



CAMPOSOL HOLDING PLC AND SUBSIDIARIES

**CONSOLIDATED FINANCIAL STATEMENTS
31 DECEMBER 2021 AND 2020**

CAMPOSOL HOLDING PLC AND SUBSIDIARIES

CONSOLIDATED FINANCIAL STATEMENTS 31 DECEMBER 2021 AND 2020

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USD = United States Dollar
PEN = Sol
€ = Euro

CAMPOSOL HOLDING PLC AND SUBSIDIARIES

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REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the shareholders and the board of directors of Camposol Holding PLC

Opinion on the Financial Statements

We have audited the accompanying consolidated statement of financial position of Camposol Holding PLC and its subsidiaries (the "Company") as of December 31, 2021 and 2020, and the related consolidated statements of comprehensive income, changes in equity and cash flows for each of the years then ended, including the related notes (collectively referred to as the "consolidated financial statements"). In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the financial position of the Company as of December 31, 2021 and 2020, and the results of its operations and its cash flows for each of the years then ended in conformity with International Financial Reporting Standards as issued by the International Accounting Standards Board.

Change in Accounting Principle

As discussed in Note 2.28 to the consolidated financial statements, the Company changed the manner in which it accounts for land in 2020.

Basis for Opinion

These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on the Company's consolidated financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits of these consolidated financial statements in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, whether due to error or fraud.

Our audits included performing procedures to assess the risks of material misstatement of the consolidated financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that our audits provide a reasonable basis for our opinion.

Gavoglio Aparicio y Asociados Sociedad Civil de Responsabilidad Limitada.
Av. Santo Toribio 143, Piso 7, San Isidro, Lima, Perú, T: +51 (1) 211 6500 F: +51 (1) 211 6550
www.pwc.pe

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Critical Audit Matter

The critical audit matter communicated below is a matter arising from the current period audit of the consolidated financial statements that was communicated or required to be communicated to the audit committee and that (i) relates to accounts or disclosures that are material to the consolidated financial statements and (ii) involved our especially challenging, subjective, or complex judgments. The communication of critical audit matters does not alter in any way our opinion on the consolidated financial statements, taken as a whole, and we are not, by communicating the critical audit matter below, providing a separate opinion on the critical audit matter or on the accounts or disclosures to which it relates.

Valuation of Level 3 Biological Assets

As described in Notes 2.11, 4.1 and 10 to the consolidated financial statements, the total fair value of the Company's level 3 biological assets related to avocados, mangos, grapes, tangerines and blueberries was US\$184 million as of December 31, 2021. Fair value of these biological assets is determined by management using net discounted cash flows models which included significant judgements and assumptions relating to management's cash flow projections including projected sale prices, costs expected to arise through the growth of the asset, an estimated risk adjusted discount rate and estimated yields at the point of harvest and production cycle. The Management's estimates of yields at the point of harvest and production cycle have been developed by employed specialists, specifically agricultural engineers.

The principal considerations for our determination that performing procedures relating to the valuation of the Company's level 3 biological assets related to avocados, mangos, grapes, tangerines and blueberries is a critical audit matter are (i) the significant judgment by management when developing the fair value measurement including the use of employed specialists; (ii) a high degree of auditor judgement, subjectivity, and effort in performing procedures and evaluating audit evidence related to management's cash flow projections and significant assumptions related to projected sale prices, costs expected to arise through the growth of the asset, an estimated risk adjusted discount rate and estimated yields at the point of harvest and production cycle; and (iii) the audit effort that involved the use of professionals with specialized skill and knowledge.



Addressing the matter involved performing procedures and evaluating audit evidence in connection with forming our overall opinion on the consolidated financial statements. These procedures included, among others, evaluating the projections and significant judgements and assumptions used by management in developing these estimates, including projected sale prices, costs expected to arise through the growth of the asset, an estimated risk adjusted discount rate and estimated yields at the point of harvest and production cycle. The work of management's employed specialist was used in performing the procedures to evaluate the reasonableness of certain significant assumptions, including estimated yields at the point of harvest and estimated production cycle. As a basis for using this work, the specialists' competence, capability, and objectivity were assessed. The procedures performed also included tests of the data used by the Management's employed specialists. Evaluating management's assumptions involved evaluating whether these assumptions were reasonable considering past performance of the Company and testing management's sensitivity analysis of certain significant assumptions. Professionals with specialized skill and knowledge were used to assist us in the evaluation of the Management's net discounted cash flow models and the estimated risk adjusted discount rate.

Enrique Aparicio y Asociados

Countersigned by

(Partner)

Vicente Tieri
Peruvian Public Accountant
Registration No.37180

Lima, Perú
April 20, 2022

We have served as the Company's auditor since 2017.

CAMPOSOL HOLDING PLC AND SUBSIDIARIES

**CONSOLIDATED STATEMENT OF FINANCIAL POSITION
(IN THOUSANDS OF U.S. DOLLARS)**

	Note	At 31 December	
		2021	2020
ASSETS			
NON-CURRENT ASSETS			
Property, plant, equipment and bearer plants	6	706,966	710,828
Right of use assets	9	52,354	61,164
Investments accounted for using the equity method	7	5,562	5,070
Intangible assets	8	12,438	12,309
Deferred tax assets	18	5,873	4,099
Total non-current assets		783,193	793,470
CURRENT ASSETS			
Prepaid expenses		1,317	4,999
Biological assets	10	184,064	163,464
Inventories	13	48,551	49,760
Other accounts receivable	14	17,477	13,168
Trade accounts receivable	15	42,399	53,998
Cash and cash equivalents	16	30,475	33,991
Total current assets		324,283	319,380
Total assets		1,107,476	1,112,850
SHAREHOLDERS EQUITY			
Share capital	17	10,000	10,000
Revaluation surplus	17	172,418	172,614
Retained earnings		226,427	224,191
		408,845	406,805
Non-controlling interest	17	(984)	175
Total equity		407,861	406,980
LIABILITIES			
NON-CURRENT LIABILITIES			
Long - term debt	20	355,874	354,615
Lease liability	24	29,505	39,931
Other liabilities	2.20	-	677
Deferred tax liabilities	18	133,434	138,079
Total non-current liabilities		518,813	533,302
CURRENT LIABILITIES			
Accounts payable to related companies	36	57	60
Current portion of long-term debt	20	7,368	7,368
Current portion of lease liability	24	12,818	14,522
Trade accounts payable	21	64,758	74,777
Other accounts payable	22	11,411	11,094
Provisions	23	5,244	6,825
Bank loans	25	79,146	57,922
Total current liabilities		180,802	172,568
Total liabilities		699,615	705,870
Total equity and liabilities		1,107,476	1,112,850

The notes on pages from 9 to 69 are an integral part of these consolidated financial statements.

CAMPOSOL HOLDING PLC AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
(IN THOUSANDS OF U.S. DOLLARS)

	Note	For the year ended 31 December	
		2021	2020
Revenue	26	385,798	343,245
Cost of sales:	27		
Cost of sales		(219,902)	(177,913)
Depreciation of bearer plants		(28,859)	(22,493)
Gross profit before adjustment for biological assets		137,037	142,839
Net gain arising from changes in fair value of biological assets	10	40	23,981
Gross profit after adjustment for biological assets		137,077	166,820
Selling expenses	28	(49,797)	(44,916)
Administrative expenses	29	(22,219)	(22,090)
Other income	31	917	1,115
Other expenses	31	(10,257)	(10,208)
Net foreign exchange transactions losses		(4,641)	(663)
Operating profit		51,080	90,058
Share of profit of investments accounted for using the equity method	7	2,599	1,708
Financial income	32	175	816
Financial cost	32	(28,106)	(34,997)
Profit before income tax		25,748	57,585
Income tax benefit (expense)	34	1,088	(27,754)
Profit for the year		26,836	29,831
Other comprehensive income:			
<i>Item that may be reclassified to profit or loss:</i>			
Currency translation adjustment		(759)	(1,223)
<i>Items that will not be reclassified to profit or loss:</i>			
Revaluation surplus (devaluation) land		(255)	243,639
Deferred income tax of revaluation surplus (devaluation)		59	(71,025)
Total comprehensive income for the year		25,881	201,222
Profit attributable to:			
Owners of the parent		27,995	29,143
Non-controlling interests		(1,159)	688
		26,836	29,831
Total comprehensive income for the year attributable to:			
Owners of the parent		27,040	200,700
Non-controlling interests		(1,159)	522
		25,881	201,222
Basic and diluted earnings per share to the equity holders of parent during the year (expressed in U.S. Dollars per share):			
Basic and diluted earnings per ordinary share	38	0.28	0.29

Items in other comprehensive income above are disclosed net of tax.

The notes on pages from 9 to 69 are an integral part of these consolidated financial statements.

CAMPOSOL HOLDING PLC AND SUBSIDIARIES

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
For the years ended 31 December 2021 and 2020
(IN THOUSANDS OF U.S. DOLLARS)

	Note	Number of shares	Share capital	Revaluation surplus	Retained earnings	Total equity	Non-controlling interest	Total equity
Balances at 1 January 2020		100,000,000	10,000	-	218,105	228,105	(347)	227,758
Comprehensive income:								
Profit for the year		-	-	-	29,143	29,143	688	29,831
Other comprehensive income:								
Revaluation surplus (land)		-	-	243,639	-	243,639	-	243,639
Deferred income tax of revaluation surplus (land)		-	-	(71,025)	-	(71,025)	-	(71,025)
Currency translation adjustment		-	-	-	(1,057)	(1,057)	(166)	(1,223)
Total comprehensive income	17	-	-	172,614	28,086	200,700	522	201,222
Transactions with owners:	17							
Distribution from retained earnings		-	-	-	(22,000)	(22,000)	-	(22,000)
Total transactions with owners	17	-	-	-	(22,000)	(22,000)	-	(22,000)
Balances at 31 December 2020		100,000,000	10,000	172,614	224,191	406,805	175	406,980
Balances at 1 January 2021		100,000,000	10,000	172,614	224,191	406,805	175	406,980
Comprehensive income:								
Profit for the year		-	-	-	27,995	27,995	(1,159)	26,836
Other comprehensive income:								
Revaluation surplus (devaluation) of land	17	-	-	(255)	-	(255)	-	(255)
Deferred income tax of revaluation surplus (land)	17	-	-	59	-	59	-	59
Currency translation adjustment		-	-	-	(759)	(759)	-	(759)
Total comprehensive income		-	-	(196)	27,236	27,040	(1,159)	25,881
Transactions with owners:								
Distribution to shareholders	17	-	-	-	(25,000)	(25,000)	-	(25,000)
Total transactions with owners		-	-	-	(25,000)	(25,000)	-	(25,000)
Balances at 31 December 2021		100,000,000	10,000	172,418	226,427	408,845	(984)	407,861

The notes on pages from 9 to 69 are an integral part of these consolidated financial statements.

CAMPOSOL HOLDING PLC AND SUBSIDIARIES

**CONSOLIDATED STATEMENT OF CASH FLOWS
(IN THOUSANDS OF U.S. DOLLARS)**

	Note	For the year ended 31 December	
		2021	2020
CASH FLOWS FROM OPERATING ACTIVITIES			
Cash receipts from customers		397,076	339,860
Cash paid to suppliers and employees		(314,285)	(231,354)
Interest paid		(27,031)	(21,845)
Income tax paid		(4,210)	(3,649)
Custom duties refund collections	14	3,994	3,087
Other payments		(1,016)	(399)
Net cash generated from operating activities	33	<u>54,528</u>	<u>85,700</u>
CASH FLOWS FROM INVESTING ACTIVITIES			
Purchases of property, plant and equipment	6	(12,758)	(13,165)
Investment in bearer plants	6	(23,196)	(52,812)
Increase of participation in associate company		(602)	-
Loans granted to related parties		(528)	(78)
Purchase of intangibles, excluding goodwill	8	(1,561)	(5,384)
Proceeds from sale of property, plant and equipment		29	34
Net cash used in investing activities		<u>(38,616)</u>	<u>(71,405)</u>
CASH FLOWS FROM FINANCING ACTIVITIES			
Bank loans proceeds	25	181,160	192,850
Bank loans payments	25	(159,960)	(191,000)
Payments to related parties	36	-	(8,000)
Distribution to shareholders	17	(25,000)	-
Payment to related parties for transfer of shares of Camposol Uruguay	17	-	(22,000)
Payments related to offering costs	31	(2,539)	-
Principal elements of lease liabilities payments	24	(13,089)	(9,426)
Transaction costs	20	-	(4,740)
Bonds issuance	20	-	346,073
Payments of long-term debt	20	-	(311,849)
Net cash used in financing activities		<u>(19,428)</u>	<u>(8,092)</u>
Net (decrease) increase in cash and cash equivalents		(3,516)	6,203
Cash and cash equivalents at beginning of year		33,991	27,788
Cash and cash equivalents at end of year	16	<u>30,475</u>	<u>33,991</u>
Non-cash transactions:			
Revaluation surplus (devaluation), net of deferred income tax	17	(196)	172,614
Right of use asset acquired under finance lease		608	4,893
Accrued interest	20	9,188	9,137

The notes on pages from 9 to 69 are an integral part of these consolidated financial statements.

CAMPOSOL HOLDING PLC AND SUBSIDIARIES

(IN THOUSANDS OF U.S. DOLLARS UNLESS OTHERWISE STATED)

1 GENERAL INFORMATION

a) Business activities -

Camposol Holding PLC (hereinafter the Company) was incorporated as Csol Holding Limited in Cyprus on 22 October 2019, in accordance with the provisions of the Cyprus Companies Law, Cap. 113. On March 30, 2021, the Company changed its name to Camposol Holding PLC.

The Company through its subsidiaries is mainly engaged in investing in the agriculture business in Peru, Colombia, Chile, Uruguay and Mexico and managing the export of agricultural products mainly to the United States, the European Union, Canada and China. Camposol Holding PLC and subsidiaries are hereinafter referred as the Group.

The registered address of the Company is 81-83 Grivas Digenis Ave. 1st Floor, 1090 Jacovides Tower, Nicosia - Cyprus.

The Dyer-Coriat family (comprised of Samuel Barnaby Dyer Coriat, Piero Martin Dyer Coriat and Sheyla Dyer Coriat) is the Company's ultimate controlling party and owns 82.59% of the shares of the Company. Certain other members of the Dyer family own the remainder shares of the Company.

The subsidiaries and their activities are as follows:

Company	Principal activity	Country of incorporation	Direct or indirect interest as of 31 December	
			2021	2020
Camposol S.A.	Agribusiness	Peru	100%	100%
Nor Agro Perú S.A.C.	Farmland owner	Peru	100%	100%
Muelles y Servicios Paita S.R.L.	Farmland owner	Peru	100%	100%
Inversiones Agrícolas Inmobiliarias S.A.C.	Farmland owner	Peru	99.99%	99.99%
Camposol Europa S.L.	Distribution	Spain	87.27%	87.27%
Camposol Fresh B.V.	Distribution	Netherlands	100%	100%
Grainlens S.A.C.	Holding	Peru	100%	100%
Blacklocust S.A.C.	Holding	Peru	100%	100%
Persea, Inc.	Holding	USA	100%	100%
Camposol Fresh U.S.A., Inc.	Distribution	USA	100%	100%
Camposol Foods Trading (Shanghai) Co Ltd.	Distribution	China	100%	100%
Camposol Fresh Foods Trading Co Ltd.	Distribution	China	100%	100%
Asociación para la certificación de Prod. Agrícolas proveedores de Camposol	Agribusiness	Peru	100%	100%
Camposol Colombia S.A.S.	Agribusiness	Colombia	100%	100%
Camposol Uruguay S.R.L.	Agribusiness	Uruguay	100%	100%
Camposol Chile SPA	Agribusiness	Chile	100%	100%
Camposol Cyprus Limited	Holding	Cyprus	100%	100%
Camposol Switzerland GmbH	Distribution	Switzerland	100%	100%
Camposol Trade España S.L.	Distribution	Spain	100%	100%
Aliria S.A.C.	Project Development	Peru	100%	100%
Arándanos Camposolinos S.A.P.I. de C.V.	Agriculture	Mexico	100%	100%
Camposol I & D S.A.C. (PE)	Project Development	Peru	100%	-
Camposol Corp. (US)	Services	USA	100%	-

Camposol S.A. is the main subsidiary of the Group which is a Peruvian agribusiness corporation incorporated in the city of Lima on 31 January 1997.

The legal address of Camposol S.A. is Avenida El Derby 250, Urbanización El Derby de Monterrico, Santiago de Surco, Lima, Peru; its operating and commercial office is located in Carretera Panamericana Norte Km.497.5, Chao, Viru, La Libertad. Three production establishments or agricultural lands are located in Carretera Panamericana Norte Kms. 510, 512 and 527 in the department of La Libertad, Peru. In addition, Camposol S.A. operates one administrative office in the department of Piura.

In addition, the Company has an associate, Empacadora de Frutos Tropicales S.A.C. which is engaged in the processing and commercialization of fresh fruit products (Note 7).

The table below presents details of the owned agricultural land by the Group:

<u>Land</u>	<u>Country / region</u>	<u>Area in Hectares (Has)</u>	
		<u>2021</u>	<u>2020</u>
Mar Verde	Peru / La Libertad	2,496	2,496
Agricultor	Peru / La Libertad	1,570	1,570
Gloria	Peru / La Libertad	1,018	1,018
Agromás	Peru / La Libertad	414	414
Virú - San José	Peru / La Libertad	324	324
Compositan	Peru / La Libertad	3,778	3,778
Yakuy Minka	Peru / La Libertad	2,766	2,766
INAIN	Peru / La Libertad	22	22
Huangala - Terra	Peru / Piura	2,549	2,549
Citricola Salteña/El Tero	Uruguay/Salto	838	838
Jamilco/El Tero	Uruguay/Salto	683	683
Florida	Colombia / Caldas	2,421	2,421
Valle del Cauca/Quindio	Colombia/ Caldas	1,688	1,688
		<u>20,567</u>	<u>20,567</u>

During 2021, the Group did not acquire hectares. During 2020, the Group acquired 11 hectares through its subsidiary Camposol S.A. for USD340.

