benefits other than pensions**

Certain subsidiaries provide health care and insurance benefits for a portion of their retired employees and their eligible dependents. The cost of these benefits is actuarially determined and included in the related function expenses over the employees' working lives. The related liability is also included in the position "Other long-term benefit plans".

**Other long-term employee benefits**

Other long-term employee benefits represent amounts due to employees under deferred compensation arrangements mandated by certain jurisdictions in which the Group conducts its operations (including jubilee plans and other long-service award plans). That benefit is discounted to determine its present value. Related remeasurement costs are recognized in the Consolidated Income Statement. The related liability is included in the position "Other long-term benefit plans".

**Termination benefits**

Termination benefits are expensed at the earlier of when the Group can no longer withdraw the offer of those benefits or when the Group recognizes costs for restructuring.

**Long-Term Incentive Plan**

For the LTIP, Barry Callebaut AG shares are purchased on the market and passed on to satisfy the awards. In accordance with IFRS 2, the compensation costs relating to share awards granted under this deferred share plan are recognized in the Consolidated Income Statement over the vesting period at their fair value as at the grant date.

Notes to the Consolidated Financial Statements

## 5 Group Structure and Related Parties

### 5.1 Acquisitions

#### Acquisitions in 2022/23

There were no acquisitions completed in fiscal year 2022/23.

#### Acquisitions in 2021/22

##### **ECC Group**

On June 24, 2021, Barry Callebaut announced the acquisition of two related companies, Europe Chocolate Company NV, a privately owned manufacturer of chocolate specialties and decorations, and Flanders Quality Machines NV, a privately owned manufacturer of machinery for chocolate specialties and decorations. The companies began manufacturing specialty chocolate ingredients in 1993 in Malle, Belgium. The transaction was successfully closed on September 1, 2021, and the Group acquired 100% of outstanding shares of the two companies.

This strategic acquisition expanded the Group's value-adding specialties capabilities, allowing Barry Callebaut to cater to the increasing demand for highly customized specialty chocolate and decorations and expanded its specialized chocolate molding capabilities by allowing the Group to offer tailor-made solutions thanks to the advanced in-house developed technology.

The fair value of the purchase consideration amounts to CHF 39.2 million, of which CHF 22.4 million paid in cash at the acquisition date. The payment was made on September 1, 2021 and was subject to customary purchase price adjustments of CHF 0.6 million, paid on November 9, 2021. On May 18, 2022 the remaining CHF 16.2 million was paid out to the previous shareholders upon the achievement of performance conditions.

The total acquisition-related costs amounted to CHF 0.4 million, of which CHF 0.2 million were expensed and included in "Other expense" in fiscal year 2021/22 and CHF 0.2 million were already expensed in fiscal year 2020/21, also included in "Other expense".

in thousands of CHF	2021/22
Recognized amounts of identifiable assets acquired and liabilities assumed	
Cash and cash equivalents	980
Trade receivables and other current assets and Inventories	9,402
Property, plant and equipment, Right-of-use assets, Intangible assets and other non-current assets	12,349
Trade payables and other current liabilities	(6,209)
Other non-current liabilities	(2,100)
Deferred tax liabilities	(1,749)
<b>Total identifiable net assets</b>	<b>12,673</b>
Goodwill	26,510
<b>Total consideration at fair value</b>	<b>39,183</b>
thereof:	
Cash paid	22,978
Contingent Consideration	16,205

The goodwill of CHF 26.5 million arising from the acquisition is attributable to strengthening Barry Callebaut's presence in the high-growth specialties & decorations market as well as synergies and leverage achieved by the integration of the business into the Group's footprint. The goodwill has been allocated to Region EMEA and its amortization is not deductible for income tax purposes.

Since the first time consolidation as of September 1, 2021, the acquired business contributed CHF 50.1 million to Revenue from sales and services and CHF 1.1 million to net profit of fiscal year 2021/22.

Notes to the Consolidated Financial Statements

## 5.2 Discontinued operations and disposal

The Group did not have any discontinued operations or disposals in 2022/23 and 2021/22.

Notes to the Consolidated Financial Statements

## 5.3 Group entities

The principal subsidiaries of Barry Callebaut as of August 31, 2023, are as follows:

Country	Subsidiary	Municipality of registration	%-owned	Currency	Capital
<b>Switzerland</b>	Barry Callebaut Cocoa AG	Zürich	100	EUR	81,515
	Barry Callebaut Management Services AG	Zürich	100	CHF	100,000
	Barry Callebaut Re AG	Zürich	100	CHF	3,000,000
	Barry Callebaut Schweiz AG	Dübendorf	100	CHF	4,600,000
	Barry Callebaut Sourcing AG	Zürich	100	CHF	2,000,000
	Cabosse Naturals Switzerland AG	Zürich	100	CHF	1,000,000
<b>Australia</b>	GKC Foods (Australia) Pty Ltd	Melbourne	100	AUD	100,000
<b>Belgium</b>	Barry Callebaut Belgium N.V.	Lebbeke-Wieze	100	EUR	261,521,544
	Barry Callebaut Manufacturing Halle BV	Halle	100	EUR	15,488,952
	Barry Callebaut Services N.V.	Lebbeke-Wieze	100	EUR	929,286,000
	Cabosse Naturals N.V.	Halle	100	EUR	1,161,148
	Europe Chocolate Company NV	Malle	100	EUR	136,116
International Business Company Belgium BV	Kortrijk (Heule)	100	EUR	65,000	
<b>Brazil</b>	Barry Callebaut Brasil Indústria e Comércio de Produtos Alimentícios Ltda.	São Paulo	100	BRL	451,750,810
<b>Cameroon</b>	Barry Callebaut Cameroon SA	Douala	100	XAF	10,000,000
	Société Industrielle Camerounaise des Cacaos SA	Douala	81	XAF	1,959,531,000
<b>Canada</b>	Barry Callebaut Canada Inc.	St.-Hyacinthe	100	CAD	142,000,000
<b>Chile</b>	Barry Callebaut Chile SpA	Santiago	100	CLP	27,988,650,000
<b>China</b>	Barry Callebaut (Suzhou) Chocolate Co., Ltd.	Suzhou	100	CNY	219,137,532
	Barry Callebaut (Suzhou) Chocolate R&D Center Co., Ltd.	Suzhou	100	CNY	13,970,504
<b>Côte d'Ivoire</b>	Barry Callebaut Négoce SA	Abidjan	100	XOF	3,700,000,000
	Société Africaine de Cacao SA	Abidjan	100	XOF	25,695,651,316
	Societe Ivoirienne de Services Agricoles SA	Abidjan	100	XOF	10,000,000
<b>Czech Republic</b>	Barry Callebaut Czech Republic s.r.o.	Prague	100	CZK	200,000
<b>Denmark</b>	Barry Callebaut Denmark ApS	Hostebro	100	DKK	500,000
<b>Ecuador</b>	Barry Callebaut Ecuador SA	Guayaquil	100	USD	20,750,000
<b>France</b>	Barry Callebaut France SAS	Hardricourt	100	EUR	67,900,000
	Barry Callebaut Manufacturing France SAS	Hardricourt	100	EUR	6,637,540
	Barry Callebaut Nord Cacao SAS	Gravelines	100	EUR	3,037,000
<b>Germany</b>	Barry Callebaut Cocoa Germany GmbH	Hamburg	100	EUR	25,000
	Barry Callebaut Deutschland GmbH	Cologne	100	EUR	52,000
	Barry Callebaut Manufacturing Norderstedt GmbH & Co. KG	Norderstedt	100	EUR	50,100
	C.J. van Houten & Zoon Holding GmbH	Norderstedt	100	EUR	72,092,155
	Tagungs- und Seminarzentrum Schloss Marbach GmbH	Öhningen	100	EUR	3,600,000
<b>Ghana</b>	Barry Callebaut Ghana Ltd.	Tema	100	USD	9,204,219
	Nyonkopa Cocoa Buying Ltd.	Kumasi	100	GHS	4,250,000
	BC Farm Services Ltd.	Kumasi	100	GHS	2,850,000
<b>Great Britain</b>	Barry Callebaut (UK) Ltd	Banbury	100	GBP	3,200,000
	Barry Callebaut Beverages UK Ltd	Chester	100	GBP	40,000
	Barry Callebaut Manufacturing (UK) Ltd	Banbury	100	GBP	15,467,852
<b>Greece</b>	Barry Callebaut Hellas Single Member SA	Athens	100	EUR	25,000
<b>Hong Kong</b>	Barry Callebaut Hong Kong Limited	Hong Kong	100	HKD	2
<b>India</b>	Barry Callebaut Cocoa & Chocolate Ingredients India Private Limited	Pune	100	INR	512,020,770
<b>Indonesia</b>	P.T. Barry Callebaut Indonesia	Bandung	100	IDR	66,213,000,000
	P.T. Papandayan Cocoa Industries	Bandung	100	USD	40,000,000

