

COMPANY REGISTRATION NUMBER 8987812

GOLLEK UK LIMITED
FINANCIAL STATEMENTS
30 DECEMBER 2017

GOLLEK UK LIMITED

STRATEGIC REPORT

YEAR ENDED 30 DECEMBER 2017

The Directors present their strategic report of the Company for the year 1 January 2017 to 30 December 2017 (the “year ended 30 December 2017”).

PRINCIPAL ACTIVITIES AND BUSINESS REVIEW

The Company was incorporated on 9 April 2014. The principal activity of the Company during the year was that of an investment holding company.

The results of the Company for the year show a loss before taxation of \$16,873,000 (2016: loss of \$1,770,000) on page 8.

At the year end the Company had net assets of \$3,910,764,000 (2016: \$3,927,637,000)

In 2016, Gollek UK Limited made additional investments in Kellogg Latin America Holding Company (One) Limited of \$166,290,000. The company also made an investment in KPAR Ltd of \$370,000,000. The Company has a new loan payable to a fellow subsidiary company of £410,000,000 at an interest rate of 4.2% per annum. This is due to be repaid in November 2031.

PRINCIPAL RISKS AND UNCERTAINTIES

The Company is largely dependent on fellow group undertakings for its business. A significant change in the business of its subsidiaries would impact the carrying value of the investment in the Company’s balance sheet. The risk is mitigated by review of the performance of its subsidiaries.

KEY PERFORMANCE INDICATORS

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

Signed on behalf of the Directors



P Knowles

Director

Approved by the Directors on 17 September 2018

Registered office:

Orange Tower Media City UK, Salford, Greater Manchester, United Kingdom, M50 2HF

GOLLEK UK LIMITED
THE DIRECTORS' REPORT
YEAR ENDED 30 DECEMBER 2017

The Directors have pleasure in presenting their report and the audited financial statements of the Company for the year 1 January 2017 to 30 December 2017 (the “year ended 30 December 2017”).

RESULTS AND DIVIDENDS

The trading results for the year and the Company’s financial position at the end of the year are shown in the attached financial statements on page 8.

FUTURE OUTLOOK

The Directors expect the current level of business to be sustainable for the foreseeable future.

FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Company's operations expose it to a variety of financial risks that include effects of changes in debt, foreign exchange, price, liquidity and interest rate risk. The Company has in place risk management programmes that seek to manage the financial exposures of the Company by monitoring levels of debt finance and the related finance costs.

Foreign exchange risk

The Company is exposed to transactional foreign exchange risks in the normal course of its business. The Company's policy on mitigating the effect of this currency exposure is to consider hedging the net exposure on certain transactions by entering into approved treasury instruments.

Interest rate risk

In order to ensure the stability of cash outflows and hence manage interest rate risk, the Company keeps under constant review its levels of debt, the maturity and currency of the debt, and the interest expense being incurred. Hedging would be considered should circumstances warrant it.

Price risk

The Company has no exposure to equity securities price risk as it holds no listed equity investments.

Liquidity risk

The Company maintains a suitable mix of debt finance that is designed to ensure the Company always has sufficient available liquid funds for its operations.

DIRECTORS

The Directors who served the Company during the year and up to the date of signing the financial statements were as follows, except where noted:

P Knowles

H Nicholson (resigned as a Director on 31 July 2017)

J Vanderkooi

S Hopwood (resigned as a Director on 20 February 2017)

N Jaynes

A Critchley (appointed as a Director on 21 February 2017)

R Kollera (appointed as a Director on 8 September 2017)

DIRECTORS' INDEMNITIES

The ultimate holding Company maintains liability insurance for the Directors and officers of the group. This is a qualifying third party indemnity provision for the purposes of the Companies Act 2006. The indemnity was in force throughout the last financial year and is currently in force.

GOLLEK UK LIMITED

THE DIRECTORS' REPORT *(continued)*

YEAR ENDED 30 DECEMBER 2017

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE FINANCIAL STATEMENTS

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

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

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

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

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

DISCLOSURE OF INFORMATION TO AUDITORS

In so far as the Directors are aware:

- there is no relevant audit information of which the Company's auditors are unaware; and
- the Directors have taken all steps that they ought to have taken to make themselves aware of any relevant audit information and to establish that the auditors are aware of that information.