The Group carries out its agriculture activities over the following planted areas:

	<u>Area in Hectares (HS)</u>	
	<u>2021</u>	<u>2020</u>
Avocados	4,554	4,816
Blueberries	2,715	2,652
Others	2,319	2,300
	<u>9,588</u>	<u>9,768</u>

b) Corporate reorganization -

The group of companies of the former parent company Camposol Holding PLC included, in addition to the agriculture activities, entities engaged in shrimp farming business. In order to face the global competitive environment and with the purpose of attracting new investments for the agricultural business as well as simplifying the corporate governance and isolate the risks associated with each of its businesses, it was decided in 2019 to segregate the agricultural business from the shrimp farming business. The Company was incorporated in 2019 and then started the process of transferring the main operating companies related to the agricultural business to the Company. The final stage of the corporate reorganization will be completed during 2022, with the incorporation of additional trading companies in key countries for its distribution process.

c) Effect of Covid-19 on the Group's operations -

In March 2020, the World Health Organization declared the Covid-19 outbreak as a global pandemic and various governments across the globe began to implement mandatory social distancing measures, restrictions on travel and mandatory quarantines for people exposed to the virus.

After analyzing and reviewing government measures to mitigate the spread of Covid-19, the Group activated protocols for remote work for the administrative and sales staff, while the farms continued to operate normally adopting appropriate protocols for the continuing of operations.

Furthermore, the Group took actions to strengthen its financial position and maintain the necessary liquidity to preserve its business.

Management has determined that its operations did not have a significant impact during 2021 and 2020, as a result of the Covid-19 pandemic.

d) Approval of the financial statements -

The 2021 consolidated financial statements of the Group were approved by the Board of Directors' Meeting held on April 20, 2022.

2 SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

2.1 Basis of preparation -

The consolidated financial statements of the Group have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and interpretations issued by the IFRS Interpretations Committee (IFRIC) applicable to companies reporting under IFRS. The financial statements comply with IFRS as issued by the IASB.

The consolidated financial statements have been prepared under the historical cost convention, as modified by land properties and biological assets recognized at fair value and investment in associate recognized under the equity method accounting. The financial statements are expressed in thousands of United States Dollars, unless otherwise stated.

The accompanying consolidated financial statements present the Group's financial position, results of operations, comprehensive income, and cash flows in accordance with IFRS.

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

2.2 Adoption of new and revised IFRSs

- a) *New standards, amendments and interpretations effective for financial statements of annual periods beginning on or after 1 January 2021, which have been adopted by the Group -*

The Group has applied the following standards and interpretations for the first time to financial reporting periods commencing on or after 1 January 2021:

- Covid-19-Related Rent Concessions - amendments to IFRS 16, and
- Interest Rate Benchmark Reform - Phase 2 - amendments to IFRS 9, IAS 39, IFRS 7, IFRS 4 and IFRS 16.

The Group has assessed the accounting standards effective after 1 January 2021 and determined that none have a material impact on the consolidated financial statements.

- b) *New standards, amendments and interpretations effective for financial statements of annual periods beginning on or after 1 January 2022, which have not been early adopted -*

The following standards and interpretations have been published that are not mandatory for 31 December 2021 reporting periods and have not been early adopted by the Group:

- Annual Improvements to IFRS Standards 2018-2020 -

The following improvements were finalised in May 2020:

- IFRS 9 Financial Instruments - clarifies which fees should be included in the 10% test for derecognition of financial liabilities.
- IFRS 16 Leases - amendment of illustrative example 13 to remove the illustration of payments from the lessor relating to leasehold improvements, to remove any confusion about the treatment of lease incentives.
- IFRS 1 First-time Adoption of International Financial Reporting Standards - allows entities that have measured their assets and liabilities at carrying amounts recorded in their parent's books to also measure any cumulative translation differences using the amounts reported by the parent. This amendment will also apply to associates and joint ventures that have taken the same IFRS 1 exemption.
- IAS 41 Agriculture - removal of the requirement for entities to exclude cash flows for taxation when measuring fair value under IAS 41. This amendment is intended to align with the requirement in the standard to discount cash flows on a post-tax basis.

This interpretation is effective for financial periods beginning on or after 1 January 2022. These improvements are not expected to have a material impact on the entity in the current or future reporting periods and on foreseeable future transactions.

- Property, Plant and Equipment: Proceeds before intended use - Amendments to IAS 16 -

The amendment to IAS 16 Property, Plant and Equipment (PP&E) prohibits an entity from deducting from the cost of an item of PP&E any proceeds received from selling items produced while the entity is preparing the asset for its intended use. It also clarifies that an entity is 'testing whether the asset is functioning properly' when it assesses the technical and physical performance of the asset. The financial performance of the asset is not relevant to this assessment.

Entities must disclose separately the amounts of proceeds and costs relating to items produced that are not an output of the entity's ordinary activities.

This interpretation is effective for financial periods beginning on or after 1 January 2022. This amendment is not expected to have a material impact on the Group in the current or future reporting periods and on foreseeable future transactions.

- **Classification of Liabilities as Current or Non-current - Amendments to IAS 1 -**

The narrow-scope amendments to IAS 1 Presentation of Financial Statements clarify that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period. Classification is unaffected by the expectations of the entity or events after the reporting date (eg the receipt of a waiver or a breach of covenant). The amendments also clarify what IAS 1 means when it refers to the 'settlement' of a liability.

The amendments could affect the classification of liabilities, particularly for entities that previously considered management's intentions to determine classification and for some liabilities that can be converted into equity.

They must be applied retrospectively in accordance with the normal requirements in IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors. In May 2020, the IASB issued an Exposure Draft proposing to defer the effective date of the amendments to 1 January 2023. The Group is currently evaluating the impact of this standard on its consolidated financial statements.

2.3 Consolidation -

The consolidated financial statements include the assets, liabilities, results and cash flows of the Group, including the legal entities detailed in Note 1-(a).

a) Subsidiaries -

Subsidiaries are all entities (including structured entities) over which the Group has control. 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.

Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases. Acquisition-related costs are expensed as incurred.

The excess of the consideration transferred, any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill (note 2.7). If the total of consideration transferred, non-controlling interest recognized and previously held interest measured is less than the fair value of the net assets of the business acquired, these cases are defined as a bargain purchase, the difference is recognized directly in the consolidated statement of comprehensive income.

Inter-company transactions, balances and unrealized gains on transactions between Group companies are eliminated. Unrealized losses are also eliminated. When necessary, amounts reported by subsidiaries have been adjusted to conform with the Group's accounting policies.

b) Associates -

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

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

The Group's share of post-acquisition profit or loss of an associate, is recognized in the consolidated statement of comprehensive income, and its share of post-acquisition movements in other comprehensive income of the associate is recognized in other comprehensive income of the Group with a corresponding adjustment to the carrying amount of the investment. When the Group's share of losses in an associate equal or exceeds its interest in the associate, including any other unsecured receivables, the Group does not recognize its share of further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate.

Unrealized gains on transactions between the Group and its associates are eliminated to the extent of the Group's interest in the associates. Unrealized losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

Dilution gains and losses arising from changes in the interest on investments in associates are recognized in the consolidated statement of comprehensive income.

The carrying amount of equity-accounted investments in associates is tested for impairment in accordance with the policy described in Note 2.8.

2.4 Segment information -

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker (CODM). The CODM who is responsible for allocating resources, assess performance of the operating segments and makes strategic decisions has been identified as the Board of Directors.

2.5 Foreign currency translation -

a) Functional and presentation currency -

Items included in the financial statements of each of the Group's entities are measured using the currency of the primary economic environment in which each entity operates ('the functional currency'). The consolidated financial statements are presented in US Dollars, which is the Group's presentation currency.

b) Transactions and balances -

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions or valuation where items are re-measured. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognized in the consolidated statement of comprehensive income.

Foreign exchange gains and losses that relate to borrowings, cash and cash equivalents and other accounts are presented in the consolidated statement of comprehensive income within 'net foreign exchange transactions gains (losses)'.

c) Group companies -

The results and financial position of all the Group entities (none of which has the currency of a hyper inflationary economy) that have a functional currency different from the presentation currency are translated into the presentation currency as follows:

- (a) assets and liabilities for each statement of financial position presented are translated at the closing rate at the date of that consolidated statement of financial position;
- (b) income and expenses for each income statement are translated at average exchange rates (unless this average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated at the rate on the dates of the transactions);
- (c) equity balances, except for retained earnings, are translated at the historical exchange rates; and
- (d) all resulting exchange differences are recognized in other comprehensive income and included in retained earnings.

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

2.6 Property, plant, equipment and bearer plants -

Property, plant and equipment -

Property, plant and equipment, except lands, are stated at cost less accumulated depreciation and impairment losses. Land property is recognized at fair value following the change in our accounting policy during 2020 (Note 2.28).

Historical cost comprises the purchase price and any cost directly attributable to bringing the asset into working condition for its intended use. Cost of replacing part of the plant and equipment is recognized in the carrying amount of the plant and equipment if the recognition criteria are satisfied. All other repair and maintenance costs are recognized in profit or loss as incurred.

Subsequent costs are included in the asset's carrying amount or recognized as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amounts of replaced parts are derecognized.

Construction in progress also includes payments in advance made by banks institutions on behalf of the Group for the construction of an underlying asset within the framework of a lease agreement. As soon as the construction of the underlying asset is finalized and it becomes available for the intended use of Management, the construction in progress will be transferred to right-of-use assets.

The cost less the residual value of each item of property, plant and equipment is depreciated over its useful life.

Land is not depreciated. Depreciation is calculated using the straight-line method over the estimated useful life of individual assets, as follows:

	<u>Years</u>
Buildings and other constructions	Between 10 and 33
Irrigation structure	70
Plant and equipment	Between 5 and 10
Furniture and fixtures	10
Other equipment	Between 3 and 10
Vehicles	5

Revaluation of lands -

The Group determines a property's value within a range of reasonable fair value estimation. Land is recognized at fair value and will be evaluated every year or when there are significant changes in its value by external independent valuers. At the end of each reporting period, management updates their assessment of the fair value of each property, taking into account the most recent independent valuations. A revaluation surplus is credited to revaluation surplus in shareholders' equity (note 17).

Increases in the carrying amounts arising on revaluation of land is recognized, net of deferred income tax, in other comprehensive income and accumulated in revaluation surplus in shareholders' equity. To the extent that the increase reverses a decrease previously recognised in profit or loss, the increase is first recognised in profit or loss. Decreases that reverse previous increases of the same asset are first recognised in other comprehensive income to the extent of the remaining surplus attributable to the asset; all other decreases are charged to profit or loss.

Bearer Plants -

A bearer plant is a living plant that is used in producing or growing agricultural produce; is expected to be productive for more than one year; and has a remote probability they will be sold as agricultural produce, except for incidental scrap sales. The incidental scrap sales will not prevent a plant to meet the definition of bearer plant. The produce grown on bearer plants is a biological asset.

Upon the adoption of the amendments to IAS 16 and IAS 41 on 1 January 2015, the Group measured bearer plants at deemed cost. Fair value was concluded to be equivalent to deemed cost upon adoption of the amendments.

Costs related to the planting and growth of bearer plants which include seedlings, sowing, irrigation, agrochemicals and fertilizers are capitalized up to the point of maturity. Administrative, selling and other expenses not related to the production of the bearer plants are expensed in the consolidated statement of comprehensive income.

The production plants that are in growing phase before maturity (permanent investment period) are recognized at historical costs and classified as bearer plants (immature), their growing phase before maturity takes from 12 to 36 months depending on the type of plant.

A bearer plant reaches maturity when it is in the location and condition necessary for it to be capable of bearing produce in the manner intended by management (after the permanent investment period ends). The permanent investment period is defined by Management as the plantation growth stage, which starts one day after the transplant to the plot until its first harvest.

At the point that the production plants reach maturity, they are reclassified to bearer plants (mature), and depreciation commences. Any subsequent costs are expensed unless they enhance the future economic benefits of the assets.

Bearer plants are depreciated under the straight-line method over their estimated useful lives. This method considers the actual curves of production which are basically linear over their estimated useful lives, as follows:

	<u>Years</u>
Bearer plants:	
- Avocado	Between 18 and 28
- Mangos	25
- Grapes	20
- Blueberries	10
- Tangerine	20
- Cherry	17

Depreciation commences when assets are available for use as intended by Management.

The assets residual values and useful lives are reviewed, and adjusted prospectively if appropriate, at each financial year-end. At 31 December 2021 and 2020, there were no changes resulting from the review.

General and specific borrowing costs that are directly attributable to the acquisition, construction or production of a qualifying asset are capitalized as part of the cost of that asset during the period of time that is required to complete and prepare the asset for its intended use or sale. Qualifying assets are assets that necessarily take a substantial period of time to get ready for their intended use or sale. Management determined one year and a half as substantial period of time. The capitalization rate used to determine the amount of borrowing costs to be capitalized is the weighted average interest rate applicable to the entity's general borrowings during the year.

An assets' carrying amount is written-down immediately to its recoverable amount, if the asset's carrying amount is greater than its estimated recoverable amount (Note 2.8).

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognized within 'other income' or 'other expenses', respectively, in the consolidated statement of comprehensive income.

2.7 Intangible assets -

a) Software -

Acquired computer software licenses are capitalized on the basis of the costs incurred to acquire and bring to use the specific software. These costs are amortized over their estimated useful lives of ten years.

b) Licenses -

Acquired production license is capitalized on basis of the cost incurred to acquire the authorization of use the Tango tangerine. These costs are amortized over their estimated useful lives of twenty years.

c) Goodwill -

Goodwill is initially measured as the excess of the consideration transferred over the fair value of the net acquirer's identifiable assets, liabilities, contingent liabilities and non-controlling interest at the date of acquisition. When the accounting for a business combination is not completed by the end of the reporting period in which the business combination took place, the Group reports provisional amounts for those items with valuation process still incomplete.

The net identifiable assets acquired, and liabilities assumed, accounted at provisional fair values at acquisition date may be retroactively adjusted to reflect additional information gathered on facts and circumstances existing at acquisition date which, if known, would have affected the measurement of the amounts originally recognized. The period allowed by IFRS 3 for the amendment of provisional amounts recognized should not exceed one year from the acquisition date.

Goodwill is allocated to cash-generating units for the purpose of impairment testing. The allocation is made to those cash-generating units or groups of cash-generating units that are expected to benefit from the business combination in which the goodwill arose. The units or groups of units are identified at the lowest level at which goodwill is monitored for internal management purposes, being the operating segments.

Goodwill impairment reviews are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment. The carrying value of the CGU which goodwill is allocated to is compared to the recoverable amount, which is the higher of value in use and the fair value less costs of disposal. Any impairment is recognized immediately as an expense and is not subsequently reversed.

2.8 Impairment of non-financial assets -

Goodwill and intangible assets that have an indefinite useful life are not subject to amortization and are tested annually for impairment, or more frequently if events or changes in circumstances indicate that they might be impaired. Other assets are tested for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

An impairment loss is recognized for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs of disposal and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are largely independent cash inflows (cash-generating units). Non-financial assets other than goodwill that suffered an impairment are reviewed for possible reversal of the impairment at the end of each reporting period.

Fair value is the price received to sell an asset in an orderly transaction between market participants at measurement date. In assessing the value in use of an asset, its estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market

assessments of the time value of money and the risks specific to the asset. For an asset that does not generate cash inflows largely independent of those from other assets, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

2.9 Financial assets -

Classification -

The Group's management has assessed which business models apply to the financial assets held by the group and has classified its financial instruments into the appropriate IFRS 9 categories.

According to IFRS 9 on initial recognition, a financial asset is classified into one of two primary measurement categories:

- Amortized cost
- Fair value through profit or loss or other comprehensive income

A financial asset is measured at amortized cost only if it meets both of the following conditions:

- The asset is held within a business model whose objective is to hold assets to collect contractual cash flows.
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Recognition and derecognition -

Financial assets are initially recognized at fair value plus transaction costs and subsequently carried at amortized cost using the effective interest method. Financial assets are derecognized when the rights to receive cash flows from the assets have expired or have been transferred and the Group has transferred substantially all risks and rewards of ownership.

Measurement -

At initial recognition, the Group measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss (FVPL), transaction costs that are directly attributable to the acquisition of the financial asset.

Financial assets at amortised cost

Financial assets at amortised cost are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. They are included in current assets, except for maturities greater than 12 months after the end of the reporting period. These are classified as non-current assets. Financial assets at amortised cost comprise 'trade accounts receivable', 'other accounts receivable' and 'cash and cash equivalents' in the consolidated statement of financial position (Notes 15, 14 and 16, respectively).

The Group holds financial assets at amortised cost with the objective to collect the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method.

2.10 Impairment of financial assets -

The Group applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivable and contract assets.

To measure the expected credit losses, trade receivables and other accounts receivable have been grouped based on shared credit risk characteristics and the days past due. The expected loss rates are based on historical data. The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

Trade receivable and other accounts receivable are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, the failure of a debtor to engage in a repayment plan with the Group, and a failure to make contractual payments for a period of greater than 180 days past due.

Impairment losses on trade receivables are presented as net impairment losses within operating profit. Subsequent recoveries of amounts previously written-off are credited against the same line item.

2.11 Biological assets -

Biological assets are growing produce on all bearer plants managed by the Group for sale. These are growing avocados, mangos, grapes, tangerines and blueberries which are to be harvested as agricultural produce.

Biological assets are measured at fair value less costs to sell on initial recognition and at each statement of financial position date. The fair value of biological assets excludes the land and the bearer plant upon which the biological assets are harvested.

Costs to sell include all incremental costs directly attributable to the sale of the biological assets, excluding finance costs and income taxes. The fair value of a biological asset in its present location and condition is determined based on the present value of expected net cash flows from the biological asset discounted at a current market-determined pre-tax rate.

In determining the fair value of a biological asset based on the expected net discounted cash flows, the following main factors have been taken into account:

- i) The projected sale prices;
- ii) The cost expected to arise through the growth of the asset;

- iii) An estimated risk adjusted discount rate; and
- iv) Estimated yields at the point of harvest (volume produced) and production cycle.