Notes to the Consolidated Financial Statements

Country	Subsidiary	Municipality of registration	%-owned	Currency	Capital
<b>Israel</b>	Barry Callebaut Israel Ltd	Tel Aviv	100	ILS	71,212
<b>Italy</b>	Barry Callebaut Italia S.p.A.	Milano	100	EUR	104,000
	Barry Callebaut Manufacturing Italia S.p.A.	Milano	100	EUR	2,646,841
	Dolphin S.r.l.	Milano	100	EUR	110,000
	D'Orsogna Dolciaria S.r.l.	San Vito Chietino	100	EUR	5,000,000
<b>Japan</b>	Barry Callebaut Japan Ltd.	Takasaki	100	JPY	835,000,000
<b>Korea</b>	Barry Callebaut Chocolate Asia Pacific Pte. Ltd., Korea Branch	Seoul	100	KRW	—
<b>Malaysia</b>	Barry Callebaut Malaysia Sdn Bhd	Petaling Jaya	100	USD	11,119,936
	Barry Callebaut Manufacturing Malaysia Sdn Bhd	Johor Bahru	100	USD	10,000,000
	Barry Callebaut Services Asia Pacific Sdn Bhd	Petaling Jaya	100	MYR	500,000
<b>Mexico</b>	Barry Callebaut Cocoa Management Services SA de CV	Mexico City	100	MXN	100,000
	Barry Callebaut Mexico Distributors SA de CV	Escobedo N.L.	100	MXN	109,000,000
	Barry Callebaut Mexico, S. de R.L. de CV	Monterrey	100	MXN	13,030,200
	DCMX Cocoa, SA de CV	Mexico City	100	MXN	1,304,967
<b>Morocco</b>	Barry Callebaut Maroc SARLAU	Casablanca	100	MAD	280,000
<b>Nigeria</b>	BC Nigeria Cocoa & Chocolate Limited	Lagos	100	NGN	10,000,000
<b>Philippines</b>	Cocoa Ingredients (Philippines) Inc.	Makati City	100	USD	200,000
<b>Poland</b>	Barry Callebaut Manufacturing Polska Sp. z o.o.	Łódź	100	PLN	10,000,000
	Barry Callebaut Polska Sp. z o.o.	Łódź	100	PLN	50,000
	Barry Callebaut SSC Europe Sp. z o.o.	Łódź	100	PLN	2,000,000
<b>Russia</b>	Barry Callebaut NL Russia LLC	Moscow-Chekhov	100	RUB	864,510,182
	CJSC Inforum-Prom	Kasimov	100	RUB	100,000
	Barry Callebaut Kaliningrad LLC	Kaliningrad	100	RUB	100,000
<b>Serbia</b>	Barry Callebaut South East Europe d.o.o.	Belgrade	100	RSD	1'185'539
<b>Singapore</b>	Barry Callebaut Chocolate Asia Pacific Pte. Ltd	Singapore	100	USD	80,121,785
	Barry Callebaut Cocoa Asia Pacific Pte Ltd	Singapore	100	USD	558,130,230
<b>South Africa</b>	Barry Callebaut South Africa (Pty) Ltd	Johannesburg	100	ZAR	—
<b>Spain</b>	Barry Callebaut Ibérica SLU	Barcelona	100	EUR	25,000
	Barry Callebaut Manufacturing Ibérica SA	Gurb	100	EUR	987,600
	La Morella Nuts SA	Reus	100	EUR	344,553
<b>Sweden</b>	ASM Foods AB	Mjölby	100	SEK	2,000,000
	Barry Callebaut Sweden AB	Kågeröd	100	EUR	11,428
<b>Tanzania</b>	Biolands International Ltd.	Moshi	100	TZS	40,000,000
<b>Thailand</b>	Barry Callebaut Thailand Company Ltd	Bangkok	100	THB	125,000,000
<b>The Netherlands</b>	Barry Callebaut Cocoa Netherlands B.V.	Zundert	100	EUR	18,000
	Barry Callebaut Decorations B.V.	Zundert	100	EUR	18,242
	Barry Callebaut Nederland B.V.	Zundert	100	EUR	21,435,000
	Dings-Decor B.V.	Nuth	70	EUR	22,689
	Hoogenboom Benelux B.V.	Zundert	100	EUR	18,152
<b>Türkiye</b>	Barry Callebaut Eurasia Gıda Sanayi Ve Ticaret Ltd. Sti.	Istanbul	100	TRY	383,000,000
<b>Uganda</b>	Barry Callebaut East Africa Ltd	Kampala	100	UGX	70,000,000
<b>United Arab Emirates</b>	Barry Callebaut Eurasia Gıda Sanayi Ve Ticaret Ltd. Sti., Dubai Branch	Dubai	100	AED	—
<b>USA</b>	Barry Callebaut North America Holding Inc.	Wilmington, DE	100	USD	1,003
	Barry Callebaut USA Holding Inc.	Wilmington, DE	100	USD	1,001
	Barry Callebaut U.S.A. LLC	Wilmington, DE	100	USD	—
	Barry Callebaut USA Service Company Inc.	Wilmington, DE	100	USD	1,000

1 The following subsidiaries are inactive or in liquidation: Bio United Ltd, GOR Trade LLC, Barry Callebaut Holdings (UK) Ltd., BC Chocodesign Participacoes Ltda., Barry Callebaut Produktions Deutschland GmbH, Barry Callebaut Nigeria Ltd., Biopartenaire SA, Barry Callebaut Cocoa USA Inc., Barry Callebaut (Australia) Pty Ltd and P.T. Barry Callebaut Comextra Indonesia.