INDEPENDENT AUDITORS

PricewaterhouseCoopers LLP were appointed during the year, and are deemed to be re-appointed under section 487 of the Companies Act 2006.

Signed on behalf of the Directors



P Knowles
Director

Approved by the Directors on 17 September 2018

GOLLEK UK LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GOLLEK UK LIMITED

YEAR ENDED 30 DECEMBER 2017

Report on the audit of the financial statements

Opinion

In our opinion, Gollek UK Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 December 2017 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Financial Statements (the "Annual Report"), which comprise: the balance sheet as at 30 December 2017; the profit and loss account and the statement of changes in equity for the year then ended; the accounting policies; and the notes to the financial statements.

Basis for opinion

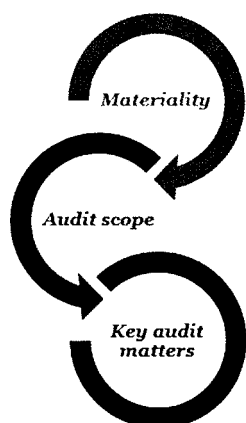
We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit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

Independence

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

Our audit approach

Overview



- Overall materiality: \$43.4 million (2016: \$86.8 million), based on 1% of total assets.
- We performed an audit of the complete financial information.
- The company is an investment holding company which mainly holds investments and intercompany loans which it pays interest on.
- Carrying value of investments.

The scope of our audit

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements. In particular, we looked at where the directors made subjective judgements, for example in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain.

GOLLEK UK LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GOLLEK UK LIMITED (CONTINUED)

YEAR ENDED 30 DECEMBER 2017

As in all of our audits we also addressed the risk of management override of internal controls, including evaluating whether there was evidence of bias by the directors that represented a risk of material misstatement due to fraud.

Key audit matters

Key audit matters are those matters that, in the auditors' professional judgement, were of most significance in the audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) identified by the auditors, including those which had the greatest effect on: the overall audit strategy; the allocation of resources in the audit; and directing the efforts of the engagement team. These matters, and any comments we make on the results of our procedures thereon, were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. This is not a complete list of all risks identified by our audit.

<i>Key audit matter</i>	<i>How our audit addressed the key audit matter</i>
<i>Carrying value of investments</i> This area is a key focus area given the value of the investments held on the balance sheet, \$4,299,499,000, and because the determination of whether or not investments were impaired involves inherent judgment by the Directors about the future results of the investment companies.	We reviewed management's assessment of whether there were any impairment indicators for any of the material investments that would trigger an assessment of the assets' recoverable amounts. We corroborated management's assessment by agreeing relevant responses to a variety of internal and external evidence. No material differences were identified from our testing performed.

How we tailored the audit scope

We tailored the scope of our audit to ensure that we performed enough work to be able to give an opinion on the financial statements as a whole, taking into account the structure of the company, the accounting processes and controls, and the industry in which it operates.

Following our assessment of the risk of material misstatement of Gollek UK Limited, this is the only entity representing the principal business unit.

We conducted full scope audit of the principal business unit which is based in the UK. We also considered the implications of the investments in its three subsidiaries; Kellogg Latin America Holding Company (One) Limited, Kellogg Asia Products Sdn Bhd and KPAR Limited.

Materiality

The scope of our audit was influenced by our application of materiality. We set certain quantitative thresholds for materiality. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures on the individual financial statement line items and disclosures and in evaluating the effect of misstatements, both individually and in aggregate on the financial statements as a whole.

Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

<i>Overall materiality</i>	\$43.4 million (2016: \$86.8 million).
<i>How we determined it</i>	1% of total assets.
<i>Rationale for benchmark applied</i>	We believe that total assets is the most relevant benchmark as this is a not for profit investment company.

We agreed with the Audit Committee that we would report to them misstatements identified during our audit above \$2,170,000 (2016: \$4,340,000) as well as misstatements below that amount that, in our view, warranted reporting for qualitative reasons.

GOLLEK UK LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GOLLEK UK LIMITED *(continued)*

YEAR ENDED 30 DECEMBER 2017

Conclusions relating to going concern

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

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

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

Reporting on other information

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

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

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

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

Strategic Report and The Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and The Directors' Report for the year ended 30 December 2017 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

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

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

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

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

Auditors' responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion.