The application of factors mentioned above requires the use of estimates and judgments and assumptions by Management (Note 4).

Projected sale prices for all biological assets are determined by reference to observable data in the relevant market of the harvested produce. Costs expected to arise through the growth of the biological assets are estimated based on historical data. The Company's estimates of yields at the point of harvest and production cycle have been developed by employed specialists, specifically agricultural engineers.

The gain or loss arising from initial recognition of a biological asset at fair value less costs to sell and from a change in fair value less costs to sell of a biological asset is recognized in the consolidated statement of comprehensive income in the period in which they arise.

Agricultural produce harvested from the Group's biological assets is initially measured at its fair value less costs to sell at the point of harvest. The fair value of agricultural produce is determined based on market prices. The cost of the agricultural produce included in inventories for subsequent sale is deemed to be the fair value of produce less costs to sell at the point of harvest in the local market.

2.12 Inventories -

Inventories are stated at the lower of cost and net realizable value. Cost is determined using the average cost method.

The cost of biological products is determined as the fair value less estimated point of sale costs at the time of harvest (Note 2.11).

Net realizable value is the estimated sale price in the ordinary course of business, less estimated cost to place inventories in selling conditions and commercialization and distributions expenses.

The cost of inventories may not be recovered if: i) the inventories are damaged or become wholly or partially obsolete; or ii) their selling prices decline or the estimated necessary costs to be incurred to produce their sale increase. In such circumstances, inventories are written-off to their net realizable value. The Group determines the provision for obsolescence as follows:

Fresh and frozen products 100% of cost at expiration.

The provision for obsolescence is estimated on an item by item basis or for groups of items with similar characteristics (with same crop, market and similar other characteristics).

2.13 Trade accounts receivable -

Trade accounts receivable are amounts due from customers for goods sold in the ordinary course of business. If collection is expected in one year or less, they are classified as current assets. If not, they are presented as non-current assets.

Trade accounts receivable are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method, less provision for impairment.

A provision for impairment of trade receivables was estimated following expected credit losses method (Note 2.10). The amount of the provision is recognized in the consolidated statement of comprehensive income in "other expenses". Accounts receivable provided for are written-off when they are assessed as uncollectible.

2.14 Cash and cash equivalents -

In the consolidated statement of cash flows, cash and cash equivalents includes cash at banks and in hand, deposits held at call with banks, short-term, highly liquid investments funds, that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value with original maturities of three months or less. Cash and cash equivalents exclude cash subject to restriction, which are subject to regulatory restrictions and therefore are not available for general use by the other entities within the Group.

2.15 Equity -

Share capital -

Ordinary shares are classified as equity. Any excess received over the par value of issued shares is classified as share premium. Incremental costs directly attributable to the issue of new shares are shown in equity as a deduction, net of tax, from the proceeds.

Where any Group company purchases the Company's equity share capital (treasury shares), the consideration paid, including any directly attributable incremental costs are deducted from equity attributable to the Company's equity holders until the shares are cancelled or reissued. Where such shares are subsequently sold, any consideration received, net of any directly attributable incremental transaction costs and the related income tax effects, is included in equity attributable to the Company's equity holders.

Revaluation surplus -

The lands revaluation surplus is used to record increments and decrements on the revaluation of non-current assets such as land property. In the event of a sale of an asset, any balance in the reserve in relation to the asset is transferred to retained earnings (Note 2.6).

2.16 Trade accounts payable -

Trade accounts payable are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade accounts payable are classified as current liabilities if payment is due within one year or less (or in the normal operating cycle of the business if longer). If not, they are presented as non-current liabilities.

In accordance with accounts payable policy of the Group; the payment to suppliers is due between 150 and 180 days.

Trade accounts payable are recognized initially at fair value and subsequently measured at amortized cost using the effective interest method.

2.17 Bank loans and long-term debt -

Bank loans and long-term debt are recognized initially at fair value, net of transaction costs incurred. Bank loans and long-term debt are subsequently carried at amortized cost; any difference between the proceeds (net of transaction costs) and the redemption value is recognized in the consolidated statement of comprehensive income over the period of the borrowing using the effective interest method.

Fees paid on the establishment of loan facilities are recognized as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down.

Long-term debts are classified as current liabilities unless the Group has an unconditional right to defer settlement of the liability for at least 12 months after the consolidated statement of financial position date.

Bank loans for working capital uses are classified as current liabilities as the settlement of these liabilities are in the short-term.

2.18 Leases -

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

The Group (as lessee) has elected to apply the practical expedient to account for each lease component and non-lease components as a single lease component.

As lessee the Group recognizes a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured based on the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred. The assets are depreciated to the earlier of the end of the useful life of the right-of-use asset or the lease term, using the straight-line method as this most closely reflects the expected pattern of consumption of the economic future benefits. The lease term includes periods covered by an option to extend if the Group is reasonably certain to exercise that option. 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 lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Company's incremental borrowing rate.

The lease liability is measured at amortized cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in an index or rate, if there is a change in the Group's estimate of the amount expected to be payable under a residual value guarantee, or if the Group changes its assessment of whether it is reasonably certain that it will exercise a purchase, extension or termination option. When the lease liability is remeasured in this way, a corresponding adjustment is made to the carrying amount of the right-of-use asset.

The Group has elected to apply the practical expedient not to recognize right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The lease payments associated with these leases is recognized as an expense on a straight-line basis over the lease term included in administrative expenses and cost of sales.

2.19 Current and deferred income tax -

Income tax expense for the period comprises current and deferred income tax. Income tax is recognized in the consolidated statement of comprehensive income, except to the extent that it relates to items recognized in other comprehensive income or directly in equity. In this case the income tax is also recognized in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted at the consolidated statement of financial position date in the countries where the Company and its subsidiaries operate and generate taxable income. Management applies the separate tax return method which aggregates the tax position of the individual entities of the new reporting entity. Current tax expense and tax assets and liabilities are accounted for in accordance with the tax returns. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is recognized, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the consolidated financial statements. However, the deferred income tax is not accounted for when it arises from the initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred income tax is determined using tax rates (and laws) that have been enacted or substantially enacted at the date of the consolidated statement of financial position and are expected to apply when the related deferred income tax asset is realized or the deferred income tax liability is settled. Deferred tax assets and liabilities arise from the individual book tax differences.

Deferred income tax assets are recognized only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilized.

Deferred income tax liabilities are provided on temporary differences arising on investments in associates, except where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future. Generally the Group is unable to control the reversal of the temporary difference for associates. Only where there is an agreement in place that gives the Group the ability to control the reversal of the temporary difference it is not recognized.

Deferred income tax assets are recognized on deductible temporary differences, only to the extent that it is probable the temporary difference will reverse in the future and there is sufficient taxable profit available against which the temporary difference can be utilized.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income taxes assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

2.20 Other liabilities -

Other liabilities correspond to payments in advance made by banks institutions on behalf of the Group for the construction of an underlying asset within the framework of a lease agreement. As soon as the construction of the underlying asset is finalized and it becomes available for the intended use of Management, the borrowing will be transferred to lease liability.

2.21 Provisions -

Provisions are recognized when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources will be required to settle the obligation and the amount has been reliably estimated.

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

Provisions are measured at the present value of the expenditures at fair value expected to be required to settle the obligation using a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the obligation. The increase in the provision due to passage of time is recognized as interest expense.

2.22 Employee benefits -

Workers' profit sharing and other employee benefits -

In accordance with Peruvian Legislation, Peruvian entities of the Group are required to provide for workers' profit sharing equivalent to 5% of taxable income in Peru of each year. This amount is charged to the consolidated statement of comprehensive income (distributed among cost of sales, administrative expenses and selling expenses, as appropriate). This charge is a deductible expense for income tax purposes.

Statutory bonuses -

The Peruvian Group Companies recognizes the expense in bonuses and the related liabilities under Peruvian legal tax regulations. Statutory bonuses consist of 2 annual one-month salaries paid in July and December every year.

Employees' severance indemnities -

Employees' severance indemnities of Peruvian Group Companies personnel comprise indemnities determined under Peruvian laws and regulations and which has to be credited to bank accounts selected by employees in May and November every year. The annual employees' severance indemnities equal one-month salary. The Group does not have obligations of additional payments once these annual deposits, to which each worker is entitled to, are made.

2.23 Revenue recognition -

Revenue is measured at the transaction price equivalent to the amount of consideration to which the Group expects to be entitled in exchange for transferring goods to a customer. Group estimates the transaction price at contract inception, including any variable consideration (like discounts, returns and price adjustments) and updates the estimate each reporting period for any changes in circumstances.

Revenue is recognized at a point in time when the control of goods has been transferred to the buyer.

An entity has control of a good when it has the ability to direct the use and obtain substantially all of the remaining benefits from the good.

The following specific recognition criteria must also be met before revenue is recognized:

a) Sale of goods -

The Group's agro-industrial activities comprise the selling (exports) of fresh and frozen agricultural products. Sales are recognized when control of the products has transferred, being when the terms and conditions of the sale agreement with the buyer have been completely met, the buyer has full discretion over the channel and price to sell the products, and there is no unfulfilled obligation that could affect the buyer's acceptance of the products. Delivery occurs when the products have been shipped to the specific location, the risks of obsolescence and loss have been transferred to the buyer, and either the buyer has accepted the products in accordance with the sales contract, the acceptance provisions have lapsed, or the Group has objective evidence that all criteria for acceptance have been satisfied.

Frozen exports are invoiced at a fixed price while fresh exports on a preliminary liquidation basis (provisionally priced). In the case of sales invoiced in a preliminary liquidation basis, the value of the provisionally priced fresh products is re-measured using Management's best-estimated price that is expected to be settled with the customer. The selling price of fresh products can be measured reliably as these products are actively traded on international markets.

No element of financing is deemed present as the sales are made with a credit term between of 30 and 120 days, which is consistent with market practice. A receivable is recognized when the goods are delivered as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due.

b) Financing components -

The Group does not expect to have any contracts where the period between the transfer of the promised goods or services to the customer and payment by the customer exceeds one year. As a consequence, the group does not adjust any of the transaction prices for the time value of money.

2.24 Costs and expenses -

Cost of sales corresponds to the cost of production of goods sold and is recorded simultaneously with the recognition of revenue. Other costs and expenses are recognized on an accrual basis and recorded in the periods to which they are related.

2.25 Contingent liabilities and assets -

Contingent liabilities are not recognized in the financial statements but disclosed in notes to the financial statements unless their occurrence is estimated as remote. Contingent assets are not recognized in the financial statements, unless virtually certain, and are disclosed only if their realization is assessed as probable.

2.26 Custom duties refunds -

Custom duties refunds (drawback) correspond to a tax benefit granted by the Peruvian Government by means of which the Group is reimbursed for the custom duties paid on the importation of goods that are a component of the FOB value of exported products. The refund of these custom duties is credited to the cost of sales in the consolidated statement of comprehensive income when the Group has the right to claim the refund (when the export is completed).

2.27 Non-controlling interest -

The Group recognizes non-controlling interests in an acquired entity either at fair value or at the non-controlling interest's proportionate share of the acquired entity's net identifiable assets. This decision is made on an acquisition-by-acquisition basis. For its non-controlling interests, the Group elected to recognize the non-controlling interests at its proportionate share of the acquired net identifiable assets. See Note 2.3 for the Group's accounting policies for consolidation.

Non-controlling interests in the results and equity of subsidiaries are shown separately in the consolidated statement of comprehensive income, consolidated statement of changes in equity and consolidated statement of financial position.

2.28 Change in accounting policies -

Between February and August 2020, the Group performed valuations of its lands, being most of them revalued in June 2020. The Group determines a land property's value within a range of reasonable fair value estimation. Land is recognized at fair value and will be evaluated every year or when there are significant changes in its value by external independent valuers. At the end of each reporting period, management updates their assessment of the fair value of each land property, taking into account the most recent independent valuations.

The Company considers this change better reflects the current value of its land property and therefore provides more relevant information to management, users of the financial statements and others. The accounting change has been applied prospectively in accordance with IAS 16 during 2020, therefore, the adoption of the new policy has no effect in previous years. The effect in 2020 is the recognition of a revaluation surplus amounting to USD243,639 and a deferred income tax liability amounting to USD71,025.

2.29 Deferred offering costs -

Deferred offering costs are capitalized and consist of direct and incremental fees and expenses incurred in connection with the anticipated sale of the Company's equity securities including the legal, accounting, printing and other equity securities offering related costs. In the case that the equity securities offering is completed, these deferred offering costs will be reclassified to equity and recorded against the proceeds from the offering. In the case that the equity securities offering is considered abandoned, or the equity instruments are not subsequently issued, the transaction costs should be recognized as an expense.

3 FINANCIAL RISK MANAGEMENT

3.1 Financial risk factors -

The Group's activities expose it to risks arising from climatic changes and financing risks (including foreign exchange risk, fair value interest rate risk, cash flows interest rate risk and price risk), credit risk and liquidity risk.

The Group's geographic spread of agricultural lands allows a high degree of mitigation against adverse climatic conditions such as droughts and temperature changes as result of climatic events. The Group has strong environmental policies and procedures in place to mitigate climatic risk.

The seasonal nature of the agricultural products of the Group requires a high level of cash flow in the second half of the year. The Group actively manages the working capital requirements and has sufficient credit facilities to meet the cash flow requirements.

a) Market risk -

i) Foreign exchange risk -

The Group's entities operate locally and internationally and are exposed to foreign exchange risk arising from other currency exposures, primarily with respect to the Sol and Euros. The Group's entities buy and sell its products and services and obtain funding for its working capital and investments mainly in its functional currency. Some costs are incurred in Sol and some sales are made in Euros. The Group does not carry out a hedging strategy with derivative financial instruments to cover its exchange risk.

As of 31 December 2021, and 2020, the Group had the following assets and liabilities in Sol (PEN) and Euros (€) (expressed in USD000):

	2021		Total USD	2020		Total USD
	PEN	€		PEN	€	
Assets -						
Cash and cash equivalents	1,479	2,751	4,230	4,225	1,584	5,809
Trade and other accounts receivable	<u>9,709</u>	<u>13,374</u>	<u>23,083</u>	<u>8,915</u>	<u>14,838</u>	<u>23,753</u>
	<u>11,188</u>	<u>16,125</u>	<u>27,313</u>	<u>13,140</u>	<u>16,422</u>	<u>29,562</u>
Liabilities -						
Trade and other accounts payable	<u>17,241</u>	<u>7,087</u>	<u>24,328</u>	<u>22,910</u>	<u>4,477</u>	<u>27,387</u>
(Liability) asset position, net	<u>(6,053)</u>	<u>9,038</u>	<u>2,985</u>	<u>(9,770)</u>	<u>11,945</u>	<u>2,175</u>

The remaining balance of cash and cash equivalents, trade and other accounts receivable amounting to USD66,894 relates to balances mainly denominated in United States Dollar (2020 USD71,594).

The remaining balance of liabilities, except for the deferred income tax, amounting to USD541,853 relates to balances denominated principally in United States Dollar (2020 USD540,404).

The following table demonstrates the sensitivity to a reasonable possible change in Sol exchange rate and Euro exchange rate for twelve months against the US Dollar, with all other variables held constant, on the Group's pre-tax profit:

	Increase/ decrease PEN rate	Effect on profit before tax	Increase/ decrease € rate	Effect on profit before tax
2021	+2%	119	+2%	(181)
	-2%	(119)	-2%	181
2020	+2%	195	+2%	(239)
	-2%	(195)	-2%	239

ii) Fair value interest rate risk and cash flows interest rate risk -

Changes in interest rates impact primarily loans and long-term borrowings by changing either their fair value (fixed rate debt) or their future cash flows (variable rate debt).

The Group's main interest rate risk arises from long-term borrowings with variable rates, which expose the group to cash flow interest rate risk. The risk of the interest rate of the Group arises from its long-term borrowings. Long-term borrowings at variable rates exposes the Group to the interest risk in cash flows. Long-term borrowings at fixed rates exposes the Group to the fair value risk at interest rates.

In the case of variable rates, the Group reviews periodically the movement of interest rates and the potential impact on its long-term borrowings and, therefore, on its statement of comprehensive income; based on that, Management considers that it does not have significant exposure to the interest rate risk.

The variable interest rates are presented at market value since they are calculated based on LIBOR plus a Spread, which is a daily reference rate based on the interest rate at which the banks offer non-insured funds to other banks in the wholesale monetary market or interbank market.

Fixed rate borrowings of the Group are negotiated at market rates on a periodic basis, in order to reduce the Group's exposure to fair value interest rate risk.

The Management considers that the risk of the fair value exposure of the interest rates is not important because the interest rates of the financing contracts are not different from the market interest that is available to the Group.

The Group is exposed to interest rate risk on fair value and cash flow interest rate risk of its borrowings. The Group assumes both risks; therefore, it does not carry out a hedging strategy with derivative financial instruments to cover its fair value interest rate risk nor cash flow interest rate risk. The fair value of borrowings is disclosed in Note 20.

iii) Price risk -

The Group is exposed to the risk of price changes of fresh products. The Group assumes this risk and does not use hedge instruments to manage its price risks.

b) Credit risk -

Credit risk is the risk that counterparty will not meet its obligations under a financial instrument or customer contract leading to a financial loss. The Group is exposed to credit risk on trade and other receivables and deposits in banks.

The maximum exposure to credit risk is the carrying amount of accounts receivable and its deposits in financial institutions (Note 15 and 16) as shown on the consolidated statement of financial position. Sales transactions are carried out with a number of different counterparties, which mitigates credit risk concentration. The Group seeks for external assistance to evaluate the rating of the possible new customer. With this information, a credit limit for the customer is set. Management makes efforts in building long-lasting relationships with customers (over 6 months). As of 31 December 2021 and 2020, no credit limits were exceeded during the reporting period, and Management does not expect significant losses from non-performance by these counterparties.

The accounts receivable from a single customer represent approximately 9.8 percent of the balance as of 31 December 2021 (20 percent as of 31 December 2020). All new transactions with this customer are being executed through credit insurance.