## Notes to the Consolidated Financial Statements

**Accounting policies****Scope of consolidation/  
subsidiaries**

The Consolidated Financial Statements of the Group include all the assets, liabilities, income and expenses of Barry Callebaut AG and the companies which it controls. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Non-controlling interests are shown as a component of equity in the balance sheet, and the share of the net profit attributable to non-controlling interests is shown as a component of the net profit for the year in the Consolidated Income Statement. Newly acquired companies are consolidated from the date control is transferred (the effective date of acquisition), using the acquisition method. Subsidiaries disposed of are included up to the effective date of disposal.

All intragroup balances and unrealized gains and losses or income and expenses arising from intragroup transactions are eliminated in preparing the Consolidated Financial Statements. Unrealized gains arising from transactions with associates and jointly controlled entities are eliminated to the extent of the Group's interest in the entity. Unrealized losses are eliminated in the same way as unrealized gains, but only to the extent that there is no evidence of impairment.

**5.4 Significant shareholders and related parties****Significant shareholders**

The following shareholders hold a participation of more than 3% of the issued share capital of the Group's ultimate parent Barry Callebaut AG:

as of August 31,	2023	2022
Jacobs Holding AG	30.1 %	30.1 %
Renata Jacobs	5.0 %	5.0 %
BlackRock Inc. <sup>1</sup>	3.1 %	3.1 %
T. Rowe Price Associates Inc. <sup>1</sup>	3.0 %	3.0 %
UBS Fund Management (Switzerland) AG <sup>1</sup>	3.0 %	3.0 %

<sup>1</sup> Based on notifications through the electronic publication platform of the SIX Swiss Exchange.

**Related parties**

Significant transactions and balances between the Group and related parties are as follows:

in thousands of CHF	Nature of cost/ revenue	2022/23	2021/22
<b>Other operating expenses charged by related parties</b>		<b>(250)</b>	<b>(250)</b>
Jacobs Holding AG	Management services	(250)	(250)
as of August 31, in thousands of CHF		<b>2022/23</b>	<b>2021/22</b>
<b>Other payables to related parties</b>		<b>67</b>	<b>63</b>
Jacobs Holding AG		67	63



## Notes to the Consolidated Financial Statements

**Compensation of key management personnel**

The key management personnel is defined as the Board of Directors and the Executive Committee. Key management compensation consists of the following:

in million CHF	2022/23	2021/22
Short-term employee benefits	14.5	13.1
Post-employment benefits	2.6	2.3
Share-based payments	11.7	8.5
<b>Total</b>	<b>28.8</b>	<b>23.8</b>

Further details related to the requirements of the Swiss Transparency law (Art. 663bbis and 663c Swiss Code of Obligations) are disclosed in Notes 2.8, 3.4 and 3.5 in the Financial Statements of Barry Callebaut AG and in the Remuneration Report.

## Notes to the Consolidated Financial Statements

## 6 Taxes

### 6.1 Income taxes

**Income tax expense**

in thousands of CHF	2022/23	2021/22
Current income tax expenses	(138,572)	(92,600)
Deferred income tax expenses	46,425	21,808
<b>Total income tax expenses</b>	<b>(92,147)</b>	<b>(70,792)</b>

**Reconciliation of income taxes**

in thousands of CHF	2022/23	2021/22
Profit before income taxes	535,282	431,732
Expected income tax expenses at weighted average applicable tax rate	(118,395)	(88,866)
Non-tax deductible expenses	(10,076)	(10,735)
Tax-deductible items not qualifying as an expense under IFRS	38,467	35,638
Tax-exempt income	23,675	23,764
Income recognized for tax declarations purposes only	(13,579)	(3,233)
Prior-period-related items	(9,609)	(11,710)
Changes in tax rates	(938)	1,169
Losses carried forward not yet recognized as deferred tax assets	(13,589)	(22,879)
Tax relief on losses carried forward formerly not recognized as deferred tax assets	11,897	6,060
<b>Total income taxes</b>	<b>(92,147)</b>	<b>(70,792)</b>

For the reconciliation above the weighted average applicable tax rate was 22.1% in 2022/23 (2021/22: 20.6%).

The weighted average applicable tax rate has, year-on-year, slightly increased mainly due to changes in the country mix of profit before taxes and by modified corporate tax rates in certain tax jurisdictions. The application of the Swiss tax reform, which became effective as of January 1, 2020, has resulted in the recognition of a deferred tax income of CHF 15.4 million in 2022/23 (2021/22: CHF 17.2 million).

The Group's effective tax rate in 2022/23 is 17.2% (2021/22: 16.4%).

The tax relief on losses carried forward previously not recognized as deferred tax assets of CHF 11.9 million (2021/22: CHF 6.1 million) consists of CHF 11.6 million tax relief of utilization on tax losses carried forward previously not recognized (2021/22: CHF 4.9 million) and CHF 0.3 million of tax losses recognized for the first time in 2022/23 (2021/22: CHF 1.2 million).

Notes to the Consolidated Financial Statements

## 6.2 Deferred tax assets and liabilities

### Movement in deferred tax assets and liabilities

in thousands of CHF	Inventories	Property, plant, equipment/ intangible assets and goodwill	Other assets	Provisions	Other liabilities	Tax loss carry-forwards	Total
<b>as of September 1, 2021</b>	<b>2,731</b>	<b>(139,292)</b>	<b>52,305</b>	<b>(790)</b>	<b>40,922</b>	<b>34,998</b>	<b>(9,126)</b>
Charged to the income statement	3,102	(3,484)	71,821	308	(52,823)	2,884	21,808
Recognized in other comprehensive income	625	—	(738)	—	(18,897)	—	(19,010)
Application of hyperinflation accounting (IAS 29), deferred tax impact	—	(3,383)	—	—	—	—	(3,383)
Effect of acquisitions	(89)	(1,660)	—	—	—	—	(1,749)
Effect of disposals	—	(251)	966	—	(40)	—	675
Currency translation effects	834	2,020	1,427	308	(3,047)	(465)	1,077
<b>as of August 31, 2022</b>	<b>7,203</b>	<b>(146,050)</b>	<b>125,781</b>	<b>(174)</b>	<b>(33,884)</b>	<b>37,417</b>	<b>(9,708)</b>
<b>as of September 1, 2022</b>	<b>7,203</b>	<b>(146,050)</b>	<b>125,781</b>	<b>(174)</b>	<b>(33,884)</b>	<b>37,417</b>	<b>(9,708)</b>
Charged to the income statement	(5,727)	13,020	(49,566)	(767)	94,940	(5,475)	46,425
Recognized in other comprehensive income	—	—	(6,727)	—	(1,541)	—	(8,268)
Application of hyperinflation accounting (IAS 29), deferred tax impact	—	(112)	—	—	—	—	(112)
Effect of acquisitions	—	—	—	—	—	—	—
Effect of disposals	—	—	—	—	8	—	8
Currency translation effects	732	9,607	(4,362)	108	(915)	(2,791)	2,380
<b>as of August 31, 2023</b>	<b>2,208</b>	<b>(123,535)</b>	<b>65,126</b>	<b>(833)</b>	<b>58,608</b>	<b>29,151</b>	<b>30,725</b>

For fiscal year 2022/23, deferred tax expense recognized in other comprehensive income amounted to CHF 8.3 million (2021/22: deferred tax expense CHF 19.0 million), and this relates to deferred tax income on remeasurement of defined benefit plans of CHF 0.4 million (2021/22: deferred tax expense of CHF 10.8 million) and to deferred tax expense on cash flow hedging reserves CHF 8.7 million (2021/22: deferred tax expense of CHF 8.2 million).