GOLLEK UK LIMITED

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF GOLLEK UK LIMITED *(continued)*

YEAR ENDED 30 DECEMBER 2017

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

Use of this report

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

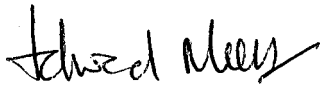
Other required reporting

Companies Act 2006 exception reporting

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

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

We have no exceptions to report arising from this responsibility.



Edward Moss (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Manchester
17 September 2018

GOLLEK UK LIMITED
PROFIT AND LOSS ACCOUNT
YEAR ENDED 30 DECEMBER 2017

	Note	Year ended 30 December 2017 \$000	Year ended 31 December 2016 \$000
OPERATING RESULT	2	-	-
Income from shares in group undertakings		-	-
Other interest receivable and similar income	3	557	154
Interest payable and similar expenses	4	(17,430)	(1,925)
LOSS BEFORE TAXATION		(16,873)	(1,771)
Tax on loss	5	-	-
LOSS FOR THE FINANCIAL YEAR		(16,873)	(1,771)
		<u> </u>	<u> </u>

All of the activities of the Company are classed as continuing.

The accounting policies and notes on pages 11 to 21 form part of these financial statements.

GOLLEK UK LIMITED

BALANCE SHEET

AS AT 30 DECEMBER 2017

		30 December 2017 \$000	31 December 2016 \$000
	Note		
FIXED ASSETS			
Investments	6	4,299,499	4,299,499
CURRENT ASSETS			
Debtors		-	-
Cash and cash equivalents		40,541	40,003
		40,541	40,003
CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR		-	-
NET CURRENT ASSETS		40,541	40,003
TOTAL ASSETS LESS CURRENT LIABILITIES		4,340,040	4,339,502
CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR	7	(429,276)	(411,865)
NET ASSETS		3,910,764	3,927,637
CAPITAL AND RESERVES			
Called up share capital	8	-	-
Share premium account	9	3,810,961	3,810,961
Capital reserve	9	168,000	168,000
Profit and loss account	10	(68,197)	(51,324)
TOTAL EQUITY		3,910,764	3,927,637

These financial statements on pages 8 to 21 were approved by the Directors and authorised for issue on 17 September 2018, and are signed on their behalf by:



P Knowles
Director

Company Registration Number: 8987812

The accounting policies and notes on pages 11 to 21 form part of these financial statements.

GOLLEK UK LIMITED
STATEMENT OF CHANGES IN EQUITY
YEAR ENDED 30 DECEMBER 2017

	Called up share capital	Capital reserve	Share premium account	Profit and loss account	Total equity
	\$'000	\$'000	\$'000	\$'000	\$'000
Balance at 3 January 2016	-	-	3,810,961	(49,553)	3,761,408
Loss for the financial year	-	-	-	(1,771)	(1,771)
Other comprehensive expense for the financial year	-	-	-	-	-
Total comprehensive expense for the financial year	-	-	-	(1,771)	(1,771)
Capital contribution	-	168,000	-	-	168,000
Total transactions recognised directly in equity	-	168,000	-	-	168,000
Balance at 31 December 2016	-	168,000	3,810,961	(51,324)	3,927,637
Balance at 1 January 2017	-	168,000	3,810,961	(51,324)	3,927,637
Loss for the financial year	-	-	-	(16,873)	(16,873)
Other comprehensive expense for the financial year	-	-	-	-	-
Total comprehensive expense for the financial year	-	-	-	(16,873)	(16,873)
Capital contribution	-	-	-	-	-
Total transactions recognised directly in equity	-	-	-	-	-
Balance at 30 December 2017	-	168,000	3,810,961	(68,197)	3,910,764

The accounting policies and notes on pages 11 to 21 form part of these financial statements.

GOLLEK UK LIMITED
STATEMENT OF ACCOUNTING POLICIES
YEAR ENDED 30 DECEMBER 2017

General Information

Gollek UK Limited is a company incorporated in the United Kingdom and registered and domiciled in England and Wales, with the registration number 8987812.

The Company is a private company limited by shares and the registered office is: Orange Tower Media City Uk, Salford, Greater Manchester, United Kingdom, M50 2HF.

