



**CARBERY**  
Annual Report

enriching  
**lives**  
together

**2023**





### **About this report**

Welcome to our Annual Report, which provides a summary of our environmental, social and economic activities and performance in 2023. As we grow and develop our business, we know there are a wide range of stakeholders who are interested in Carbery and our performance. This report gives a summary of our performance across financial and non-financial measures and covers key achievements and performance data, as well as the challenges and opportunities we have faced over the last 12 months. It is a chance to reflect on our impact and guide our future decisions.

## Performance Overview

PAGE 7



PURPOSE & MISSION	4
ABOUT CARBERY	5
THE VALUE WE CREATE	6
PERFORMANCE OVERVIEW	7
CHAIRMAN'S STATEMENT	8
2023 HIGHLIGHTS	12
FINANCIAL REPORT	13
CEO YEAR IN REVIEW	14
BUSINESS REVIEW - DAIRY	18

## Chairman's Statement

PAGE 8



BUSINESS REVIEW - NUTRITION	22
BUSINESS REVIEW - TASTE	25
OUR DIGITAL JOURNEY	29
OUR PEOPLE JOURNEY	30
OUR SUSTAINABILITY JOURNEY - ENVIRONMENT	33
OUR SUSTAINABILITY JOURNEY - COMMUNITIES	38
OUR SUSTAINABILITY JOURNEY - SUPPLY CHAIN	40
REPORT OF THE COMMITTEE	48
SOCIETY INFORMATION	54

## Sustainability Review

PAGE 33



COMMITTEE RESPONSIBILITIES STATEMENT	55
INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF CARBERY CREAMERIES LIMITED AND SUBSIDIARIES	56
CONSOLIDATED INCOME STATEMENT	58
CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME	59
CONSOLIDATED STATEMENT OF FINANCIAL POSITION	60
CONSOLIDATED STATEMENT OF CHANGES IN EQUITY	61
CONSOLIDATED CASH FLOW STATEMENT	62
NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS	65



Our Purpose

Enriching  
lives, together

Our Mission

Dedicated

to building a better future for people  
and planet through the creation of  
healthier, tastier and sustainable foods.



**12 GLOBAL FACILITIES** **1,180 FARMER SHAREHOLDERS** **983 GLOBAL EMPLOYEES**

## OUR BUSINESS

Three specialist businesses sharing a common ambition — to enrich lives.



We have been making high quality, award-winning cheese for more than 50 years, using premium milk from grass-fed cows on the family farms of our farmer shareholders in West Cork.



We develop, produce and market innovative nutritional ingredients for the clinical nutrition markets.



We create high-impact flavours, extracts and essences that inspire and enhance taste.

## CREATING VALUE

We have built a business model designed to deliver the best returns possible to our farmer shareholders.

In our Dairy business, we make premium cheese, positioned to deliver a good return from global markets. We can move between making cheddar and mozzarella, to respond to dairy market variations.

Our high quality ingredients and whey proteins support people's nutritional needs through life, from infants, through healthy living and ageing.

Our Taste Division has a wide portfolio of products developed and produced in several global locations, to better serve a global customer base.

**“Our goal in all our business decisions is to deliver the maximum value possible to our farmer shareholders.”**



## GROUP ENVIRONMENTAL HIGHLIGHTS



### Carbon Emissions

**-5.93%**

since 2020

This is our total Scope 1 and 2 emissions reduction since 2020. The reduction is against increased global production volumes.



### Water Use

**-4.91%**

since 2020

This is due to an ambitious program of water reduction across the Group.



### Waste to Landfill

**-46.2%**

since 2020

We remain committed to achieving zero waste to landfill.

## MILK VOLUMES

**584m Litres Processed**

(-2% on 2022 levels)

## FINANCIALS

### REVENUE

**€616.1m**

(-12% on 2022)

### EBITDA

**€46.4m**

(-11% on 2022)

### EBITA

**€25.5m**

(-22% on 2022)

“ **There was an excellent uptake of our FutureProof sustainability bonus scheme for 2023, the first full year.** ”

2023  
in review





2023 was another successful year in Carbery's journey. The business performed strongly in what was another challenging year for markets. Dairy commodity prices fell sharply in 2023 leading to reduced revenues. Our sustainability ambition, which is crucial to secure our future, continued throughout this year.

### Our Farmer Suppliers

I wish to thank our farmer suppliers for the hard work they put in during the year supplying us again with the highest quality milk. Prices fell sharply during the year from the highs of the previous year before finally showing some gains at year's end. Input prices remained stubbornly high and were slow to come down during the year. A wet spring and autumn made grazing conditions difficult and also led to increased meal usage. These factors combined put a massive pressure on farm margins.

In response to these challenges, Carbery used all available means during the year to pay the maximum possible milk price each month to farmers. Our stability fund was crucial in supporting farmers during this difficult year and I'm delighted that we were able to once again say that we paid a leading milk price for 2023.

We support our farmers in more ways than financially. We had our fourth farmer welfare conference in January 2023. As we faced into what proved to be a year with many challenges, the advice from our speakers, including guidance on mental health and operating a more efficient farm was very appropriate. We also had a very well attended quality milk farm walk on the Milk Quality and Sustainability Award winning farm of Ian and Marie Kingston. The Kingstons shared with the crowd their successful farming methods and first class hygiene routines.

### Sustainability

There was an excellent uptake of our FutureProof scheme for 2023, the first full year. Farmers representing 90% of our milk supply signed up for the scheme and this payment also helped farmers in what was a most difficult year. We offered a one cent per litre payment to all suppliers who agreed to adopt the four measures for the FutureProof scheme - milk recording, using protected urea, making genetic improvements to herds and agreeing to an ASSAP assessment. The measures are also making tangible improvements in water quality and reducing carbon emissions. This scheme has been invaluable for us to defend our industry. The FutureProof scheme has allowed us to demonstrate the willingness of our suppliers to play their part in the environmental challenge that we face.

Farm Zero C in Shinagh continues to go from strength to strength as it attempts to become the world's first climate neutral dairy farm. By embracing new technologies such as clover/multi species swards, low emissions slurry spreading and protected urea to name but a few, the farm has reduced emissions by 27% while maintaining output and profitability. The farm set itself a target of 10% for natural and semi-natural habitats by 2027 and I'm glad to report that target has already been exceeded. The Farm Zero C project continues to be a beacon for farmers showing how we can farm and protect the environment and in turn it allows us to show policy makers the excellence that can be achieved by our grass-fed model which is the best in the world.



Sampling flavours with the team in Thailand.



Representing Carbery at the National Dairy Awards and presenting the Farm Manager of the Year category.

## Global business

Our three businesses Taste, Nutrition and Dairy performed solidly as we continue to grow by responding to our customers' needs around the world. I was delighted to be able to travel to Thailand for the celebration of ten years of manufacturing in the country. This business was built from the ground up and has grown to be a great success. I also had the opportunity to be present in Singapore for the opening of our new office and innovation centre. This fine facility will allow Carbery to expand our business in this region which has massive opportunities. The board of Carbery travelled to the UK to see how this very successful business continues to deliver for shareholders. I was delighted to take the board of Lisavaired Co-op to visit our new savoury facilities in Chicago and see how the facility is taking shape.

When I travel with Carbery to see our facilities around the world it always fills me with pride to see the Carbery sign being displayed on our facilities. To think that these

successful flavour facilities are doing business with the biggest companies in the world and they are owned by the farmers of West Cork. This is something for us to be truly proud of and we have an amazing team working hard for us in Carbery and they have been a huge part of this success.

## Board

We had some changes to the board this year. Our new Chief Financial Officer and Company Secretary Liam Hughes took up his duties in July. Liam was assisted in his transition into his new role by retired CFO Colm Leen, for which we thank him. We also marked the retirement of Lisavaired Co-op CEO Pat Moriarty after more than 16 years on the board. We wish Pat all the best in his retirement and welcome his successor Martin Dineen.



Welcoming the Asia Matters conference to Carbery.

## Appreciation

It has been a huge honour for me to serve four years on the Board of Carbery and spend the last three years as Chairman of the board. I have always been proud to be a dairy farmer and have always done my best to represent my fellow farmers at the boardroom table. I have enjoyed working with the team in Carbery and have made many friends around the world.

Carbery has always been about trying to do things better. We are proving that you don't need to be the biggest company to compete at the highest level. I'm proud of how we always try to do more for our shareholders by paying

a leading milk price but also trying to support them through the environmental challenges. I'm proud of the outstanding team of almost 1,000 people that we have in Carbery. I'm proud of how we try to do more for the environment and our communities plus so much more.

Le gach dea ghúí,

Cormac O'Keeffe, Cathaoirleach

Supporting the Clonakilty Street Carnival, one of our sponsorships this year.



With Seán Deasy, our 2023 Milk Quality and Sustainability Award winner.



## EXPANDING OUR GLOBAL PRESENCE

OFFICIAL OPENING OF THE

# CARBERY GROUP ASIA

Business and Innovation Centre in Singapore



## CELEBRATING OUR HISTORY

# 140 YEARS

of Synergy Italy



## 10<sup>th</sup> ANNIVERSARY

of the Synergy Flavours manufacturing site in Thailand



## 25 YEARS

of Synergy UK



## DELIVERING ON SUSTAINABILITY



MAINTAINING

# ORIGIN GREEN

Gold Membership



## ACKNOWLEDGED FOR EXCELLENCE



## WINNING IRISH EXPORTER

of the year



## INTERNATIONAL CHEESE AWARDS

Securing a record array of honours at the International Cheese Awards 2023

SIGNING UP FOR



## SCIENCE BASED TARGETS

DRIVING AMBITIOUS CORPORATE CLIMATE ACTION

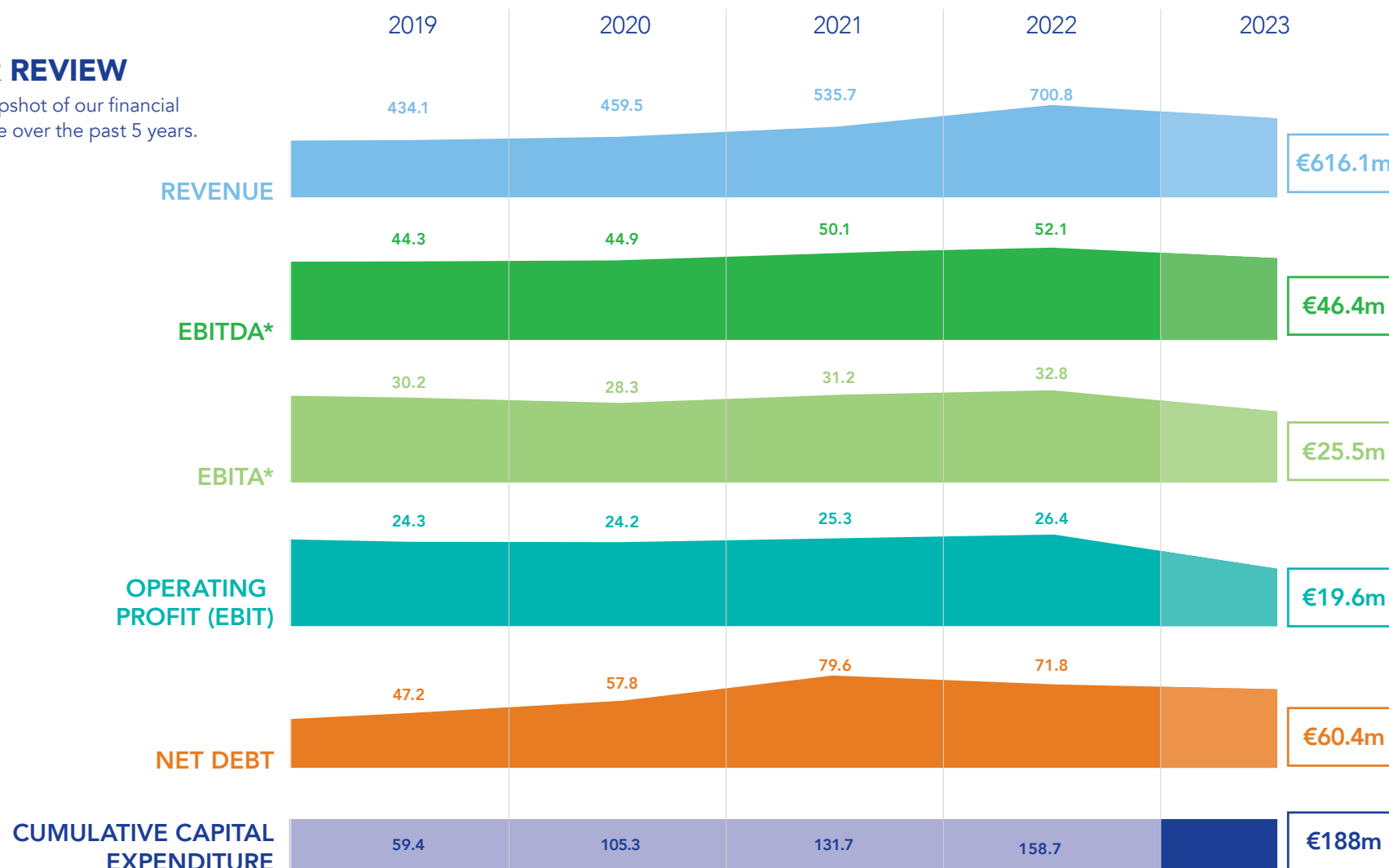
FUTUREPROOF

# 90%

of milk supplied to Carbery coming from shareholders who have signed up to FutureProof

## 5 YEAR REVIEW

This is a snapshot of our financial performance over the past 5 years.



\* BEFORE EXCEPTIONAL ITEMS

All figures are in €millions

# CEO year in review



“ *The strength of our diversified business and our balance sheet allowed us to support our shareholders while also taking the decision to continue to invest in the business and deliver on our sustainability ambitions.* ”

**WE SAT DOWN WITH CHIEF EXECUTIVE JASON HAWKINS TO GET HIS THOUGHTS ON BUSINESS PERFORMANCE IN 2023, KEY HIGHLIGHTS OF THE YEAR AND PRIORITIES FOR 2024.**

### **What is your view on how the business performed this year?**

Our performance this year across the three divisions of our business was steady which is a testament to the resilient nature of our business model and to the decisions we have made. However, we must acknowledge the impact that unpredictable dairy market performance had on our dairy business in particular.

Group turnover decreased by 12% to €616.1m (2022: €700.8m), while on a constant currency basis turnover decreased by 11% year-on-year.

Group EBITDA (earnings before interest, tax, depreciation (net of grants), amortisation of goodwill and other intangibles and exceptional items) decreased by 11% to €46.4m (2022: €52.1m). On a constant currency basis EBITDA decreased by 9%.

Group EBITA (operating profit before interest, tax, amortisation of goodwill and other intangibles and exceptional items) decreased to €25.5m (2022: €32.8m) reflecting a year-on-year decrease of 22%. On a constant currency basis EBITA decreased by 20%.

In a dairy market exposed to commodity fluctuations, our business will always be impacted by variations in market performance. This is why in our business planning, we prioritise developing and selling products that create added value, we maintain flexibility in our plant in Ballineen to maximise the returns we can get from the products we make, and we continue to invest in our Taste business which delivers good returns and is not impacted by dairy market variances.

Our nutritional ingredients business had another impressive performance across all our target segments of infant formula, sports nutrition, and clinical nutrition and we continued our pursuit of high value-added opportunities within the global nutritional market.

The strength of our diversified business and our balance sheet allowed us to support our shareholders while also taking the decision to continue to invest in the business and deliver on our sustainability ambitions. Even while managing market volatility, we take decisions for the long-term future. I am very proud that, in a challenging year, we managed to maintain our position as leaders in milk price.

### Can you talk about market performance this year and how that impacted milk price?

We saw a challenging year for dairy markets, with volatility throughout most of the year. The inflationary pressures on consumers in the first half of 2023, against a backdrop of high dairy supply at the end of 2022, saw dairy prices fall significantly and recovery was slow.

This had an impact on returns for our cheese business in particular and an obvious pressure on milk price paid out to our farmer shareholders. While prices declined overall in 2023, it was still the second highest milk price that we have paid out in Carbery's history.

### How did Carbery support farmers in 2023, including the Stability Fund?

Our board had made the decision in 2022 to set aside €10m for the Stability Fund, and we were one of the few Co-ops to have this to draw on this year when markets were slow to recover. As well as this, we were able to offer farmer suppliers who had signed up to our FutureProof bonus an additional 1c per litre on all milk supplied in 2023.

We continued our wider programme of support for our farmer suppliers, including through great progress on Farm Zero C (see page 43), our farmer welfare event and supporting joint programmes and education sessions. These include with Teagasc (through our Monitor Farmers programme), the four West Cork Co-ops and the Carbery Greener Dairy Farmers programme. This year we also embarked on a pilot project, initiated by four of our farmers shareholders, to introduce a programme of visits reconnecting school children across West Cork with farms. This programme is intended to create pathways into farming as a career for young people.

### What are your views on how FutureProof performed and the impact it has had?

We are very pleased with the uptake of our FutureProof programme and the potential positive impact this will have on emissions and efficiencies on farms in West Cork. Over 90% of our milk pool is provided by shareholders who have signed up for FutureProof, and committed to implementing the measures under the programme, which include a water quality assessment (ASSAP), switching to using protected urea, milk recording four times a year, and improving EBI. One of the aims of FutureProof was that the impact would

Opening refurbished facilities with the team in Italy.



be measurable, and we are currently in the process of working with the life cycle analyst from Farm Zero C to calculate what the impact of FutureProof 2023 has been on climate outcomes. I can share that Carbery has now completed over 950 first time ASSAP assessments, and 70 follow-up visits.

Our FutureProof bonus and Farm Zero C are a testament to the commitment that we all have in relation to sustainability. These initiatives allow us to tell the positive story of dairy farming in West Cork and we should be very proud of the impact that we are making.

### **How did the business perform internationally and what are the plans to grow those businesses?**

Our nutrition and cheese teams continued to develop existing and new customers and geographies in 2023. The demand for our grass-fed portfolio of cheese and mozzarella products continues to be strong. Our specialised whey protein solutions are sold across 30 countries globally, with a particular focus on Infant and Clinical nutrition markets.

Our Taste Division had a very strong performance in 2023, with all regions delivering high single digit to double digit EBITA growth in 2023. In Europe, strong performance was driven by growth in the nutrition and beverage categories. Our team in Asia continued to strengthen relationships with strategic customers and business relationships with distribution partners in key markets. Our Brazilian team delivered another strong performance, continuing from a strong year in 2022. Our business in the US delivered further growth in 2023, despite some market challenges.

The integration of the savoury flavour portfolio fully into the business in the US continued, with the consolidation of teams and facilities. Our new savoury innovation centre in Wauconda was fully up and running and open to customers.

Across the world, we were able to celebrate some significant milestones in the Taste Division, with our UK team marking 25 years in business, our Thailand team marking 10 years since the opening of manufacturing facilities there, and our Italian team celebrating an incredible 140 years in business. It is a great reminder of the strong heritage and history across all parts of our global business, linking us together in our commitment to our communities.

Our most significant activity in the international business this year was the opening of the Carbery Group Asia Business and Innovation Centre in Singapore. Our intention with this expansion is to fully take advantage of the established and available business ecosystems to enable growth across the wider region.

### **What are the overall priorities and plans for the business in terms of growth, strategy and investment?**

At the end of 2023 we completed our new business strategy that focuses on the near-term three year business plans while also considering the 10 year business horizon.