### Recognized deferred tax assets and liabilities

The recognized deferred tax assets and liabilities, without set off of balances within the same tax jurisdiction, are attributable to the following:

as of August 31, in thousands of CHF	2023			2022		
	Assets	Liabilities	Net	Assets	Liabilities	Net
Inventories	14,371	(12,163)	2,208	18,891	(11,689)	7,202
Property, plant and equipment/Intangible assets and goodwill/Right of use assets	6,295	(129,830)	(123,535)	12,706	(158,756)	(146,050)
Other assets	77,871	(12,745)	65,126	134,648	(8,867)	125,781
Provisions	887	(1,720)	(833)	2,264	(2,438)	(174)
Other liabilities	79,952	(21,344)	58,608	60,249	(94,133)	(33,884)
Tax losses carried forward	29,151	—	29,151	37,417	—	37,417
<b>Tax assets/(liabilities)</b>	<b>208,527</b>	<b>(177,802)</b>	<b>30,725</b>	<b>266,175</b>	<b>(275,883)</b>	<b>(9,708)</b>
Setoff within same tax jurisdiction	(90,593)	90,593	—	(168,892)	168,892	—
<b>Reflected in the balance sheet</b>	<b>117,934</b>	<b>(87,209)</b>	<b>30,725</b>	<b>97,283</b>	<b>(106,991)</b>	<b>(9,708)</b>

For fiscal year 2022/23, deferred tax assets amounting to CHF 2.2 million (2021/22: CHF 11.5 million) were recognized that are depending on future taxable profits in excess of existing taxable temporary differences for entities which suffered fiscal losses in the current period.

## Notes to the Consolidated Financial Statements

**Tax losses carried forward excluded from recognition of related deferred tax assets**

Tax losses carried forward not recognized as deferred tax assets have the following expiry dates:

as of August 31,

in thousands of CHF

	2023	2022
Expiry:		
Within 1 year	—	3,431
After 1 up to 2 years	—	1,022
After 2 up to 3 years	—	1,188
After 3 up to 10 years	25,124	15,683
After 10 years	—	995
Unlimited	414,047	459,345
<b>Total unrecognized tax losses carried forward</b>	<b>439,171</b>	<b>481,664</b>

Tax losses carried forward utilized during the year 2022/23 were CHF 60.8 million (2021/22: CHF 19.0 million). The related tax relief amounted to CHF 16.1 million, of which CHF 4.5 million were already recognized as a deferred tax asset in the previous year (2021/22: CHF 6.1 million of which CHF 0.4 million were already recognized as a deferred tax asset in the previous year) and CHF 11.6 million that were previously not recognized (2021/22: CHF 5.7 million).

As at August 31, 2023, the Group had unutilized tax losses carried forward of approximately CHF 553.3 million (2021/22: approximately CHF 628.9 million) available for offset against future taxable income.

Of the total tax losses carried forward, an amount of CHF 114.1 million has been recognized for deferred taxation purposes resulting in a deferred tax asset of CHF 29.2 million (2021/22: CHF 147.2 million recognized resulting in a deferred tax asset of CHF 37.4 million). The net decrease of CHF 8.2 million in the deferred tax asset on recognized tax losses carried forward consists of CHF 0.3 million first time recognition of prior year tax losses carried forward, CHF 4.5 million decrease resulting from utilization of tax losses already recognized as a deferred tax asset in prior year, CHF 1.2 million decrease relating to disposal of prior year tax losses carried forward and CHF 2.8 million decrease relating to currency translation adjustments.

## Notes to the Consolidated Financial Statements

## Accounting policies

### Taxes

Current income taxes are recognized based on taxable income, whereas other taxes such as non-recoverable taxes withheld on management fees and royalties received or paid are reported under "Other expenses". Non-recoverable withholding taxes are only accrued if distribution by subsidiary companies is foreseen.

Income taxes are calculated in accordance with the tax regulations in effect in each country.

Current and deferred tax liabilities and assets for uncertain tax positions according to IFRIC 23 are considered based on the probability of the related uncertain tax positions and measured based on the single most probable outcome or the weighted average expected outcome of the uncertain tax positions.

The Group determines the expected income tax rate by weighing the applicable tax rates in the jurisdictions concerned based on the profit before taxes per jurisdiction.

The applicable expected tax rate per company is the domestic corporate income tax rate applicable to the profit before taxes of the company for the respective fiscal year.

Deferred income taxes are recognized using the balance sheet liability method. Deferred income tax applies to all temporary differences arising between the tax values of assets and liabilities and their values in the Consolidated Financial Statements.

The Group will be in scope of OECD pillar two income taxes and is in progress of analyzing the impacts to the financial statements. The Group has applied the temporary mandatory exception to recognizing and disclosing information about deferred tax assets and deferred tax liabilities related to the OECD pillar two income taxes according to the Amendments to IAS 12 concerning the International Tax Reform - Pillar Two Model Rules. The recoverability of deferred tax assets is assessed based on the availability of sufficient fiscal profitability in the future to absorb the future tax deduction of the related temporary differences or the related tax losses carried forward.

Deferred tax liabilities related to the investments in subsidiaries and joint ventures are not recognized to the extent the Group is able to control the timing of the reversal of these temporary differences and it is probable that these temporary differences will not reverse in the foreseeable future.

## Notes to the Consolidated Financial Statements

## 7 Other Disclosures

### 7.1 Other accounting policies

#### Foreign currency transactions

The functional currency of the Group's entities is the currency of their primary economic environment. In individual companies, transactions in foreign currencies are recorded at the rate of exchange at the date of transaction.

Monetary assets and liabilities denominated in foreign currencies are translated into respective functional currencies at the exchange rate prevailing at the reporting date. Any resulting exchange gains and losses are taken to the income statement. If related to commercial transactions or to the measurement of financial instruments in coverage of commercial transactions, such foreign currency gains and losses are classified as Cost of goods sold. Otherwise, foreign currency gains and losses are classified as Finance income and Finance expense.

#### Foreign currency translation

For consolidation purposes, assets and liabilities of subsidiaries reporting in currencies other than Swiss francs are translated to Swiss francs at reporting date rates of exchange. Income statement and cash flow statement are translated at the average rates of exchange for the period. Differences arising from the translation of financial statements using the above method are recorded as cumulative translation adjustments in other comprehensive income. When a foreign operation is disposed of, such that control, significant influence or joint control is lost, the cumulative amount in the translation reserve is reclassified to the Consolidated Income Statement as part of the gain or loss on disposal.

Since year 2021/22 the provision of IAS 29 "Financial Accounting in Hyperinflationary Economies", are applied to one legal entity in Türkiye. The financial information of the Turkish subsidiary have been restated into current purchasing power before being translated and included in the consolidated financial statement of the Group. The consumer price index provided by the Turkish Statistical Institute has been used in applying IAS 29. Gains on net monetary items in year 2022/23 amount to CHF 0.3 million (2021/22: CHF 2.3 million).