Statements of compliance

The individual financial statements of Gollek UK Limited have been prepared in compliance with United Kingdom Accounting Standards, including Financial Reporting 102, "The Financial Reporting Standards application in the United Kingdom and the Republic of Ireland" ("FRS 102") and the Companies Act 2006.

Basis of Preparation

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

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

SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

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

Going Concern

The financial statements have been prepared on the going concern basis, which assumes that the Company will continue in operational existence for the foreseeable future. The Directors believe that it is appropriate for the financial statements to be prepared on the going concern basis having received a letter of support from the ultimate parent undertaking, Kellogg Company, which indicates that it will continue to provide sufficient funds to enable the company to meet all of its financial obligations as they fall due for the foreseeable future, a period of at least 12 months from the date of signing the financial statements.

GOLLEK UK LIMITED
STATEMENT OF ACCOUNTING POLICIES
YEAR ENDED 30 DECEMBER 2017

Exemptions for qualifying entities under FRS 102

FRS 102 allows Gollek UK Limited certain disclosure exemptions as a wholly owned subsidiary undertaking of Kellogg Company which prepares consolidated financial statements that are publicly available and can be obtained from the address detailed in note 11. As a result the Company has taken advantage of the following exemptions:

- Certain disclosures surrounding financial instruments;
- The requirement to prepare a statement of cash flows; and
- Disclosure of key management personnel compensation in total.

Cash flow statement

The Company has taken advantage of the exemption, under FRS 102 paragraph 1.12(b), from preparing a statement of cash flows, on the basis that it is a qualifying entity and its ultimate parent Company, Kellogg Company, includes the Company's cash flows in its own consolidated financial statements.

Related parties transactions

The Company discloses transactions with related parties which are not wholly owned with the same group. It does not disclose transactions with members of the same group that are wholly owned. Consolidated financial statements of Kellogg Company, which incorporate the financial statements of the Company, are publicly available (note 11). The Company was not involved in any other related party transactions during the financial year.

Fixed asset investments

Investments in shares in group undertakings are recorded at cost less any provision for subsequent diminution in value, by reference to the higher of net realisable value and value in use. Impairment reviews are performed by the Directors when there has been an indication of potential permanent impairment in the carrying value of the investment. Any impairment is written off in the year in which it arises.

Taxation

Taxation expense for the period comprises current and deferred tax recognised in the reporting period. Tax is recognised in the profit and loss account, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case tax is also recognised in other comprehensive income or directly in equity respectively. Current or deferred taxation assets and liabilities are not discounted.

Current tax

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

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

GOLLEK UK LIMITED
STATEMENT OF ACCOUNTING POLICIES
YEAR ENDED 30 DECEMBER 2017

Deferred taxation

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

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

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

Foreign currencies

The Company's functional and presentation currency is the US dollar.

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

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the profit and loss account within 'finance (expense)/ income'. All other foreign exchange gains and losses are presented in the profit and loss account within 'Administrative expenses' or 'Cost of sales' in line with the nature of underlying expense.

Dividends

Dividends payable are recognised in the accounting period in which they are paid or approved by the Company shareholders. These amounts are recognised in the statement of changes in equity. Dividend income is recognised in the accounting period in which the right to receive payment is established.

Interest receivable and payable

Interest is recognised in the accounting period to which it relates.

Consolidated financial statements

Consolidated financial statements have not been prepared as the Company is a wholly-owned subsidiary undertaking of Kellogg Company, (which is incorporated in the United States of America), and which itself prepares consolidated financial statements which include the results of the Company, that are publicly available. Consequently, the Company has taken advantage of the exemption from preparing consolidated financial statements under the terms of section 401 of the Companies Act 2006.

These financial statements are the Company's separate financial statements.

GOLLEK UK LIMITED
STATEMENT OF ACCOUNTING POLICIES
YEAR ENDED 30 DECEMBER 2017

Financial instruments

Financial assets

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

Financial liabilities

Basic financial liabilities, including trade and other payables, bank loans, loans from fellow group companies and preference shares, are initially recognised at transaction price, unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Equity instruments

Equity instruments issued by the Company are recorded at the proceeds received, net of direct issuance costs.