The ambition of the new three year business plan is to grow our year-on-year earnings while also reducing total emissions. Our aim is to continue to grow responsibly, respecting our planet, supporting our shareholders and providing a great environment for our people.

In developing this strategy, we have focused on excellence in everything we do, enabling us to be the partner of choice for our customers today, and long into the future.

We will focus on improved business execution – partnering with our customers to achieve growth through our more efficient processes and through better collaboration. We are in a time of great pace of change, and Carbery must be prepared for nimble and constant adaptation. The objective of the 10 Year Horizon view is to identify and review key trends that could impact and shape the future of the business over the next decade and help to create a roadmap to inform our future investments and portfolio advancement.

In implementing this strategy, we need to have a great team in place, with everyone aligned on where we are going. With this in mind, a continued focus on developing our people, enabling them to do their best work, and attracting a pipeline of new talent, will continue to be key priorities for myself and my colleagues in the leadership team.

Aligned to this, is our journey to become digital leaders. We want to use the best of technology and data to power our insights and guide our decisions. We continue to invest in new digital platforms and in our capabilities across the global business to ensure that we are embracing the best technology to suit our needs, and supporting our people to take advantage of this.

***“Our board had made the decision in 2022 to set aside €10m for the Stability Fund, and we were one of the few Co-ops to have this to draw on this year when markets were slow to recover.”***



**“ In developing this strategy, we have focused on excellence in everything we do, so that we continue to be the partner of choice for our customers over the coming years and long into the future. ”**

Our strategy covers emerging trends and developments in the food sector and beyond, driving a strong focus on food technology and innovation to support our customers in both the short and the long term. Collaborating with customers and other industry partners is essential for our future success.

We have signed up to Science Based Targets this year, with the aim of reducing our Scope 1 and 2 emissions by 4.2% year on year, and our Scope 3 (mostly farm) emissions by approximately 3% annually. These are ambitious targets, but our hard work over many years of promoting sustainability in our production facilities and in supporting our farmers and developing knowledge and understanding of the power of sustainability for them, will help us on this journey. This is also combined with our commitment to trial and utilise the most cutting edge technological and research developments to accelerate this process, both on our sites and via Farm Zero C and other avenues.

Jason Hawkins, CEO



Celebrating 10 years with the team in Thailand.



Presenting Ballineen employee Kate Crowley with her award for 40 years service with Carbery.

# Dairy

## Business Review



The performance of our Dairy business was impacted by the volatility of dairy markets throughout 2023 driven by subdued consumer spending due to cost-of-living concerns, high dairy supply from 2022, geopolitical tensions and supply chain disruptions.

This saw high input costs, primarily driven by milk, when cheddar was made in the first half of the year, with lower market pricing when this cheddar was sold in the second half of the year. However, our facilities and business model allow us to produce for both the cheddar and mozzarella markets, which provides some degree of protection, with an ability to produce products that are providing best returns in the market. Cheddar and mozzarella markets move somewhat independently of each other, with cheddar market returns being primarily influenced by retail trends and mozzarella primarily by food service. Mozzarella is a short-keeping cheese and responds more quickly to changes in the market than cheddar. We use this flexibility to respond to market volatility by adjusting our product mix while always ensuring key target markets and customers are served. Over the past number of years, we have focused on building our presence in strategic geographies, that offer the best returns for our basket of products. Carbery continues to prioritise its efforts on growth in key markets, and on the value added portfolio of products that fuel growth and deliver the best returns.

## DAIRY MARKETS IN 2023

High volatility throughout most of the year was the dominant theme for dairy markets. Pressures on the cost of living in the first half of 2023, against a backdrop of high dairy supply at the end of 2022, saw dairy prices fall significantly and recovery was not evident until close to the end of 2023.

Globally, inflation caused consumers to alter their shopping behaviours. The impact of Brexit on the UK economy and the cost of living was impacting consumer behaviour, with retail brands declining and consumers opting for private labels. Additionally, China's buying remained subdued which resulted in higher supply levels for other markets. Towards the end of 2023, however, supply levels eased and the market came into better balance with pricing stabilising.



“ We launched a website landing page specifically for Japan to provide bespoke information to our Japanese customers. ”



### ACTIVITY IN 2023

In 2023 we produced over 62,000 MT of cheese. We have continued to engage closely with our customers around the world to strengthen relationships despite volatility and challenges in the marketplace.

We have continued to develop our mozzarella customer base across key strategic markets and have established a leading position in the Irish market following successful product launches with leading retailers in 2023.

We have hosted customers and visitors from all over the world at our production plant in Ballineen, Co. Cork, demonstrating our operational excellence combined with our innovation and culinary expertise.



## DUBLINER

We launched an exciting Ireland-based marketing campaign for Dubliner in 2023, conducting extensive consumer research. This research found that consumers recognised Dubliner as a high quality, Irish product. Dubliner, like all Carbery cheese, is made with milk from grass fed cows and surprisingly, the research showed that many consumers were unaware of this. The campaign focused on educating the consumer on the attributes of Dubliner including our grass-fed cows and distinctive taste. The message was brought to life through nationwide radio adverts, outdoor advertising, print media and social media as well as on-pack messaging. As a result, the Dubliner cheese brand has hit its highest ever recorded market share at 14.2% value share (Nielsen, July 2023), strengthening the 'Distinctively Dubliner' brand even further.



## CARBERY CRACKER

In August, we had a very exciting launch of the Limited Edition Range for Carbery Cracker. Our Fajita Spiced Cheddar has been available in two major retailers and has gained excellent momentum, particularly over the Christmas period. This product will be available until early 2024, when a new flavour will be introduced into the range.



## CREATING A TEAM OF DAIRY AMBASSADORS

We conducted cheese application training sessions with teams across Ballineen. The purpose of this is to provide all members of our team with an awareness of where the products they make everyday go, and how they are used. All functions across the site have participated in these tastings and they have been well received. We will continue to expand this into the future for new starters and new teams.

MARKET TRENDS



# Sustainability

what consumers want

Sustainability continues to be a key motivator of purchase decisions by consumers in relation to all food, including dairy. Consumers are more educated about where their food comes from and this is leading to a rise in sustainability certifications on retail packs, especially in Europe.

**How we respond**

We have a commitment to operating sustainably across our whole supply chain and to driving change and innovation in the space. We do this by incentivising sustainable farming with our sustainability bonus, FutureProof. We also highlight and share knowledge regularly with farmers on best practice, including through our flagship research project Farm Zero C.

Carbery's cheese carries the Verified Grass Fed and Origin Green standards by Bord Bia, which are a key element to communicating Carbery and Ireland's sustainability and natural credentials globally.

In June, we welcomed a delegation from Bord Bia under the European Dairy from Ireland Campaign to Farm Zero C. Journalists from Japan, Thailand, Vietnam and Malaysia were in attendance to hear about our pioneering sustainability approach.



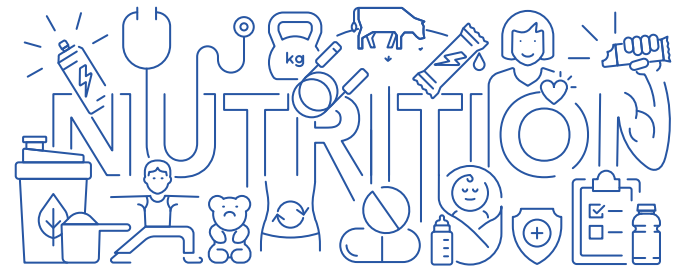
# Award Winning Cheese

Carbery had an outstanding performance at the world-renowned International Cheese Awards in 2023 bringing home five trophies and 14 medals. The International Cheese Awards is the world's biggest platform to champion world class producers of cheese and dairy products attracting over 5,500 entries every year.

<b>Mild Cheddar</b>	 
<b>Mature Cheddar</b>	   
<b>Extra Mature Cheddar</b>	    
<b>Vintage Cheddar</b>	   
<b>Smoked Cheese</b>	
<b>Lactose Free Cheese</b>	 
<b>Dubliner</b>	

# Nutrition

## Business Review



In 2023, we continued our pursuit of high-value opportunities within the global nutritional market. Carbery's nutritional ingredients business had a good performance across all our target segments of clinical nutrition, sports nutrition, and infant formula.

With a wide portfolio of products under the Optipep® brand, Carbery is a well-established and respected supplier of hydrolysed proteins. In Ballineen, we use proprietary technology to modify whey proteins with enzymes to create ingredients which aid rapid protein absorption in specific nutritional applications. Carbery's nutritional ingredients are supplied to customers in over 30 geographical markets across Asia, the Americas, Europe, and the Middle East.

## ACTIVITY IN 2023



### Clinical Nutrition

Clinical nutrition centres on the prevention, diagnosis, and management of nutritional changes in patients linked to chronic diseases and conditions. There is a growth in demand for clinical nutrition products due to an ageing global population and an increase in chronic and lifestyle-related diseases such as inflammatory bowel disease and diabetes. In addition, the healthcare infrastructure in developed countries has become more sophisticated and the consumption of these clinical nutrition products has increased in hospitals, convalescent homes and other settings.

Carbery is uniquely positioned to meet that growth in demand, with our Optipep® hydrolysed whey protein showing positive nutritional benefits for those with specific needs, such as protein malnutrition, critical care, gastrointestinal disorders and other issues. When patients are recovering from operations or are having problems with eating or digestion, it is necessary to provide the correct nutritional balance with a formulated product incorporating the exact amounts of proteins, fats, sugars and vitamins. Our Optipep® products are easily absorbed, and meet this need. As such, there is a high growth opportunity to support patients in hospitals, convalescent homes and other settings, driven by an ageing population.



### Sports Nutrition

Carbery supplies whey protein concentrates, whey protein isolates, hydrolysed whey proteins and flavours to sports nutrition customers around the world.

Growth in the sports nutrition market is centred around the wider interest in and consumption of sports nutrition products. Products that had been mostly consumed by athletes and fitness enthusiasts, are now being trialled by a wider range of consumers interested in nutrition, performance and aesthetics. This is combined with a market increasingly defined by a healthy 'active' lifestyle, and where ongoing health advancements mean that more of the population can undertake exercise. Our innovation in products has also been driven by key growth trends such as convenience (bars and drinks), adventurous flavour offerings and female focused protein products. Furthermore, market dynamics such as smaller pack sizes, retail proliferation and the growth of online retail continue to ensure sports and active nutrition products are more accessible than ever.



### Infant Formula

Infant formula is a key category for Carbery and we supply both Optipep® hydrolysed protein and whey proteins for infant formula applications. We supply some of the world's leading infant formula companies based in the US, Asia and Europe. Each year, Carbery's whey ingredients are incorporated into approx. 200 million cans of infant formula worldwide.

The overall infant formula market is valued at about US\$50 billion or circa 2.3 million tonnes. China remains the top infant formula market, despite falling birth rates. Our Optipep® hydrolysed whey protein is a key ingredient for 'comfort formula'. These formulations are designed for the dietary management of babies with conditions such as colic and constipation. Carbery is working closely with our research partners and customers to develop the next generation of whey proteins for infant nutrition.

# Marketing nutrition globally

## Nutrition Team at ESPEN in France

Building on the success of the previous two years, Carbery displayed its Optipep® range of hydrolysed whey protein ingredients at the European Society for Clinical Nutrition and Metabolism (ESPEN) Congress which took place in Lyon, France, in September 2023. The ESPEN Congress provides a good opportunity to interact with dietitians, physicians, pharmacists, scientists, and all those involved in the field of nutrition and metabolism. During this annual event, Carbery strengthened and enhanced relationships with clinical nutrition companies, while also gaining further insight into the needs of the clinical industry, a growing focus for Carbery's whey protein hydrolysates.

## Carbery at Vitafoods Europe 2023

Vitafoods Europe is a conference aimed at the nutraceutical industry. The largest show in its 26-year history provided Carbery with the opportunity to engage with 18,854 nutraceutical professionals from 162 countries. Colleagues from Carbery's Nutrition and Taste teams shared an impressive booth at the event.

We highlighted our protein in a hot beverage concept, in both melted butterscotch and dark cookie crumble flavour. Our customers also sampled Optipep4Power® in a ready to mix format, in cold brew and berry burst flavours. Optipep4Power® is our clinically proven hydrolysed whey protein ingredient which has shown to maximise performance in High Intensity Interval Training (HIIT) exercises.

For the Taste team the focus of their flavour applications has been energy drinks and meal solutions.

The nutrition commercial team attended relevant tradeshows throughout the year, including ESPEN, Vitafoods Europe and Food Ingredients Europe.





# Taste

## Business Review



Our Taste business had a very strong performance in 2023, with all regions delivering high single digit to double digit EBITA growth.

In Europe, strong performance was driven by growth in the nutrition and beverage categories. Our team in Asia continued to strengthen relationships with strategic customers and business relationships with distribution partners in key markets. Our Brazilian team continue to deliver a great performance, continuing from a strong year in 2022. Notwithstanding some market challenges in the US, we saw significant year-on-year growth and further enhanced our strategic partnerships.

## Investing in our business

### ASIA

In Singapore, we marked the official opening of the new Carbery Group Asia Business and Innovation Centre. Our expansion to this location will provide a launchpad to fully take advantage of the established and available ecosystems to enable growth across the wider region. This in turn will allow Carbery Group to foster stronger collaboration with industry partners, start-ups, universities and research institutes, and with strategic key customers. We continued to invest in people and talent to support this ambition.



The official opening of the Business and Innovation Centre in Singapore was carried out by Her Excellency Sarah McGrath, Irish Ambassador to Singapore, with Gordon Eng, Carbery Head of Business Development and Strategy in Asia. Carbery Chairman Cormac O’Keeffe, CEO Jason Hawkins and Mr. Ciarán Gallagher and Mr. Patrick Lim from Bord Bia were also in attendance.

### AMERICAS

The integration of the savoury flavours business acquired in 2021 nears the final stages of completion as we combine premises and expand and modernize spray drying, dry blending, liquid reactions and pan drying.

In early 2023 the team fully moved into the newly constructed Savoury R&D Building in Wauconda. We celebrated the official grand opening of this innovation centre during the all-employee picnic where employees and their families toured the facilities and hosted the official ribbon cutting.



New capital investments for Ohio and Brazil are also planned. Globally, we continue to roll out upgrades to existing digital systems and invest in new ones as we focus on operational excellence and creating the best foundation and systems to support our customers.

### EUROPE

In Europe, the team were focused in 2023 on embedding operational excellence across the region. Teams and priorities were focused on better supporting customer needs and market opportunities, and this work has begun to deliver in terms of improved business results.

In the market, and responding to customer trends, some key focus areas for the European team in 2023 included the launch of a whiskey flavour range, and a renewed focus on our yeast lactic range.

The team also launched hop essences which have been developed by combining the Italian team’s heritage in the extraction of natural ingredients with the expertise of colleagues in the US.

Our team in Italy achieved BRC success again. With their A grade achieved in 2022, the team received a renewal of BRC with an AA grade in 2023.





Long-serving Italian employee Giorgio Ferluga plants a tree to commemorate 140 years of our Italian company.



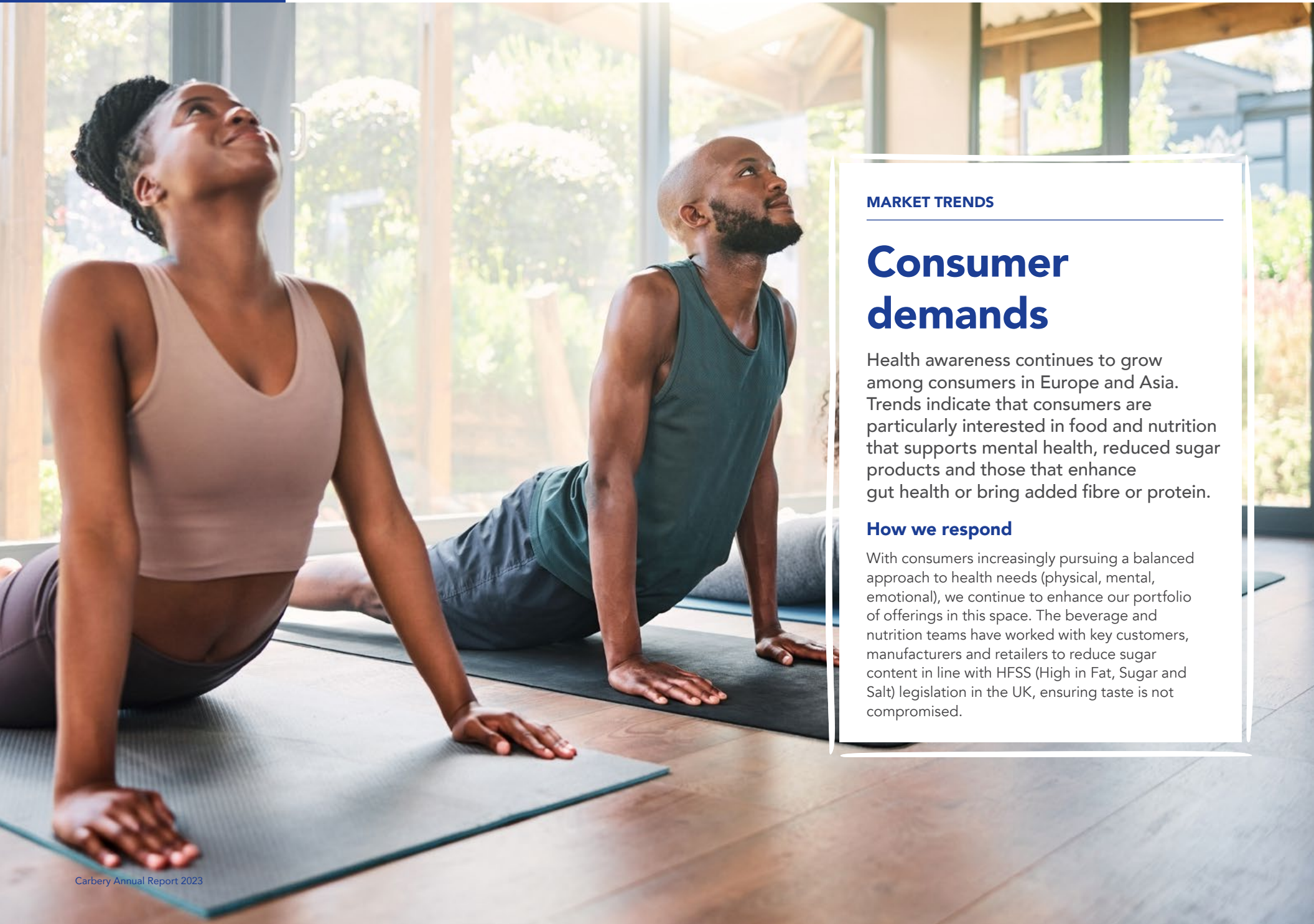
In **Thailand** we celebrated 10 years since the opening of our manufacturing facilities.



In the **UK**, we celebrated 25 years of the business.



In **Italy**, we celebrated 140 years since the beginning of the Italian company, which was started by the Janousek family in 1883.



**MARKET TRENDS**

## Consumer demands

Health awareness continues to grow among consumers in Europe and Asia. Trends indicate that consumers are particularly interested in food and nutrition that supports mental health, reduced sugar products and those that enhance gut health or bring added fibre or protein.

### How we respond

With consumers increasingly pursuing a balanced approach to health needs (physical, mental, emotional), we continue to enhance our portfolio of offerings in this space. The beverage and nutrition teams have worked with key customers, manufacturers and retailers to reduce sugar content in line with HFSS (High in Fat, Sugar and Salt) legislation in the UK, ensuring taste is not compromised.