#### Major foreign exchange rates

in alphabetical order	2022/23		2021/22	
	Closing rate	Average rate	Closing rate	Average rate
BRL	0.1805	0.1813	0.1919	0.1793
EUR	0.9581	0.9788	0.9760	1.0333
GBP	1.1158	1.1234	1.1351	1.2221
MXN	0.0524	0.0500	0.0485	0.0461
RUB	0.0091	0.0122	0.0160	0.0128
USD	0.8771	0.9227	0.9744	0.9391
XOF/XAF (unit 1,000)	1.4607	1.4922	1.4878	1.5750

#### Government grants

Provided there is reasonable assurance that they will be irrevocably received, grants relating to capital expenditure are deducted from the cost of property, plant and equipment and thus recognized in the Consolidated Income Statement on a straight-line basis over the useful life of the asset.

Other grants that compensate the Group for expenses incurred are deferred and recognized in the Consolidated Income Statement over the period necessary to match them with the costs they are intended to compensate.

Notes to the Consolidated Financial Statements

## 7.2 Subsequent events

On September 6, 2023, the Group announced the launch of BC Next Level, a strategic investment program through to 2025. With this program, the Group will move decision-making closer to its markets and customers while fostering simplicity and digitalization to advance its well-recognized innovation and sustainability approach to deliver additional value for all its stakeholders. In the new operating model the number of regions increase from three to five and a Customer Supply and Development organization is established. The Executive Committee is reduced from nine to six members.

The Consolidated Financial Statements were authorized for issue by the Board of Directors on October 30, 2023, and are subject to approval by the Annual General Meeting of Shareholders on December 6, 2023. There are no subsequent events that would require any modification of the value of the assets and liabilities or additional disclosures.



# Statutory Auditor's Report

To the General Meeting of Barry Callebaut AG, Zurich

## Report on the Audit of the Consolidated Financial Statements

### Opinion

We have audited the consolidated financial statements of Barry Callebaut AG and its subsidiaries (the Group), which comprise the consolidated balance sheet as at 31 August 2023 and the consolidated income statement, statement of comprehensive income, consolidated statement of changes in equity and consolidated cash flows statement for the year then ended, and notes to the consolidated financial statements, including a summary of significant accounting policies.

In our opinion the consolidated financial statements (pages 61 to 131) give a true and fair view of the consolidated financial position of the Group as at 31 August 2023, and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS) and comply with Swiss law.

### Basis for Opinion

We conducted our audit in accordance with Swiss law, International Standards on Auditing (ISAs) and Swiss Standards on Auditing (SA-CH). Our responsibilities under those provisions and standards are further described in the "Auditor's Responsibilities for the Audit of the Consolidated Financial Statements" section of our report. We are independent of the Group in accordance with the provisions of Swiss law, together with the requirements of the Swiss audit profession, as well as the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) (IESBA Code), and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Key Audit Matters



**Valuation of Inventory**



**Derivative Financial Instruments for commodity price risks and Hedge Accounting**

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





## Valuation of Inventory

### Key Audit Matter

Inventory forms a significant part of the Group's assets, amounting to CHF 2,925.7 million as of 31 August 2023.

Inventory consists of physical items and is managed globally by using own capacities, third party warehouses and logistics services providers.

Inventory is measured at the lower of cost and net realisable value, except for inventory that qualifies as the hedged item in a fair value hedge relationship (cocoa and non-cocoa commodities, semi-finished and finished products). These inventories are measured at cost, adjusted for the hedging gain or loss on the hedged item.

We focused on this area because of its size, the assumptions used in the valuation, volatility of raw material prices and the complexity of the supply chain, which are relevant when determining the amounts recorded, including the elimination of unrealised profits on inventory.

### Our response

We have, amongst others, performed the following audit procedures:

- Obtaining an understanding over the valuation process and testing selected key controls over the recognition and measurement of inventory;
- Testing on a sample basis the accuracy of cost for inventory by verifying purchase prices and actual production costs, and testing the net realisable value by comparing actual cost with relevant market data;
- Testing the application and accuracy of hedge accounting and the underlying fair values;
- Evaluating the adequacy of the intercompany profit elimination on inventory and related derivative financial instruments by assessing the methodology applied based on our knowledge and understanding of the Group;
- Testing the model and recalculating the amounts used in determining the amounts of unrealised profits to be eliminated from inventory and related derivative financial instruments.

For further information on Inventory refer to the following:

- Notes to the Consolidated Financial Statements – 2.4 Inventories (page 80 to 81)



## Derivative Financial Instruments for commodity price risks and Hedge Accounting

### Key Audit Matter

The Group reports derivative financial assets at fair value of CHF 941.7 million of which CHF 835.2 million relate to commodity price risks and derivative financial liabilities at fair value of CHF 1,545.7 million of which CHF 1,447.2 million relate to commodity price risks as of 31 August 2023.

Derivative financial instruments are used to manage and hedge commodity price risks. These instruments are typically designated in a fair value or cash flow hedge relationship and measured accordingly. Financial instruments that are not designated in a hedging relationship and where no hedge accounting is applied are measured at fair value.

The fair value of the derivative financial instruments is based on quoted prices in active markets or on valuation models using observable input data.

We focused on this area because of the number of contracts and the complexity related to their measurement and related to hedge accounting.

### Our response

We have performed, amongst other audit procedures, the following test work:

- Obtaining an understanding of the risk management policies and testing key controls for the use, the recognition and the measurement of derivative financial instruments;
- Reconciling derivative financial instruments data to third party confirmations;
- Comparing input data used in the Group's valuation models to independent sources and externally available market data;
- Comparing valuation of derivative financial instruments with market data or results from alternative, independent valuation models;
- Testing the application and accuracy of hedge accounting;
- Considering the appropriateness of disclosures in relation to financial risk management, derivative financial instruments and hedge accounting.

For our audit procedures in connection with eliminating unrealised profits on inventory and related derivative financial instruments, we refer to the Key Audit Matter "Valuation of Inventory".

For further information on Derivative Financial Instruments and Hedge Accounting refer to the following:

- Notes to the Consolidated Financial Statements – 3.7 Financial risk management (pages 92 to 109)



## **Other Information in the Annual Report**

The Board of Directors is responsible for the other information in the annual report. The other information comprises all information included in the annual report, but does not include the consolidated financial statements, the stand-alone financial statements of the company, the remuneration report and our auditor's reports thereon.

Our opinion on the consolidated financial statements does not cover the other information in the annual report and we do not express any form of assurance conclusion thereon.

In connection with our audit of the consolidated financial statements, our responsibility is to read the other information in the annual report and, in doing so, consider whether the other information is materially inconsistent with the consolidated financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

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 in this regard.

## **Responsibility of the Board of Directors for the Consolidated Financial Statements**

The Board of Directors is responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with IFRS and the provisions of Swiss law, and for such internal control as the Board of Directors determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the consolidated financial statements, the Board of Directors is responsible for assessing the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

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

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

As part of an audit in accordance with Swiss law, ISAs and SA-CH, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated financial statements or, if such disclosures are inadequate, to modify our opinion. Our



conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit. We remain solely responsible for our audit opinion.

We communicate with the Board of Directors or its relevant committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Board of Directors or its relevant committee with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

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

## Report on Other Legal and Regulatory Requirements

In accordance with article 728a para. 1 item 3 CO and PS-CH 890, we confirm that an internal control system exists, which has been designed for the preparation of consolidated financial statements according to the instructions of the Board of Directors.

We recommend that the consolidated financial statements submitted to you be approved.