Cash and cash equivalents

Cash and cash equivalents includes cash in hand, deposits held at call with banks, other short-term highly liquid investments with original maturities of three months or less and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

Critical accounting judgements and estimation

Fixed asset investments

The Company considers whether fixed asset investments are impaired by reviewing objective evidence and data. Where an indication of impairment is identified it is necessary to use estimation techniques to determine the amount that the entity would receive for the asset if it were to be sold at the reporting date.

GOLLEK UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 30 DECEMBER 2017

1. FINANCIAL YEAR

The financial statements cover the financial year 2017 from 1 January 2017 to 30 December 2017 (financial year 2016: 3 January 2016 to 31 December 2016).

2. OPERATING RESULT

The Company has no (2016: nil) employees of its own and relies on fellow group undertakings to provide administrative support. The emoluments of all five of the Directors are paid by fellow subsidiary undertakings that make no recharge to the Company (2016: five Directors). They are Directors of a number of fellow subsidiary undertakings and it is not possible to make an apportionment of their emoluments in respect of this Company. The Directors received no emoluments in respect of their services to the Company (2016: nil).

Audit fees for the year amount to £3,000 and are borne by fellow group subsidiaries (2016: £3,400).

3. OTHER INTEREST RECEIVABLE AND SIMILAR INCOME

	Year ended 30 December 2017 \$000	Year ended 31 December 2016 \$000
Bank interest receivable	-	2
Interest on loans to group undertakings	557	152
	<u>557</u>	<u>154</u>

4. INTEREST PAYABLE AND SIMILAR EXPENSES

	Year ended 30 December 2017 \$000	Year ended 31 December 2016 \$000
Bank interest payable	18	59
Interest on loans to group undertakings	17,412	1,866
	<u>17,430</u>	<u>1,925</u>

5. TAX ON LOSS ON ORDINARY ACTIVITIES

(a) Tax expense included in profit and loss

	Year ended 30 December 2017 \$000	Year ended 31 December 2016 \$000
Current tax:		
UK Corporation tax based on the loss for the year	-	-
Total current tax (note 5(b))	<u>-</u>	<u>-</u>

GOLLEK UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 30 DECEMBER 2017

5. TAX ON LOSS (continued)

(b) Reconciliation of tax charge

The tax assessed on the loss for the year is higher (2016: higher) than the standard effective rate of corporation tax in the UK of 19.25% (2016: 20.00%) for the following reasons:

	Year ended 30 December 2017 \$000	Year ended 31 December 2016 \$000
Loss before taxation	(16,873)	(1,771)
Loss before taxation multiplied by the standard rate of tax	(3,248)	(354)
Non-deductible expenses	801	-
Non-taxable income	-	-
Group relief surrendered	2,447	354
Total tax (note 5(a))	-	-

(c) Factors that may affect future tax charges

Changes to the UK corporation tax rates were announced in the Chancellor's Budget on 8 July 2015. These included reductions to the main rate to reduce the rate to 19% from 1 April 2017 and to 18% from 1 April 2020.

At Budget 2016, the government announced a further reduction to the Corporation Tax main rate for the year starting 1 April 2020, setting the rate at 17%. This change was substantively enacted on 6 September 2016.

Accordingly, the effect of this change was reflected in these financial statements.

GOLLEK UK LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 DECEMBER 2017

6. INVESTMENTS

COST	\$000
At 1 January 2017	4,399,311
At 30 December 2017	<u>4,399,311</u>
PROVISION FOR IMPAIRMENT	
At 1 January 2017	(99,812)
At 30 December 2017	<u>(99,812)</u>
NET BOOK VALUE	
At 30 December 2017	<u>4,299,499</u>
At 31 December 2016	<u>4,299,499</u>

In 2017, there have been no further investments made by Gollek UK Limited.

In 2016, Gollek UK Limited made additional investments in Kellogg Latin America Holding Company (One) Limited of \$166,290,000 in return for 1 share. The company also made an investment in KPAR Ltd of \$370,000,000 in return for 1 share.

In 2015, the Company recognised an impairment of fixed asset investments. The impairment of \$99,812,000 related to the investment in Kellogg Latin America Holding Company (One) Limited, which itself holds investments in a number of other Kellogg group companies. The impairment related to investments in Alimentos Kellogg SA (Venezuela) (\$86,672,000) and Kellogg Ecuador Compania Ltda. (\$13,140,000) and is based on net asset value and value in use calculation respectively. Accordingly, the Company recognised an impairment of its own investment in Kellogg Latin America Holding Company (One) Limited of \$99,812,000.