# OUR DIGITAL JOURNEY

In an ever-evolving digital landscape, Carbery is at the forefront of harnessing technology to revolutionise our industry. This year marked a pivotal shift in our approach. In 2023 we emerged from a significant period of focusing on building a solid digital foundation and we can now shift our focus to recognising the potential for digital to enhance our operations, improve product offerings, and elevate the customer experience.

As part of our three-year strategy developed in 2023 we now have a number of key focus areas for digital.

## 1. Digital Factory

We are implementing Industry 4.0 technologies, integrating IoT (Internet of Things) and AI (Artificial Intelligence) into our manufacturing processes and back-office operations. This advancement enables real-time monitoring and analytics, ensuring superior product consistency and allowing us to predict and prevent potential disruptions.

## 2. Supply Chain Optimisation

Leveraging the standardised supply chain platforms implemented over the previous years, we are transforming our supply chain into a transparent and efficient ecosystem. This initiative not only streamlines our operations and our processes but also ensures the traceability and safety of our products throughout the manufacturing process.

## 3. Data-Driven Decision Making

By harnessing the power of big data, we can make more informed decisions. This approach aids in understanding market trends, consumer preferences, and operational efficiencies, positioning us to rapidly adapt to the dynamic needs of the market. In late 2023 we started building our own internal team focusing on data enablement across all aspects of our business and expect this to accelerate significantly in 2024.

## 4. Enhanced Customer Engagement

Recognising the importance of digital platforms in today's consumer landscape, we have upgraded our online presence, from interactive websites to social media engagement and mobile applications. As part of our new digital strategy, customer excellence is a key pillar and throughout 2023 we identified several digital platforms that will allow us to increase our ability to provide world class customer service across the globe.

## 5. Digital Literacy Development

As part of our strategy work in 2023, we recognise the need to equip our employees with the skills and knowledge to thrive in a digital environment. That is why we began a pilot program in 2023 on data literacy and we will expand this further in 2024. We are investing in various training programmes and learning resources to enhance the digital literacy of our workforce. From basic computer skills to data analytics and AI applications, we aim to foster a culture of continuous learning and innovation across all levels of our organisation. We believe that by empowering our people with digital capabilities, we can unleash their full potential and achieve our strategic goals.

**As we move forward, our commitment to digital excellence remains steadfast. In the upcoming year, our focus will be on further integrating AI and machine learning, to not only predict consumer trends but also to innovate in product development. We will continue to push the boundaries of technology and ensure our ambitions of being a digital leader in our industry are realised.**

**At Carbery, we believe that these digital advancements are not just about staying current, they are about shaping the future of food manufacturing. Our journey towards digital transformation is ongoing, and we are excited to lead the charge in creating a smarter, more sustainable, and consumer-centric food industry.**

# OUR PEOPLE

We are a diverse and growing workforce of almost 1,000 people across eight countries globally. As we continue to grow, we want to ensure that Carbery continues to be a place where people are supported to grow and feel that they can do their best work. In 2023 we focused our attention on preparing for our future by deepening our connections, experimenting with new ways of connecting, and understanding how we define success.



Some of our US team completing the final session of their 'Crucial Conversations' training, where we provided our teams with the skills to deliver and receive constructive feedback.

## Moving Forward as One

We believe that our strength is when we work together as one global team. In the past year, we have worked hard to align our global workforce with our collective organisational purpose and mission. We have defined our target culture as one that is collaborative, innovative, community focused and accountable. We have conducted a culture assessment to measure the gap between our current and desired culture and identified key actions to close it. We have also launched a series of initiatives to foster a sense of belonging and shared vision among our employees.



Some of our Ballineen team enjoy connecting at our monthly all-site informal catch-up.



Some of our Brazilian team discussing our new purpose, mission and company culture.



Our Brazil team (above) and our Thai team (below) connecting with each other in new ways.

Colleagues from the US and Italy sharing production expertise and experience.



### Investing in new ways of communicating

We have experimented with new ways of communicating with our teams. We have adopted digital tools and platforms to enhance our internal communications. We have trialled new ways of communicating in different forms to ensure that our tools spark dialogue, new ideas and a sense of inclusion.



Colleagues from the US and Thailand sharing information and learning opportunities.



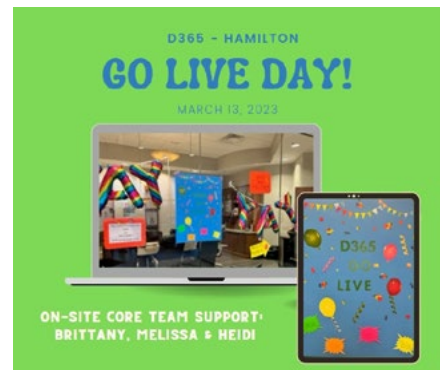
An employee family picnic day in Wauconda, marking the official opening of the Savoury Innovation Centre.

### Driving collaboration

We have upgraded many of our facilities to create a more modern and flexible work environment for our employees. We have renovated a number of our spaces to provide more natural light, ergonomic furniture, and collaborative spaces. We have also implemented a hybrid work philosophy that allows our employees to work remotely or from the office depending on their preferences and needs, whilst creating spaces that enable coming together. Many of our hot-desking options encourage networking and meeting new people.

### Cultivating Leadership Excellence

In anticipation of the challenges and opportunities that lie ahead, we have undertaken a thorough analysis of what constitutes success for our Leaders. Drawing upon the latest findings in neuroscience, we have crafted a new leader success profile. This profile serves as a roadmap, equipped with insights and strategies tailored to empower our leaders to thrive and excel in their roles.



### Innovating on employee experience

We have invested in upgrading our human resource information system (HRIS) to improve the efficiency and effectiveness of our people processes. Our new HRIS enables us to streamline our recruitment, performance management, learning and development, and payroll functions. It also provides us with better data and analytics to support our decision making and planning. Our new HRIS is user-friendly, secure, and accessible from any device.



The Indonesian team complete a training session.



Chief People Officer Sarah Abbott presenting a long service award.



All of the long service award winners in Ballineen, representing a total of 740 years service.



# Our Environment



Members of the Ballineen Green Team give out plants to employees for Biodiversity week.

“ We have a responsibility as a member of our local communities globally, as a food producer and as a business leader to take our role as guardians of our environment seriously. Just as our farmers view themselves to be custodians of the land they farm for future generations, we recognise that our overall impact on our planet must be a positive one. ”

– Jason Hawkins



The US team on a collaboration with the Ohio Department of Natural Resources to litter pick and remove invasive honeysuckle species from a nature preserve.

## OUR APPROACH

The Carbery ethos, since our foundation more than 50 years ago, has been focused on circularity. Founded by farmers to ensure a viable future for their local area, we have continued to live that approach even as we expand what we produce and where we produce it.

Across our global company, we strive to produce and deliver food responsibly, in a way that supports our farmer shareholders, respects our role in the food system, and puts our people, our customers and the planet at the centre of all we do.

With a focus for many years on reducing our Scope 1 and 2 emissions across the Group, we have now set an ambition to reduce Scope 3 emissions, with a particular emphasis on supporting our farmers to farm sustainably. We are a proud Origin Green member and were delighted to attain 'Gold' status again in 2023.

In 2023 we committed to the Science Based Targets Initiative, which ensures ambitious decarbonisation targets across the group.



Some of our US team on one of their regular local litter picking initiatives.

### Group Environmental Highlights 2023



**-5.27%**  
Carbon Emissions

This is our reduction in 2022 Scope 1 and 2 emissions - those attributed to operations and fuel use.

These figures detail the change between 2022 and 2023.



**-1%**  
Water Use

Continuing an ambitious program of water reduction across the Group.



**+0.51%**  
Waste to Landfill

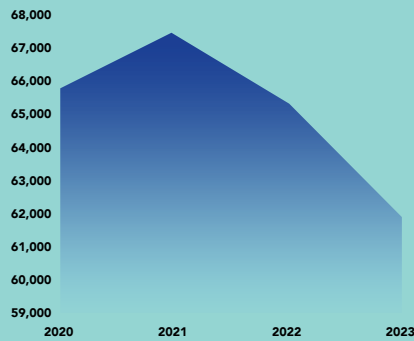
We remain committed to achieving zero waste to landfill.

# GLOBAL ENVIRONMENTAL INDICATORS



## Evolution of Carbon Footprint across Carbery Group

■ MT of CO<sub>2</sub> equiv

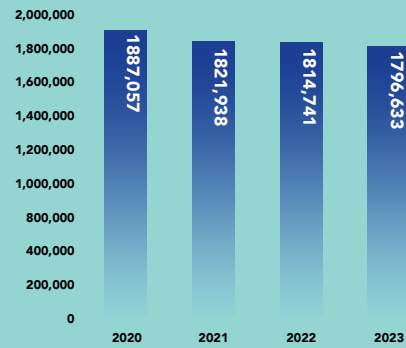


The Group continues to reduce Scope 1 and Scope 2 emissions, with a fall of 5.27% for 2023. The rise in 2021 emissions was due to the acquisition of Innova Flavours.



## Evolution of water conservation across Carbery Group

■ Water Sum (M<sup>3</sup>)

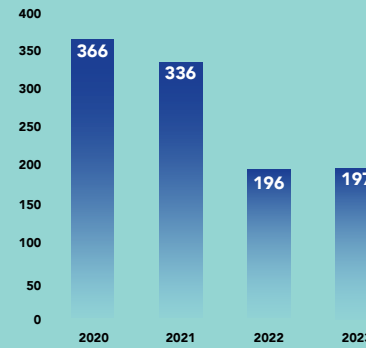


Water consumption across the group has reduced by 4.91% since 2020, which is a considerable achievement alongside a production increase of 11.6% in the same timeframe.



## Evolution of Waste to Landfill across Carbery Group

■ Waste tonnes to landfill

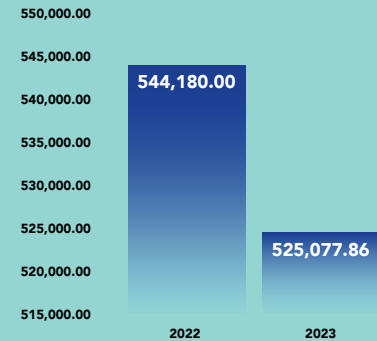


Despite an increase of 1 tonne of waste to landfill in 2023, Carbery remains well on track to achieving its zero waste to landfill ambition.



## Reduction in Scope 3 emissions (farm only)\*

■ Tonnes of CO<sub>2</sub> equiv



There has been a 3.51% drop in Scope 3 emissions from our farmer suppliers in 2023, compared to 2022 levels. This is largely attributable to the major uptake in protected urea as part of FutureProof.

\*Data collated from SDAS report and Carbery milk intake information.

## Environmental Objectives

As part of compliance with ISO 14001 and in line with our Origin Green Plan, the following environmental objectives have been agreed for the site for 2022-2026.

<b>Raw Material Supplier Initiative:</b> Key suppliers to have an environmental/sustainability certification by 2026.	<b>Product Packaging:</b> Reduce plastic packaging across our product range 4% a year (20% by 2026).
<b>Energy:</b> Reduce energy consumption 2% a year (10% by 2026).	<b>Emissions:</b> Reduce onsite emissions 3% a year (15% by 2026).
<b>Waste:</b> Reduce general waste generated onsite 3% a year (15% by 2026).	<b>Water:</b> Reduce water consumption onsite 1.5% a year (7.5% by 2026).

**For further info, contact the Environmental Team.**





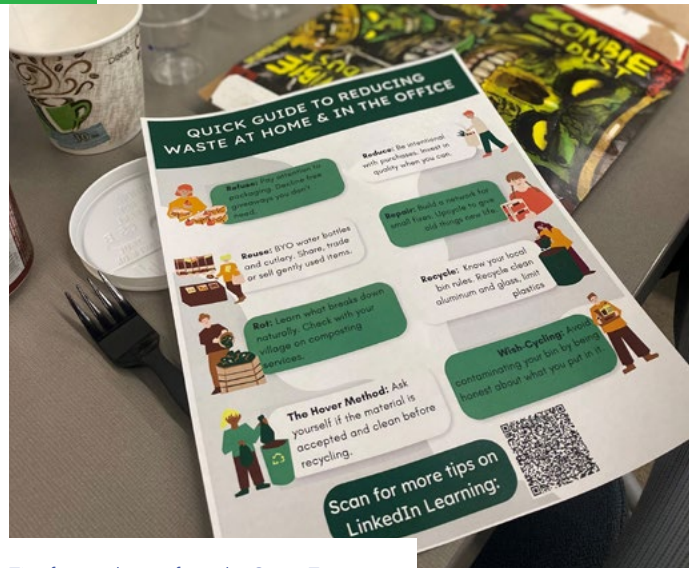
Our environmental commitments for ISO5001 for Ballineen.

Since our foundation more than 50 years ago, Carbery has focused on circularity, reusing resources and minimising any waste – it is the central model of our HQ in Ballineen, and we are a proud part of the bioeconomy.

In tandem with reducing Scope 1 and 2 emissions for production, we are now making major efforts to reduce Scope 3 emissions across the Group, especially at farm level.

### Sustainability Linked Finance

As part of Carbery’s bank refinancing, completed in 2022, we were proud to take an industry leading position in signing up to Sustainability Linked Loan principles by agreeing ambitious Sustainability Performance Targets (SPTs) through 2022 to 2026 for water consumption, waste to landfill and Scope 1,2 and 3 related sustainability indicators. We are on track to meet all those targets. This demonstrates our absolute commitment to measurable progress on our



Tips for employees from the Green Team on reducing their waste at work and at home.

climate targets, as failure to meet them has financial repercussions for us.

### Science Based Targets

Science Based Targets are greenhouse gas emissions reduction targets that are in line with the Paris Agreement – to limit global warming to below 2°C above pre-industrial levels and pursue efforts to limit global warming to 1.5°C.

In Q3 2023, Carbery Group officially signed-up to the Science Based Target Initiative. By signing-up, we have committed to the pathway of reducing our carbon emissions in-line with the Paris Agreement goals. Using 2020 as a baseline, Carbery have committed to reducing Scope 1 and 2 Emissions by 4.2% annually, while reducing Scope 3 by approximately 3%. Carbery Group will be submitting our targets for official validation over the coming year.



A new oxidiser was installed in our UK plant in 2023 to remove nuisance odour from the spray drying process. The improved capacity exceeds current industry standards, allowing growth while ensuring we remain good neighbours.

### CSRD Directive

The Corporate Sustainability Reporting Directive (CSRD) is new legislation introduced by the European Union that requires all large companies and listed SMEs to publish regular reports on their environmental and social impact activities. The CSRD is part of the European Green Deal and aims to improve the availability and reliability of sustainability information, fostering a culture of transparency around companies’ impact on people and the environment.

Carbery Group conducted a double-materiality assessment (DMA) to understand and prioritise sustainability topics which are fundamental to the business and its stakeholders. The aim of the DMA was to assess the significance of impacts Carbery Group has on the environments and societies in which it is based, along with the financial implications of such impacts. The outcome of the DMA determined which ESRS Standards and Environment, Social and Governance topics Carbery will be required to report upon from FY 25.

## BUILDING A SUSTAINABILITY CULTURE ACROSS THE GROUP

*The Wauconda site replaced annual usage of over 200 rolls of shrink wrap with a biodegradable version that has no negative impacts on our existing recycling programs.*

### Compostable tasting cups

The Wauconda sensory team converted to all compostable tasting cups after a period of evaluation of plastic use in the laboratory. The analysis was so successful that the sensory team is helping other groups in Wauconda convert to the new compostable cups in their laboratories.

### Biodegradable shrink wrap

At the start of 2023 Wauconda converted from traditional plastic wrapping to biodegradable stretch film for all outbound shipments. The site replaced annual usage of over 200 rolls of shrink wrap with a biodegradable version that has no negative impacts on our existing recycling programs, is cost effective, and breaks down in five years under optimal conditions.

### Purpose-driven action

A group of employees in Europe has been focusing on the long term sustainability of the business in line with our Group Purpose 'Enriching lives, together'. In terms of environmental initiatives, the team is working on daily waste reduction and separation by type, reduction/recovery of energy and water from production process, reduction of plastic consumption and anaerobic digestion of solid food waste from production.

### Electronics recycling

In 2023 Synergy Wauconda began a partnership with POSRG, an electronics recycling company. The partnership allows the US team to recycle all site electronics securely and efficiently, including those employees bring from home. Our first collection helped employees properly recycle 60 pounds of old cell phones, batteries, and computer equipment.

### Sustainable packaging project

This project, underway since 2022, has the goal of incorporating more sustainable packing solutions into our cheese value chain.

The project is testing more sustainable materials for cardboard, tertiary plastic packaging and cheese plastic pouches and film.

The project is being part-funded by Enterprise Ireland and is being overseen by a steering committee with representation across key business functions. Having identified some suitable replacement materials, we are currently testing their suitability.

### Learning from the best

Jill Cooper, US environmental attorney, spoke with our global company to mark Earth Day. Jill has 30 years' experience working on sustainability and Environmental, Social, and Governance (ESG) topics. She covered the history of Earth Day and spoke on how she thinks business can maximise their contribution to sustainability.

### Green team activities

The Green Team in Ballineen has continued to play a crucial role in promoting sustainability across the site, creating a positive sustainability culture within Carbery.

During National Biodiversity Week, the Green Team increased environmental awareness with a talk by ecologist Claire Deasy for employees. Additionally, a biodiversity photo competition was organised, and bee-friendly plants were distributed to all employees, fostering a commitment to biodiversity conservation within the workplace.

The Green Team also visited an Irish mill, which is being restored by a Carbery team member. The visit covered the history of the mill, its operations and the restoration project.



Employee pollinator seed giveaway in the US.

# OUR COMMUNITIES

We seek to contribute to and positively impact the communities where we operate. In all of our locations, we aim to be a good neighbour and a positive contributor, supporting educational and community groups including charities, schools and agricultural organisations via financial donations, with time and skills and with our products.



Carbery participants completing the annual Skibbieren Charity Adventure Race.

## Strategic partnerships

Carbery continued to support certain key charity partners with the intention of having maximum impact. Our relationship with FoodCloud continues. They collect and donate surplus food to charities with the aim of reducing food waste by feeding vulnerable people. We also continued our sponsorship of the Skibbieren Charity Adventure Race.

In 2023 our US team launched a Charitable Giving Committee with a goal of expanding our ability to reach those most in need near our facilities and within our communities.

The Charitable Giving Committee is responsible for aligning organisational values with community organisations who will best benefit from our ability to donate time and resources to making an impact in surrounding neighbourhoods.

In 2023 teams proudly supported the Boys and Girls Club of Chicago and Lake County, Port Ministries Bread Truck in Chicago, Ohio Department of Natural Resources, Wauconda Island Lake Food Pantry, and Toys for Tots.

The US team also saw their 11<sup>th</sup> and 12<sup>th</sup> schools open in Madagascar as part of their joint programme with the Madagascar Development Fund.

The US HR team coordinating a charitable giving program in Wauconda.





The Carbery commercial team participating in a beach cleanup initiative in West Cork.