KPMG AG

Marc Ziegler  
Licensed Audit Expert  
Auditor in Charge

Regula Tobler  
Licensed Audit Expert

Zurich, 30 October 2023

# Financial Statements of Barry Callebaut AG

## Income Statement

for the fiscal year

in thousands of CHF

	2022/23	2021/22
<b>Income</b>		
Dividend income	100,000	100,000
License income	76,231	68,944
Management fees	67,984	46,853
Other finance income	1,901	1,550
Other operating income	601	1,992
<b>Total income</b>	<b>246,717</b>	<b>219,339</b>
<b>Expenses</b>		
Finance expense	(30,275)	(32,226)
Personnel expenses	(58,413)	(43,127)
Other operating expense	(60,485)	(40,901)
Depreciation / impairment of property, plant and equipment	(1,434)	(1,341)
Amortization / impairment of intangible assets	(17,139)	(342)
<b>Total expenses</b>	<b>(167,746)</b>	<b>(117,937)</b>
<b>Profit before income tax</b>	<b>78,971</b>	<b>101,402</b>
Income tax expense	—	(552)
<b>Net profit for the year</b>	<b>78,971</b>	<b>100,850</b>

## Available earnings

in thousands of CHF

	2022/23	2021/22
Available earnings as of September 1,	<b>1,385,010</b>	<b>1,437,627</b>
Dividends to shareholders (gross)	(153,595)	(153,467)
Net profit for the year	78,971	100,850
Available earnings as of August 31,	<b>1,310,386</b>	<b>1,385,010</b>

## Financial Statements of Barry Callebaut AG

**Balance Sheet****Assets**

as of August 31,  
in thousands of CHF

	2023	2022
<b>Current Assets</b>		
Cash and cash equivalents	37	3,205
Other current receivables		
Other current receivables from third parties	962	816
Other current receivables from Group companies	58,271	32,291
Current interest-bearing receivables from Group companies	—	14
Prepaid expenses	1,420	1,299
<b>Total current assets</b>	<b>60,690</b>	<b>37,625</b>
<b>Non-Current Assets</b>		
Investments in Group companies	2,518,407	2,521,909
Property, plant and equipment	7,758	9,135
Intangible assets		
Trademarks	—	2
Patents/R&D Development projects	1,086	1,334
Other	81	145
Other non-current assets	1,449	785
<b>Total non-current assets</b>	<b>2,528,781</b>	<b>2,533,310</b>
<b>Total assets</b>	<b>2,589,471</b>	<b>2,570,935</b>

**Liabilities and shareholders' equity**

as of August 31,  
in thousands of CHF

	2023	2022
<b>Current Liabilities</b>		
Current interest-bearing loans from Group companies	563,656	480,453
Other current payables		
to third parties	15,508	8,602
to Group companies	22,882	13,654
to shareholders	67	—
Provisions	11,966	19,641
Accrued expenses		
to third parties	16,749	15,653
to Group companies	9,441	4,737
to shareholders	—	63
<b>Total current liabilities</b>	<b>640,269</b>	<b>542,803</b>
<b>Non-Current Liabilities</b>		
Non-current interest-bearing loans from Group companies	639,211	639,211
Provisions	91	49
<b>Total non-current liabilities</b>	<b>639,302</b>	<b>639,260</b>
<b>Total liabilities</b>	<b>1,279,571</b>	<b>1,182,063</b>
<b>Shareholders' Equity</b>		
Share capital	110	110
Legal capital reserves		
Reserves from capital contributions	39	39
Legal retained earnings		
Legal retained earnings in the narrower sense	25,600	25,600
Treasury shares	(26,235)	(21,886)
Available Earnings		
Profit brought forward	1,231,415	1,284,159
Net profit for the year	78,971	100,850
<b>Total shareholders' equity</b>	<b>1,309,900</b>	<b>1,388,872</b>
<b>Total liabilities and shareholders' equity</b>	<b>2,589,471</b>	<b>2,570,935</b>

# Notes to the Financial Statements

## 1 Principles

### 1.1 General aspects

These financial statements have been prepared in accordance with the provisions of the Law on Accounting and Financial Reporting (32nd title of the Swiss Code of Obligations). Where not prescribed by law, the significant accounting and valuation principles applied are described below.

Due to rounding, the figures presented in the tables may not add up precisely.

### 1.2 Investments

Investments are stated at historical costs less any allowance for impairment.

### 1.3 Treasury shares

Treasury shares are recognized at acquisition cost and deducted from shareholders' equity at the date of acquisition. In case of a resale of treasury shares, the gain or loss is recognized through the income statement as other finance income or finance expense.

### 1.4 Share-based payments

Should treasury shares be used for share-based payment programs for Board members and employees, the difference between the original acquisition cost and any consideration paid by the employees at grant date is recognized as personnel expenses.

### 1.5 Current interest-bearing loans

Current interest-bearing loans are recognized on the balance sheet at nominal value.

### 1.6 Non-current interest-bearing loans

Non-current interest-bearing loans are recognized on the balance sheet at nominal value.

### 1.7 Revenue recognition for management fees and license income

Management fees and license income are recorded as revenue when realized.

### 1.8 Foregoing a cash flow statement and additional disclosures in the notes

As Barry Callebaut AG has prepared its Consolidated Financial Statements in accordance with International Financial Reporting Standards (IFRS), the Company elected to forego presenting additional information on interest-bearing loans and audit fees in the notes as well as a cash flow statement in accordance with the law.

Notes to the Financial Statements of Barry Callebaut AG

## 2 Information on balance sheet and income statement items

### 2.1 Prepaid expenses

Short-term prepaid expenses mainly consist of prepayments for future events, annual subscriptions and social security.

### 2.2 Investments

as of August 31,

Name and domicile	Municipality of registration		Share capital	Purpose	Percentage of ownership <sup>1</sup>	
					2023	2022
Barry Callebaut Belgium N.V., Belgium	BE-Lebbeke-Wieze	EUR	261,521,544	Production, sales	100 %	100 %
Barry Callebaut Services N.V., Belgium	BE-Lebbeke-Wieze	EUR	929,286,000	Centralized treasury, management services	100 %	100 %
Cabosse Naturals N.V., Belgium	BE-Halle	EUR	1,161,148	Research and development	100 %	100 %
Barry Callebaut Manufacturing Halle B.V., Belgium	BE-Halle	EUR	15,488,952	Production, sales	100 %	100 %
Barry Callebaut Sourcing AG, Switzerland	CH-Zürich	CHF	2,000,000	Sourcing	100 %	100 %
Barry Callebaut Schweiz AG, Switzerland	CH-Dübendorf	CHF	4,600,000	Production, sales	100 %	100 %
Cabosse Naturals Switzerland AG, Switzerland	CH-Zürich	CHF	1,000,000	Research and development	100 %	100 %
Barry Callebaut Management Services AG, Switzerland	CH-Zürich	CHF	100,000	Management services	100 %	100 %
Barry Callebaut Cocoa AG, Switzerland	CH-Zürich	EUR	81,515	Production, sales	100 %	100 %
Barry Callebaut Re AG, Switzerland	CH-Zürich	CHF	3,000,000	Captive Re-Insurance	100 %	100 %
C.J. van Houten & Zoon Holding GmbH, Germany	DE-Norderstedt	EUR	72,092,155	Holding	100 %	100 %
Tagungs- und Seminarzentrum Schloss Marbach GmbH, Germany	DE-Öhningen	EUR	3,600,000	Conference and training center	100 %	100 %
Barry Callebaut Nederland B.V., The Netherlands	NL-Zundert	EUR	21,435,000	Sales	100 %	100 %
Barry Callebaut Decorations B.V., The Netherlands	NL-Zundert	EUR	18,242	Production, sales	100 %	100 %
Barry Callebaut Nigeria Ltd., Nigeria	NG-Lagos	NGN	10,000,000	Dormant	1 %	1 %

<sup>1</sup> Capital rights (percentage of ownership) correspond with voting rights.