All investments are in group undertakings involved in the food industry and are stated at cost less provision for impairment. Cost represents the fair value of the shares acquired, with the excess of the fair value over and above the nominal value of the shares transferred to the share premium account in accordance with the provisions of section 610 of the Companies Act 2006. In each case, the voting rights equate to the proportion of equity shares held. The Directors believe that the carrying value of the investments is supported by their underlying net assets.

GOLLEK UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 30 DECEMBER 2017

6. INVESTMENTS *(continued)*

The Company's subsidiaries at 30 December 2017 were as follows:

Company Name	Country of Incorporation	Nature of Business	% of shares held
Kellogg Latin America Holding Company (One) Limited	United Kingdom	Holding co	99
<i>Orange Tower Media City Uk, Salford, Greater Manchester, United Kingdom, M50 2HF</i>			
Kellogg Asia Products Sdn Bhd	Malaysia	Manufacturing	100
<i>Suite2-4, Level 2, Tower Block, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, 50490 Kuala Lumpur, Malaysia</i>			
KPAR Ltd	United Kingdom	Holding co	100
<i>Orange Tower Media City Uk, Salford, Greater Manchester, United Kingdom, M50 2HF</i>			

The Company's indirectly held subsidiaries at 30 December 2017 were as follows:

Company name	Country of incorporation	Nature of Business	% of shares held
Kellogg Ecuador Compania Ltda.	Ecuador	Sales	99
<i>Santa Adriana, 18 F N-O, Solar 3-C, AV. 38 E N-O Manzana, 2 Carretero, Juan Tanca, Marengo, Guayaquil, Guayas, Ecuador</i>			
Kellogg Costa Rica S de RL	Costa Rica	Sales	100
<i>Oficina Kellogg Costa Rica, Rio Segundo De Alajuela, 75 Metros Al Este Del Restaurante, La Candela, Al Costado Sureste Del Aeropuerto Juan Santamaria Bodega DHL, Alajuela, Costa Rica</i>			
Kellogg de Peru SRL	Peru	Sales	99.01
<i>Manuel Olguin N° 335, Interior 1303, Santiago de S, Peru</i>			
Alimentos Kellogg Panama	Panama	Sales	99
<i>Edificio Argos, Sexto Piso, Santa Maria Business District Llano Bonito, Juan Diaz, Panama, Panama</i>			
Alimentos Kellogg SA (Venezuela)	Venezuela	Sales	100
<i>Av. Tamanaco El Rosal, Edif., Extebandes, Piso 6, Caracas, Venezuela 1060-A, Venezuela</i>			
Kellogg Latin America Holding Company (Two) Limited	UK	Dormant	100
<i>Orange Tower Media City Uk, Salford, Greater Manchester, United Kingdom, M50 2HF</i>			
Kellogg Netherlands Holdings BV	Netherlands	Holding Co	100
<i>Prins Bernhardplein 200, 1097 JB Amsterdam, Netherlands</i>			
Nhong Shim Kellogg Co. Ltd. (South Korea)	South Korea	Sales	90
<i>29, Gongdan 2-ro, Anseong, KyeongKi-Do Korea</i>			
Kellogg HK (Private) Limited	Hong Kong	Holding co	100
<i>Flat/ RM 1401, Hutchison House, 10 Harcourt Road, Hong Kong</i>			
Kellogg Company of Great Britain Limited	UK	Manufacturing	100
<i>Orange Tower Media City Uk, Salford, Greater Manchester, United Kingdom, M50 2HF</i>			
Gollek Argentina S.R.L.	Argentina	Sales	99.99
<i>Carlos Pellegrini 961, Piso 3 (1009), Buenos Aires (1001), Argentina</i>			
Kellogg Company Mexico	Mexico	Sales	99.99
<i>Km 1, Carr. al Campo Militar s/n, San Antonio de la Punta, 76135 Santiago de Querétaro, Querétaro, Mexico.</i>			