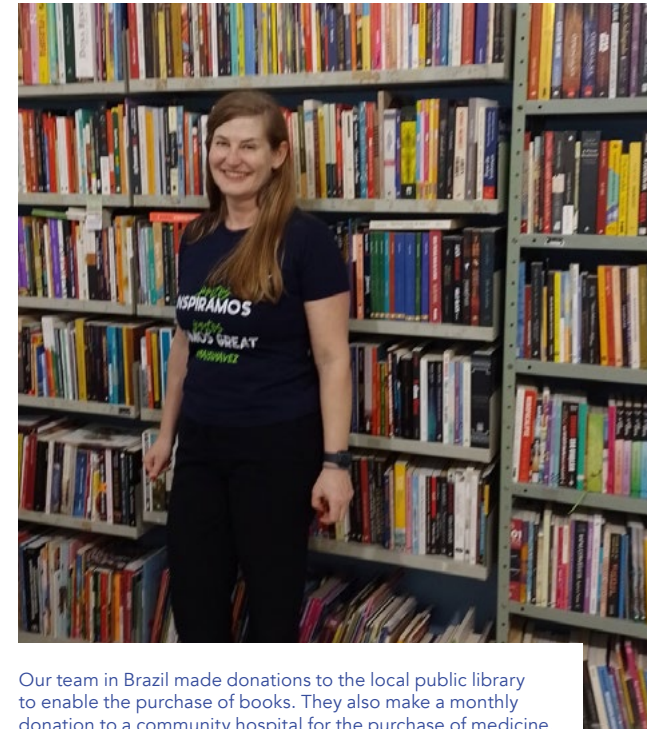
### Donating the gift of time and effort

We have a volunteer policy in place which enables employees to allocate a day of leave to volunteer for charitable causes. Globally this year teams gave time to litter picking on local roadways and beaches, partnering with local community events, renovating, gift and food drives and other donations of time and skill.

## Supporting local communities



Our Italian team's donation of presents for local children in their area.



Our team in Brazil made donations to the local public library to enable the purchase of books. They also make a monthly donation to a community hospital for the purchase of medicine.



Litter-picking underway by our Italian team in their local neighbourhood.



Our team in the UK donating time collecting for OneCan foodbank and to renovating classrooms in a local school as part of Grow Together.



## SUPPLY CHAIN

We are focused on building vibrant, sustainable, diverse supply chains. As a food company, safety, quality and food security is at the core of everything we do. In our dairy supply chain, we are focused on supporting our farmer suppliers so that they can continue to farm sustainably. In our flavours business, we look at how we can ensure an ethical supply chain for the broad range of products we source.

### DAIRY SUPPLY CHAIN

Paying a leading milk price is particularly important to Carbery but is also only part of how we support our farmer shareholders. Take a look at some of the case studies below that show the support provided on promoting milk quality, supporting welfare, upskilling and educating, and incentivising sustainable practices.





## SUPPORTING EDUCATION AND CONNECTION

### Engaging the Next Generation of farmers

In 2023, Carbery proudly supported local farmers in a pioneering pilot initiative. This program aimed to bridge the gap between agriculture and education by hosting both primary and secondary school visits to their farms. The tours were a remarkable success, fostering a high level of engagement and interaction. The farm tours are designed to educate the next generation about the journey of food, emphasizing the importance of sustainable farming practices. Students gained firsthand experience and understanding of the daily operations on the farms, from grassland management to animal care.

By fostering this connection, Carbery strives to contribute to a more informed and appreciative community that values the importance of sustainable and locally sourced food production and the role of farmers.



## SUPPORTING NEW TECHNOLOGIES

### Carbon Farming and biodiversity initiative

Working with the Carbery Greener Dairy Farmers, we are embarking on a Carbon Farming Pilot. This ambitious program seeks to unlock the value derived from carbon sequestration at the farm level, contributing to both environmental sustainability and the prosperity of our farming community.

Working with Farm Eye, Carbery conducted in-depth soil carbon measurements to understand and enhance the carbon sequestration potential of certain farms. In tandem with the Farm Zero C project, Carbery will assess their biodiversity levels. By correlating these findings, we aim to derive a comprehensive carbon value figure, providing valuable insights into the symbiotic relationship between carbon sequestration and biodiversity.

## PROMOTING BETTER ENVIRONMENTAL AND ANIMAL HEALTH OUTCOMES

### Animal Health and Welfare

In 2023, Carbery continued its support for animal health and welfare through active involvement in Animal Health Ireland (AHI). We participated in the national Johne's Control Programme to eradicate Johne's disease. Our collaboration with AHI extended to coordinating in the national CellCheck program, emphasizing quality milk production and reducing antibiotic use. We also in partnership with AHI and Teagasc, organized dry cow preparation workshops and calf care events.

### Carbery trees

In 2023, Carbery proudly launched the fourth phase of the Carbery Trees initiative, underscoring our ongoing commitment to environmental sustainability and bringing the total number of trees planted under the scheme to 160,000. Every farmer supplier and employee received 20 native trees. Tidy Towns groups also received several trees, recognising our commitment to a greener and healthier community.



## ASSAP

The Agricultural Sustainability Support and Advisory Programme (ASSAP) is a collaborative initiative between government and industry. It was put in place to support the implementation of best agricultural practice at farm level and to help address agricultural pressures on water quality. The importance of ASSAP is underpinned by its incorporation as a mandatory measure in the recently launched Carbery FutureProof Sustainability Bonus. Over 75% of Carbery suppliers have had at least one ASSAP Assessment completed.



The panel of Lorcan Allen, Fiona Colgan, Dr Mary Flynn, Henry Walsh and Chairperson Cormac O'Keeffe at the 2023 Farmer Welfare Conference.

## SUPPORTING FARMER WELFARE Farmer welfare conference

In January, Carbery hosted a Farmer Welfare Conference at the Celtic Ross Hotel, drawing over 200 individuals. The conference featured Dr Mary Flynn, a renowned dietician, delivered a compelling presentation emphasizing the significance of healthy eating and the pivotal role of dairy in promoting nutritious diets. Fiona Colgan, representing Mental Health Ireland, addressed the audience on the pressures faced by farmers and strategies to overcome these challenges. Henry Walsh, a respected dairy farmer and columnist with the Farming Independent, shared practical insights on lean farming processes. His engaging presentation explored ways to streamline operations, advocating for a shortened working day and a healthier work-life balance within the farming community.



## FLAVOUR SUPPLY CHAIN Supplier questionnaires in the US

The Sustainability and Regulatory teams partnered in the US to create and launch a supplier sustainability questionnaire aimed at gathering important supply chain information about our partners. The optional survey helps Synergy understand where our supplier partners are on their sustainability journey and allows us to align our initiatives to those most important to our stakeholders. By understanding where we align with our suppliers, we can better curate a responsible supply chain for our customers.

## SMETA audits and accreditations

In May the Wauconda team completed the 4-pillar SMETA (Sedex Members Ethical Trade Audit). This audit helps us evaluate our labour standards, health and safety practices, environmental performance, and business ethics. As a member of Sedex, conducting SMETA on site helps us strengthen our commitments to a sustainable future.



# Farm Zero C

## farming for a sustainable future

“From a baseline of 0.86 kgCO<sub>2</sub>/kgFPCM in 2018, the carbon footprint of Shinagh at the end of 2023 sits at 0.63 kgCO<sub>2</sub>/kgFPCM, a reduction of 27%.”

The Farm Zero C project was established in 2021 with the goal of creating a replicable, economically viable, climate neutral dairy farm. Predominantly based in Shinagh Estates Dairy Farm, the project takes a holistic approach, simultaneously focusing on greenhouse gases (GHG) reduction and ways of improving biodiversity, air, and water quality.

### PUBLIC SUPPORT AND ADVOCACY

Farm Zero C is a project of wide interest to the agriculture industry, government, funding bodies, Carbery customers and other partners.

In 2023, the team welcomed 47 visitor groups to Farm Zero C, including farmers, industry, students, policy makers, politicians, and customers of Carbery. Of particular interest were visits by the Agriculture Oireachtas Committee, the EU policy working group on water quality and climate change and the AIB leadership team.

The project team also shared insights and learnings with diverse audiences at local, national, and international events. Highlights included the Farm Zero C Webinar, DAFM Climate Change Conference, National Ploughing Championships, AIB sustainability events and the Teagasc Signpost Series.

The project team has engaged with farmers in small and large groups to ensure solutions developed at Shinagh are practical and feasible for implementation on other farms.

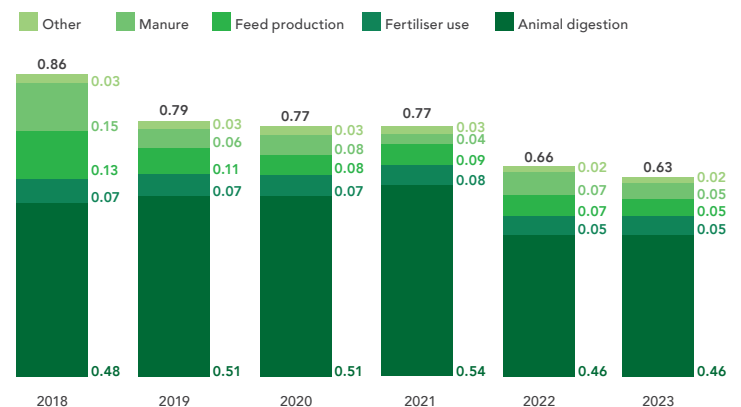


The Farm Zero C team collect an award for the project at the Asia Matters Business Awards 2023.



Pupils from the local national school tour Farm Zero C at Shinagh.

### CARBON EMISSIONS REDUCTIONS CONTINUE



## RESEARCH UPDATE

In 2023, the FZC team saw significant progress made across all work streams.

## FARM PERFORMANCE

Shinagh farm had a busy year in 2023, milking 243 cows over a total of 102 hectares. The herd is in the top 2% EBI (economic breeding index) in the country, producing 452 MS kg/cow.

### METHANE (CH<sub>4</sub>)



57% of GHG Emissions

#### Methane Reducing Feed Additive Trials

Enteric fermentation in a cow's rumen produces methane which remains the largest contributor to the farm's carbon footprint. As a result, finding a methane reducing feed additive that works in a grazing system is of utmost importance. A range of options are being trialled in Shinagh and at Moore Park in partnership with Teagasc, with promising results.

#### Slurry Additive

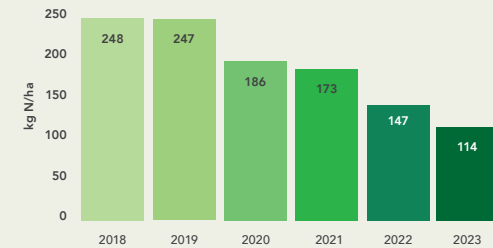
The emission of methane from stored slurry constitutes around 7% of the typical carbon footprint associated with an average dairy farm. In collaboration with Glaspport Bio, the FZC team have been working towards enhancing the effectiveness of their slurry amendment product, a solution that has demonstrated significant reductions in both methane (75%) and ammonia emissions from stored slurry.

### NITROUS OXIDE (N<sub>2</sub>O)



39% of GHG Emissions

The use of chemical nitrogen on the farm has reduced from 248 kg/ha in 2018 to 114 kg/ha in 2023, a reduction of 54%. Despite the reduction of chemical N application, the yield for 2023 remained positive. In 2023, 97% of chemical fertiliser spread was in the form of protected urea.



### CARBON DIOXIDE (CO<sub>2</sub>)



4% of GHG Emissions

To lower the overall carbon footprint, there is a focus on less inputs coming through the farm gate, including concentrate. To achieve this 100% of the concentrate fed in Shinagh in 2023 used native Irish ingredients such as barley, oats, wheat and beans.

2023 has been the first full year where the effectiveness of the energy efficient equipment, solar PV, and batteries can be assessed, resulting in a 60% reduction in overall energy usage from the grid. With the announcement of new grants, return on investment on the equipment will be approximately five years.

### SOIL CARBON



Soil carbon sequestration, the process of removing carbon dioxide from the atmosphere and storing it in soil or woody biomass, remains a key strategy for Shinagh to displace their carbon footprint. They have taken extensive soil samples to a depth of 30cm and 60cm on Shinagh and the 10 monitor farms to establish a robust baseline of carbon stocks. They are also measuring atmospheric gas concentrations with an Eddy covariance flux tower, which was installed in early 2023. This data will give a highly accurate reading for sequestration for a section of the farm.

## ENHANCING BIODIVERSITY, AIR AND WATER QUALITY

### AIR & WATER QUALITY



A key objective is to demonstrate best practice and monitor changes within a section of the farm. The team are testing groundwater for nitrate in different sward types to monitor leaching. This data will benefit water quality practices on the farm and help plan best practices for the future.

### BIODIVERSITY



At the start of the Farm Zero C project, the project set out to have 10% area for biodiversity at Shinagh. They achieved that goal this year, increasing from 7.5% biodiverse area in 2020 to 10.14% in 2023. There is now a range of habitats on the farm, which was monitored with a biodiversity survey in June, counting 93 plant species, 41 pollinator species and 38 different bird species, including species of conservation concern such as swift and snipe.

## FUNDING AND PARTNERS

Farm Zero C has received €3 million funding from the Department of Agriculture, Food, and the Marine (DAFM) to support capital expenditure for an Integrated Anaerobic Digestion and Grass Biorefinery Demonstration initiative. The project is a first demonstration of a pilot integrated biorefinery and AD unit in Ireland, supporting development of new business models and farmer diversification into the circular bioeconomy. The unit will be small scale and operated for R&D purposes.



AIB, Ireland's leading financial services provider, has become the exclusive financial institution partner of the project. AIB will provide financial support towards the research, promotion, and public advocacy of the work underway at Shinagh.

## Farm Zero C on screen

The FZC team released several videos in 2023. You can catch up on all the latest developments here: [carbery.com/farmzeroc](https://carbery.com/farmzeroc)



WATCH OUR FARM ZERO C WEBINAR



## CARBERY MILK QUALITY & SUSTAINABILITY AWARDS

### PROMOTING MILK QUALITY

Seán Deasy, farming in Ahafore, Timoleague, is the current overall winner of the 2023 Carbery Milk Quality and Sustainability Awards. A member of Barryroe Co-op, Seán is milking 80 cows and farming 80 acres with his family — wife Fiona and their daughters Gemma, 16 and Mia, 13.



The Deasy family celebrate with extended family members and the team at Barryroe Co-op including Chairman Peter Fleming and CEO Peadar Murphy.



Seán achieved 509kg of milk solids per cow in 2022 and he credits the quality he achieves to consistency. He has been milk recording for more than 30 years and uses an app to spot any problems early. He is an early adopter of new approaches and technology, and this has led to many changes, including reseeding with clover and reducing his fertiliser application by half in the last 10 years.

Seán has been an active participant in many farmer discussion groups over the years, and credits much of his knowledge to his early exposure to the contacts and ideas within these groups.

# Congratulations to all our finalists and overall winners



# Report Of The Committee

For The Year Ended  
31 December 2023

## PRINCIPAL ACTIVITIES

Carbery Creameries Limited and Subsidiaries (“the Group”) is a leader in the development, manufacture and supply of cheeses, dairy and nutritional ingredients and flavours. Innovation is central to each of our strategic business platforms where we are continuing to develop our next generation of nutritional ingredients, natural cheese and flavour solutions for a growing global customer base.

The Group operates across many global geographies with facilities comprising research and development, manufacturing and commercial capabilities in Ireland, the UK, mainland Europe, the USA, South America, China and Southeast Asia.

The Group continues to grow both organically and acquisitively from its European, Asian and Americas’ based businesses. During 2023, Carbery continued to expand its global reach with the establishment of a Business and Innovation Centre in Singapore, further enhancing its ability to service customers in the Asia region.

## REVIEW OF THE BUSINESS

### Results and dividends

Group turnover decreased by 12% in 2023 to €616.1m (2022: €700.8m).

On a constant currency basis turnover decreased by 11%. Group EBITA (operating profit before interest, exceptional costs, amortisation of goodwill and other intangibles, share of profit/losses in joint ventures and tax) decreased by 22% to €25.5m (2022: €32.8m). On a constant currency basis EBITA decreased by 20%. Profit before taxation on ordinary activities (excluding exceptional and once off items) in the financial year amounted to €16.0m compared with a profit of €24.0m in the year ended 31 December 2022.

After recognising a taxation charge of €4.6m (2022: €6.5m) a profit of €11.3m has been transferred to reserves (2022: €17.5m).

Group net debt decreased to €60.4m at 31 December 2023 (2022: €71.8m).

Group debt is presently funded by bank term debt and revolving credit facility borrowings with repayments of between one- and eight-year duration.



## Dividends

Other than dividends of €0.9m paid during the year to “A” shareholders on shares held in wholly owned subsidiary companies, the Committee does not propose to pay a dividend. Free cash flow for the Group increased in 2023 by €2.1m to €11.4m (2022: €9.3m) (non-GAAP).

## Results for the year

Details of the results for the year are set out in the consolidated income statement on page 58 and in the related notes forming part of the financial statements.

## Capital structure

The Group finances its operations principally through cash generation, working capital facilities and bank debt.

In February 2022, the Group completed a refinancing of its primary bank facilities with Allied Irish Banks, Bank of Ireland and Rabobank comprising term debt, revolving credit facilities (RCF's) and ancillary lines of credit. As part of this refinancing, we were proud to take an industry leading position in signing up to Sustainability Linked Loan principles by agreeing ambitious Sustainability Performance Targets (SPT's) through 2022 to 2026 for water consumption, waste to landfill and Scope 1, 2 and 3 related sustainability indicators.

## Share capital

Details of the share capital are shown in note 19 of the financial statements.

The share capital is divided into ‘A’ and ‘B’ ordinary shares, the respective rights of which are detailed in note 19. During the year ended 31 December 2023, 144,681 ‘B’ ordinary shares were issued, 26,353 ‘B’ ordinary shares were converted from processing notes and 130,631 ‘B’ ordinary shares were repurchased by the society under the terms of “The Milk Supply Share Scheme”.

## Milk Supply Share Scheme

The Milk Supply Share Scheme was launched for the milk suppliers of the Group's parent society ‘A’ shareholders during 2012.

The purpose of the milk supply share scheme was to ensure that Carbery was well positioned to efficiently manage the growth in milk supply volumes subsequent to the removal of milk quota limits which occurred on 1 April 2015. In addition, the scheme is designed to enable milk suppliers share in the future growth of Carbery by the provision of an exit mechanism for suppliers retiring from milk supply in the future.

From 1 April 2015, milk suppliers are now obliged to have a minimum shareholding of 16 ‘B’ shares per 1,000 litres of pre-April 2015 permanent milk quota (Existing Milk) and a minimum shareholding of 25 ‘B’ shares per 1,000 litres of extra milk (New Milk).

Following a review of the Scheme in 2016 the Board decided to decouple the entry price for New Milk from the ‘B’ share price with effect from 1 January 2017. As a result, suppliers now have a choice of purchasing 25 Processing Notes or 25 ‘B’ shares per 1,000 litres of New Milk. Alternatively, suppliers may purchase any combination of ‘B’ shares and Processing Notes provided that the combined number amounts to 25 per 1,000 litres of New Milk. Each year there is an annual supply trading window for suppliers to purchase shares in respect of New Milk supplied in the preceding calendar year and a general trading window where suppliers may, if eligible, sell ‘B’ shares in Carbery.

In 2021 the Board of Carbery introduced the Share Redemption Exit Plan (SREP) as part of the Milk Supply Share Scheme. The purpose of the SREP is to enhance the manner in which long term milk suppliers can share in the equity value being created by Carbery. Under the SREP retiring milk suppliers whose milk has been supplied to Carbery for not less than 20 years will receive an enhanced value (equivalent to one bonus B share for each two B shares held) at retirement for each B share held under the Milk Supply Share Scheme should they apply to have their shares redeemed (and subject to their application being approved by the Board).