Barry Callebaut AG controls all entities of the Barry Callebaut Group either directly or indirectly through the above listed companies. All principal subsidiaries are listed in Note 5.3 – “Group entities” to the Consolidated Financial Statements of Barry Callebaut AG.

### 2.3 Current interest-bearing loans from Group companies

as of August 31,

in thousands of CHF	Maturity	Interest	2023	2022
Short-term loan from Group companies	9/20/2022	1.079 %	—	480,000
Short-term loan from Group companies	9/20/2023	1.904 %	563,500	—
Bank overdraft from Group companies	n/a	1.710 %	156	453
<b>Total</b>			<b>563,656</b>	<b>480,453</b>

### 2.4 Accrued expenses

Accrued expenses mainly consist of personnel expenses, legal and consulting fees and interest to Group companies.



Notes to the Financial Statements of Barry Callebaut AG

## 2.5 Non-current interest-bearing loans from Group companies

as of August 31,

in thousands of CHF	Maturity	Interest	2023	2022
Loan from Group companies	7/28/2025	3.0010 %	15,000	15,000
Loan from Group companies	7/28/2025	1.2811 %	18,216	18,216
Loan from Group companies	2/13/2026	1.3890 %	69,000	69,000
Loan from Group companies	2/13/2026	1.5390 %	115,000	115,000
Loan from Group companies	1/27/2027	1.2642 %	50,534	50,534
Loan from Group companies	1/27/2027	1.7679 %	5,000	5,000
Loan from Group companies	2/13/2027	1.4550 %	21,000	21,000
Loan from Group companies	2/13/2027	1.9965 %	67,000	67,000
Loan from Group companies	7/27/2028	1.6466 %	48,424	48,424
Loan from Group companies	2/13/2029	2.0379 %	13,000	13,000
Loan from Group companies	11/22/2031	4.3710 %	217,037	217,037
<b>Total</b>			<b>639,211</b>	<b>639,211</b>

## 2.6 Lease commitments

for the fiscal year

in thousands of CHF	2022/23	2021/22
Future lease commitments		
within the next 5 years	7,013	8,089
more than 5 years	3,339	3,229
<b>Total future lease commitments</b>	<b>10,352</b>	<b>11,318</b>

## 2.7 Share capital and authorized capital

Share capital in the amount of CHF 109,777 consists of 5,488,858 registered shares at a par value of CHF 0.02 each.

## 2.8 Treasury shares

	Number of transactions	Lowest rate in CHF	Highest rate in CHF	Average rate of transaction in CHF	Quantity
<b>as of September 1, 2021</b>	—	—	—	—	<b>7,873</b>
Purchase	14	1,993	2,250	2,182	7,767
Allocations to Management	7	—	—	1,998	(4,079)
Allocations to Board members	1	—	—	1,981	(1,266)
<b>Inventory as of August 31, 2022</b>	—	—	—	—	<b>10,295</b>
Purchase	17	1,576	1,850	1,688	14,000
Allocations to Management	5	—	—	2,123	(7,801)
Allocations to Board members	1	—	—	2,126	(1,278)
<b>Inventory as of August 31, 2023</b>	—	—	—	—	<b>15,216</b>

As at balance sheet date, acquisition costs for directly held treasury shares amounted to CHF 26.2 million (2021/22: CHF 21.9 million).

## 2.9 Dividend income

In the reporting year, dividend income amounted to CHF 100.0 million (previous year: CHF 100.0 million). The amount in this year was fully related to the dividend distributed by Barry Callebaut Sourcing AG, Switzerland for fiscal year 2021/22.

## 2.10 Other finance income

Other finance income consists mostly of foreign exchange and hedging gains.

## Notes to the Financial Statements of Barry Callebaut AG

## 2.11 License income

License income contains royalties from Group companies that are related to the usage of brands and trademarks.

## 2.12 Management fees

Barry Callebaut AG provides a wide variety of business support services for the benefit of its Group companies, such as management support services, information management services (i.e. information-technology-related services), accounting and finance, human resources, consulting, tax, and legal services.

## 2.13 Finance expense

for the fiscal year

in thousands of CHF

	<b>2022/23</b>	<b>2021/22</b>
Bank interest and charges	(139)	(193)
Interest to Group companies	(22,411)	(14,740)
Foreign exchange losses	(7,725)	(17,293)
<b>Total</b>	<b>(30,275)</b>	<b>(32,226)</b>

## 2.14 Other operating expense

for the fiscal year

in thousands of CHF

	<b>2022/23</b>	<b>2021/22</b>
Legal and consulting fees	(23,830)	(14,428)
Other expenses third parties	(7,976)	(7,665)
Assistance fees related parties	(250)	(250)
Assistance fees Group companies	(28,430)	(18,558)
<b>Total</b>	<b>(60,486)</b>	<b>(40,901)</b>

Notes to the Financial Statements of Barry Callebaut AG

### 3 Other information

#### 3.1 Full-time equivalents

In line with prior fiscal year, the average number of employees (full-time equivalents) of Barry Callebaut AG exceeded 50, but did not exceed 250.

#### 3.2 Liens, guarantees and pledges in favor of third parties

- The Company is a co-debtor for bank loans of max. EUR 900.0 million (CHF 862.3 million; 2021/22: CHF 878.4 million) obtained by Barry Callebaut Services N.V., Belgium, on October 20, 2021, whereof the maximal liability is limited to the freely distributable retained earnings (CHF 1,284.2 million less 35% withholding tax).
- The Company is also a co-debtor to the Senior Notes of EUR 450.0 million (CHF 431.2 million; 2021/22: CHF 439.2 million) disbursed by Barry Callebaut Services N.V., Belgium, on May 24, 2016, as well as to Schuldscheindarlehen of EUR 467.0 million (CHF 447.5 million; 2021/22: 455.8 million) and CHF 21.0 million disbursed by Barry Callebaut Services N.V., Belgium, on February 13, 2019, as well as to Schuldscheindarlehen of EUR 377.0 million (CHF 361.2 million; 2021/22: CHF 367.9 million) and CHF 20.0 million disbursed by Barry Callebaut Services N.V., Belgium, on July 27, 2020. Finally the Company is a co-debtor for a EUR 52.3 million long term loan agreement with the European Bank for Reconstruction and Development, disbursed by Barry Callebaut South East Europe d.o.o. Serbia, on April 18, 2023. The maximal liability is limited to the freely distributable retained earnings (CHF 1,284.2 million less 35% withholding tax).
- The Company issued several guarantees for various credit facilities granted to direct and indirect subsidiaries for an amount of up to CHF 1,556.7 million (2021/22: CHF 1,605.0 million).