GOLLEK UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 30 DECEMBER 2017

6. INVESTMENTS (continued)

Company name	Country of incorporation	Nature of Business	% of shares held
Pringles Overseas Holdings Sarl <i>10 Chemin De Blandonnet, 1214 Vernier, Switzerland</i>	Switzerland	Holding Co	100
Pringles Taiwan Ltd. <i>4F-1, No 314, Sec 1, Neihu Road, Neihu District, Taipei, Taiwan 114, Taiwan</i>	Taiwan	Dormant	100
Pringles Servicios E Comercio De Alimentos Ltda. <i>Av. Bernardino de Campos, 98, 4th Floor, Suite 49, Paraíso, São Paulo, SP Brazil, Brazil</i>	Brazil	Sales	99.88
Kellogg Hong Kong Holding Company Limited <i>Orange Tower Media City Uk, Salford, Greater Manchester, United Kingdom, M50 2HF</i>	UK	Holding Co	100
Kelcorn Limited <i>Orange Tower Media City Uk, Salford, Greater Manchester, United Kingdom, M50 2HF</i>	UK	Dormant	100
Kelmill Limited <i>Orange Tower Media City Uk, Salford, Greater Manchester, United Kingdom, M50 2HF</i>	UK	Dormant	100
Kelpac Limited <i>Orange Tower Media City Uk, Salford, Greater Manchester, United Kingdom, M50 2HF</i>	UK	Dormant	100
Favorite Food Products Limited <i>Orange Tower Media City Uk, Salford, Greater Manchester, United Kingdom, M50 2HF</i>	UK	Dormant	100
Kelcone Limited <i>Park Road, Stretford, Manchester, M32 8RA, UK</i>	UK	Dormant	100
Saragusa Frozen Foods Limited <i>Orange Tower Media City Uk, Salford, Greater Manchester, United Kingdom, M50 2HF</i>	UK	Dormant	100
Keebler Canada Inc <i>5350 Creekbank Road, Mississauga, Ontario L4W 5S1, Canada</i>	Canada	Holding Co	100
Kellogg Canada Inc <i>5350 Creekbank Road, Mississauga, Ontario L4W 5S1, Canada</i>	Canada	Manufacturing	100
Kellogg Australia Holdings Pty Limited <i>41-51 Wentworth Avenue, Pagewood, NSW 2035, Australia</i>	Australia	Holding Co	100
Kellogg (Aust) Pty Limited <i>41-51 Wentworth Avenue, Pagewood, NSW 2035, Australia</i>	Australia	Sales	100
Kellogg (Superannuation) Pty Limited <i>41-51 Wentworth Avenue, Pagewood, NSW 2035, Australia</i>	Australia	Pension fund	100
Pringles Australia Pty Limited <i>41-51 Wentworth Avenue, Pagewood, NSW 2035, Australia</i>	Australia	Dormant	100
The Healthy Snack People Pty Limited <i>41-51 Wentworth Avenue, Pagewood, NSW 2035, Australia</i>	Australia	Dormant	100
Specialty Cereals Pty Limited <i>41-51 Wentworth Avenue, Pagewood, NSW 2035, Australia</i>	Australia	Dormant	100
Kashi Company Pty Limited <i>41-51 Wentworth Avenue, Pagewood, NSW 2035, Australia</i>	Australia	Dormant	100
Kellogg Lux VI S.ar.l. <i>560 A rue de Neudorf, L-2220, Luxembourg</i>	Luxembourg	Holding Co	100
Kellogg Europe Services Limited <i>Suite 3, One Earlsfort Centre, Lower Hatch Street, Dublin 2</i>	Ireland	Financing	100
Kellogg Rus LLC <i>Vitruka street 4, Voronezh, Russia, 394033</i>	Russia	Sales	100