2023 represented the first year in which shares were issued and redeemed under the SREP scheme.

## OTHER COMMITTEES

The Board has established committees to help it discharge its responsibilities in compliance with appropriate corporate governance standards. Two such committees established by the board are the Audit Committee and the Remuneration Committee.

These committees have specified terms of reference outlining their respective roles and the delegated authority of the board.

### Audit Committee

The Audit Committee is chaired by Mr. Vincent O'Donovan and in 2023 its other members included Mr. Seamus Daly, Mr. Peter Fleming and Mr. Pat Moriarty. All members of the Committee are determined by the Board to be independent non-executive directors. The Audit Committee met five times during the 2023 financial year. Under its terms of reference, the Audit Committee monitors the integrity of the Group's financial statements, the independence of the external auditor, internal audit and risk management functions. The Committee is also responsible for monitoring the effectiveness of the external audit process and making recommendations to the board in relation to the appointment, reappointment and remuneration of the external auditor. As appropriate, the Audit Committee is supported by expert independent professional advice on industry best practice.

### Remuneration Committee

The Remuneration Committee is chaired by Mr. Cormac O'Keeffe and its other members include Mr. Vincent O'Donovan, Mr. Raymond Collins, Mr. Peter Fleming and Mr. Donal McCarthy all of whom are determined by the Board to be independent non-executive directors. In delivering its responsibilities regarding remuneration policy for the Carbery Group, the Remuneration Committee applies robust governance standards to its decisions.

As appropriate, it is supported by expert independent professional advice on industry best practice, including benchmarking and other remuneration matters within its remit. The principal responsibilities of the Remuneration Committee are to establish and maintain a remuneration policy for the Group and to approve the remuneration arrangements for certain senior executives, including the Chief Executive. The Committee is also responsible for the remuneration policy in regard to the Group's international senior executives, including those working with Synergy in global markets.

A key objective of the Group remuneration policy is to attract, retain and incentivise senior executives to grow shareholder value for the long-term benefit of Carbery's shareholders. In this regard, the Committee is responsible for approving the terms of the Synergy Long Term Incentive Plans (LTIP) for certain senior executives responsible for the strategic development and future growth of the Synergy business.

The Committee, at its discretion, is also responsible for making recommendations to the Board in respect of the remuneration and expenses payable to Board members.

The Remuneration Committee met three times during the 2023 financial year.

Attendance at scheduled Board and Committee meetings during the financial year under review was as follows:

Board Member	Board	Audit Committee	Remuneration Committee
Cormac O'Keeffe	12/12		3/3
Vincent O'Donovan	12/12	5/5	3/3
Gerard Brickley	12/12		
Raymond Collins	12/12		3/3
Seamus Daly	12/12	4/5	
Peter Fleming	12/12	5/5	3/3
Pat Moriarty	12/12	5/5	
Peadar Murphy	12/12		
Donal McCarthy	12/12		3/3

## IMPORTANT EVENTS SINCE THE YEAR END

Since the year end, participating shareholders have received the FutureProof bonus payment from Carbery. 90% of the annual milk volume supplied for 2023 qualified for a FutureProof payment.

Dairy commodity markets continue to be finely balanced and the Group continues to monitor markets closely to minimise any financial impact to the Group's operations. No other significant events effecting the group since year end noted.

No other significant events effecting the group since year end noted.

## FUTURE DEVELOPMENTS IN THE BUSINESS

The Group's strategy is to develop its international dairy, nutrition and taste business in developed and developing markets in the years ahead. The Group completed a strategic planning process in 2023 with 2024 representing the first year of the new strategic cycle.

Further to the removal of quotas in April 2015 the Group's Irish based dairy and nutrition business has managed the transition to increased capacity and growth output well. Within the Irish market, recent regulatory and environmental changes have created uncertainty surrounding the outlook of dairy supply volumes. The Group's recent investments provide a degree of insulation from any potential volume reductions, broadens its cheese portfolio and facilitates the pursuit of higher value opportunities in its nutrition business providing future growth opportunities.

Building on another year of impressive performance in 2023, the Group is confident that its taste business,

Synergy, will continue to build on its increasing international presence and benefit from continuing strong growth rates in the years ahead. In addition to driving further organic growth within the existing business and further to the acquisition of Innova in the North American market during 2021, Synergy is committed to continuing its acquisitive growth strategy seeking further suitable acquisitions in its pursuit of growing market share internationally.

As an international food and food ingredients business, the Group will continue to focus and invest in its success enabling platforms of technologies, innovation, research and development and people talent to ensure it is well positioned to outperform market growth rates.

## COMMITTEE AND SECRETARY'S INTERESTS

The committee members are as listed on page 54.

Except for an indirect interest held by certain committee members in the four Co-Op 'A' shareholders and an interest in the 'B' ordinary shares received under the Patronage Loyalty Scheme and purchased under the Milk Supply Share Scheme, the Committee members and the secretary had no interest in the shares of Carbery Creameries Limited or any of its trading subsidiaries at any time during the year.

## RESEARCH AND DEVELOPMENT

Research and development plays a critical role in the success of the Group's activities. The Group continues to develop existing and new technologies and processes, establish centres of excellence in its critical markets and invest in procuring the best people to meet the ever-changing needs of its global customer base.

## CORPORATE RESPONSIBILITY

### Employees

Carbery Group's success is dependent on the commitment, skills and creativity of its employees. Retaining employees and developing their skills is therefore central to the execution of the Group's strategy in the years ahead.

The Group will continue to pursue and ensure excellence in management and staff practices through the continued development and implementation of training and development programmes.

The Group is committed to the principle of equality and diversity and complies with all relevant equality and anti-discrimination legislation.

### Environment

The Group is committed to all social and legal responsibilities in regard to the environment at large and is committed to growing its business in an environmentally responsible and sustainable manner.

This is borne out by the Group's continued programme of investment in facilities, processes and systems that monitor and manage waste emission, energy consumption, materials and packaging conservation. Our Sustainability report which is included provides further details.

### Marketplace

Food quality and safety is of paramount importance to Carbery. The Group continues to invest in people, technologies, processes and facilities to ensure that the highest standards are maintained.

### Communities

Carbery is committed to the local communities in which its facilities operate and encourages its businesses and people to support and participate in community-based initiatives and projects.

## PRINCIPAL RISKS AND UNCERTAINTIES

As a significant manufacturer of cheese and to a lesser extent cream and milk powder, a significant proportion of the Group's revenues are dependent on international dairy markets. Past experiences clearly illustrate the susceptibility of global dairy markets to periods of volatility. Notwithstanding the generally positive broader outlook for global food demand and consumption in the long term, there remains much uncertainty regarding dairy market returns in the medium and long term due to the ever-present susceptibility to market volatility. The Group proactively monitors market returns and systematically reviews carrying balances of dairy inventories for net realisable value.

While the post Brexit situation has been stable, the business continues to monitor and manage any emerging implications closely, taking all necessary measures to minimise any impact on our suppliers and shareholders.

Global economic and geo-political factors continue to influence the dynamics of international markets. The impacts of such factors are varied but can have a consequence in terms of market demand, market access or market returns which in turn has the potential to impact Carbery's business. Carbery continues to broaden its product portfolio as well as endeavouring to develop new markets thereby reducing both product and market specific risk. The Group takes an active role in ensuring its interests are advocated within appropriate industry and governmental forums.

The Group is a major user of energy in the form of steam and electricity. Due to several geopolitical developments in the recent past, increasing uncertainty surrounding the global energy environment has resulted in significant volatility on energy prices. The Group continues to monitor the situation closely

and is taking any appropriate measures available to minimise the financial impact to the Group's operations. Energy price movements will continue to have a material impact on the business' cost base. Where appropriate the Group has fixed price contracts in place in respect of energy purchases from time to time.

Certain parts of the Group's activities have trade related foreign currency exposure most notably in Sterling and US Dollar. Where possible the Group manages these exposures by way of forward hedges. Further and sustained weakening in these currencies would lead to a deterioration in market returns and a possible decline in margins for elements of the Group's dairy and dairy ingredients businesses.

Cyber risk poses an increasingly significant challenge to international business organisations such as Carbery. The risk of malicious acts that seek to damage data, steal data, or disrupt business operations in general are increasingly predominant in today's business environment. Carbery, like many businesses, is endeavouring to ensure it is well positioned to defend its business interests from cyber threats by investing in the requisite resources and technologies to mitigate such risk. The Group has a Chief Information Officer and a Cyber Security Lead in place who actively manage strategies to mitigate any potential cyber risk to the Group's global interests.

The evolving environmental and regulatory landscape has created uncertainty for both the short-term and long-term outlook of dairy supply volumes. The Group has a Director of Sustainability who actively monitors all regulatory changes to assess the potential impact on Group operations. In partnership with the leadership teams across the Group, appropriate activities are in place to ensure compliance with regulatory requirements and to manage any associated risks identified.

Carbery continues to manage any residual supply chain constraints with minimised disruption evident to date for the Group and its customers' needs.

The Group has procedures in place to enable management and directors to continually monitor the performance of all areas of the business. These include the preparation of a detailed annual budget which is used for comparison with monthly management accounts throughout the year. In addition, such procedures include the reporting of key performance indicators such as EBITDA, gross margins, operating margins, free cash flow and return on capital employed (ROCE).

## FINANCIAL INSTRUMENTS

The Group has an active approach to treasury and financial risk management operating a centralised treasury function to manage the financial risks of the Group. Key executives monitor the Group's foreign exchange rate and interest rate risks and ensure that the Group has sufficient credit facilities available. Financial exposures are managed by using appropriate and approved financial instruments.

Principal foreign currency exposures arise on Sterling and US Dollar purchases and receivables. Transaction exposure is managed by netting receivables and payables and then by hedging net flows. Translation exposure is not hedged. The Group minimises statement of financial position translation exposure by matching foreign currency investments with foreign currency borrowings.

The Group's exposure to interest rate risk is typically managed by optimising the mix of fixed and floating rate borrowings.

Group liquidity is presently funded from operating cash generation and term debt that is maturing between one and eight years. The Group is considered a prime borrower and maintains strong relationships with key

debt providers. The Group has performed strongly over recent years on key funding measurements of debt to EBITDA and EBITDA to interest. The Group completed a refinancing of its primary bank facilities with Allied Irish Banks, Bank of Ireland and Rabobank comprising term debt, revolving credit facilities (RCF's) and ancillary lines of credit in early 2022. The Group had already put additional funding in place during 2019 with the European Investment Bank to part fund the investment in our Irish operations.

## POLITICAL CONTRIBUTIONS

The Group made no political donations or incurred any political expenditure during the current year or in the prior year.

## ACCOUNTING RECORDS

The Committee is responsible for ensuring that proper books and accounting records are kept by the Group. To achieve this, the Committee has appointed appropriate personnel to ensure that those requirements are complied with. These books and accounting records are maintained at Dromidiclough, Ballineen, Co. Cork.

## RELEVANT AUDIT INFORMATION

The Committee believe that they have taken all steps necessary to make themselves aware of any relevant audit information and have established that the Group's auditors are aware of that information. In so far as they are aware, there is no relevant audit information of which the Group's auditors are unaware.

On behalf of the Committee:



**Cormac O'Keeffe**  
Chairman  
15th March 2024



**Vincent O'Donovan**  
Vice-Chairman  
15th March 2024

COMMITTEE



**Cormac O'Keeffe<sup>2</sup>**  
(Chairman)



**Vincent O'Donovan<sup>1,2</sup>**  
(Vice-Chairman)



**Gerard Brickley**



**Raymond Collins<sup>2</sup>**



**Seamus Daly<sup>1</sup>**



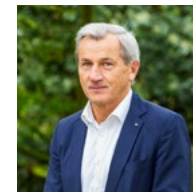
**Peter Fleming<sup>1,2</sup>**



**Donal McCarthy<sup>2</sup>**



**Peadar Murphy**



**Pat Moriarty<sup>1</sup>**  
(Resigned 16 January 2024)



**Jason Hawkins**  
(CEO)



**Liam Hughes**  
(Secretary & CFO)

REGISTERED OFFICE

Dromidiclough,  
Ballineen,  
Co. Cork.

BANKERS

Allied Irish Banks plc,  
10 Molesworth Street,  
Dublin 2

Rabobank Dublin,  
76 Sir John Rogerson's  
Quay,  
Dublin Docklands,  
Dublin 2

Bank of Ireland plc,  
40 Mespil Road,  
Dublin 4

European  
Investment Bank,  
98-100, boulevard Konrad  
Adenauer,  
L-2950 Luxembourg

SOLICITOR

Ronan Daly Jermyn,  
85 South Mall,  
Cork

AUDITOR

KPMG,  
85 South Mall,  
Cork

<sup>1</sup> Audit Committee Member  
<sup>2</sup> Remuneration Committee Member

# Committee responsibilities statement

For The Year Ended  
31 December 2023

The Committee are responsible for preparing the Committee Report and the financial statements in accordance with applicable law and regulations.

The Industrial and Provident Societies Acts 1893 to 2021 requires the committee to prepare financial statements for each financial year. Under that law they have elected to prepare the financial statements in accordance with FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland and applicable law.

The Society's financial statements are required by law to give a true and fair view of the state of affairs of the Society and of its surplus/deficit for that year. In preparing the financial statements, the Committee are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Society's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Society or to cease operations, or have no realistic alternative but to do so.

The Committee are responsible for keeping adequate accounting records which enable them to prepare financial statements of the Society in accordance with the requirements of the Industrial and Provident Societies Act 1893 to 2021. They are responsible for such internal controls as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Society and to prevent and detect fraud and other irregularities. The Committee are also responsible for preparing the Annual Report that complies with the requirements of the Industrial and Provident Societies Act 1893 to 2021.

On behalf of the Committee:



**Cormac O'Keeffe**  
Chairman  
15th March 2024



**Vincent O'Donovan**  
Vice-Chairman  
15th March 2024

# Independent auditors' report to the members of Carbery Creameries Limited and Subsidiaries

For The Year Ended  
31 December 2023

## REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

### Opinion

We have audited the financial statements of Carbery Creameries Limited and Subsidiaries ("the Society") for the year ended 31 December 2023 set out on pages 58-99, which comprise the consolidated income statement, consolidated statement of comprehensive income, consolidated statement of financial position, consolidated statement of changes in equity, consolidated statement of cash flows and related notes, including the summary of significant accounting policies set out in note 1. The financial reporting framework that has been applied in their preparation is Irish Law and FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland, issued in the United Kingdom by the Financial Reporting Council.

### In our opinion:

- the financial statements give a true and fair view of the assets, liabilities and financial position of the Society as at December 31, 2023 and of its surplus for the year then ended;
- the financial statements have been properly prepared in accordance with FRS102 *The Financial Reporting Standard applicable in the UK and the Republic of Ireland.*

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (Ireland) (ISAs (Ireland)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the Society in accordance with ethical requirements that are relevant to our audit of financial statements in Ireland, including the Ethical Standard issued by the Irish Auditing and Accounting Supervisory Authority (IAASA), and we have fulfilled our other ethical responsibilities in accordance with these requirements.

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

### Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively,



may cast significant doubt on the Society's ability to continue as a going concern for a period of at least twelve months from the date when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the Committee with respect to going concern are described in the relevant sections of this report.

### Other information

The Committee are responsible for the other information presented in the Annual Report together with the financial statements. The other information comprises the information included in the directors' report, Chief Executive's Review and Committee report. The financial statements and our auditor's report thereon do not comprise part of 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 as explicitly stated below, any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work we have not identified material misstatements in the other information.

Based solely on our work on the other information undertaken during the course of the audit, we report that:

- we have not identified material misstatements in the directors' report;
- in our opinion, the information given in the directors' report is consistent with the financial statements.

### Our conclusions on the other matter on which we are required to report by the Industrial and Provident Societies Act 1893 to 2021 is set out below

As required by Section 13(2) of the Industrial and Provident Societies Act 1893 to 2021, we examined the balance sheets showing the receipts and expenditure, fund and effects of the Society, and verified the same with the books, deeds, documents, accounts and vouchers relating thereto, and found them to be correct, duly vouched, and in accordance with law.

## RESPECTIVE RESPONSIBILITIES AND RESTRICTIONS ON USE

### Responsibilities of Committee for the financial statements

As explained more fully in the Committee Responsibilities Statement set out on page 55, the Committee of management are responsible for: the preparation of the financial statements including being satisfied that they give a true and fair view; 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; assessing the Society'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 they either intend to liquidate the Society or to cease operations, or have no realistic alternative but to do so.

### Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (Ireland) 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 fuller description of our responsibilities is provided on IAASA's website at

<https://iaasa.ie/publications/description-of-the-auditors-responsibilities-for-the-audit-of-the-financial-statements/>

### The purpose of our audit work and to whom we owe our responsibilities

Our report is made solely to the Society's members, as a body. Our audit work has been undertaken so that we might state to the Society's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Society and the Society's members as a body, for our audit work, for this report, or for the opinions we have formed.