#### 3.3 Significant shareholders

The following shareholders hold a participation of more than 3% of the issued share capital of the Group's ultimate parent Barry Callebaut AG:

as of August 31,	2023	2022
Jacobs Holding AG	30.1 %	30.1 %
Renata Jacobs	5.0 %	5.0 %
BlackRock Inc. <sup>1</sup>	3.1 %	3.1 %
T. Rowe Price Associates Inc. <sup>1</sup>	3.0 %	3.0 %
UBS Fund Management (Switzerland) AG <sup>1</sup>	3.0 %	3.0 %

<sup>1</sup> Based on notifications through the electronic publication platform of the SIX Swiss Exchange.

#### 3.4 Shareholdings of the Board of Directors and the Executive Committee

##### Shareholdings of the Board of Directors

Number of shares as of August 31,

Name	Function	2023	2022
Patrick De Maeseneire	Chairman	2,843	2,523
Markus R. Neuhaus	Vice-Chairman; Chairman of the AFRQCC	803	643
Fernando Aguirre	Member of the NCC	1,211	1,097
Angela Wei Dong	Member of the AFRQCC	571	457
Thomas Intrator	Member of the AFRQCC	—	n/a
Nicolas Jacobs <sup>1</sup>	Member of the AFRQCC	11,906	18,703
Elio Leoni Sceti	Member of the NCC	751	637
Tim Minges	Chairman of the NCC; member of the AFRQCC	1,606	1,492
Antoine de Saint-Affrique	Member of the NCC	2,815	2,006
Yen Yen Tan	Member of the NCC	238	124
<b>Total shares held by Board of Directors</b>		<b>22,744</b>	<b>27,682</b>

<sup>1</sup> Excluding the 30.1% participation held by Jacobs Holding AG (see Note 3.3 "Significant shareholders").

## Notes to the Financial Statements of Barry Callebaut AG

**Shareholdings of the Executive Committee**

Number of shares as of August 31,

Name	Function	2023	2022
Peter Feld	Chief Executive Officer (as of April 4, 2023)	2,000	n/a
Ben De Schryver	Chief Financial Officer	588	588
Steven Retzlaff	President Global Cocoa	910	1,076
Massimo Selmo	Chief Procurement Officer	310	100
Rogier van Sligter	President EMEA	366	185
Jo Thys	President APAC	440	339
Masha Vis-Mertens	Chief Human Resources Officer	140	70
Steve Woolley	President Americas	68	22
Peter Boone	Chief Executive Officer (until April 3, 2023)	n/a	553
Olivier Delaunay	Chief Operations Officer (until December 31, 2022)	n/a	419
Pablo Perversi	Chief Innovation, Sustainability & Quality Officer; Global Head of Gourmet (until January 31, 2023)	n/a	740
<b>Total shares held by Executive Committee</b>		<b>4,822</b>	<b>4,092</b>

**3.5 Shares granted to the Board of Directors and employees**

	2022/23		2021/22	
	Quantity	Value (CHF)	Quantity	Value (CHF)
Granted to members of the Board	1,610	3,062,220	1,278	2,786,040
Granted to employees <sup>1</sup> of Barry Callebaut AG and subsidiaries	6,060	11,770,408	3,859	9,918,158

<sup>1</sup> Employees include all participants in the share plan of the Group including employees on the payroll of subsidiaries of which Barry Callebaut AG is the ultimate parent.

**3.6 Significant events after the balance sheet date**

On September 6, 2023, the Group announced the launch of BC Next Level, a strategic investment program through to 2025. With this program, the Group will move decision-making closer to its markets and customers while fostering simplicity and digitalization to advance its well-recognized innovation and sustainability approach to deliver additional value for all its stakeholders. In the new operating model the number of regions increase from three to five and a Customer Supply and Development organization is established. The Executive Committee is reduced from nine to six members

On September 7, 2023, Barry Callebaut AG injected CHF 16.8 million of additional capital into the subsidiary Barry Callebaut Re AG, Switzerland. The transaction was approved by the Board of Directors on August 21, 2023.

There are no other significant events that would require any modification of the value of the assets and liabilities or additional disclosures after the balance sheet date.

Notes to the Financial Statements of Barry Callebaut AG

### 3.7 Proposed appropriation of available earnings

in thousands of CHF

<b>Balance carried forward as of September 1, 2022</b>	<b>1,385,010</b>
Dividend to shareholders (gross) <sup>1</sup>	(153,595)
Net profit	78,971
<b>Voluntary retained earnings as of August 31, 2023</b>	<b>1,310,386</b>
Treasury shares	(26,235)
<b>Available retained earnings as of August 31, 2023</b>	<b>1,284,151</b>
Proposed appropriation of available earnings by the Board of Directors	
Dividend of CHF 29.00 per share <sup>2</sup>	(159,177)
<b>Balance carry forward</b>	<b>1,124,974</b>

<sup>1</sup> Resolution of the General Meeting of Shareholders as of December 14, 2022; payment excludes dividends on treasury shares.

<sup>2</sup> The total dividend amount is calculated based on all outstanding registered shares (while payment of dividend for treasury shares held by the Group on payment date will be excluded).

The Board of Directors proposes to the 2023 Annual General Meeting a dividend of CHF 29.00 per share.

The dividend will be paid to shareholders on, or around, January 10, 2024.



# Statutory Auditor's Report

To the General Meeting of Barry Callebaut AG, Zurich

## Report on the Audit of the Financial Statements

### Opinion

We have audited the financial statements of Barry Callebaut AG (the Company), which comprise the balance sheet as at 31 August 2023, and the income statement for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements (pages 137 to 145) comply with Swiss law and the Company's articles of incorporation.

### Basis for Opinion

We conducted our audit in accordance with Swiss law and Swiss Standards on Auditing (SA-CH). Our responsibilities under those provisions and standards are further described in the "Auditor's Responsibilities for the Audit of the Financial Statements" section of our report. We are independent of the Company in accordance with the provisions of Swiss law, together with the requirements of the Swiss audit profession and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the financial statements of the current period. We have determined that there are no key audit matters to communicate in our report.

### Other Information

The Board of Directors is responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion 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, 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 in this regard.



## **Board of Directors' Responsibilities for the Financial Statements**

The Board of Directors is responsible for the preparation of the financial statements in accordance with the provisions of Swiss law and the Company's articles of incorporation, and for such internal control as the Board of Directors determines 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 Board of Directors is responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

## **Auditor's 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 auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Swiss law and SA-CH 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.

As part of an audit in accordance with Swiss law and SA-CH, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

We communicate with the Board of Directors or its relevant committee regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide the Board of Directors or its relevant committee with a statement that we have complied with relevant ethical requirements regarding independence, and communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, actions taken to eliminate threats or safeguards applied.

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



## Report on Other Legal and Regulatory Requirements

In accordance with article 728a para. 1 item 3 CO and PS-CH 890, we confirm that an internal control system exists, which has been designed for the preparation of financial statements according to the instructions of the Board of Directors.

We further confirm that the proposed appropriation of available earnings complies with Swiss law and the Company's articles of incorporation. We recommend that the financial statements submitted to you be approved.

KPMG AG

A handwritten signature in blue ink, appearing to read 'M. Ziegler'.

Marc Ziegler  
Licensed Audit Expert  
Auditor in Charge

A handwritten signature in blue ink, appearing to read 'Regula Tobler'.

Regula Tobler  
Licensed Audit Expert

Zurich, 30 October 2023