In addition, the Group has a multimarket credit insurance coverage over the exports of fresh and frozen products in an aggregate amount up to USD92,700 at 31 December 2021 (USD328,220 in 2020).

c) Liquidity risk -

The Group has sufficient credit capacity to have access to credit lines with top-ranked financial institutions (institutions with no history of default and prestigious locally) under market terms. In addition, the Group develops new bank relationships in order to have adequate funding available at all times. The Group assumes this risk.

As of 31 December 2021, lines of credit available but not used amount to USD121,563 (USD81,964 as of 31 December 2020).

On 3 February 2020, Camposol S.A., and its guarantor Camposol Holding PLC agreed with BofA Securities, Inc., Santander investment Securities Inc., Scotia Capital (USA) Inc., UBS Securities LLC, and BBVA Securities Inc., as representatives of several purchasers, to issue and sell to the several purchasers, USD350,000 of the principal of its 6.000% Senior Notes due in 2027.

On February 12, 2020, Camposol S.A. prepaid in full the outstanding balance of indebtedness of its Syndicated Loan (USD250,000 3.25%plus LIBOR Rate Applicable Margin).

On February 14, 2020, Camposol S.A. prepaid in full the outstanding balance of its Interbank Long-term Loan (USD68,277 6.6% rate).

The table below analyses the Group's non-derivative financial liabilities and allocates them into relevant maturity groupings based on the remaining period at the date of the statement of financial position to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows. Balances due within 12 months (with the exception of borrowings) equal their carrying balances as the impact of discounting is not significant.

	<u>Within 1 year</u> USD	<u>Between 1</u> <u>and 2 years</u> USD	<u>Between 2</u> <u>and 6 years</u> USD	<u>Total</u> USD
At 31 December 2021 -				
Long-term debt (*)(**)	20,258	22,445	420,262	462,965
Lease liability (*)	14,522	11,954	22,209	48,685
Trade accounts payable (Note 21)	64,758	-	-	64,758
Accounts payable to related companies	57	-	-	57
Other accounts payable (Note 11)	1,233	-	-	1,233
Bank loans (Note 25)	79,146	-	-	79,146
	<u>179,974</u>	<u>34,399</u>	<u>442,471</u>	<u>656,844</u>
At 31 December 2020 -				
Long-term debt (*)(**)	28,937	22,724	440,242	491,903
Lease liability (*)	16,714	13,473	33,712	63,899
Other liabilities	-	677	-	677
Trade accounts payable (Note 21)	74,777	-	-	74,777
Accounts payable to related companies	60	-	-	60
Other accounts payable (Note 11)	2,340	-	-	2,340
Bank loans (Note 25)	57,922	-	-	57,922
	<u>180,750</u>	<u>36,874</u>	<u>473,954</u>	<u>691,578</u>

(*) Long-term debt, lease liability and bank loans include interest to be accrued.

(**) Long-term debt with variable interest rate is based on rates applicable at year-end.

3.2 Capital risk management -

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

Consistent with others in the industry the Group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including 'current and non-current borrowings' as shown in the consolidated statement of financial position), less cash and cash equivalents. Total capital is calculated as equity as shown in the consolidated statement of financial position plus net debt.

As of 31 December 2021 and 2020, the Group's strategy was to maintain the gearing ratio within 0.40 to 0.60. The gearing ratios were as follows:

	<u>2021</u> USD	<u>2020</u> USD
Bank loans (Note 25)	79,146	57,922
Long-term debt (Note 20)	363,242	361,983
Lease liability (Note 24)	42,323	54,453
Other liabilities	-	677
Less cash and cash equivalents (Note 16)	(30,475)	(33,991)
Net debt (a)	<u>454,236</u>	<u>441,044</u>

	<u>2021</u> <u>USD</u>	<u>2020</u> <u>USD</u>
Total equity as per statement of financial position (b)	<u>407,861</u>	<u>406,980</u>
Total capital as defined by management (a) + (b)	<u>862,097</u>	<u>848,024</u>
Gearing ratio (a) / (a) + (b)	<u>0.53</u>	<u>0.52</u>

3.3 Fair value estimation -

The carrying amount of trade accounts receivable and trade accounts payable are similar to their fair values, as the impact of discounting is not significant. The fair value of financial liabilities for disclosure purposes is estimated by discounting the future contractual cash flows at the current market interest rate that is available to the Group for similar financial instruments.

The information used by the Group to estimate the fair value is categorized in following levels:

- Quoted prices (unadjusted) in active markets for identical assets or liabilities (Level 1).
- Inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (that is, as prices) or indirectly (that is, derived from prices) (Level 2).
- Inputs for the asset or liability that are not based on observable market data (that is, unobservable inputs) (Level 3).

See Note 10 for disclosures of the measurement of the fair value of the biological assets.

See Note 6 for disclosures of the fair value measurement of land.

As of 31 December 2021, and 2020, the Group does not maintain any other financial assets or liabilities measured at fair value since they are measured at amortized cost.

4 CRITICAL ACCOUNTING ESTIMATES AND JUDGMENTS

4.1 Critical accounting estimates and assumptions -

The Group makes estimates and assumptions concerning the future. The resulting accounting estimates will, by definition, seldom equal the related actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Critical accounting estimates made by management are continually evaluated and are based on historical experience and other factors, including expectation of future foreseeable events that are believed to be reasonable under the circumstances. Management performs sensitivity analysis as a way of determining the potential impact of the changes of estimates on the fair value of biological assets.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are addressed below.

- Estimation of fair value of biological assets - Notes 2.11 and 10.

The most significant use of judgment is the estimation of the fair value of biological assets, including growing produce (avocados, mangos, grapes, tangerine and blueberries). The inputs to the valuation models are derived from observable market data where possible, but where observable market data are not available, judgment is required to establish fair values. The valuation of biological assets is described in more detail in Note 10.

To assess the fair value of biological assets the Group considers the criteria set out in IAS 41 and IFRS 13, which requires that a biological asset should be measured at its fair value. The fair value indicated is determined by using the present value of net cash flows expected to be obtained from the assets. Determining the fair value of an asset requires the application of judgment to decide on the way in which biological asset will be recovered and assumptions to be used in its determination.

In this regard, in determining fair value, the Management uses estimates for projected sale prices, costs expected to arise through the growth of the asset, estimated risk adjusted discount rate and estimated yields at the point of harvest and production cycle. The changes in assumptions or estimates used in the calculations could influence the outcome thereof.

The model inputs involve estimates that are calculated for every growing produce to be harvested. The fair value has been determined in US dollars and the discounted net cash flows included in estimates of management consider a risk adjusted discount rate affected by the specific industry and market risks; therefore, it represents the rate that a market participant would use. The Group uses a short-term discount rate for biological assets.

The Group carries out a sensitivity analysis of the biological assets taking into consideration volatility levels that would give rise to a material effect in profit before tax. The variables used in the determination of the fair values of the biological assets that may be subject to variance are included in note 2.11.

With respect to the revenue and costs forecasts, it should be noted that it has been determined based on the harvest and investment forecast for the next campaign, which Management considers their changes of estimates depend on quality factors of the produce. These quality factors are monitored by Management through a detailed ongoing follow-up. With respect to the discount rate that is used for the calculation of the fair value of biological assets, a sensitivity analysis has been performed by increasing/decreasing it by 5% as follows:

	<u>Increase/ decrease rate</u>	<u>Effect on profit before tax USD</u>
2021	+5%	(1,228)
	-5%	1,228
2020	+5%	(1,349)
	-5%	1,349

Sensitivity analysis for all other variables is included in Note 10.

- Estimation of fair value of land - Notes 2.6, 6 and 17.

The Group obtains independent valuations for its land (classified in property, plant and equipment and bearer plants) at least every year or when there are significant changes in its value.

At the end of each reporting period, management updates their assessment of the fair value of each land property, taking into account the most recent independent valuations. The management determines a property's value within a range of reasonable fair value estimates. The best evidence of fair value is current prices in an active market for similar properties.

The Group carries out a sensitivity analysis of its land property taking into consideration volatility levels that would give rise to a material effect in revaluation surplus. The key inputs under this approach are the price per hectare from current year sales of comparable lots of land in the area (location and size). The Group estimated that, other factors being constant, a 5% reduction on the sales price for the period ended 31 December 2021 would have reduced the value of the land property in the amount of US\$12,169 (US\$12,182 reduction in 2020), which would have impacted, net of its tax effect the "Revaluation surplus" line item in the consolidated statement of financial position.

- Review of long-lived assets carrying amounts and impairment charges - Notes 6 and 8.

The Group assesses annually whether a provision for impairment is required to be made under the accounting policy described in Note 2. This determination requires Management's judgment in analyzing evidence of impairment as well as in determining value in use. For the latter, judgment is required in preparing the expected future cash flows, including forecasts of the Group's future operation, forecasts of economic factors that may impact revenue and costs as well as in determining the discount rate to be applied to those cash flows.

Estimates used in determining the recoverable amount of avocado's CGU relates to Management's consideration of prior-year's events in the market and operations, which affected production and prices of avocado negatively, resulted in a change in the Group's strategy. These considerations were relevant to estimate the expected future cash flows and have been factored into the coming years. In 2019 a recovery of impairment of fixed assets (Note 6) was recorded based on the change in the estimations of Management.

- Estimation of income tax - Notes 2.19, 18 and 34.

Determination of the tax obligations and expenses requires interpretations of the applicable tax laws and regulations. The Group receives advice from its professional legal tax counsel before making any decision on tax matters. Even though Management considers its estimates are prudent and appropriate, differences of interpretation may arise with Tax Authorities that may require future tax adjustments. The Group recognizes liabilities for situations observed in preliminary tax audits based on estimates as to whether the payment of additional taxes is required. When the final tax result of these situations is different from the amounts that were initially recorded, the differences are charged to the current and deferred income tax assets and liabilities in the period in which this fact is determined. The Group performed sensitivity analysis on the possibility of inappropriate interpretations of tax law. In this it has assessed the probability of change of estimates to quantify its impact on the financial statements.

Where the actual final outcome (on the judgment areas) differs by 10% from management's estimates, the Group would need to:

	<u>Effect on income tax</u>	
	<u>2021</u>	<u>2020</u>
	USD	USD
Decrease the income tax liability	26	694
Increase the income tax liability	(26)	(694)

4.2 Critical judgments in applying the Group's accounting policies -

Determination of functional currency (Note 2.5)

Management has determined the functional currency of the Group's principal operating entities to be the US Dollar. These entities sell their products in international markets to customers in a number of countries and sales are influenced by a number of currencies. Most operating costs are incurred in Perú but many are invoiced in US Dollars and the price of some raw materials and supplies are influenced by the US Dollar. The borrowings and cash balances of these entities are held in

US Dollars. Management has used its judgment to determine the functional currency, taking into account the secondary factors and concluded that the currency that most faithfully represents the economic environment and conditions of these entities is the US Dollar.

Bearer plants (Note 2.6 and 6)

Critical judgement is applied when Management establishes when bearer plants are available for use, which is the end of the permanent investment period (point of maturity), and they are transferred to Bearer plants (mature) and depreciation commences. The permanent investment period starts one day after the transplant to the plot until the first harvest.

Lease liability (Note 2.18 and 24)

In determining the lease term, Management considers all facts and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

The assessment is reviewed if a significant event or a significant change in circumstances occurs which affects this assessment and that is within the control of the lessee.

5 SEGMENT INFORMATION

The Group has three reportable segments namely blueberries, avocados and others. The segment of others includes those products relevant to the business whose sales occur in months and seasons in which blueberries and avocados generally do not export products, due to seasonality of the harvest.

The three reportable operating segments are engaged in producing, processing and commercializing a number of agricultural products, presented in fresh and frozen, which are mainly exported to European markets and the United States of America.

Production and related assets are in Peru, Colombia, Chile, Mexico and Uruguay.

The following shows sales from continuing operations based on the country/area in which the customer is located:

	<u>2021</u> USD	<u>2020</u> USD
USA	190,446	177,946
Europe	123,985	112,601
Canada	27,483	22,345
Asia	37,819	20,454
South America	5,562	8,601
Other	503	1,298
	<u>385,798</u>	<u>343,245</u>

The following table shows revenues, gross profit and gross profit after adjustment for biological assets by segment, excluding the unallocated revenues and costs of products not reviewed separately by the CODM:

	<u>Blueberries</u> USD	<u>Avocados</u> USD	<u>Others</u> USD	<u>Total</u> USD
2021 -				
Revenues	209,788	76,036	98,553	384,377
Cost of sales	(125,027)	(47,782)	(74,487)	(247,296)
Gross profit before adjustment for biological assets	84,761	28,254	24,066	137,081
Gain (loss) arising from changes in fair value of biological assets	<u>11,252</u>	<u>(13,217)</u>	<u>2,005</u>	<u>40</u>
Gross profit after adjustment for biological assets by segment	<u>96,013</u>	<u>15,037</u>	<u>26,071</u>	<u>137,121</u>
2020 -				
Revenues	174,355	75,027	92,359	341,741
Cost of sales	(98,939)	(45,928)	(54,543)	(199,410)
Gross profit before adjustment for biological assets	75,416	29,099	37,816	142,331
Gain arising from changes in fair value of biological assets	<u>486</u>	<u>18,057</u>	<u>5,438</u>	<u>23,981</u>
Gross profit after adjustment for biological assets by segment	<u>75,902</u>	<u>47,156</u>	<u>43,254</u>	<u>166,312</u>

The following table shows assets by segment, excluding unallocated assets:

	<u>Blueberries</u> USD	<u>Avocados</u> USD	<u>Others</u> USD	<u>Total</u> USD
At 31 December 2021 -				
Biological assets	131,422	33,085	19,557	184,064
Finished products	20,519	1,301	16,106	37,926
Property, plant and equipment	261,521	262,564	177,648	701,733
Right of use asset	<u>21,426</u>	<u>7,875</u>	<u>13,777</u>	<u>43,078</u>
Total assets by segment	<u>434,888</u>	<u>304,825</u>	<u>227,088</u>	<u>966,801</u>
Planted area (Hectares)	2,715	4,554	2,468	9,737
At 31 December 2020 -				
Biological assets	102,979	44,284	16,201	163,464
Finished products	18,487	2,959	16,614	38,060
Property, plant and equipment	281,022	255,620	165,281	701,923
Right of use asset	<u>29,187</u>	<u>7,581</u>	<u>13,777</u>	<u>50,545</u>
Total assets by segment	<u>431,675</u>	<u>310,444</u>	<u>211,873</u>	<u>953,992</u>
Planted area (Hectares)	2,652	4,816	2,450	9,918

At 31 December 2021 and 2020, no transactions between reportable segments were carried out.

Disclosure of segment profit measurement is made using the gross profit and profit and loss after adjustment for biological assets, which is used in assessing the performance of each segment.

Administrative expenses, selling expenses, other income and other expenses are not considered as expenses and income of the segments, and therefore are not allocated to any segment.

Unallocated revenues and cost of sales correspond to minor products not reported to the CODM. Total assets presented by segment include the asset information provided to the CODM, namely biological assets, goodwill, finished products inventory and property, plant and equipment.

Following is a reconciliation of revenue of reportable segments with the total revenue of the Group:

	<u>2021</u> USD	<u>2020</u> USD
Total revenue of reportable segments	384,377	341,741
Unallocated revenue (i)	<u>1,421</u>	<u>1,504</u>
Total revenue of the Group	<u>385,798</u>	<u>343,245</u>

(i) Unallocated items correspond to minor activities not reported to the chief operating decision maker, such as packaging and other minor services provided by the Company.