### Barrie O'Connell

15 March 2024

for and on behalf of  
KPMG

Chartered Accountants, Statutory Audit Firm,  
85 South Mall,  
Cork

	Note	2023 (€'000)	2022 (€'000)
<b>Turnover</b>	2	616,103	700,841
Cost of sales		(463,997)	(548,814)
<b>Gross profit</b>		152,106	152,027
Administrative expenses		(132,551)	(125,623)
<b>Operating profit</b>	3	19,555	26,404
Share of profit/(loss) in joint ventures	9	173	(2)
Other interest receivable and similar income	5	215	27
Interest payable and similar charges	5	(4,076)	(2,489)
Other finance income - retirement benefit and other	5	97	25
<b>Profit before taxation</b>		15,964	23,965
Taxation on profit	6	(4,644)	(6,507)
<b>Profit for the financial year attributable to the Owners of the parent society</b>		11,320	17,458

On behalf of the Committee:

**Cormac O'Keeffe**

Chairman

15<sup>th</sup> March 2024

**Vincent O'Donovan**

Vice-Chairman

15<sup>th</sup> March 2024

	Note	2023 (€'000)	2022 (€'000)
Profit for the financial year		11,320	17,458
<b>Other comprehensive income</b>			
Remeasurement (loss) recognised on defined benefit retirement benefit schemes	17	(299)	(371)
Movement on deferred tax relating to defined benefit pension schemes	17	(21)	(3)
Currency translation difference on net assets of subsidiary undertakings	20	(4,095)	6,554
Cash flow hedges:			
- Change in value of hedge instrument	20	135	(354)
- Reclassifications to income statement	20	354	(672)
<b>Total other comprehensive income</b>		<b>(3,926)</b>	<b>5,154</b>
<b>Total comprehensive income for the year attributable to the Owners of the parent society</b>		<b>7,394</b>	<b>22,612</b>

	Note	2023 (€'000)	2022 (€'000)
<b>Non-current assets</b>			
Intangible assets	7	36,017	42,933
Tangible assets	8	228,601	223,486
Financial assets	9	2,378	2,167
Pension surplus	17	2,434	2,263
		<b>269,430</b>	<b>270,849</b>
<b>Current assets</b>			
Stocks	10	98,851	116,880
Debtors (including amounts due after more than one year)	11	138,131	150,693
Cash at bank and in hand		18,669	16,592
		255,651	284,165
<b>Creditors: falling due within one year</b>	12	(110,264)	(120,521)
<b>Net current assets</b>		145,387	163,644
<b>Total assets less current liabilities</b>		414,817	434,493
<b>Creditors: falling due after more than one year</b>	13	(73,748)	(82,692)
<b>Provisions for liabilities</b>			
Deferred taxation	15	(9,661)	(9,818)
Other provisions	15	(7,506)	(24,098)
		<b>323,902</b>	<b>317,885</b>
<b>Government grants</b>	18	(5,701)	(6,084)
<b>Net assets</b>		<b>318,201</b>	<b>311,801</b>
<b>Capital and reserves</b>			
Called up share capital	19	86,589	86,549
Share reserve fund		2,660	2,802
Retained earnings		204,732	194,377
Other reserves	20	6,389	10,242
Other Equity	24	17,831	17,831
<b>Equity attributable to owners of the parent society</b>		<b>318,201</b>	<b>311,801</b>

On behalf of the Committee:

**Cormac O'Keeffe**

Chairman

15<sup>th</sup> March 2024

**Vincent O'Donovan**

Vice-Chairman

15<sup>th</sup> March 2024

	Called up share capital (€'000)	Share reserve fund (Note 20) (€'000)	Retained earnings (€'000)	Other reserves (Note 20) (€'000)	Shareholders' and milk suppliers loans (Note 23) (€'000)	Other equity (Note 24) (€'000)	Total equity (€'000)
<b>At 1 January 2022</b>	86,398	2,293	177,664	5,006	17,831	–	<b>289,192</b>
Profit for the financial year	–	–	17,458	–	–	–	<b>17,458</b>
Other comprehensive expense	–	–	(374)	5,528	–	–	<b>5,154</b>
Total comprehensive income for the year	–	–	17,084	5,528	–	–	<b>22,612</b>
Dividends paid	–	–	(663)	–	–	–	<b>(663)</b>
Transfer from revaluation reserves	–	–	292	(292)	–	–	–
Shares issued during the year	161	541	–	–	–	17,831	<b>18,533</b>
Shares repurchased during the year	(55)	(185)	–	–	–	–	<b>(240)</b>
Share conversions	45	153	–	–	–	–	<b>198</b>
Shareholder loans repaid	–	–	–	–	(17,831)	–	<b>(17,831)</b>
<b>At 31 December 2022</b>	86,549	2,802	194,377	10,242	–	17,831	<b>311,801</b>
Profit for the financial year	–	–	11,320	–	–	–	<b>11,320</b>
Other comprehensive expense	–	–	(320)	(3,606)	–	–	<b>(3,926)</b>
Total comprehensive income for the year	–	–	11,000	(3,606)	–	–	<b>7,394</b>
Distribution in respect of SREP	–	(274)	–	–	–	–	<b>(274)</b>
Dividends paid	–	–	(892)	–	–	–	<b>(892)</b>
Transfer from revaluation reserves	–	–	247	(247)	–	–	–
Shares issued during the year	145	475	–	–	–	–	<b>620</b>
Shares repurchased during the year	(131)	(429)	–	–	–	–	<b>(560)</b>
Share conversions	26	86	–	–	–	–	<b>112</b>
<b>At 31 December 2023</b>	86,589	2,660	204,732	6,389	–	17,831	<b>318,201</b>

	2023 (€'000)	2022 (€'000)
<b>Cash flows from operating activities</b>		
Profit before tax	15,964	23,965
<i>Working capital adjustments</i>		
Decrease/(Increase) in stock	16,946	(34,550)
Decrease in debtors	12,590	13,277
(Decrease)/Increase in creditors	(10,492)	3,406
<i>Adjustments:</i>		
(Decrease)/Increase in other provisions	(16,592)	11,422
Depreciation (net of grant amortisation)	19,409	17,916
Amortisation of intangibles	7,419	7,798
(Profit)/Loss on sale of fixed assets	(3)	1
Share of (profit)/loss in joint ventures	(173)	2
Net finance cost	3,861	2,462
Retirement benefit adjustments	(320)	(374)
Interest received	215	27
Finance costs paid	(4,082)	(2,554)
Defined benefit employer contributions paid	(371)	(366)
Corporation tax paid	(5,547)	(6,899)
<b>Net cash inflow from operating activities</b>	<b>38,824</b>	<b>35,533</b>
<b>Cashflows from investing activities</b>		
Purchase of tangible fixed assets	(26,107)	(27,572)
Purchase of intangible fixed assets	(1,711)	(296)
Receipts from sale of tangible fixed assets	345	21
Increase in unlisted investments	–	(300)
Receipts from government capital grants	–	1,975
<b>Net cash outflow from investing activities</b>	<b>(27,473)</b>	<b>(26,172)</b>

	2023 (€'000)	2022 (€'000)
<b>Cashflows from financing activities</b>		
Issue of 'B' ordinary shares	633	900
Repurchase of 'B' ordinary shares	(833)	(240)
Issue of processing notes	276	414
Issue of 'B' ordinary shares in subsidiaries	–	17,831
Repayment of shareholder loans	–	(17,831)
Dividends paid	(892)	(663)
Loans drawdown	–	450
Loan repayments	(8,363)	(8,465)
<b>Net cash (outflow) from financing activities</b>	<b>(9,179)</b>	<b>(7,604)</b>
<b>Net increase in cash and cash equivalents</b>	<b>2,172</b>	<b>1,757</b>
Effect of exchange rate fluctuations on cash held	(90)	60
<b>Cash and cash equivalents at beginning of year</b>	<b>16,545</b>	<b>14,728</b>
<b>Cash and cash equivalents at end of year</b>	<b>18,627</b>	<b>16,545</b>
<b>Cash and cash equivalents</b>		
Cash and cash equivalents comprise the following:		
Cash at bank and in hand	18,669	16,592
Bank overdrafts (Note 14)	(42)	(47)
Cash and cash equivalents	18,627	16,545

## ANALYSIS OF NET DEBT

<b>(i) Reconciliation of net cash flow to movement in net debt</b>	(€'000)
Increase in cash	2,172
Loan repayments	8,363
<hr/>	
Change in net debt resulting from cash flows	10,535
Translation adjustment	853
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Movement in net debt in year	11,388
Net debt at 1 January 2023	(71,769)
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<b>Net debt at 31 December 2023</b>	<b>(60,381)</b>

### (ii) Analysis of changes in net funds

	At 31/12/2022 (€'000)	Net cash flow (€'000)	Exchange movement (€'000)	At 31/12/2023 (€'000)
Cash at bank and in hand	16,592	2,167	(90)	18,669
Bank overdrafts	(47)	5	–	(42)
<hr/>				
Total cash and demand debt	16,545	2,172	(90)	18,627
Loans repayable	(88,314)	8,363	943	(79,008)
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<b>Net debt</b>	<b>(71,769)</b>	<b>10,535</b>	<b>853</b>	<b>(60,381)</b>



# Notes to the consolidated financial statements

31 December 2023

## 1. ACCOUNTING POLICIES

### (a) Statement of compliance

Carbery Creameries Limited ("The Group") is a registered society, incorporated, domiciled and registered in the Republic of Ireland. The address of the registered office is Dromidiclough, Ballineen, Co. Cork.

The society Group financial statements have been prepared in compliance with Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Ireland as it applies to the financial statements of the Group for the year ended 31 December 2023.

### (b) Basis of preparation

The financial statements are prepared in Euro (€) which is the presentational currency of the Group and rounded to the nearest €1,000.

The Committee prepared these financial statements on a going concern basis. In making this judgement, management considered the Group's budget and cash flow forecasts for a period of at least twelve months from the date of approval of the financial statements which demonstrate that the Group will be in a position to meet its liabilities as they fall due. Accordingly, these financial statements do not include any adjustments to the carrying amount and classification of assets and liabilities that may arise if the Group was unable to continue as a going concern.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note (f).

### (c) Basis of consolidation

The Group financial statements consolidate the financial statements of Carbery Creameries Limited and all its subsidiary undertakings drawn up to 31 December each year. A subsidiary is an entity that is controlled by the holding undertaking.

The results of the subsidiaries are consolidated from the date of their acquisition, being the date on which the Group obtains control and continue to be consolidated until the date that such control ceases. Control comprises the power to govern the financial and operating policies of the investee so as to obtain benefit from its activities.

An associate is an entity in which the Group has significant input but not control, over the operating and financial policies of the entity. Significant influence is presumed to exist when the investor holds between 20% and 50% of the equity voting rights.

## 1. ACCOUNTING POLICIES (CONTINUED)

### (c) Basis of consolidation (continued)

A joint venture is a contractual arrangement undertaken in which the Group exercises joint control over the operating and financial policies of the entity. Where the joint venture is carried out through an entity, it is treated as a jointly controlled entity. The Group's share of the profits less losses of associates and of jointly controlled entities is included in the consolidated profit and loss account and its interest in their net assets is recorded on the balance sheet using the equity method.

These financial statements are prepared for the Group on a consolidated basis. The parent entity society accounts are prepared separately.

### (d) Measurement convention

The financial statements are prepared on the historical cost basis except for certain assets and liabilities that are stated at their fair value including derivative financial instruments.

### (e) Classification of financial instruments issued by the Group

In accordance with FRS 102.22, financial instruments issued by the Group are treated as equity only to the extent that they meet the following two conditions:

- (a) they include no contractual obligations upon the Group to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Group; and
- (b) where the instrument will or may be settled in the entity's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the entity's own equity instruments or is a derivative that will be settled by the entity exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

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

### (f) Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the statement of financial position date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates.

The following are the Group's key sources of estimation uncertainty:

#### Revenue and stocks

The sales of some products to Ornu are based on "on account prices" which are subject to adjustment when the prices are finally agreed. In some cases the time period between the date when the product is invoiced at the on account price and when the prices are finally agreed could be as much as up to a year or more. Preparation of the consolidated financial statements requires management to make certain estimates and assumptions around the expected realisation of their stock and debtor balance which affect the reported profits and assets of the Group. As with any estimate the actual outturn may differ to the estimate.

At the year end management, having estimated the expected realisation, reviewed the stock and debtor values, and if required as a consequence reduce stock to the net realisable value and make the required adjustment to the "on account" pricing for their debtor balance.

In their estimation process management typically consider previous pricing trends, predicted market variables including milk output, production volumes, currency trends, supply/demand dynamics and general global economics to derive their best estimate of the expected realisation prices.

#### Retirement benefit

The cost of the defined benefit retirement plans is determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, future salary increases, mortality rates and future retirement benefit increases. Due to the complexity of the valuation, the underlying assumptions and the long term nature of these plans, such estimates are subject to significant uncertainty. In determining the appropriate discount rate, management considers the interest rates of corporate bonds in the respective currency with at least AA rating, with extrapolated maturities corresponding to the expected duration of the defined benefit obligation. The underlying bonds are further reviewed for quality, and those having excessive credit spreads are removed from the population of bonds on which the discount rate is based, on the basis that they do not represent high quality bonds. The mortality rate is based on publicly available mortality tables for the specific country. Future salary increases and retirement benefit increases are based on expected future inflation rates in the Republic of Ireland. Further details are given in note 17.

#### Goodwill and intangible assets

The Group establishes a reliable estimate of the useful life of goodwill and intangible assets arising on business combinations. This estimate is based on a variety of factors such as the expected use of the acquired business, the expected useful life of the cash generating units to which the goodwill is attributed, any legal, regulatory or contractual provisions that can limit useful life and assumptions that market participants would consider in respect of similar businesses.

## 1. ACCOUNTING POLICIES (CONTINUED)

### (f) Judgements and key sources of estimation uncertainty (continued)

#### Impairment of non-financial assets

The Group assesses at each reporting date or when indications exist whether any non-financial asset may be impaired. If any such indication exists the Group estimates the recoverable amount of the asset.

The recoverable amount is the higher of an asset's fair value less costs to sell or its value in use. Value in use is determined as the discounted future cash flows of the cash generating unit (CGU). The key assumptions for the value in use calculations are discount rates, cash flows and growth rates during the forecasted period. If it is not possible to estimate the recoverable amount of the individual asset, the Group estimates the recoverable amount of the CGU to which the asset belongs. The recoverable amount of an asset or CGU is the higher of its fair value less costs to sell and its value in use. If the recoverable amount is less than its carrying amount, the carrying amount of the asset is impaired and it is reduced to its recoverable amount through an impairment charge in the income statement.

An impairment loss recognised for all non-financial assets, including goodwill, is reversed in a subsequent period if and only if the reasons for the impairment loss have ceased to apply.

#### Taxation

The Group establishes provisions based on reasonable estimates, for possible consequences of audits by the tax authorities of the respective countries in which it operates. The amount of such provisions is based on various factors, such as experience with previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority.

Management estimation is required to determine the amount of deferred tax assets that can be recognised, based upon likely timing and level of future taxable profits together with an assessment of the effect of future tax planning strategies. Further details are contained in note 6.

#### Long Term Incentive Plan

The cost used in the valuation of Long Term Incentive Plans ("LTIP") is subject to estimation. The terms of the plan are such that the participants are eligible to earn a bonus payment based on a calculation referenced to the growth in the profitability of the Synergy and Ingredients divisions. Management's estimation is required to determine the expected growth of the Synergy and Ingredients divisions. In Phase 1 and Phase 2 of the Synergy Division LTIPs, the value is determined by applying assumptions to the actual values at the date of grant of LTIP units which apply an underlying growth factor to the projections over the period of the LTIP. The 2023 LTIP is a cash based scheme and the value is determined by applying assumptions based on performance KPIs referenced to the additional shareholder value generated over the term of the plan.

#### (g) Turnover and revenue recognition and other income

Revenue is recognised to the extent that the Group obtains the right to consideration in exchange for its performance. Revenue is measured at the fair value of the consideration received, excluding VAT and other sales taxes or duty. The following criteria must also be met before revenue is recognised:

##### Sale of goods

Revenue is recognised when the risks and rewards of the underlying products have been substantially transferred to the customer, which is usually on delivery, at a fixed and determinable price, and when collectability is reasonably assured. Rebates to customers are provided for in the period that the related sales are recorded based on the contract terms. The sales of some products to Ornu are based on 'on account' prices which are subject to adjustment when the prices are finally agreed. Revenue in the year is adjusted for the estimated realisable value.

#### Interest income

Interest income is recognised as interest accrues using the effective interest method.

#### Dividend income

Dividends income is recognised when the Group's right to receive payment is established.

#### Convertible loan stock and trading bonus

Convertible loan stock and trading bonuses can be issued by Ornu to the Society, and other members, for each trading year based on qualifying trading activity. The trading bonus is recognised as income after approval by the Ornu board occurs and payment becomes irrevocable and unconditional. The loan stock is recognised as income, on a discounted basis, when approval by the Ornu board occurs and redemption becomes irrevocable and unconditional. Any loan stock approved for redemption not yet redeemed is recognised as a receivable.

#### (h) Goodwill

Goodwill is stated at cost less accumulated amortisation and accumulated impairment losses.

Positive goodwill acquired on each business combination is capitalised, classified as an asset on the consolidated statement of financial position and amortised on a straight line basis over its expected or estimated useful life of 20 years.

Each year the goodwill will be reviewed for impairment indicators and an impairment loss will be booked where appropriate.

Goodwill is stated at cost less accumulated amortisation and accumulated impairment losses.

Positive goodwill acquired on each business combination is capitalised, classified as an asset on the consolidated statement of financial position and amortised on a straight line basis over its expected or estimated useful life of 20 years.

## 1. ACCOUNTING POLICIES (CONTINUED)

### (h) Goodwill (continued)

Each year the goodwill will be reviewed for impairment indicators and an impairment loss will be booked where appropriate.

The fair value of the assets and liabilities are based on valuations using assumptions deemed by management to be appropriate. Professional valuers are engaged when it is deemed appropriate to do so.

Goodwill acquired in a business combination is, from the acquisition date, allocated to each cash generating unit that is expected to benefit from the synergies of the combination.

If a subsidiary, associate or business is subsequently sold or discontinued, any goodwill arising on acquisition that has not been amortised through the income statement is taken into account in determining the profit or loss on sale or discontinuance.

### (i) Other intangibles

Intangible assets acquired separately from a business are capitalised at cost. Intangible assets acquired as part of an acquisition of a business are capitalised separately from goodwill if the fair value can be measured reliably on initial recognition. Intangible assets acquired as part of an acquisition are not recognised where they arise from legal or other contractual rights, and where there is no history of exchange transactions. Intangible assets, excluding development costs, created within the business are not capitalised and expenditure is charged against profits in the year in which it is incurred.

Subsequent to initial recognition, intangible assets are stated at cost less accumulated amortisation and accumulated impairment. Intangible assets are amortised on a straight line basis over their estimated useful lives as follows:

Other intangibles	
Intangible formulae	5 to 10 years
Intangible process technology	5 to 10 years
Customer relationships	5 to 10 years
ERP Systems/software	5 to 10 years

If there are indicators that the residual value or useful life of an intangible asset has changed since the most recent annual reporting period, previous estimates shall be reviewed and, if current expectations differ, the residual value, amortisation method or useful life shall be amended. Changes in the expected useful life or the expected pattern of consumption of benefit shall be accounted for as a change in accounting estimate.

### (j) Tangible fixed assets

Tangible fixed assets are stated at cost less accumulated depreciation and accumulated impairment losses. Such cost includes costs directly attributable to making the asset capable of operating as intended.

Depreciation is provided at rates calculated to write off the cost less estimated residual value, of each asset, other than land, on a straight line basis over its expected useful life, as follows:

Buildings	40 years
Plant and machinery	3 to 20 years
Motor vehicles	5 years
IT systems and infrastructure	3 to 10 years

Depreciation methods, useful lives and residual values will be reviewed if there is an indication of a significant change since the last annual reporting date in the pattern by which the society expects to consume an asset's future economic benefits.

Plant advances which are not in use, including buildings and equipment are not depreciated.

### (k) Financial assets

Financial assets are recognised initially at fair value which is normally the transaction price (but excludes any transaction costs, where the investment is subsequently measured at fair value through income statement). Subsequently, they are measured at fair value through income statement except for those equity investments that are not publicly traded and whose fair value cannot otherwise be measured reliably which are recognised at cost less impairment until a reliable measure of fair value becomes available.

If a reliable measure of fair value is no longer available, the equity instrument's fair value on the last date the instrument was reliably measurable is treated as the cost of the instrument.

### (l) Stocks

Stocks are stated at the lower of cost and net realisable value. Cost includes all costs incurred in bringing each product to its present location and condition.

- Raw materials and consumable stores comprise of purchase cost on a first-in, first out basis.
- In the case of finished goods, cost comprises purchase price of materials and an appropriate portion of labour and production overheads.

Net realisable value is based on estimated normal selling price less further costs expected to be incurred to completion and disposal. Maintenance stocks are held in order to provide sufficient spare parts to ensure efficient operation of essential plant and equipment used for manufacturing and ancillary supporting services. The stock are allocated to repairs on consumption and have been recorded at cost.

## 1. ACCOUNTING POLICIES (CONTINUED)

### (m) Debtors and creditors

Trade and other debtors and trade creditors and other creditors with no stated interest rate and receivable or payable within one year are recorded at transaction price less attributable transaction costs. Any losses arising from impairment are recognised in the income statement in other operating expenses.

Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses in the case of trade and other debtors. If the arrangement constitutes a financing transaction, for example if payment is deferred beyond normal business terms, then it is measured at the present value of future payments discounted at a market rate of interest for a similar debt instrument.

### Asset for carbon credits

Carbon credits purchased are accounted for at cost. Cost is determined on a first in first out basis. The cost of the asset is subject to impairment review.