GOLLEK UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS

YEAR ENDED 30 DECEMBER 2017

6. INVESTMENTS (continued)

Company name	Country of incorporation	Nature of Business	% of shares held
Pringles Japan GK <i>Shinagawa Grand Central Tower, 16-4, Konan 2-chome, Minato-ku, Tokyo</i>	Japan	Holding co	100
Kellogg Japan GK <i>Shinagawa Grand Central Tower, 16-4, Konan 2-chome, Minato-ku, Tokyo</i>	Japan	Sales	100
Mass Foods <i>Plot No.43/43, 3rd Industrial Zone 6th of October City, 12451, Giza, Egypt</i>	Egypt	Sales	100
Mass Foods International SAE <i>Plot No.43/43, 3rd Industrial Zone 6th of October City, 12451, Giza, Egypt</i>	Egypt	Sales	100
Mass Trade and Trade Distribution SAE <i>Plot No.43/43, 3rd Industrial Zone 6th of October City, 12451, Giza, Egypt</i>	Egypt	Sales	100
Pringles (Shanghai) Food Co Limited <i>Room 333, Part 4, Building 1, No. 2001, Yanggao Road North, China (Shanghai) Pilot Free Trade Zone</i>	China	Dormant	100
Wimble Manufacturing BVBA <i>Eggestraat, 1 2800, Mechelen, Belgium</i>	Belgium	Manufacturing	100
Wimble Services BVBA <i>Eggestraat, 1 2800, Mechelen, Belgium</i>	Belgium	Engineering	100
Pringles Hong Kong Limited <i>6/F, Shui on Ctr, 6-8 Harbour Road, Wanchai, Hong Kong</i>	Hong Kong	Dormant	100
Kellogg Qingdao Food Limited <i>Room 701, building B, No1.Digital science center, No 63, Haier Road, Qingdao, China</i>	China	Dormant	100
Prime Bond Holdings Limited <i>195 Archiepiskopos Makariou III Avenue, Neocleous House, 3030, Limassol, Cyprus</i>	Cyprus	Holding Co	100
Yihai Kerry Kellogg Foods (Shanghai) Co Limited <i>Room 31, floor 4, No 39 Jia tai Road, Waigaoqiao Free trade zone, Shanghai, China</i>	China	Sales	50
Wilmar Kellogg (Singapore) Pte. Limited <i>Room 31, floor 4, No 39 Jia tai Road, Waigaoqiao Free trade zone, Shanghai, China</i>	Singapore	Sales	50
Kellogg Company East Africa Limited <i>Williamson House, 4th Ngong Avenue, P.O. Box 40111 - 00100 Nairobi, Kenya</i>	Kenya	Dormant	100
Parati S.A <i>Rua Tiradentes, 475, Sao Lourenco Do Oeste, Santa Catarina, Brazil 09990-00, Brazil</i>	Brazil	Manufacturing	100

7. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	30 December 2017 \$000	31 December 2016 \$000
Amounts owed to group undertakings	429,276	411,865
	<u>429,276</u>	<u>411,865</u>

Amounts owed to group undertakings in 2016 and 2017 includes loans payable of \$410,000,000 repayable 22 November 2031 (2016: \$410,000,000). The interest rate on the loan is 4.2% per annum. The loan is not repayable in instalments.

GOLLEK UK LIMITED
NOTES TO THE FINANCIAL STATEMENTS
YEAR ENDED 30 DECEMBER 2017

8. CALLED UP SHARE CAPITAL

Allotted and fully paid:

	30 December 2017		31 December 2016	
	Number	\$	Number	\$
Ordinary shares of \$1 each	2	2	2	2
A Ordinary shares of \$1 each	2	2	2	2

There has been no new shares issued in the year.

9. RESERVES

	Capital reserve	Share Premium account	Profit and loss account
	\$000	\$000	\$000
Balance brought forward	168,000	3,810,961	(51,324)
Loss for the financial year	-	-	(16,873)
At 30 December 2017	168,000	3,810,961	(68,197)

10. RECONCILIATION OF MOVEMENTS IN EQUITY

	Year ended 30 December 2017 \$000	Year ended 31 December 2016 \$000
Loss for the financial year	(16,873)	(1,771)
Capital contribution	-	168,000
Net (decrease)/ increase to equity	(16,873)	166,229
Opening equity	3,927,637	3,761,408
Closing equity	3,910,764	3,927,637

11. PARENT UNDERTAKING AND CONTROLLING PARTY

The Company's immediate parent undertaking is Kellogg Group Limited (registered in England and Wales). The ultimate parent Company and controlling party is Kellogg Company, which is incorporated in the United States of America and is the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of the financial statements of Kellogg Company can be obtained from One Kellogg Square, P.O. Box 3599, Battle Creek, Michigan, USA.