Following is a reconciliation of profit after adjustment for biological assets by segments with the profit after adjustment for biological assets:

	<u>2021</u> USD	<u>2020</u> USD
Profit after adjustment for biological assets by segments	137,121	166,312
Unallocated revenue	1,421	1,504
Unallocated cost of sales	(1,465)	(996)
Profit after adjustment for biological assets	<u>137,077</u>	<u>166,820</u>

Following is a reconciliation of total assets by segments with total assets:

	<u>2021</u> USD	<u>2020</u> USD
Total assets by segments	966,801	953,992
Unallocated inventories	10,625	11,700
Unallocated property, plant and equipment	5,233	8,905
Unallocated right of use asset	9,276	10,619
Intangible assets	12,438	12,309
Investment in associate	5,562	5,070
Deferred tax assets	5,873	4,099
Prepaid expenses	1,317	4,999
Other accounts receivable	17,477	13,168
Trade accounts receivable	42,399	53,998
Cash and cash equivalents	<u>30,475</u>	<u>33,991</u>
Total assets	<u>1,107,476</u>	<u>1,112,850</u>

The following table shows revenues and gross profit by customer:

	<u>Major 10</u> <u>customers</u> USD	<u>Major 11 to 20</u> <u>customers</u> USD	<u>Major 21 to 30</u> <u>customers</u> USD	<u>Other</u> <u>customers</u> USD	<u>Total</u> USD
2021					
Revenues	181,193	49,526	38,721	116,358	385,798
Gross profit	80,189	18,798	11,126	26,924	137,037
2020					
Revenues	162,398	31,778	34,684	114,385	343,245
Gross profit	93,678	15,117	11,230	22,814	142,839

Gross profit before adjustment for biological assets by type of produce for the year ended 31 December is as follows:

	<u>2021</u>			<u>2020</u>		
	<u>Revenue</u> USD	<u>Cost of sales</u> USD	<u>Gross profit</u> USD	<u>Revenue</u> USD	<u>Cost of sales</u> USD	<u>Gross profit</u> USD
Fresh	349,216	(226,266)	122,950	310,386	(169,868)	140,518
Frozen	32,356	(20,036)	12,320	25,800	(20,076)	5,724
Others	4,226	(2,459)	1,767	7,059	(10,462)	(3,403)
	<u>385,798</u>	<u>(248,761)</u>	<u>137,037</u>	<u>343,245</u>	<u>(200,406)</u>	<u>142,839</u>

6 PROPERTY, PLANT, EQUIPMENT AND BEARER PLANTS

	Land USD	Building and other construction USD	Plant and equipment USD	Furniture, fixtures and equipment USD	Vehicles USD	Bearer plants (mature) USD	Bearer plants (immature) USD	Construction in progress USD	Total USD
31 December 2020									
Opening net book amount	67,937	50,207	25,465	10,655	263	165,648	100,213	26,904	447,292
Additions	340	1,026	1,454	1,016	90	-	52,812	9,239	65,977
Revaluation surplus	243,639	-	-	-	-	-	-	-	243,639
Transfers to right of use assets (Note 9)	-	-	-	-	-	-	-	-	-
Transfers of bearer plants	-	-	-	-	-	87,893	(87,893)	(13,277)	-
Transfers of other assets	-	2,393	2,694	1,256	9	-	1,001	(7,353)	-
Write off	-	(24)	-	(6)	(3)	-	-	-	(1,523)
Depreciation charge	-	(3,148)	(4,320)	(1,235)	(84)	-	-	-	(31,280)
Closing net book amount	<u>311,916</u>	<u>50,454</u>	<u>25,293</u>	<u>11,686</u>	<u>275</u>	<u>229,558</u>	<u>66,133</u>	<u>15,513</u>	<u>710,828</u>
At 31 December 2020									
Cost of fair value	311,916	69,572	88,145	18,225	2,062	356,003	66,133	15,513	927,569
Accumulated impairment	-	(619)	-	-	-	(6,216)	-	-	(6,835)
Accumulated depreciation	-	(19,118)	(62,233)	(6,539)	(1,787)	(120,229)	-	-	(209,906)
Net book amount	<u>311,916</u>	<u>50,454</u>	<u>25,293</u>	<u>11,686</u>	<u>275</u>	<u>229,558</u>	<u>66,133</u>	<u>15,513</u>	<u>710,828</u>
31 December 2021									
Opening net book amount	311,916	50,454	25,293	11,686	275	229,558	66,133	15,513	710,828
Additions	-	687	1,372	693	150	-	23,196	9,866	35,954
Devaluation	(255)	-	-	-	-	-	-	-	(255)
Transfers of bearer plants	-	-	-	-	-	-	-	-	-
Transfers of other assets	-	4,636	1,865	588	-	26,927	(26,927)	-	-
Impairment	(137)	-	-	-	-	-	363	(7,452)	(137)
Write off	-	-	-	-	-	-	-	-	-
Depreciation charge	-	(3,523)	(4,386)	(1,367)	(14)	(537)	-	-	(1,191)
Closing net book amount	<u>311,524</u>	<u>52,254</u>	<u>24,144</u>	<u>10,960</u>	<u>313</u>	<u>227,089</u>	<u>62,765</u>	<u>17,917</u>	<u>706,966</u>
At 31 December 2021									
Cost of fair value	311,661	74,895	91,206	19,507	2,107	382,127	62,765	17,917	962,185
Accumulated impairment	(137)	-	(619)	-	-	(6,216)	-	-	(6,972)
Accumulated depreciation	-	(22,641)	(66,443)	(8,547)	(1,794)	(148,822)	-	-	(248,247)
Net book amount	<u>311,524</u>	<u>52,254</u>	<u>24,144</u>	<u>10,960</u>	<u>313</u>	<u>227,089</u>	<u>62,765</u>	<u>17,917</u>	<u>706,966</u>

For the year ended 31 December 2021 loss on write-off of property, plant and equipment amounts to USD1,191 (loss of USD1,523 for the year ended 31 December 2020).

- a) For the year ended 31 December 2021 the Group don't have additions of land (11 hectares in Peru for USD340 through Camposol S.A. in 2020).
- b) As of 31 December 2021, property, plant and equipment are insured up to a value of USD75,000 (USD75,000 as of 31 December 2020). Management believes that this policy is consistent with international practices in the industry and takes into account the risk of eventual losses due to the nature of the assets.
- c) The allocation of the depreciation charge is as follows:

	<u>2021</u> USD	<u>2020</u> USD
Cost of sales (Note 27)	8,458	7,842
Depreciation of bearer plant (Note 27)	28,859	22,493
Administrative expenses (Note 29)	869	785
Selling expenses (Note 28)	47	160
	<u>38,233</u>	<u>31,280</u>

- d) Bank borrowings are secured by fixed assets with a total carrying amount of USD23,794 in 2021 (USD24,424 in 2020).
- e) As of 31 December 2021, if land were stated on the historical cost basis, the amount would be USD68,140 (USD68,277 as of 31 December 2020).

Bearer Plants -

During 2021 and 2020, the Company prepared 9,737 and 9,918 hectares land for cultivation, respectively. During 2021 the Company planted 85 hectares (63 hectares of blueberry and 22 hectares of tangerine) and reduction of 266 hectares (262 hectares of avocado, 3 hectares of grapes and 1 hectares of cherry). During 2020 the Company planted 993 hectares (406 hectares of avocado, 343 hectares of tangerine, 150 hectares of cherry, 93 hectares of blueberry and 1 hectares of grapes).

Bearer plants additions in 2021 are related to investments in avocado, tangerine, cherry, blueberry and mangos (avocado, tangerine, cherry, blueberry and grapes in 2020).

Write-offs in 2021 are related mainly to blueberry, grapes and tangerine bearer plants, based on decision by management to replace plantations in order to increase yields in future harvests (avocado and tangerine in 2020).

Valuation processes of the Group -

The Group engages external, independent and qualified valuers to determine the fair value of land at least every year. Between July and October 2021, the Group performed valuations of its lands, being most of them revalued in July 2021.

All resulting fair value estimates for land are included in level 3 and has been derived using the sales comparison approach. Sale prices of comparable land properties are adjusted considering the specific aspects of each land property, the most relevant premise being the price per hectare (Level 3). The key inputs under this approach are the price per hectare from current year sales of comparable lots of land in the area (location and size). There were no transfers between any levels during the year.

7 INVESTMENTS ACCOUNTED FOR USING THE EQUITY METHOD

	<u>2021</u> USD	<u>% share in the capital</u> %	<u>2020</u> USD	<u>% share in the capital</u> %
Empacadora de Frutos Tropicales S.A.C.	5,556	39.77	5,070	35.00
Pro Aguas del Norte S.A.C.	6	16.67	-	-
	<u>5,562</u>	<u>-</u>	<u>5,070</u>	<u>-</u>

On 30 September 2006 the Company participated in the incorporation of Empacadora de Frutos Tropicales S.A.C (Empafrut), a Peruvian company engaged in the processing and commercialization of fresh fruit products, mainly mangos. The cost of the investment amounted to USD600. Empafrut is not a listed entity.

The Group's share in the 2021 income of this company amounted to USD2,599 (USD1,708 in 2020) which are shown separately in the consolidated statement of comprehensive income.

On 4 June 2021 the Company participated in the incorporation of Pro Aguas del Norte S.A.C, a Peruvian company engaged in the management consulting activities. The cost of the investment amounted to USD6 with a 16.67% of participation.

The summarized financial information at 100% for the most significant associated entity (Empafrut) is as follows:

	<u>2021</u> USD	<u>2020</u> USD
Total assets	18,516	17,868
Total liabilities	4,552	3,387
Total revenue	16,847	14,982
Profit for the year	7,562	4,680
Total equity	13,964	14,481

8 INTANGIBLE ASSETS

The movement of the cost and the accumulated amortization of intangibles assets is as follows:

	<u>Software</u> USD	<u>Licenses</u> USD	<u>Total</u> USD
As at January 1, 2020			
Cost	12,995	1,487	26,432
Accumulated amortization	(5,789)	(120)	(17,859)
Net book amount	<u>7,206</u>	<u>1,367</u>	<u>8,573</u>
Year ended 31 December 2020			
Opening net book amount	7,206	1,367	8,573
Additions	5,384	-	5,384
Write off	(589)	-	(589)
Amortization charge	(978)	(81)	(1,059)
Closing net book amount	<u>11,023</u>	<u>1,286</u>	<u>12,309</u>
As at 31 December 2020			
Cost	17,059	1,487	30,496
Accumulated amortization	(6,036)	(201)	(18,187)
Net book amount	<u>11,023</u>	<u>1,286</u>	<u>12,309</u>

	<u>Software</u> USD	<u>Licenses</u> USD	<u>Total</u> USD
Year ended 31 December 2021			
Opening net book amount	11,023	1,286	12,309
Additions	913	648	1,561
Write off	(30)	-	(30)
Amortization charge	(1,307)	(95)	(1,402)
Closing net book amount	<u>10,599</u>	<u>1,839</u>	<u>12,438</u>
As at 31 December 2021			
Cost	17,942	2,135	32,027
Accumulated amortization	(7,343)	(296)	(19,589)
Net book amount	<u>10,599</u>	<u>1,839</u>	<u>12,438</u>

In 2021 and 2020, additions mainly correspond to the implementation of the SAP project.

The allocation of the amortization charge is as follows:

	<u>2021</u> USD	<u>2020</u> USD
Cost of sales (Note 27)	600	309
Selling expenses (Note 28)	11	19
Administrative expenses (Note 29)	791	731
	<u>1,402</u>	<u>1,059</u>

RIGHT-OF-USE ASSETS

The following table presents the right-of-use assets for the Company:

	Property USD	Building and other construction USD	Plant and equipment USD	Furniture, fixtures and equipment USD	Vehicles USD	Total USD
As at 1 January 2020						
Cost	17,262	16,283	24,928	3,134	4,000	65,607
Accumulated depreciation	(2,390)	(3,571)	(4,458)	(1,470)	(1,637)	(13,526)
Net book amount	<u>14,872</u>	<u>12,712</u>	<u>20,470</u>	<u>1,664</u>	<u>2,363</u>	<u>52,081</u>
Year ended 31 December 2020						
Opening net book amount	14,872	12,712	20,470	1,664	2,363	52,081
Additions	1,852	222	2,629	2	188	4,893
Transfers from property, plant and equipment	8	2,765	9,283	1,128	93	13,277
Write off	(2)	(406)	-	-	(27)	(435)
Depreciation charge	(1,586)	(2,048)	(2,995)	(940)	(1,082)	(8,652)
Closing net book amount	<u>15,144</u>	<u>13,245</u>	<u>29,386</u>	<u>1,854</u>	<u>1,535</u>	<u>61,164</u>
As at 31 December 2020						
Cost	19,113	18,911	36,974	4,253	4,215	83,466
Accumulated depreciation	(3,969)	(5,666)	(7,588)	(2,399)	(2,680)	(22,302)
Net book amount	<u>15,144</u>	<u>13,245</u>	<u>29,386</u>	<u>1,854</u>	<u>1,535</u>	<u>61,164</u>
Year ended 31 December 2021						
Opening net book amount	15,144	13,245	29,386	1,854	1,535	61,164
Additions	273	188	-	109	38	608
Write off	-	(181)	(2)	-	(380)	(563)
Adjustments	(617)	527	-	(3)	11	(82)
Depreciation charge	(1,666)	(2,178)	(3,646)	(511)	(772)	(8,773)
Closing net book amount	<u>13,134</u>	<u>11,601</u>	<u>25,738</u>	<u>1,449</u>	<u>432</u>	<u>52,354</u>
As at 31 December 2021						
Cost	18,669	19,397	36,938	3,542	3,843	82,389
Accumulated depreciation	(5,535)	(7,796)	(11,200)	(2,093)	(3,411)	(30,035)
Net book amount	<u>13,134</u>	<u>11,601</u>	<u>25,738</u>	<u>1,449</u>	<u>432</u>	<u>52,354</u>

Additions in 2021 and 2020 are related to contracts signed with suppliers and banks for leased assets such as property, edifications, irrigation systems and vehicles.

The Group leases various properties, equipment, furniture and vehicles. Rental contracts are typically made for fixed periods but may have extension. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants, but leased assets may not be used as security for borrowing purposes.

Leases are recognized as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the group. Each lease payment is allocated between the liability and finance cost. The liabilities were measured at the present value of the remaining lease payments, discounted using the lessee's incremental borrowing rate, the weighted average lessee's incremental borrowing rate applied to the lease liabilities was 4.72% (4.73% in 2020). The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis

The allocation of the depreciation charge is as follows:

	<u>2021</u> USD	<u>2020</u> USD
Cost of sales (Note 27)	8,308	8,337
Selling expenses (Note 28)	151	-
Administrative expenses (Note 29)	<u>314</u>	<u>315</u>
	<u>8,773</u>	<u>8,652</u>

10 BIOLOGICAL ASSETS

The Group measures the value of biological assets using the expected cash flows for the production of each of them. The cash flows included in the projections are discounted at the risk adjusted rates between the range of 7.76% and 11.22% over different products for 2021 (between the range of 8.03% and 12.55% over different products for 2020).

The movement for the period in the fair value of biological assets is as follows:

	<u>Opening balance</u>		<u>Additions and deductions</u>		<u>Closing balance</u>	
	<u>Area</u> Has	<u>Market value</u> USD	<u>Area</u> Has	<u>Market value</u> USD	<u>Area</u> Has	<u>Final balance</u> USD
At 31 December 2021						
Avocados	4,816	44,284	(262)	(11,199)	4,554	33,085
Mangos	562	2,908	-	2,602	562	5,510
Grapes	570	7,581	(3)	521	567	8,102
Tangerines	1,168	5,712	22	233	1,190	5,945
Blueberries	<u>2,652</u>	<u>102,979</u>	<u>63</u>	<u>28,443</u>	<u>2,715</u>	<u>131,422</u>
	<u>9,768</u>	<u>163,464</u>	<u>(180)</u>	<u>20,600</u>	<u>9,588</u>	<u>184,064</u>

	<u>Opening balance</u>		<u>Additions and deductions</u>		<u>Closing balance</u>	
	<u>Area</u>	<u>Market value</u>	<u>Area</u>	<u>Market value</u>	<u>Area</u>	<u>Final balance</u>
	<u>Has</u>	<u>USD</u>	<u>Has</u>	<u>USD</u>	<u>Has</u>	<u>USD</u>
At 31 December 2020						
Avocados	4,410	27,792	406	16,492	4,816	44,284
Mangos	562	637	-	2,271	562	2,908
Grapes	569	6,186	1	1,395	570	7,581
Tangerines	825	2,234	343	3,478	1,168	5,712
Blueberries	2,559	101,811	93	1,168	2,652	102,979
	<u>8,925</u>	<u>138,660</u>	<u>843</u>	<u>24,804</u>	<u>9,768</u>	<u>163,464</u>

The number of plots and main assumptions used to estimate the fair values of the biological assets were as follows:

Avocados:

- 115 plots in Agromás, Marverde, Frusol, Terra, Agricultor, Yakuy Minka, La Moravia, Salento, La Bretaña and El Castillo. (91 plots in 2020).
- In Peru and Colombia, production cycle is one harvest per year for 2021 and 2020.
- Risk adjusted discount rate of 8.86% in Peru and 11.22% in Colombia for 2021 (9.11% in Peru and 12.55% in Colombia for 2020).
- The harvest period is mainly during the months of March to January.

Mangos:

- 15 plots in Atypsa, Balfass and Dunas (13 plots in 2020).
- Production cycle is one harvest per year for 2021 and 2020.
- Risk adjusted discount rate of 8.00% for 2021 (8.27% for 2020).
- The harvest period is mainly during December to March.

Grapes:

- 33 plots in Agroalegre in 2021 and 2020.
- Production cycle is one harvest per year for 2021 and 2020.
- Risk adjusted discount rate of 9.23% for 2021 (9.47% for 2020).
- The harvest period is mainly during the months of November and December.

Blueberries:

- 70 plots in Agromas, Marverde, Gloria, Agricultor, Oro azul and Yakuy Minka (58 plots in 2020).
- Production cycle is one harvest per year for 2021 and 2020.
- Risk adjusted discount rate of 7.76% in Peru and 10.62% in Mexico for 2021 (8.03% for 2020 in Peru).
- The harvest period is during all the year.

Tangerines:

- 19 plots in Yakuy Minka and El Tero (21 plots in 2020).
- Production cycle is one harvest per year for 2021 and 2020.
- Risk adjusted discount rate of 8.86% in Peru and 9.09% in Uruguay for 2021 (9.11% in Peru and 11.55% in Uruguay for 2020).
- The harvest period is mainly during the months of April to September.

The following table demonstrates the sensitivity to a reasonably possible change in the projected yields at the point of harvest, with all other variables held constant, on the Group's pre-tax profit:

<u>Increase/decrease production</u>	<u>Effect on profit before tax</u> USD
At 31 December 2021	
+2%	5,656
-2%	(5,656)
At 31 December 2020	
+2%	4,958
-2%	(4,958)

The following table demonstrates the sensitivity to a reasonably possible change in the projected prices for each biological asset, with all other variables held constant, on the Group's pre-tax profit:

<u>Increase/decrease prices</u>	<u>Effect on profit before tax</u> USD
At 31 December 2021	
+2%	7,528
-2%	(7,528)
At 31 December 2020	
+2%	6,205
-2%	(6,205)

The following table demonstrates the sensitivity to a reasonably possible change in the projected maintenance costs of growing and harvesting, with all other variables held constant, on the Group's pre-tax profit:

<u>Increase/decrease costs</u>	<u>Effect on profit before tax</u> USD
At 31 December 2021	
+2%	(3,157)
-2%	3,157
At 31 December 2020	
+2%	(2,305)
-2%	2,305

The reconciliation in the fair value of the biological assets within level 3 of the hierarchy is as follows:

	<u>Avocados</u> USD	<u>Mangos</u> USD	<u>Grapes</u> USD	<u>Tangerines</u> USD	<u>Blueberries</u> USD	<u>Total</u> USD
At 31 December 2021						
Initial balance of fair value	44,284	2,908	7,581	5,712	102,979	163,464
Harvest	(33,444)	(4,476)	(17,486)	(8,322)	(29,750)	(93,478)
Price change	1,376	1,483	488	(1,725)	6,726	8,348
Change in fair value due to biological transformation	(14,593)	576	(396)	1,579	4,526	(8,308)
Increase due to purchases	35,462	5,019	17,915	8,701	46,941	114,038
Final balance of fair value	<u>33,085</u>	<u>5,510</u>	<u>8,102</u>	<u>5,945</u>	<u>131,422</u>	<u>184,064</u>

	<u>Avocados</u> USD	<u>Mangos</u> USD	<u>Grapes</u> USD	<u>Tangerines</u> USD	<u>Blueberries</u> USD	<u>Total</u> USD
Total gains or losses for the year included in profit or loss for assets held at the end of the reporting period, under net gain arising from changes in, fair value of biological assets	(13,217)	2,059	92	(146)	11,252	40
At 31 December 2020						
Initial balance of fair value	27,792	637	6,186	2,234	101,811	138,660
Harvest	(19,255)	(3,431)	(12,212)	(4,441)	(40,640)	(79,979)
Price change	1,842	1,091	458	4,147	7,326	14,864
Change in fair value due to biological transformation	16,215	236	1,722	(2,216)	(6,840)	9,117
Increase due to purchases	<u>17,690</u>	<u>4,375</u>	<u>11,427</u>	<u>5,988</u>	<u>41,322</u>	<u>80,802</u>
Final balance of fair value	<u>44,284</u>	<u>2,908</u>	<u>7,581</u>	<u>5,712</u>	<u>102,979</u>	<u>163,464</u>
Total gains or losses for the year included in profit or loss for assets held at the end of the reporting period, under net gain arising from changes in, fair value of biological assets	18,057	1,327	2,180	1,931	486	23,981

Valuation processes of the Group -

The Group's finance department includes a team that performs the valuations of biological assets required for financial reporting purposes, including level 3 fair values. This team reports directly to the Chief Financial Officer (CFO) and Chief Executive Officer (CEO).