### Liability for carbon emissions

A liability is recorded as emissions are created. The liability is recognised at the cost of carbon credits on hand to the extent that there are sufficient credits on hand to meet the liability at any one time. Where there are insufficient carbon credits, then any excess liability is measured at the fair value of purchasing the additional carbon credits.

When the carbon credits are surrendered in settlement of a liability then both the asset and liability are derecognised.

### (n) Cash and cash equivalents

For the purpose of the consolidated statement of cash flows, cash and cash equivalents consist of cash at bank and in hand, bank overdrafts and short-term deposits with an original maturity of three months or less.

### (o) Foreign currencies

Transactions in foreign currencies are initially recorded in the functional currency by applying the spot exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the rate of exchange ruling at the statement of financial position date. All differences are taken to the income statement.

Each entity in the Group determines its own functional currency and items included in the financial statements of each entity are measured using that functional currency.

The assets and liabilities of overseas subsidiary undertakings, including goodwill, are translated into the presentation currency at the rate of exchange ruling at the statement of financial position date. Key income and expenses within each overseas statement of comprehensive income are translated at the particular average exchange rates prevailing for the period.

Exchange differences resulting from the retranslation of the net investment in overseas subsidiaries and joint ventures at closing rates together with the differences on the translation of their income statements are recognised in the statement of comprehensive income in the period and accumulated in the deferred translation reserve in the statement of financial position.

Rates used for translation of significant results and net assets into Euro:

#### Average rates (Turnover)

	2023	2022
US\$	1.0810	1.0515
GBP£	0.8691	0.8515

#### Closing rates (31 December)

	2023	2022
US\$	1.1039	1.0667
GBP£	0.8699	0.8870

### (p) Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income. Current tax is the expected tax payable or receivable on the taxable income or loss for the year using tax rates enacted or substantively enacted at the reporting date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of all timing differences which are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements, except that:

- provision is made for deferred tax that would arise on remittance of the retained earnings of overseas subsidiaries, associates and joint ventures only to the extent that, at the statement of financial position date, dividends have been accrued as receivable;
- where there are differences between amounts that can be deducted for tax for assets (other than goodwill) and liabilities compared with the amounts that are recognised for those assets and liabilities in a business combination, a deferred tax liability/asset shall be recognised. The amount attributed to goodwill is adjusted by the amount of the deferred tax recognised; and
- unrelieved tax losses and other deferred tax assets are recognised only to the extent that the directors consider that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

## 1. ACCOUNTING POLICIES (CONTINUED)

### (p) Taxation (continued)

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the statement of financial position date.

Corporation tax is provided on taxable profits at the current rates.

### (q) Provisions

A provision is recognised when the Group has a present legal or constructive obligation as a result of a past event that can be reliably measured and is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are recognised at the best estimate of the amount required to settle the obligation at the reporting date.

### (r) Hedges of a net investment

Hedges of a net investment in a foreign operation, including a hedge of a monetary item that is accounted for as part of the net investment, are accounted for in a way similar to cash flow hedges. Gains or losses on the hedging instrument relating to the effective portion of the hedge are recognised as other comprehensive income while any gains or losses relating to the ineffective portion are recognised in the income statement. On disposal of the foreign operation, the cumulative value of any such gains or losses recorded in equity is transferred to the income statement.

### (s) Derivative financial instruments and hedging

The Group uses forward foreign currency contracts to reduce exposure on foreign exchange rates.

Derivative financial instruments are initially measured at fair value on the date on which a derivative contract is entered into and are subsequently remeasured at fair value. Derivatives are carried as assets when the fair value is positive and as liabilities when the fair value is negative.

The fair value of forward foreign currency contracts is calculated by reference to current forward exchange rates for contracts with similar maturity profiles.

The Group applies hedge accounting in respect of forward foreign exchange contracts held to manage the cash flow exposures of forecast transactions denominated in foreign currencies. The forward foreign exchange contracts are designated as cash flow hedges of forecasted transactions.

The Group may use certain gas forward contracts to hedge its future cash flow risk from movement in gas prices. These contracts are determined by Management to be 'own use' as they are entered into in accordance with the Group's expected purchase, sale or usage requirements. Certain other gas forward contracts are fair valued and the gain/loss crystallised on such contracts is recorded in the income statement and any unrealised gain/loss is recognised at the balance sheet date.

Changes in the fair values of derivatives designated as cash flow hedges, and which are effective, are recognised directly in other comprehensive income. Any ineffectiveness in the hedging relationship (being the excess of the cumulative change in fair value of the hedging instrument since inception of the hedge over the cumulative change in the fair value of the hedged item since inception of the hedge) is taken directly to the income statement.

The gain or loss recognised in other comprehensive income is reclassified to the income statement when the hedge relationship ends. Hedge accounting is discontinued when the hedging instrument expires, no longer meets the hedging criteria, the forecast transaction is no longer highly probable, the hedged asset or liability is derecognised, or the hedging instrument is terminated.

### (t) Leases

Assets held under finance leases, which are leases where substantially all the risks and rewards of ownership of the asset have passed to the Group and hire purchase contracts are capitalised in the statement of financial position and are depreciated over the shorter of the lease term and the asset's useful life. A corresponding liability is recognised for the lower of the fair value of the leased asset and the present value of the minimum lease payments in the statement of financial position. Lease payments are apportioned between the reduction of the lease liability and finance charges in the income statement so as to achieve a constant rate of interest on the remaining balance of the liability.

Rentals payable under operating leases are charged in the income statement on a straight-line basis over the lease term. Lease incentives are recognised over the lease term on a straight-line basis.

### (u) Government and other grants

Government grants are recognised when it is reasonable to expect that the grants will be received and that all related conditions will be met, usually on submission of a valid claim for payment.

Government grants in respect of capital expenditure are credited to a deferred income account and are released to the income statement over the expected useful lives of the relevant assets by equal annual instalments.

Grants of a revenue nature are credited to the income statement so as to match them with the expenditure to which they relate.

Research and development tax credits claimed under legislation are treated in the same way as government grants and credited to the income statement in the year in which the expenditure to which they relate is charged.

## 1. ACCOUNTING POLICIES (CONTINUED)

### (v) Interest-bearing loans and borrowings

All interest-bearing loans and borrowings which are basic financial instruments are initially recognised at the present value of cash payable to the bank (including interest). After initial recognition they are measured at amortised cost using the effective interest rate method, less impairment. The effective interest rate charges amortisation is included in finance charges in the income statement.

### (w) Accounting for Long Term Incentive Plan

Synergy, the international flavours division of Carbery Group, has a Long-Term Incentive Plan (LTIP) in place. Phase 1 of the Synergy LTIP is in place since 2008 and allocations to participants under this phase ceased in 2014. Phase 2 commenced in 2015 with allocations to participants commencing the same year. The terms and conditions of the LTIP were approved by the Remuneration Committee under independent professional advice and in accordance with best governance standards.

Under the terms of the LTIP, certain senior executives in Ireland, the UK, Europe, and the US (including executive directors) are invited to participate. The terms of the plan are such that the participants are eligible to earn a bonus payment based on a calculation referenced to the growth in the profitability of the "Synergy Division".

The Plan is a long term one and amounts which may be determined as due to the participants will therefore accrue over the term of the plan. Provision is made at each year end using the same accounting methodology as used for defined benefit retirement plans as detailed in the following note and based on the terms of the plan and taking account of the expected growth of the "Synergy Division". Once paid the amounts are included in the wages and salaries disclosure of the Group.

The final allocations under Phase 2 of the LTIP took place in 2022 and the scheme will conclude in 2024.

As a result, a new LTIP was put in place for performance periods beginning in 2023. The 2023 LTIP scheme retains similar objectives to the previous scheme to ensure the alignment of the interests of Executives and Key Management Personnel with that of the Shareholders. As with the previous scheme, benefits associated with the scheme are entirely performance based and are referenced to the additional shareholder value generated over the term of the plan. Under the 2023 LTIP scheme, each performance period shall last for three financial years, with the performance period for the first allocations under this scheme being 1 January 2023 to 31 December 2025.

### (x) Retirement benefit costs

The Group operates both defined benefit pension schemes and defined contribution pension schemes for its employees which require contributions to be made to separately administered funds.

Defined benefit pension scheme assets are measured using fair values; retirement benefit scheme liabilities are measured using the projected unit credit method which attributes entitlement to benefits to the current period (to determine current service cost) and to the current and prior periods (to determine the present value of defined benefit obligations) and is based on actuarial advice. When a settlement or a curtailment occur the change in the present value of the scheme liabilities and the fair value of the plan assets reflects the gain or loss which is recognised in the income statement during the period in which it occurs.

The net interest element is determined by multiplying the net defined benefit liability by the discount rate, at the start of the period taking into account any changes in the net defined benefit liability during the period as a result of contribution and benefit payments. The net interest is recognised in the income statement as other finance income or cost.

Re-measurements, comprising actuarial gains and losses, the effect of the asset ceiling and the return

on the net defined benefit liability (excluding amounts included in net interest) are recognised immediately in other comprehensive income in the period in which they occur.

Re-measurements are not reclassified to the income statement in subsequent periods.

The net defined benefit pension asset or liability in the statement of financial position comprises the total for each plan of the present value of the defined benefit obligation (using a discount rate based on high quality corporate bonds), less the fair value of plan assets out of which the obligations are to be settled directly.

Fair value is based on market price information and in the case of quoted securities is the published bid price.

The value of a net defined benefit pension asset is limited to the amount that may be recovered either through reduced contributions or agreed refunds from the scheme.

Contributions to defined contribution pension schemes are recognised in the income statement in the period in which they become payable.

### (y) Research and development

Expenditure on research and development is charged to the income statement in the year in which the expenditure is incurred.

Development expenditure is capitalised in accordance with the following accounting policy.

Initial capitalisation of costs is based on management's judgement that technical and economic feasibility is confirmed, usually when a product development project has reached a defined milestone according to an established project management model. In determining the amounts to be capitalised management makes assumptions regarding the expected future cash generation of the assets, discount rates to be applied and the expected period of benefit.

## 1. ACCOUNTING POLICIES (CONTINUED)

### (z) Shareholders' and milk suppliers' loans

An equity instrument is a contract that evidences a residual interest in the assets of an entity after deducting all its liabilities. Accordingly, a financial instrument is treated as equity if:

- i. There is no contractual obligation to deliver cash or other financial assets or to exchange financial assets or liabilities on terms that may be unfavourable.
- ii. The instrument is a non-derivative that contains no contractual obligations to deliver a variable number of shares or is a derivative that will be settled only by the Group exchanging a fixed amount of cash or other assets for a fixed number of the Group's own equity instruments.

The Group's shareholders' loans are classified as equity as there is no contractual obligation to repay the loans and are non-derivative in nature.

### (aa) Financial liabilities

A financial liability is any liability that is:

- a. a contractual obligation:
  - i. to deliver cash or another financial asset to another entity; or
  - ii. to exchange financial assets or financial liabilities with another entity under conditions that are potentially unfavourable to the entity; or
- b. a contract that will or may be settled in the entity's own equity instruments and:
  - i. under which the entity is or may be obliged to deliver a variable number of the entity's own equity instruments; or

- ii. which will or may be settled other than by the exchange of a fixed amount of cash or another financial asset for a fixed number of the entity's own equity instruments. For this purpose the entity's own equity instruments do not include instruments that are themselves contracts for the future receipt or delivery of the entity's own equity instruments.

The Group's Processing Notes are classified as financial liabilities under Creditors: falling due after more than one year, as the notes may be redeemed, on cessation of milk supply, by milk supplier shareholders at an unspecified future date for cash at the price paid or may be settled by the delivery of a variable number of B Shares in the Society based on the prevailing share price as determined from the most recent valuation. The processing notes will be redeemed if milk supply falls below a minimum level.

### (ab) Business combinations

Business combinations are accounted for using the purchase method as at the acquisition date, which is the date on which control is transferred to the company. At the acquisition date, the company recognises goodwill as:

- the fair value of the consideration transferred plus
- estimated amount of contingent consideration if any plus
- the fair value of the equity instrument plus
- directly attributable transaction costs plus
- the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities and contingent liabilities assumed.



## 2. TURNOVER

The amount of each category of revenue recognised in the year is as follows:

	2023 (€'000)	2022 (€'000)
Sale of goods	616,103	700,841

## 3. OPERATING PROFIT

Operating profit is stated after charging/(crediting):

	2023 (€'000)	2022 (€'000)
Research and development expenditure	7,852	7,621
Foreign exchange differences	151	177
Fair value adjustments on gas hedging contracts	–	(12,400)
Depreciation charge:		
Depreciation of owned assets (Note 8)	19,792	18,320
Amortisation of intangibles (Note 7)	7,419	7,798
Amortisation of government grants (Note 18)	(383)	(404)
Operating lease rentals:		
Land and buildings	866	768
Plant and machinery	193	166
Motor vehicles	158	125
(Profit) on disposal of fixed assets	(3)	(156)

In 2022, to help mitigate the volatility in gas prices the Group purchased forward a portion of its gas requirements for 2022 and through to 2023. Netted within cost of sales in the prior year is €3.1m related to positive fair value adjustments on certain of its gas contracts which were realised in the prior year and unrealised fair value adjustments related to future contracts of €9.3m. No such transactions were entered into in the current year.

## 4. EMPLOYEES

The average number of persons employed by the Group (including executive directors) during the year, analysed by category, was as follows:

	2023 Number	2022 Number
Production/operations/technical	747	707
Sales	104	102
Administration	132	134
	983	943

The aggregate payroll costs of these employees were as follows:

	2023 (€'000)	2022 (€'000)
Wages and salaries	66,875	64,743
Social welfare costs	6,291	5,975
Retirement benefit and related costs	2,812	2,842
Other costs	3,063	3,608
Total employee costs	79,041	77,168
Long term incentive plan paid during the year	–	78
Total payroll related costs	79,041	77,246

Other costs include health insurance and other benefits paid. Total wages and salary costs included above that were capitalised during the year were €1.2m (2022: €1.6m).

## 5. INTEREST

	2023 (€'000)	2022 (€'000)
<b>Other Interest receivable and similar income:</b>		
Interest receivable on bank deposits	215	27
	215	27
<b>Interest payable and similar charges:</b>		
Interest payable on bank loans and overdrafts wholly repayable greater than five years	(4,076)	(2,489)
	(4,076)	(2,489)
<b>Other finance income - retirement benefit and other:</b>		
Retirement benefit finance (Note 17)	97	25

## 6. TAXATION

	2023 (€'000)	2022 (€'000)
<b>Total tax expense recognised in the profit and loss account, other comprehensive income and equity</b>		
<b>(a) Tax on profit</b>		
Current tax:		
Corporation tax on profit for the year	4,569	7,017
Adjustments in respect of prior years'	(748)	819
Group current tax	3,821	7,836
Share of joint ventures' current tax	3	–
Total current tax	3,824	7,836
Deferred tax:		
Origination and reversal of timing differences	820	(1,603)
Adjustments in respect of prior years	–	274
Total deferred tax	820	(1,329)
Tax on profit	4,644	6,507
<b>(b) Tax included in Statement of Other Comprehensive Income ("OCI")</b>		
Related to net actuarial gain on retirement benefit scheme	21	3
Total tax charge recognised in OCI	21	3
<b>(c) Factors affecting the total tax charge</b>		
The tax assessed for the year is different from the standard rates of corporation tax in Ireland. The differences are explained below:		
Profit before tax	15,964	23,965
Profit multiplied by the Irish standard rate of tax 12.5%	1,995	2,996
<b>Effects of:</b>		
Tax depreciation in year in deficit/(excess) of depreciation	800	(1,977)
Intangibles amortisation in excess of tax deduction	553	657
Tax exempt earnings and credits	(931)	(513)
Effect of tax rates in foreign jurisdictions	2,071	3,632
Expenses not deductible for tax purposes	1,669	1,136
Adjustments in respect of prior years	(748)	1,093
Others	(765)	(517)
Total Group tax	4,644	6,507

## 6. TAXATION (CONTINUED)

### (d) Factors that may affect future tax charges

The Group has tax losses and credits arising in Ireland of €1.7m that are available indefinitely for offset against future taxable profits of those companies in which losses and credits arose and are recognised as part of current assets either falling due within one year or after more than one year based on management's estimation on timing of recoverability.

Current or deferred tax assets are not recognised in respect of losses that arise in certain subsidiaries if there is insufficient certainty as to the timing of the ultimate utilisation of such tax losses.

The Group's overseas tax rates are higher than those in the Republic of Ireland primarily because the profits earned by the Synergy Division are

taxed at headline rates of 26.44% in the US and 23.5% in the UK. For 2024 these headline rates are projected to be 26.44% and 25% respectively.

No deferred tax is recognised on the unremitted earnings of overseas subsidiaries and joint venture as the Group has no commitment to repatriate funds that will be subject to taxation in Ireland in the foreseeable future.

As the Group's Turnover does not exceed the BEPS Pillar II threshold of €750m the legislation introduced in Ireland effective as of 1 January 2024 has no immediate impact on the Group. However, management continue to review and analyse the potential impact of BEPs Pillar II.

### (e) Deferred tax

The deferred tax included in the statement of financial position is as follows:

	2023 (€'000)	2022 (€'000)
Included in debtors (note 11)	590	1,497
Included in provision for liabilities (note 15)	(9,661)	(9,818)
	(9,071)	(8,321)
Deferred tax is recognised on the following:		
Accelerated capital allowances and tax depreciation	(13,275)	(10,771)
Arising on pension asset	(304)	(283)
Tax amortisation of goodwill and intangibles less than book amortisation	(1,186)	(763)
Other timing differences/expenses	5,694	3,496
	(9,071)	(8,321)
The movement in the deferred tax included in the statement of financial position is as follows:		
At beginning of year - net	(8,321)	(9,324)
Deferred tax credit to income statement for the year	87	1,603
Deferred tax charge to the statement of other comprehensive income for the year	(21)	(3)
(Utilisation) of tax losses in the year	(907)	(3)
Adjustments in respect of prior years'	–	(274)
Exchange adjustment	91	(320)
Provision at end of year - net	(9,071)	(8,321)

## 7. INTANGIBLE ASSETS

	Goodwill (€'000)	Acquisition related intangible assets (€'000)	Computer software & other intangibles (€'000)	Total (€'000)
Cost:				
At 1 January 2023	99,265	44,173	12,090	155,528
Additions	-	-	1,711	1,711
Effect of movements in foreign exchange	(2,752)	(1,404)	(220)	(4,376)
<b>At 31 December 2023</b>	<b>96,513</b>	<b>42,769</b>	<b>13,581</b>	<b>152,863</b>
Amortisation:				
At 1 January 2023	69,332	35,543	7,720	112,595
Amortised during the year	3,256	2,671	1,492	7,419
Effect of movements in foreign exchange	(1,846)	(1,177)	(145)	(3,168)
<b>At 31 December 2023</b>	<b>70,742</b>	<b>37,037</b>	<b>9,067</b>	<b>116,846</b>
Net book value:				
<b>At 31 December 2023</b>	<b>25,771</b>	<b>5,732</b>	<b>4,514</b>	<b>36,017</b>
At 31 December 2022	29,933	8,630	4,370	42,933

Goodwill and other intangibles primarily result from prior acquisitions within the Synergy Division. Other intangibles include formulas, process technology and customer relationships separately identifiable at the respective acquisition dates. Goodwill and other intangibles are amortised over their expected useful lives and are also subject to annual impairment testing or more frequently if there are indicators of impairment. The amortisation of Goodwill and Other Intangibles charged to the Consolidated Income Statement in 2023 is €7.4m.