Discussions of valuation processes and results are held between the CFO and CEO and the valuation team at least once every quarter, in line with the Group's quarterly reporting dates. Valuation inputs for biological assets correspond to level 3 of the hierarchy defined in Note 3.3. There were no transfers between any levels during the year.

The following unobservable inputs were used to measure the Group's biological assets:

Description	Fair value		Valuation technique	Unobservable inputs	Range of unobservable inputs probability- (weighted average)	Relationship of unobservable inputs to fair value
	31 December 2021 USD	2020 USD				
Avocados produce	33,085	44,284	Discounted cash flows	Crop yield - tonnes Per hectare (*)	1.4 - 31.4 (14.3) in 2021 (16.3 in 2020)	The higher the crop yield, the higher the fair value
				Avocados average price	31.12.2021 (1,578) in Peru and 1,340 in Colombia) 31.12.2020 (1,545) in Peru and 1.342 in Colombia) per tonne	The higher the market price, the higher the fair value
				Risk adjusted discounted rate	31.12.21 (8.86% in Peru and 11.22% in Colombia) 31.12.20 (9.11% in Peru and 12.55% in Colombia)	The higher the discount rate the lower the fair value
Mangos produce	5,510	2,908	Discounted cash flows	Crop yield - tonnes Per hectare (*)	2.9 - 34 (20.9) in 2021 (17.9 in 2020)	The higher the crop yield, the higher the fair value
				Mangos average price	31.12.2021 (601) in Peru and 495 in Colombia) per tonne	The higher the market price, the higher the fair value
				Risk adjusted discounted rate	31.12.21 (8.00% in Peru and 11.22% in Colombia) 31.12.20 (8.27% in Colombia)	The higher the discount rate the lower the fair value

Description	Fair value		Valuation technique	Unobservable inputs	Range of unobservable inputs probability- (weighted average)	Relationship of unobservable inputs to fair value
	31 December					
	2021	2020				
	USD	USD				
Grapes produce	8,102	7,581	Discounted cash flows	Crop yield - tonnes Per hectare (*)	15.6 - 30.0 (27.3) in 2021 (17.3 in 2020)	The higher the crop yield, the higher the fair value
				Grapes average price	31.12.2021 (1,810) 31.12.2020 (1,694) per tonne	The higher the market price, the higher the fair value
				Risk adjusted discounted rate	31.12.21 (9.23%) 31.12.20 (9.47%)	The higher the discount rate, the lower the fair value
Tangerines produce	5,945	5,712	Discounted cash flows	Crop yield - tonnes Per hectare (*)	2.0 - 75 (39.8) in 2021 (4.1 in 2020)	The higher the crop yield, the higher the fair value
				Tangerine average price	31.12.2021 (760 in Peru and 769 in Uruguay) 31.12.2020 (823 in Peru and 931 in Uruguay) per tonne	The higher the market price, the higher the fair value
				Risk adjusted discounted rate	31.12.21 (8.86% in Peru and 9.09% in Uruguay) 31.12.20 (9.11% in Peru and 11.55% in Uruguay)	The higher the discount rate, the lower the fair value
Blueberries produce	131,422	102,979	Discounted cash flows	Crop yield - tonnes Per hectare (*)	9.0 - 24.5 (14.8) in 2021 (12.4 in 2020)	The higher the crop yield, the higher the fair value
				Blueberry average price	31.12.2021 (5,592 in Peru and 3,915 in Mexico) 31.12.2020 (5,605 in Peru) per tonne	The higher the market price, the higher the fair value
				Risk adjusted discounted rate	31.12.21 (7.76% in Peru and 10.62% in Mexico) 31.12.20 (8.03% in Peru)	The higher the discount rate, the lower the fair value
	184,064	163,464				

(*) The amounts in brackets correspond to the weighted average of crop yields for all hectares.

11 FINANCIAL INSTRUMENTS BY CATEGORY

Financial assets as per the consolidated statement of financial position as of 31 December 2021 and 2020 are as follows:

	<u>2021</u> USD	<u>2020</u> USD
Financial assets at amortized cost:		
Trade accounts receivable (Note 15)	42,399	53,998
Other accounts receivable (*) (Note 14)	3,486	2,937
Cash and cash equivalents (Note 16)	30,475	33,991
	<u>76,360</u>	<u>90,926</u>

(*) This item excludes Value added tax, Custom duties refund and Prepayment to suppliers.

Financial liabilities as per the consolidated statement of financial position as of 31 December 2021 and 2020 are as follow:

	<u>2021</u> USD	<u>2020</u> USD
Financial liabilities at amortized cost:		
Trade accounts payable (Note 21)	64,758	74,777
Other accounts payable (excluding statutory liabilities and non-financial liabilities) (Note 22)	1,233	2,340
Bank loans (Note 25)	79,146	57,922
Lease liability (Note 24)	42,323	54,453
Other liabilities	-	677
Long-term debt (Note 20)	<u>363,242</u>	<u>361,983</u>
	<u>550,702</u>	<u>552,152</u>

12 CREDIT QUALITY OF FINANCIAL ASSETS

The Group assesses the credit quality of its accounts receivable by reference to historical information about the counterparties' default rates as follows:

	<u>2021</u> USD	<u>2020</u> USD
Trade accounts receivable		
New customers (less than 6 months as a customer)	1,920	3,118
Existing customers (more than 6 months) without non-compliance experience in the past	40,421	50,859
Existing customers (more than 6 months) with some non-compliance experience in the past	<u>58</u>	<u>21</u>
	<u>42,399</u>	<u>53,998</u>
Other accounts receivable		
Existing customers (more than 6 months) without non-compliance experience in the past	2,210	2,055
Existing customers (more than 6 months) with some non-compliance experience in the past	<u>422</u>	<u>444</u>
	<u>2,632</u>	<u>2,499</u>

See credit quality of deposits in banks in Note 16.

13 INVENTORIES

	<u>2021</u> USD	<u>2020</u> USD
Finished products:		
- Avocados	1,301	2,959
- Mangos	4,544	3,937
- Grapes	11,462	12,666
- Blueberries	20,519	18,487
- Tangerine	100	11
Supplies	6,745	5,483
Packs	3,433	4,131
Seeds, seedlings and others	756	1,947
In-transit raw material and supplies	<u>217</u>	<u>908</u>
	49,077	50,529
Provision for obsolescence of inventories	<u>(526)</u>	<u>(769)</u>
	<u>48,551</u>	<u>49,760</u>

Finished products by type of produce as of 31 December is as follows:

	<u>2021</u> USD	<u>2020</u> USD
Fresh	32,562	32,470
Frozen	<u>5,364</u>	<u>5,590</u>
	<u>37,926</u>	<u>38,060</u>

As of 31 December 2021 and 2020, inventories are free of any pledges as guarantee on liabilities.

The cost of inventories recognized as expense and included in the cost of sales amounted to USD103,453(2020: USD86,350) (Note 27).

Movement in the provision for obsolescence of inventories:

	<u>2021</u> USD	<u>2020</u> USD
Opening balance	(769)	(1,203)
Additions (Note 31)	(165)	(96)
Net realizable value	198	(15)
Write-off	<u>210</u>	<u>545</u>
Balance at the end of the year	<u>(526)</u>	<u>(769)</u>

The additions correspond mainly to impaired supplies and net realizable value impairment is related to finished products. Additions are recognized in other expenses amounts to USD165 (2020: USD96) (Note 31).

14 OTHER ACCOUNTS RECEIVABLE

	<u>2021</u> USD	<u>2020</u> USD
Value added tax (IGV in Peru)	9,979	6,560
Custom duties refund (Drawback in Peru and Uruguay)	2,405	3,173
Services rendered to third parties	1,691	1,694
Loans to third parties	897	785
Related companies (Note 36)	1,957	435
Prepayments to suppliers	504	498
Claims to third parties	527	538
Receivables from government health entity	573	263
Due from employees	635	908
Other	-	8
	<u>19,168</u>	<u>14,862</u>
Less: Provision for impairment of other accounts receivable	<u>(1,691)</u>	<u>(1,694)</u>
	<u>17,477</u>	<u>13,168</u>

Loans to third parties corresponds to loans granted to minor farmers, that Camposol makes to incentivize the agricultural activity in the region. These loans are short term and are not guaranteed.

The movement of the provision for impairment of other accounts receivable is as follows:

	<u>2021</u> USD	<u>2020</u> USD
Opening balance	(1,694)	(1,697)
Reclassification	<u>3</u>	<u>3</u>
Balance at the end of the year	<u>(1,691)</u>	<u>(1,694)</u>

Other accounts receivables not provisioned are current and are not impaired.

The drawback (custom duties refund) recovered during the year 2021 amounted to USD3,994 (USD3,087 in 2020). Receivables from employees are not interest-bearing and are unsecured.

The rental of the pepper plant corresponds to a contract signed with Sociedad Agricola Virú S.A. for the lease of the Nor Agro plant and equipment located in Piura, Peru with a contract that was renewed on 17 March 2021, until 31 December 2022.

The minimum lease payments receivable on the lease of the plant are as follows:

	<u>2021</u> USD	<u>2020</u> USD
Minimum lease payments under non-cancellable operating lease of the plant not recognised in the financial statements as receivables are as follows: -		
Within one year	<u>320</u>	<u>320</u>
	<u>320</u>	<u>320</u>

15 TRADE ACCOUNTS RECEIVABLE

	<u>2021</u> USD	<u>2020</u> USD
Third parties	43,289	54,892
Less: Provision for impairment of trade accounts receivable	<u>(890)</u>	<u>(894)</u>
	<u>42,399</u>	<u>53,998</u>

Trade accounts receivable mainly comprise invoices for the sale of fresh and frozen products. Turnover ranges between 30 and 120 days and are not interest - bearing.

Trade accounts receivable in foreign currency amounts to USD10,759 in Euros (2020: USD14,838) and USD0 in Sol (2020: USD219 in Sol). The remaining balances are denominated in US Dollars.

The movement of the provision for impairment of trade accounts receivable is as follows:

	<u>2021</u> USD	<u>2020</u> USD
Opening balance	(894)	(926)
Additions (Notes 31 and 33)	(266)	(305)
Recoveries (Note 31)	275	295
Write-off	-	38
Adjustments	<u>(5)</u>	<u>4</u>
Balance at the end of the year	<u>(890)</u>	<u>(894)</u>

The Group does not ask for collaterals to secure the full collection of its trade accounts receivable.

As of 31 December 2021 and 2020, the ageing analysis of trade accounts receivable, net of provision is as follows:

	<u>Total</u> USD	<u>Current</u> USD	<u>31-90</u> <u>days</u> USD	<u>91-180</u> <u>days</u> USD	<u>181-360</u> <u>days</u> USD	<u>More than</u> <u>360 days</u> USD
At 31 December 2021	42,399	41,921	178	300	-	-
At 31 December 2020	53,998	49,634	4,227	137	-	-

Accounts receivable past due for more than 181 days are overdue. As of 31 December 2021, trade accounts receivable amounting to USD890 (USD894 in 2020) are provisioned; for which the Group has recognized a provision for the expected credit loss. The individually impaired accounts relate to customers who are in unexpected difficult economic situations or / and under litigation. As of 31 December 2021, and 2020 these impaired customers have not pledged any security for their debt.

The fair value of accounts receivable approximates their carrying amounts due to their short-term maturities.

16 CASH AND CASH EQUIVALENTS

	<u>2021</u> USD	<u>2020</u> USD
Cash in hand	18	20
Cash at banks	20,260	16,248
Short-term deposits	6,150	13,998
Short-term investments	4,047	2,728
Restricted cash at banks	-	997
	<u>30,475</u>	<u>33,991</u>

The Group's cash and cash equivalents, except cash in hand, amounts to USD26,223, USD1,479 and USD2,751 (in 2020 to USD28,182, USD4,225 and USD1,584) in U.S. Dollars, Sol and Euros, respectively. The 2021 and 2020 short-term deposits are denominated in U.S. Dollars.

The short-term deposits as of 31 December 2021 and 2020 comprise balance in banks with maturities of less than three months. As of 31 December 2021, the time deposits have generated interest of USD99 (USD137 to 31 December 2020) (Note 32).

The short-term investments correspond to a fixed portfolio of highly liquid short-term high-quality instruments and debt instruments which can be withdrawn upon demand with insignificant potential change in value.

The credit classification of cash and cash equivalents are as follows:

	<u>2021</u> USD	<u>2020</u> USD
Bank deposits (*)		
Classification AAA	126	1,093
Classification A +	26,132	29,183
Classification A	4,199	3,695
	<u>30,457</u>	<u>33,971</u>

(*) The balances above do not include the balance of cash in hand.

17 SHAREHOLDERS' EQUITY

Revaluation surplus -

The Group has recognized a revaluation surplus of its land properties (classified in property, plant and equipment) included in other comprehensive income, net of deferred tax liability. The Group engaged external independent valuers to determine the fair value estimation. As of 30 December 2021, the revaluation surplus, net of deferred tax liability, amounted to USD172,418 (USD172,614 as of 31 December 2020).

Share capital and premium -

As of 31 December 2021 and 2020, the total authorized number of ordinary issued shares is 100,000,000 shares with a par value of USD0.1 per share. All shares issued have been fully paid-in.

On April 16, 2021, the authorized share capital was increased to USD15,000,000.

Shareholder -

As of 31 December 2021, and 2020 the Dyer-Coriat family (comprised of Samuel Barnaby Dyer Coriat, Piero Martín Dyer Coriat and Sheyla Dyer Coriat) is the Group's ultimate controlling party and owns 82.59% of the shares of the Company. Certain other members of the Dyer family own the remainder shares of the Company.

Distribution to shareholders (Note 36) -

In 2020, Marinasol Holding PLC assigned and transferred, free of obligations, its total shares in Camposol Uruguay to the Company in exchange for an amount of USD22,000 which has been accounted for as a distribution from equity.

In December 2021, the Company distributed a total amount of USD25,000 to its shareholders.

Non-controlling interest -

As of 31 December 2021, the non-controlling interest is related to the shareholding in Camposol Europa S.L. (as of 31 December 2020, the non-controlling interest is related to the shareholding in Camposol Europa S.L. and Camposol Fresh B.V.).

18 DEFERRED INCOME TAX

The net movement in the deferred income tax liabilities is as follows:

	<u>2021</u> USD	<u>2020</u> USD
Opening balance	133,980	39,031
Expense (profit) for the year (Note 34)	(6,360)	23,924
Other comprehensive income	(59)	71,025
Balance at the end of the year	<u>127,561</u>	<u>133,980</u>

Deferred tax relates to the following items:

	<u>Opening balance</u> USD	<u>Income statement</u> USD	<u>Other comprehensive income</u> USD	<u>Closing balance</u> USD
At 31 December 2021 -				
Deferred tax assets -				
Tax losses carried-forward	2,792	245	-	3,037
EBITDA Tax	-	1,449	-	1,449
Provisions	868	98	-	966
Effect IFRS 16	83	8	-	91
Trade accounts receivable	356	(26)	-	330
	<u>4,099</u>	<u>1,774</u>	<u>-</u>	<u>5,873</u>
Deferred tax liabilities				
Withholding tax on dividends	7,849	(869)	-	6,980
Fair value of biological assets	21,481	402	-	21,883
Deemed cost - bearer plants	25,925	(7,267)	-	18,658
Fair value of revalued land	71,025	-	(59)	70,966
Fair value of fixed assets	11,314	3,125	-	14,439
Gain on investments in associates	584	(17)	-	567
Fair value of inventories (NRV)	(99)	40	-	(59)
	<u>138,079</u>	<u>(4,586)</u>	<u>(59)</u>	<u>133,434</u>
Deferred tax	<u>(133,980)</u>	<u>6,360</u>	<u>59</u>	<u>(127,561)</u>
At 31 December 2020 -				
Deferred tax assets -				
Tax losses carried-forward	1,625	1,167	-	2,792
Provisions	148	720	-	868
Effect IFRS 16	214	(131)	-	83
Trade accounts receivable	303	53	-	356
	<u>2,290</u>	<u>1,809</u>	<u>-</u>	<u>4,099</u>
Deferred tax liabilities				
Withholding tax on dividends	5,640	2,209	-	7,849
Fair value of biological assets	18,220	3,261	-	21,481
Deemed cost - bearer plants	11,259	14,666	-	25,925
Fair value of revalued land	-	-	71,025	71,025
Fair value of fixed assets	6,034	5,280	-	11,314
Gain on investments in associates	328	256	-	584
Fair value of inventories (NRV)	(163)	64	-	(99)
	<u>41,318</u>	<u>25,736</u>	<u>71,025</u>	<u>138,079</u>
Deferred tax	<u>(39,028)</u>	<u>(23,927)</u>	<u>(71,025)</u>	<u>(133,980)</u>

On 31 December 2020, Law No.31110 was enacted and among other provisions, it establishes a gradual reduction of the tax rate benefit for the agricultural industry until 31 December 2027. A tax rate of 15% for years 2021-2022, 20% for years 2023-2024, 25% for years 2025-2027. After the year 2028 the tax rate will be 29.5%. This amendment in 2020 had a significant impact in the deferred income tax over the deemed cost of bearer plants (see Note 34).

Deferred income tax assets are recognized for tax losses carried-forward to the extent that the realization of the related tax benefit through future taxable profits is probable.

Management expects that remaining balance of tax loss will be recovered in the coming years considering the projections of taxable income.

In 2021 the Group recognized a write-off of USD869 (the Group recognized USD2,209 in 2020) as deferred income tax liability for unremitted earnings from Peruvian subsidiaries to Cyprus companies.

The deferred income tax from tax losses carried forward is expected to be applied to taxable income to be generated in the coming years, as follows:

	<u>2021</u> USD	<u>2020</u> USD
2025	980	-
2024	1,824	-
2023	-	294
2022	233	1,996
2021	-	502
	<u>3,037</u>	<u>2,792</u>

In Peru, tax losses can be carried forward by choosing one of the two tax-loss offsetting regimes available; by one of them, tax losses may be carried forward over 4 consecutive years after the year in which they have been obtained and then they expire; by the second offsetting regime; tax losses are offset at a 50% of the taxable income obtained year after year and they do not expire. The Group has selected the first regime; and at the reporting date; based on Management's estimate of its future tax losses, no tax loss would expire.

19 WORKERS' PROFIT SHARING

In accordance with Peruvian Law, Camposol S.A. recorded a provision for workers' profit sharing equivalent to 5% of the taxable income of the Peruvian subsidiaries for 2021 and 2020. The profit sharing was communicated to the affected employees prior to year-end. The amount of the workers' profit sharing must be paid during the second quarter of the following year of its determination (Note 2.22).

The distribution is as follow:

	<u>2021</u> USD	<u>2020</u> USD
Cost of sales (Note 27)	1,149	633
Selling expenses (Note 28)	1	2
Administrative expenses (Note 29)	61	56
	<u>1,211</u>	<u>691</u>

20 LONG-TERM DEBT

<u>Type of debt</u>	<u>Issuer</u>	<u>Annual interest rate</u>	<u>31 December</u>	
			<u>2021</u> USD	<u>2020</u> USD
Bonds	Camposol S.A.	6.0%	352,273	351,040
Bank borrowings	Camposol S.A.	6.6%	<u>10,969</u>	<u>10,943</u>
			363,242	361,983
Less-current portion			<u>(7,368)</u>	<u>(7,368)</u>
			<u>355,874</u>	<u>354,615</u>

All loans are denominated in United States Dollars.

For purposes of reconciliation with the information provided in the statement of cash flows, following is the movement of long-term borrowings:

	<u>Bonds</u> USD	<u>Bank borrowings</u> USD	<u>Syndicated loans</u> USD	<u>Total long-term debt</u> USD
Balance as of 1 January 2020	-	73,123	246,190	319,313
Cash transactions:				
Repayment of long-term borrowings	-	(62,849)	(249,000)	(311,849)
Bonds issuance	346,073	-	-	346,073
Transactions costs	(4,715)	(25)	-	(4,740)
Payment of interest	-	(158)	(411)	(569)
Non-cash transactions:				
Amortization of transaction costs	612	785	3,221	4,618
Accrued interest	9,070	67	-	9,137
Balance as of 31 December 2020	<u>351,040</u>	<u>10,943</u>	<u>-</u>	<u>361,983</u>
Balance as of 1 January 2021	351,040	10,943	-	361,983
Cash transactions:				
Payment of interest	(8,560)	(67)	-	(8,627)
Non-cash transactions:				
Amortization of transaction costs	673	25	-	698
Accrued interest	9,121	67	-	9,188
Balance as of 31 December 2021	<u>352,274</u>	<u>10,968</u>	<u>-</u>	<u>363,242</u>

Transaction costs are related to the issuance of new debt. No significant transaction cost raised from the acquisition of other borrowings.

The maturity of the non - current portion of long-term debt is as follows:

	<u>2021</u> USD	<u>2020</u> USD
1 - 2 years	1,034	1,207
2 - 3 years	791	794
3 - 4 years	797	791
More than 4 years	353,252	351,823
	<u>355,874</u>	<u>354,615</u>

Fair values -

The carrying amounts and fair value of the non-current borrowings are as follows:

	<u>Carrying amount</u> <u>At 31 December</u>		<u>Fair value</u> <u>At 31 December</u>	
	<u>2021</u> USD	<u>2020</u> USD	<u>2021</u> USD	<u>2020</u> USD
Bank borrowings	10,927	10,901	9,336	9,753
Bonds	344,947	343,714	318,964	333,323
	<u>355,874</u>	<u>354,615</u>	<u>328,300</u>	<u>343,076</u>

At 31 December 2021 and 2020 valuation inputs for calculating fair value of long-term debt correspond to level 2 of the hierarchy defined in Note 3.3. There were no transfers between any levels during the year.

a) Bonds -

USD350,000 6.000% Senior Secured Notes due 2027 -

On 28 January 2020, Camposol S.A., Csol Holding Limited's subsidiary, issued USD350,000 6.000% senior unsecured notes due 2027, which are guaranteed by Csol Holding Limited as parent guarantor.

Settlement of the bond issue occurred on 3 February 2020. The net proceeds from the bond issue were used to repay long term debt, to finance capital expenditures and for general corporate purposes.

With this transaction, the Company extended the maturity of its long term debt to 6.6 years under better conditions than the previous long-term debt facility, which allowed it to refinance existing debt in order to extend the duration releasing all collateral.

These notes include certain restrictive covenants based on the consolidated financial statements of Csol Holding Limited, as described below.

At any time the Notes are assigned Investment Grade Ratings by two Rating Agencies and no payment default or Event of Default has occurred and is continuing, the Issuer, the Parent Guarantor and its Restricted Subsidiaries will cease to be subject to the following covenants in the Indenture:

- i. Limitation on Indebtedness and Disqualified Stock.
 - a. The Parent Guarantor will not, and will not permit any of its Restricted Subsidiaries to, Incur any Indebtedness (including Acquired Indebtedness) or Disqualified Stock; provided that the Parent Guarantor, the Issuer and any Subsidiary Guarantor may Incur Indebtedness (including Acquired Indebtedness) if, immediately after giving effect on a pro forma basis to the Incurrence of such Indebtedness and the receipt and application of the proceeds therefrom, the Consolidated Leverage Ratio of the Parent Guarantor is less than 3.50 to 1.0.
- ii. Limitation on Restricted Payments, which are to:
 - a. Declare or pay any dividend or make any distribution on or with respect to the Parent Guarantor's or any Restricted Subsidiary's Capital Stock, subject to certain exceptions.
 - b. Purchase, redeem, retire or otherwise acquire for value any shares of Capital Stock.
 - c. Make any voluntary or optional principal payment, or voluntary or optional redemption, repurchase, defeasance, or other acquisition or retirement for value, of Indebtedness.
 - d. Make any Investment, other than a Permitted Investment.
- iii. Limitation on Dividend and Other Payment Restrictions Affecting Restricted Subsidiaries. Subject to certain exceptions, the Parent Guarantor will not, and will not permit any Restricted Subsidiary to, create or otherwise cause or permit to exist or become effective any encumbrance or restriction on the ability of any Restricted Subsidiary to:
 - a. Pay dividends or make any other distributions on any Capital Stock of such Restricted Subsidiary owned by the Parent Guarantor or any other Restricted Subsidiary.
 - b. Pay any Indebtedness owed to the Parent Guarantor or any other Restricted Subsidiary.
 - c. Make loans or advances to the Parent Guarantor or any other Restricted Subsidiary.
 - d. Sell, lease or transfer any of its property or assets to the Parent Guarantor or any other Restricted Subsidiary.
- iv. Limitation on Issuances of Guarantees by Restricted Subsidiaries.

v. Limitation on Transactions with Affiliates.

- a. The Affiliate Transaction will not be permitted unless it is on terms that are not materially less favorable to the Parent Guarantor or the relevant Restricted Subsidiary than those that would have been obtained in a comparable transaction by the Parent Guarantor or the relevant Restricted Subsidiary with a Person that is not an Affiliate of the Parent Guarantor or such Restricted Subsidiary and other requirements are satisfied.

vi. Limitation on Liens.

The Parent Guarantor will not, and will not permit any of its Restricted Subsidiaries to, directly or indirectly incur, assume or permit to exist any Lien of any nature whatsoever on any of its assets or properties of any kind, except for certain permitted liens.

vii. Limitation on Sale of Assets. The Parent Guarantor will not, and will not permit any Restricted Subsidiary to, consummate an Asset Sale, unless, amongst other conditions:

- a. At least 75% of the consideration received consists of cash or Temporary Cash Investments.

viii. Limitation on Business Activities.

The Parent Guarantor and its Restricted Subsidiaries, taken as a whole, will continue to be primarily engaged in Permitted Businesses; provided that the Parent Guarantor or any Restricted Subsidiary may own Capital Stock of an Unrestricted Subsidiary or joint venture or other entity that is engaged in a business other than Permitted Businesses as long as any investment therein was not prohibited when made under the Indenture.

ix. Maintenance of Insurance.

The Parent Guarantor will cause all properties used or useful in the conduct of its business or the business of any of its Restricted Subsidiaries to be maintained and kept in good condition, repair and working order as in the judgment of the Parent Guarantor may be necessary so that the business of the Parent Guarantor and its Restricted Subsidiaries may be properly conducted at all time, except to the extent the failure to do so would not have a material adverse effect on the business and results of operations of the Parent Guarantor and its Restricted subsidiaries taken as a whole.

x. Designation of Restricted and Unrestricted Subsidiaries.

The Board of Directors may designate any Restricted Subsidiary to be an Unrestricted Subsidiary; provided that (i) such designation would not cause a Default and (ii) one of the following: (a) the Subsidiary to be so designated has total assets of U.S.\$1,000 or less or (b) if such Subsidiary has total assets greater than U.S.\$1,000, the Issuer would be permitted make a Restricted Payment in the amount equal to the aggregate Fair Market Value of all Investments by the Parent Guarantor, the Issuer or any Restricted Subsidiary in such Subsidiary.

xi. Government Approvals and Licenses; Compliance with Law.

The Parent Guarantor will, and will cause each Restricted Subsidiary to, obtain and maintain in full force and effect all governmental approvals, authorizations, consents, permits, concessions and licenses as are necessary to engage in the Permitted Businesses.

b) Bank borrowings -

USD68,277 6.6% Interbank Long-Term Loan due 2026

On 28 December 2018, Camposol S.A. obtained a borrowing from Interbank for up to USD68,277 (The New Interbank Mid-Term Loan) at an Annual Interest Rate of 6.6% due November 2026. A first disbursement of USD38,277 was made on 28 December 2018, these proceeds were used to prepay of the outstanding balance of the USD40,000 6.6% Interbank Mid-Term Loan due 2023 and other corporate purposes. A second disbursement of USD30,000 was made on 28 February 2019.

On 14 February 2020, Camposol S.A. prepaid in full the outstanding amount under the Interbank Long-Term Loan for USD68,277.

USD20,000 6.6% Banco BBVA Peru Long-Term Loan due 2026

On 12 November 2019, Camposol S.A. obtained a borrowing from Banco BBVA Peru for up to USD20,000 (The New BBVA Long-Term Loan) at an Annual Interest Rate of Libo Rate for a period equal to three months plus 3.20% due December 2026. A first disbursement of USD11,000 was made on 18 November 2019, these proceeds were used for corporate purposes.

The BBVA Long-Term Loan includes certain restrictive covenants:

- a. Leverage ratio less than or equal to 3.5

According to Management evaluation at 31 December 2021, the Group was in compliance with these covenants.

c) Syndicated Loans -

USD250,000 3.25% LIBOR Rate plus Applicable Margin Syndicated Loan due 2025

On 13 December 2018, Camposol S.A. obtained a borrowing for up to USD250,000 (The Syndicated Loan) at an Annual Interest Rate of Libor for a period equal to three months plus 3.25% due December 2025. A first disbursement of USD200,000 was made on 20 December 2018, these proceeds were used to redeem the USD147,490 10.5% Senior Secured Notes due 2021 and other corporate purposes. A second disbursement of USD49,000 was made on 20 June 2019.

On 12 February 2020, Camposol S.A. prepaid in full its Syndicated Loan for USD250,000 to 3.25% LIBOR Rate plus Applicable Margin with the proceeds of its 6.000% Senior Notes due 2027.

21 TRADE ACCOUNTS PAYABLE

	<u>2021</u> USD	<u>2020</u> USD
Suppliers	45,345	54,089
Bills of exchange payable	6,198	13,004
Payables to related parties (Note 36)	13,215	7,684
	<u>64,758</u>	<u>74,777</u>

Trade accounts payables to suppliers are mainly in US Dollars, are due within 12 months and are not interest-bearing.

Bills of exchange represent payables to suppliers mainly in US dollars are due within 3 months and bear interest at an annual average rate of 9%.

The average payment terms of trade payables are between 150 to 180 days.

22 OTHER ACCOUNTS PAYABLE

	<u>2021</u> USD	<u>2020</u> USD
Vacations and other payables to employees	8,189	7,317
Workers' profit sharing	1,987	1,437
Workers' pension fund payable	604	663
Other	631	1,677
	<u>11,411</u>	<u>11,094</u>

Workers' profit sharing pending of payment include USD1,211 of the period 2021 and USD691 of the period 2020 (Note19). Other accounts payable are due within 12 months, not interest-bearing and are mainly denominated in Sol.

23 PROVISIONS

	<u>Legal</u> <u>claims</u> USD	<u>Other</u> <u>provisions</u> USD	<u>Total</u> USD
At 1 January 2020	3,082	260	3,342
Additional provisions	1,272	3,093	4,365
Payments	(722)	(160)	(882)
At 31 December 2020	<u>3,632</u>	<u>3,193</u>	<u>6,825</u>
At 1 January 2021	3,632	3,193	6,825
Additional provisions	-	2,213	1,841
Write-off	(372)	-	(372)
Payments	(654)	(2,768)	(3,422)
At 31 December 2021	<u>2,606</u>	<u>2,638</u>	<u>5,244</u>

New provisions in 2021 of USD2,213 correspond mainly to bonus performance to employees for results of the year (USD2,596 in 2020 for bonus performance to employees and USD1,272 for legal claims for employee benefits).

24 LEASE LIABILITY

<u>Type of debt</u>	<u>Guarantee</u>	<u>Annual interest rate</u>	<u>2021</u> USD	<u>2020</u> USD
Lease liabilities	Property subject to financial lease	Between 3.70% and 5.70%	42,323	54,453
Less - current portion			(12,818)	(14,522)
Non-current portion			<u>29,505</u>	<u>39,931</u>

All leases are denominated in United States Dollars.

For purposes of reconciliation with the information provided in the consolidated statement of cash flows, following is the movement of leases liabilities:

	USD
Balance as of 1 January 2020	47,491
Cash transactions:	
Repayment of leases liabilities	(9,426)
Payment of interest	(1,933)
Non-cash transactions:	
Accrued interest	2,088
Purchase of fixed assets under finance lease	<u>16,233</u>
Balance as of 31 December 2020	<u><u>54,453</u></u>
Balance as of 1 January 2021	54,453
Cash transactions:	
Repayment of leases liabilities	(13,089)
Payment of interest	(1,600)
Non-cash transactions:	
Accrued interest	1,574
Purchase of fixed assets under finance lease	<u>985</u>
Balance as of 31 December 2021	<u><u>42,323</u></u>

The maturity of the non-current portion of lease liability is as follows:

	<u>2021</u> USD	<u>2020</u> USD
1 - 2 years	10,799	12,368
2 - 3 years	5,521	10,598
3 - 4 years	3,538	5,036
More than 4 years	<u>9,647</u>	<u>11,929</u>
	<u><u>29,505</u></u>	<u><u>39,931</u></u>

The future minimum lease payments under finance leases together with the present value of net minimum lease payments are as follows:

	<u>2021</u> Minimum payments USD	<u>Present value of payments USD</u>	<u>2020</u> Minimum payments USD	<u>Present value of payments USD</u>
Within one year	14,522	12,818	16,714	14,522
After one year but no more than seven years	<u>34,163</u>	<u>29,505</u>	<u>47,185</u>	<u>39,931</u>
Total minimum lease payments	<u><u>48,685</u></u>	<u><u>42,323</u></u>	<u><u>63,899</u></u>	<u><u>54,453</u></u>
less amounts representing finance charges	(6,362)		(9,446)	
Present value of minimum lease payments	<u><u>42,323</u></u>		<u><u>54,453</u></u>	

25 BANK LOANS

	<u>2021</u> USD	<u>2020</u> USD
Loans -		
Banco BBVA (Peru)	-	20,000
Banco Scotiabank (Peru)	45,050	28,850
Banco Interbank (Peru)	25,000	-
Banco ICBC (Peru)	9,000	9,000
Accrued interest to pay	<u>96</u>	<u>72</u>
	<u>79,146</u>	<u>57,922</u>

For purposes of reconciliation with the information provided in the consolidated statement of cash flows, following is the movement of bank loans for the years ended 31 December:

	<u>2021</u> USD	<u>2020</u> USD
Initial balance	57,922	56,131
Accrued interest in the year	970	1,475
Bank loans proceeds	181,160	192,850
Bank loans payments	(159,960)	(191,000)
Interest paid in the year	(946)	(1,534)
Closing balance	<u>79,146</u>	<u>57,922</u>

Bank loans represent promissory notes with maturities up to 180 days, which were obtained for working capital. These loans bear fixed annual interest rates between 0.63 per cent and 1.35 per cent (between 1.25 per cent and 1.85 per cent in 2020).

26 REVENUE

Revenue represents the sale of fresh and frozen biological products.

For the years ended 31 December, comprise the following (Note 5):

	<u>2021</u> USD	<u>2020</u> USD
Blueberries	209,788	174,355
Avocado	76,036	75,027
Mangos	36,654	31,465
Grapes	45,638	38,346
Tangerine	16,261	22,548
Others	<u>1,421</u>	<u>1,504</u>
	<u>385,798</u>	<u>343,245</u>

27 COST OF SALES

	<u>2021</u> USD	<u>2020</u> USD
Cost of inventories recognized as expenses (Note 13)	103,453	86,350
Personnel expenses (Note 30)	102,147	77,232
Depreciation of bearer plants (Note 6)	28,859	22,493
Depreciation of property, plant and equipment (Note 6)	8,458	7,842
Depreciation of right of use asset (Note 9)	8,308	8,337
Write-off of bearer plant (Note 6)	537	1,490
Write-off of property, plant and equipment (Note 6)	137	-
Amortization of computer software (Note 8)	600	309
Custom duties refund	(3,738)	(3,647)
	<u>248,761</u>	<u>200,406</u>

In Peru, Camposol S.A. is beneficiary of a simplified procedure for custom duties refunding (Drawback), at a rate of 3% of FOB value of exports (3% in 2020).

Personnel expenses include USD1,149 of workers profit sharing (USD633 in 2020) (Note 19).

In 2021, the Group recognized in cost of sale a reduction in the book value of the inventories by carrying them at the net realizable value amounting to USD198 (USD15 in 2020) (Note 13 and 33).

28 SELLING EXPENSES

Selling expenses for the years ended 31 December comprise the following:

	<u>2021</u> USD	<u>2020</u> USD
Freight	28,608	23,559
Exportation custom duties	10,739	10,131
Personnel expenses (Note 30)	5,140	5,297
Insurances	1,088	1,106
Consulting services	895	1,069
Travel and business expenses	230	275
Subscriptions to associations	554	189
Selling commissions	1,733	1,849
Depreciation of right of use asset (Note 9)	151	-
Depreciation (Note 6)	47	160
Amortization of computer software (Note 8)	11	19
Other expenses	601	1,262
	<u>49,797</u>	<u>44,916</u>

Personnel expenses include USD1 of workers' profit sharing (USD2 in 2020) (Note 19).

29 ADMINISTRATIVE EXPENSES

Administrative expenses for the years ended 31 December are comprised of the following:

	<u>2021</u> USD	<u>2020</u> USD
Personnel expenses (Note 30)	10,965	11,303
Professional fees	4,612	3,938
Renting of machinery and equipment	819	902
Travel and business expenses	288	338
Amortization of computer software (Note 8)	791	731
Depreciation (Note 6)	869	785
Materials and supplies	152	354
Depreciation of right of use asset (Note 9)	314	315
Audit services and others	283	315
Directors' remuneration (Note 30)	452	148
Maintenance	625	506
Subscriptions to associations	337	372
Insurances	77	256
Other taxes	153	108
Transport and telecommunications	68	96
Utilities	61	76
Other expenses	1,353	1,547
	<u>22,219</u>	<u>22,090</u>

Personal expenses include USD61 of workers' profit sharing (USD56 in 2020).

30 PERSONNEL EXPENSES

	<u>2021</u> USD	<u>2020</u> USD
Salaries and wages	72,408	75,209
Vacations	4,705	4,582
Other employees' benefits	26,977	12,553
Other expenses	14,614	1,636
	<u>118,704</u>	<u>93,980</u>
Average number of staff employed during the year	<u>16,975</u>	<u>16,259</u>

Personnel expenses are allocated as follows:

	<u>2021</u> USD	<u>2020</u> USD
Cost of sales (Note 27)	102,147	77,232
Selling expenses (Note 28)	5,140	5,297
Administrative expenses (Note 29)	10,965	11,303
Directors' remuneration (Note 29)	452	148
	<u>118,704</u>	<u>93,980</u>

31 OTHER INCOME AND EXPENSES

	<u>2021</u> USD	<u>2020</u> USD
Other income -		
Indemnity of insurance	94	36
Gain on sale of supplies	71	-
Services to third parties	70	313
Gain on sale of property, plant and equipment (Note 33)	27	3
Recovery of written-off accounts receivable (Note 15)	275	295
Other	<u>380</u>	<u>468</u>
	<u>917</u>	<u>1,115</u>
Other expenses -		
Organizational restructuring expenses	(2,886)	(1,908)
Personnel transportation	-	(1,960)
Contingencies (Notes 23)	-	(1,272)
Write-off of fixed assets (Note 6 and 8)	(684)	(622)
Default interest and fines	(293)	(45)
Impairment of trade receivable (Notes 15)	(266)	(305)
Donations and samples	(445)	(587)
Obsolescence of inventories (Notes 13)	(165)	(96)
Write-off of project (a)	(3,779)	(1,121)
Loss on sale of supplies	(440)	(525)
Other	<u>(1,299)</u>	<u>(1,767)</u>
	<u>(10,257)</u>	<u>(10,208)</u>

(a) In 2021, it includes the write-off of the offering costs related to the IPO project of USD2,539.

32 FINANCIAL INCOME AND COSTS

	<u>2021</u> USD	<u>2020</u> USD
Income -		
Interest (Note 16)	99	137
Interest to shareholder	-	405
Gain in investment funds	70	270
Other income	<u>6</u>	<u>4</u>
	<u>175</u>	<u>816</u>
Costs -		
Interest on bonds and bank loans	(23,145)	(28,717)
Interest on lease liability	(1,690)	(2,559)
Tax on financial transactions	(1,863)	(1,764)
Interest on accounts payable to suppliers	(970)	(1,475)
Other finance costs	<u>(438)</u>	<u>(482)</u>
	<u>(28,106)</u>	<u>(34,997)</u>

33 CASH GENERATED FROM OPERATIONS

	<u>Note</u>	<u>2021</u> USD	<u>2020</u> USD
Reconciliation of profit for the year to net cash generated from operating activities:			
Profit before income tax		25,748	57,585
Depreciation	6	38,233	31,280
Depreciation of right of use asset	9	8,773	8,652
Amortization	8	1,402	1,059
Impairment of accounts receivable	15	266	305
Obsolescence of inventories	13	165	96
Write-off of bear plant	6	1,328	1,523
Net gain in change of fair value of biological assets	10	(40)	(23,981)
Gain on sale of fixed assets	31	(27)	(3)
Gain attributable to associate	7	(2,599)	(1,708)
Net exchange difference		4,641	737
Net realizable value of inventories	13 and 27	(198)	15
Workers' profit sharing	19	1,211	691
Increase (decrease) of cash flows from operations due to changes in assets and liabilities:			
Trade accounts receivable		11,282	(4,446)
Other accounts receivable		(3,643)	(555)
Inventories		1,453	(3,795)
Biological assets		(20,561)	(823)
Prepaid expenses		106	(3,504)
Trade accounts payable		(10,019)	23,732
Other accounts payable and provisions		(2,993)	(1,160)
Net cash generated from operating activities		<u>54,528</u>	<u>85,700</u>

34 INCOME TAX EXPENSE

- a) According to the Peruvian law, the income tax is determined on separate basis. Management has determined the taxable income under the general income tax regime, which requires adding to and deducting from the result derived from the accounting records maintained in Sol those items considered as taxable and non-taxable, respectively.

The standard rate for the Peruvian subsidiaries ranges between 29.5% and 15% for 2021 and 2020. The standard tax rate for other subsidiaries ranges between 30% and 7%.

	<u>2021</u> USD	<u>2020</u> USD
Current income tax	5,272	3,827
Deferred income tax (Note 18)	(6,360)	23,927
Income tax of the year	<u>(1,088)</u>	<u>27,754</u>

- b) For the years 2021 and 2020 the income tax credited to income differs from the theoretical amount that would arise using the tax rate applicable to profit before workers' profit sharing and income tax as follows:

	<u>2021</u> USD	<u>2020</u> USD
Profit before income tax	25,748	57,585
Relevant theoretical income tax 15%	3,862	8,638
Income not subject to tax	(721)	(627)
Expenses not deductible for tax purposes	899	903
Foreign exchange differences	(3,741)	5,605
Impact of change in tax rate	(632)	10,014
Difference in tax rates from other jurisdictions	589	2,348
Changes in Peruvian tax legislation	(1,449)	-
Other	105	873
Income tax of the year	<u>(1,088)</u>	<u>27,754</u>

- c) Until 30 December 2020, the Peruvian Company (Camposol S.A.) was framed within Law No. 27360 "Ley de Promoción del Sector Agrario", enacted on October 31, 2000. Among the tax benefits of this Law, some of which the Company had adopted, the highlight was the application of an income tax rate of 15%, subject to the Income Tax Law and its corresponding regulations.

On 31 December 2020, Peruvian Congress issued an agricultural Law No. 31110, the Agricultural Labor Regime and Incentives under the Agrarian and Irrigation, Agro-exporter and Agro-industrial Sector Law (Ley del Régimen Laboral Agrario y de Incentivos para el Sector Agrario y Riego, Agroexportador y Agroindustrial) (the "New Agricultural Law") which aims to introduce changes in the standards of working conditions of the sector.

On 1 January 2021, this significant new law went into effect in Peru. The New Agricultural Law has reduced benefits granted to agricultural companies, such as the Company, by the repealed Agricultural Sector Promotion Law (Ley de Promoción del Sector Agrario). Under the New Agricultural Law, companies may qualify for certain benefits, such as (i) a discounted health insurance contribution (EsSalud) of 7% of the monthly salary until 31 December 2022 (it will be further increased to 8% as of 1 January 2023 and to 9% as of 1 January 2025), and (ii) until 31 December 2025, 20% depreciation rate for hydraulic infrastructure. Further, from 2021 to 2023 employees will be entitled to receive 5% of the company's profit (it will be further increased to 7.5% from 2024 and to 10% from 2027). Also, the New Agricultural Law provides that agricultural companies will be subject to a reduced income tax rate of 15% until the end of 2022, but thereafter a progressive increasing tax regime will apply up to 2028 when the applicable income tax rate will become equal to the general income tax rate (29.5%). This increase may significantly impact the profitability and margins of the Company.

- d) The Peruvian Tax Authority may review and, if required, amend the income tax or the tax loss carry forward determined by the Company and its subsidiaries for four years, as from January 1 of the following year in which the tax return of the corresponding income tax was filed (years open to examination). Since discrepancies may arise over the proper interpretation of the tax law applicable to the Group, it is not possible to anticipate at this date whether additional tax liabilities will arise as a result of eventual examinations. Additional tax, fines and interest, if any, will be recognized in results of the period in which the disagreement with the Peruvian tax authorities arises and they will be probable to be settled. Management considers that no significant liabilities will arise as a result of any eventual tax examinations.

The following table shows the income tax and value-added tax returns subject to review by the Tax Authority corresponding to the Company and its subsidiaries.

Company	Years open to tax review	
	Income Tax	Value Added Tax
Camposol S.A.	2016-2021	December 2016-2021
Muelles y Servicios Paita S.A.C.	2016-2021	December 2016-2021
Nor Agro Perú S.A.	2016-2021	December 2016-2021
Camposol Europa S.L.	2016-2021	December 2016-2021
Camposol Fresh B.V.	2016-2021	December 2016-2021
Inversiones Agrícolas Inmobiliarias S.A.C.	2016-2021	December 2016-2021
Persea, Inc	2013-2021	December 2013-2021
Camposol Fresh U.S.A Inc	2013-2021	December 2013-2021
Blacklocust S.A.C.	2017-2021	December 2017-2021
Grainlens S.A.C.	2017-2021	December 2017-2021
Camposol Fresh Foods Trading Co., Limited	2019-2021	December 2019-2021
Camposol Foods Trading (Shanghai) Co., Ltd.	2019-2021	December 2019-2021
Camposol Colombia S.A.S.	2019-2021	December 2019-2021
Camposol Uruguay, S.R.L.	2019-2021	December 2019-2021
Camposol Chile	2020-2021	December 2020-2021
CSOL Holding Limited	2020-2021	December 2020-2021
Camposol Cyprus Limited	2020-2021	December 2020-2021
Camposol Switzerland GmbH	2020-2021	December 2020-2021
Camposol Trade España S.L.	2020-2021	December 2020-2021
Aliria S.A.C.	2020-2021	December 2020-2021
Arándanos Camposolinos S.A.P.I. de C.V.	2020-2021	December 2020-2021

35 CONTINGENT LIABILITIES

As of 31 December 2021, the Group has labor-related contingencies and other claims amounting to USD2,827 (USD2,440 as of 31 December 2020). No provision has been made since legal advice indicates that it is not probable that a material liability will arise.

36 TRANSACTIONS WITH SHAREHOLDERS AND OTHER RELATED PARTIES

a) Transactions -

The main transactions carried out between the Group and its related parties are as follows:

	<u>2021</u> USD	<u>2020</u> USD
i) Associate -		
Empacadora de Frutos Tropicales S.A.C. -		
Sale of services	225	111
Dividends received	-	405
Purchase of supplies	-	38
Purchase of services	8,500	9,885
ii) Entities related to Directors -		
Gestora del Pacífico S.A.C. -		
Sale of services	139	197
Purchase of services	40	1,055

	<u>2021</u> USD	<u>2020</u> USD
Desarrollo Inmobiliario Mar Verde S.A.C. -		
Purchase of services	466	604
Purchase of land	-	223
Marinasol S.A. -		
Sales of services	20	173
Loans granted	-	35
Purchase of services	52	10
Corporación Refrigerados Iny S.A. -		
Sales of services	441	2,060
Congelados y Frescos S.A.C. -		
Sales of services	2	-
Apoyo Consultoría S.A.C. -		
Purchase of services	75	-
Transportes Ecobus S.A.C. -		
Purchase of services	7,025	-
D & C inmobiliaria S.A.C. -		
Sales of services	30	-
Purchase of services	510	-
Generacion Del Pacifico Grupo SL. -		
Purchase of services	200	-
DC Capital S.A.C. -		
Purchase of services	812	-
Ecopacking Clasmshells S.A. -		
Purchase of supplies	4,998	4,529
Ecopacking Cartoness S.A. -		
Sales of services	1	-
Purchase of supplies	12,655	3,819
Marinasol Holding PLC -		
Loans granted	528	-
Payment for transfer of shares of Camposol Uruguay (Note 17)	-	22,000
iii) Shareholders -		
Distribution to shareholders (Note 17)	25,000	-

b) Amounts due from/to related parties -

- Other accounts receivable (Note 14)

	<u>2021</u> USD	<u>2020</u> USD
i) Entities related to shareholders -		
Campoinca S.A.	121	133
Marinasol S.A.	143	-
Marinasol Holding PLC	672	146
Congelados y Frescos S.A.	7	2
Corporacion Refrigerados INY SA	964	104
Sociedad Oceanica	50	50
	<u>1,957</u>	<u>435</u>

- Accounts payable to related companies

	<u>2021</u> USD	<u>2020</u> USD
i) Entities related -		
Marinasol S.A.	57	60
	<u>57</u>	<u>60</u>

- Trade payables (Note 21)

	<u>2021</u> USD	<u>2020</u> USD
i) Associates -		
Empacadora de Frutos Tropicales S.A.C.	5,418	5,155
ii) Entities related to Directors -		
Gestora del Pacifico S.A.C	30	460
Marinasol S.A.	34	10
Ecopacking Cartones S.A.	4,198	-
Transportes Ecobus S.A.C.	915	-
Desarrollo Inmobiliario Mar Verde S.A.C.	42	-
Apoyo Consultoria S.A.C.	42	-
DC Capital S.A.C.	437	-
Ecopacking Clasmshells S.A.	2,099	2,059
	<u>13,215</u>	<u>7,684</u>

c) Compensation of the Group key management

	<u>2021</u> USD	<u>2020</u> USD
Short-term employee benefits		
Salaries of key management (excluding remuneration of Directors)	12,987	7,350
Remuneration of Directors (all of which are non - executives)	452	148
Post-employment benefits		
Employees' severance indemnities of Key management	2,104	67

There were no other post-employment benefits, long-term benefits, termination benefits and share-based payments in 2020 and 2019.

37 COMMITMENTS AND GUARANTEES

Commitments and guarantees in respect of the bonds and bank borrowings are described in Note 20.

38 BASIC AND DILUTED EARNINGS PER SHARE

Basic earnings per share -

Basic earnings per share is calculated by dividing the profit attributable to equity holders of the Group by the weighted average number of ordinary shares in issue during the year.

	<u>2021</u>	<u>2020</u>
Profit for the year attributable to owners of the Company (USD)	<u>27,995</u>	<u>29,143</u>
Weighted average number of ordinary outstanding shares (thousands)	<u>100,000</u>	<u>100,000</u>
Basic earnings per share (expressed in USD)	<u>0.28</u>	<u>0.29</u>

For the year ended 31 December 2020 and 2021, the weighted average number of shares outstanding was 100,000,000 shares.

Diluted earnings per share -

Diluted earnings per share is calculated by adjusting the weighted average number of ordinary shares outstanding to assume conversion of all dilutive potential ordinary shares. The Group has no transactions which are dilutive.

39 EVENTS AFTER THE REPORTING PERIOD

On February 24, 2022, Russia invaded Ukraine and it has generated a war that continues at the date of approval of the consolidated financial statements.

The EU, US and other governments have been imposing sanctions to the governments, business entities and individuals from Russia, these sanctions were designed to inflict serious damage on Russia's economy. War and sanctions can cause the following effects in the world:

- a) Increase in the price of fuel, this could impact as an increase in the prices of maritime freight.
- b) Increase in fertilizer prices, due to Russia is an important supplier of nitrogenous fertilizers.
- c) Russia is an important market for citrus imports, currently its main suppliers continue to provide this product.

At the date of approval of the consolidated financial statements and based on the information available, the world still does not know if these three variables will have an impact; and the Management does not know of any impact that affects the consolidated financial statements or the results of operations of the Group.

Between 31 December 2021 and the approval date of the consolidated financial statements, there have been no other subsequent events that may have a significant impact on the reasonableness of the financial statements issued and/or that require to be disclosed in notes.