Under FRS 102, investments in ERP systems software are classified as intangible assets.

The recoverable amount of goodwill and intangibles allocated to a cash generating unit (CGU) is determined based on a value in use computation. Goodwill and intangibles acquired in a business combination are allocated to CGU's that are expected to benefit from the business acquisition. Where practically measurable and identifiable, intangible assets are sub-allocated within CGU's at specific location or site level or otherwise they are grouped at a geographical or divisional level.

The key assumptions employed in arriving at the estimates of future cash flows factored into impairment testing are subjective as they are based on a combination of management's past experience and estimates of future outcomes. Key assumptions include managements' estimates of future profitability, cash flow components and discount rates.

Cash flow forecasts, employed for the value in use calculations are for a five-year period approved by management and a terminal value which is applied to year five cash flows. The terminal value reflects the discounted present value of the cash flows beyond year five which is based on projected long term growth rates for the particular market in which the CGU operates. The present value of future cash flows is calculated using a pre-tax discount rate which is based on the Group's weighted average cost of capital (WACC) adjusted to reflect the risks associated with that specific CGU.

## 8. TANGIBLE FIXED ASSETS

	Land & buildings (€'000)	Leasehold improvements (€'000)	Plant & machinery owned (€'000)	Plant & machinery leased (€'000)	Motor vehicles (€'000)	Plant advances (€'000)	Total (€'000)
Cost:							
At 1 January 2023	129,755	3,543	295,076	188	219	7,773	436,554
Additions	2,908	4,689	15,973	–	39	3,993	27,602
Disposals	–	–	(608)	–	–	–	(608)
Transfers	4,735	–	2,891	–	–	(7,626)	–
Exchange adjustments	(1,452)	(185)	(1,032)	(4)	8	(449)	(3,114)
<b>At 31 December 2023</b>	<b>135,946</b>	<b>8,047</b>	<b>312,300</b>	<b>184</b>	<b>266</b>	<b>3,691</b>	<b>460,434</b>
Depreciation:							
At 1 January 2023	29,485	612	182,626	176	169	–	213,068
Charged during year	3,197	283	16,288	–	24	–	19,792
Disposals	–	–	(159)	–	–	–	(159)
Transfers	–	–	–	–	–	–	–
Exchange adjustments	(133)	(25)	(716)	(4)	10	–	(868)
<b>At 31 December 2023</b>	<b>32,549</b>	<b>870</b>	<b>198,039</b>	<b>172</b>	<b>203</b>	<b>–</b>	<b>231,833</b>
Net book value:							
<b>At 31 December 2023</b>	<b>103,397</b>	<b>7,177</b>	<b>114,261</b>	<b>12</b>	<b>63</b>	<b>3,691</b>	<b>228,601</b>
At 31 December 2022	100,270	2,931	112,450	12	50	7,773	223,486

## 9. FINANCIAL ASSETS

<b>Joint ventures</b>	<b>2023</b> (€'000)	<b>2022</b> (€'000)
At beginning of year	1,677	1,734
Share of profit/(loss) retained by joint ventures	173	(2)
Exchange movements	38	(55)
At end of year	1,888	1,677
<b>Unlisted investments – at cost less impairment</b>		
At beginning of year	490	190
Additions	-	300
At end of year	490	490
Total financial assets and investments	2,378	2,167

The Group's investment in Ornuia Co-operative Limited (Ornuia) is recognised at the nominal value of the shares held based on the Group's share of "B" ordinary and bonus shares in Ornuia at €1 each.

Details of principal subsidiaries and joint ventures are included in note 25 to the financial statements.

## 10. STOCKS

	2023 (€'000)	2022 (€'000)
Raw materials	32,499	35,476
Consumable and maintenance stores	7,844	6,920
Finished goods	58,508	74,484
	98,851	116,880

A material portion of the Group's product portfolio is commodity in nature. There is a requirement at period end to review the carrying value or cost of certain stocks and compare this to their estimated selling price less costs to complete and sell (net realisable value or NRV) to ensure that stocks are valued at the lower of cost or NRV. Where the carrying value is greater than the estimated NRV, the Group makes a provision resulting in a charge to the income statement in the period. Should the final selling price less costs to complete and sell exceed the previously

estimated NRV then the Group will reverse or credit this to the income statement in the subsequent period. The net charge to the income statement in the year resulting from year end reviews of cost versus NRV together with prior year reversals was €4.1m (2022: €2.1m).

In addition, stocks written off as an expense in the year were €4.3m (2022: €2.4m) for the Group.



## 11. DEBTORS

	2023 (€'000)	2022 (€'000)
Amounts falling due within one year:		
Trade debtors	112,628	118,407
Other debtors, prepayments and accrued income (i) (ii)	13,208	20,891
Convertible loan notes	189	257
Derivative financial instruments (note 26)	194	240
VAT receivable – Irish	2,450	2,550
Corporation tax:		
– Irish	1,079	1,210
– Overseas	7,050	4,592
	136,798	148,147
<b>Amounts due after more than one year:</b>		
Convertible loan notes	195	377
Corporation tax		
– Irish	548	672
Deferred tax		
– Irish	171	1,078
– Overseas	419	419
	1,333	2,546
	138,131	150,693

(i) included within prepayments is €3.0 m (2022: €3.2m) relating to carbon credit assets.

(ii) included within other debtors is € nil (2022: €9.3m) relating to unrealised fair value adjustments on gas trades related to 2023 contracts.

## 12. CREDITORS: falling due within one year

	2023 (€'000)	2022 (€'000)
Trade creditors	71,501	85,194
Other creditors including tax and social welfare (see below) (i)	29,445	24,087
Bank loans and overdrafts (note 14)	8,357	8,448
Amounts owed to related companies	902	2,197
Derivative financial instruments (note 26)	59	595
	110,264	120,521
<b>Tax and social welfare included in other creditors:</b>		
Corporation tax – Irish	519	508
Corporation tax – Overseas	658	448
PAYE	865	695
VAT payable -- Overseas	73	150
	2,115	1,801
Social welfare	486	501
	2,601	2,302

(i) included within other creditors is €1.8m (2022: €2.1m) relating to a liability for carbon emissions.

The bank facilities with AIB Bank plc, Bank of Ireland plc, Rabobank Ireland plc and European Investment Bank are secured by Group Composite Guarantees and Indemnities.

### 13. CREDITORS: falling due after more than one year

	2023 (€'000)	2022 (€'000)
Processing notes	3,055	2,780
Bank loans (note 14)	70,693	79,912
	73,748	82,692

With effect from 1 January 2017 the Board agreed to the introduction of Processing Notes as an alternative to purchasing B shares for suppliers of New Milk i.e. in respect of all New Milk supplied from 1 January 2016. Each processing note costs €1.00 per unit and the Milk Supply Share Scheme requires each milk supplier to hold either 25 B shares or 25 Processing Notes per 1,000 litres of New Milk. The purchase of Processing Notes will rank equally with the purchase of B shares for the

purpose of meeting the minimum standard under the Milk Supply Share Scheme.

The Processing Notes will be redeemed on ceasing milk supply at the price at the time of purchase or if a supplier wishes to convert Processing Notes to B shares at a future date it is permitted to convert at the prevailing B share price at that date i.e. the price determined from the most recent B share valuation.

### 14. BANK BORROWINGS

	2023 (€'000)	2022 (€'000)
Bank overdrafts	42	47
<b>Bank loans – amounts payable by equal instalments:</b>		
Within one year	8,315	8,401
Between one and two years	8,315	8,401
Greater than two years	62,378	71,511
	79,050	88,360

Group loans wholly repayable are secured by a floating charge over the Group's assets.

The Group's bank borrowings are primarily denominated in Euro, US Dollar and Pound Sterling and amounts are borrowed at fixed and floating interest rates. Loans borrowed at floating rates are calculated by reference to Euribor, SOFR or SONIA of one to six months depending on the currency drawn plus an agreed margin that varies with the Group's net debt to EBITDA ratio. Following the completion, in February 2022, of the refinancing of the Group's multi-currency term and revolving credit facilities, these facilities are

available for draw down by the Society and certain subsidiaries and mature in February 2027 with options to extend to February 2028 and February 2029 subject to certain conditions being met.

An amortising term loan facility with EIB was put in place and drawn down in 2019 to part fund the Group's cheese diversification capital project. This loan is repayable in equal instalments over a 10-year period from commencement in February 2022 with the final repayment scheduled for November 2031. Interest rates are fixed for the duration of the term of this facility.

## 15. PROVISIONS FOR LIABILITIES

		2023 (€'000)	2022 (€'000)
<b>Deferred tax:</b>			
Provision at beginning of year		9,818	10,824
(Credit) to the income statement for the year		(87)	(1,329)
Charge to the statement of other comprehensive income		21	3
Exchange adjustments		(91)	320
Provision at end of year		9,661	9,818
<b>Other provisions:</b>			
	Note		
Long Term Incentive Plans (LTIP)	(i)	6,230	4,238
Stability fund	(ii)	1,276	19,860
		7,506	24,098
<b>(i) LTIP:</b>			
Provision at beginning of year		4,238	2,817
Paid during the year		-	(78)
Current service cost		2,047	1,416
Exchange movements		(55)	83
Provision at end of year		6,230	4,238
Due within one year		-	232
Due greater than one year		6,230	4,006

Synergy, the international flavours division of Carbery Group, has a Long-Term Incentive Plan (LTIP) in place. This plan was implemented with an objective to attract, retain and incentivise senior executives to grow shareholder value of the Synergy business for the long-term benefit of Carbery's shareholders. Phase 1 of the Synergy LTIP was in place since 2008 and allocations to participants under this phase ceased in 2014. Phase 2 commenced in 2015 with allocations to participants commencing the same year. As allocations to participants vest after three years, all allocations in Phase 1 of the scheme had vested in 2017. Phase 1 of the LTIP scheme concluded in 2019, when in accordance with the scheme rules, all vested allocations remaining unsold were fully divested. Phase 2 of the scheme will conclude in 2024 when the final year allocations for the second phase will vest. The LTIP is commensurate with similar schemes

in various private and public companies and has been put in place under governance oversight by the Remuneration Committee of Carbery Group under independent advice. Benefits associated with the scheme are entirely performance based and are referenced to the additional shareholder value generated over the term of the plan. Whilst the actual cost of the LTIP cannot be determined until the scheme completion, which is 2024 for Phase 2, a provision is being made over the lifetime of the plan for the estimated total cost. A charge of €2.0m is included in the 2023 financial statements. This is relating to the estimated cost of the scheme attributable to 2023. If certain trading performance projections for Synergy materialise in future years (2024) then, commensurate with the resulting increase in shareholder value, the total cost of the LTIP will be greater than the cost provided at 31 December 2023.

## 15. PROVISIONS FOR LIABILITIES (CONTINUED)

Any increased cost will be reflected in the financial statements of the business over the remaining lifetime of the scheme between now and 2024. Total disbursements made to participants exercising their option to sell vested allocations under LTIP phase 2 amounted to € nil during 2023 (2022: €0.08m).

The final allocations under Phase 2 of the LTIP took place in 2022 and the scheme will conclude in 2024. As a result, a new LTIP was put in place for performance periods beginning in 2023. The 2023 LTIP scheme retains

similar objectives to the previous scheme to ensure the alignment of the interests of Executives and Key Management Personnel with that of the Shareholders. As with the previous scheme, benefits associated with the scheme are entirely performance based and are referenced to the additional shareholder value generated over the term of the plan.

Under the 2023 LTIP scheme, each performance period shall last for three financial years, with the performance period for the first allocations under this scheme being 1 January 2023 to 31 December 2025.

<b>(ii) Stability Fund:</b>	<b>2023</b> (€'000)	<b>2022</b> (€'000)
Provision at beginning of year	19,860	9,860
Increase in the period	-	10,000
Support payments to milk suppliers	(18,584)	-
Provision at end of year	1,276	19,860
Due within one year	1,276	9,860
Due greater than one year	-	10,000

It was agreed by the Board of Carbery to increase the Stability Fund by €10.0m during the prior year to €19.9m from which it would make payments at a future date to Carbery's milk suppliers when it is required to lessen the impact of adverse milk price movements. There was €18.6m (2022: €Nil) in milk support payments to shareholder suppliers from the stability fund during the current year.

The Board believes that, on the basis of recurring market volatility, payments from the stability fund are likely to arise within a three-year period. The parameters governing the payment of the stability fund are such that, in any regard, payment will have to be affected no later than three years from the date of provision. This is on the basis that the supplier co-ops to whom the stability fund will be paid may, at their discretion, request Carbery to effect payment of any balance remaining in the stability fund three years from the date of provision.

## 16. OBLIGATIONS UNDER LEASES

Future minimum rentals payable under non-cancellable operating leases are as follows:

	31 December 2023		31 December 2022	
	Land & buildings (€'000)	Other (€'000)	Land & buildings (€'000)	Other (€'000)
Not later than one year	866	221	793	206
Later than one year and not later than five years	3,436	373	3,389	165
Greater than five years	11,795	-	13,160	-
	16,097	594	17,342	371

## 17. RETIREMENT BENEFIT COMMITMENTS

The Group operates both a defined benefit pension scheme and defined contribution pension scheme for its employees that require contributions to be made to separately administered funds. The schemes are funded by the payment of contributions to separately administered trust funds.

Annual contributions to the defined benefit pension scheme are based on the advice of independent actuaries.

The contributions for funding purposes to the defined benefit pension scheme are determined, using the projected unit credit method, by Mercer who are actuaries to the schemes but are neither officers nor employees of the Group. The most recent actuarial valuation was carried out at 1 January 2023. The contribution made by the Group in respect of the current year was €371,000 (2022: €366,000). The actuaries' reports are not available for public inspection but the results are advised to members of the various schemes.

The valuation used for the defined benefit scheme has been based on the most recent actuarial valuation at 1 January 2023 and was updated by Mercer to take account of the requirements of FRS 102 in order to assess the liabilities of the schemes at 31 December 2023 and 31 December 2022. Scheme assets are stated at their market values at the respective statement of financial position dates and overall expected rates of return are established by applying published brokers' forecasts to each category of scheme assets.

As of 31 December 2013, service costs in respect of future service in the Group's defined benefit scheme terminated. Effective 1 January 2014 there is no further accrual of service in the defined benefit scheme, with all future service being provided in the defined contribution scheme.

**The net retirement benefit assets and liabilities are analysed as follows:**

Scheme assets at fair value:

Equity instruments

Debt instruments

Cash

Fair value of scheme assets

Present value of scheme liabilities

The total contributions to the defined benefit scheme in 2024 are expected to be €373,000 (2023: €373,000).

The Group participates in an industry-wide Irish Co-operative Societies' Retirement Benefit Scheme. This is a multi-employer defined benefit retirement benefit scheme. However, as the underlying assets and liabilities attributable to individual employers cannot be identified on a consistent and reasonable basis, the Group has accounted for the retirement benefit scheme as if it was a defined contribution pension benefit scheme.

An Actuarial Funding Certificate was prepared with an effective date of 1 January 2023 and confirmed that the Scheme satisfied the Funding Standard set out in Section 44(1) of the Pensions Act, 1990 at that effective date. A Funding Standard Reserve Certificate was also prepared with an effective date of 1 January 2023 and confirmed that the Scheme held sufficient additional assets to satisfy the Funding Standard Reserve set out in Section 44(2) of the Pensions Act, 1990 at that effective date.

The financial assumptions relating to the return on investment, the rate of increase in pensionable pay or salaries, and price inflation are outlined in the actuarial valuation report.

The most recent full actuarial valuation of the Irish Co-operative Societies' Retirement Benefit Scheme was carried out on 1 January 2023. The report is available for inspection by Scheme members but is not available to the public.

The current contribution rate is 15.3% of pensionable pay (10.3% employer and 5% employee) for contributory members.

	2023 (€'000)	2022 (€'000)
Equity instruments	578	596
Debt instruments	16,836	16,392
Cash	101	116
Fair value of scheme assets	17,515	17,104
Present value of scheme liabilities	(15,081)	(14,841)
	2,434	2,263

## 17. RETIREMENT BENEFIT COMMITMENTS (CONTINUED)

The retirement benefit plans have not invested in any of the Group's own financial instruments nor in properties or other assets used by the Group.

The amounts recognised in the income statement and in the Group statement of other comprehensive income for the year are analysed as follows:

Movements in present value of the defined benefit obligation		
<b>Recognised in the income statement</b>	<b>2023</b>	<b>2022</b>
	(€'000)	(€'000)
Current service cost	-	-
Recognised in arriving at operating profit	-	-
Net income on net defined benefit asset	97	25
Total recognised in the income statement	97	25
<b>Recognised in other comprehensive income</b>	<b>2023</b>	<b>2022</b>
	(€'000)	(€'000)
Actual return on scheme assets	778	(5,801)
Less: amounts included in net interest on the net defined benefit liability (Note 5)	(159)	29
	619	(5,772)
Other actuarial (losses)/gains	(939)	5,398
Remeasurement (losses) recognised in other comprehensive income (including tax thereon)	(320)	(374)
<b>Financial assumptions</b>		
The major assumptions used by the actuaries are:	<b>2023</b>	<b>2022</b>
	(%)	(%)
Inflation rate increase	2.0	2.50
Salary rate increase	n/a	n/a
Retirement benefit payment increase	0.00	0.00
Discount rate	3.40	4.10

The mortality assumptions are based on standard mortality tables which allow for future mortality improvements. The assumptions are that a member who retires in 2046 at age 65 will live on average a further 24 years after retirement if they are male and a further 26 years after retirement if they are female.



## 17. RETIREMENT BENEFIT COMMITMENTS (CONTINUED)

Changes in the present value of the defined benefit obligations are analysed as follows:	<b>2023</b> (€'000)	<b>2022</b> (€'000)
At beginning of year	14,841	21,635
Interest cost	579	229
Benefits paid	(1,416)	(1,593)
Remeasurement adjustments	1,077	(5,430)
At end of year	15,081	14,841
The defined benefit asset comprises € 2.4m (2022: €2.3m) from plans that are wholly or partly funded.		
Changes in the fair value of scheme assets:	<b>2023</b> (€'000)	<b>2022</b> (€'000)
At beginning of year	17,104	23,878
Actual gain/(loss) on plan assets	778	(5,801)
Interest income	676	254
Employer contributions	373	366
Benefits paid	(1,416)	(1,593)
At end of year	17,515	17,104
<b>Non-current assets</b>	<b>2023</b> (€'000)	<b>2022</b> (€'000)
Pension surplus	2,434	2,263
<b>Provisions for liabilities</b>		
Deferred tax	(304)	(283)
The Income Statement and Statement of Other Comprehensive Income pension bookings are recorded as follows:	<b>2023</b> (€'000)	<b>2022</b> (€'000)
Pension surplus	171	20
Deferred tax	(21)	(3)
Pension costs and interest	(470)	(391)
	(320)	(374)

The contributions payable by Carbery Group to defined contribution schemes are charged to the income statement in the year in which they relate and amounted to €2.8m (2022: €2.4m) for the year. The amount outstanding at year end was €101,869 (2022: €88,557).

## 18. GOVERNMENT GRANTS

	2023 (€'000)	2022 (€'000)
<b>Cost:</b>		
At beginning of year	16,488	16,488
Recognised during the year	-	-
At end of year	16,488	16,488
<b>Amortisation:</b>		
At beginning of year	10,404	10,000
Amortised during the year	383	404
At end of year	10,787	10,404
<b>Net book value:</b>		
At end of year	5,701	6,084
Between one and two years	381	383
Between two and five years	1,510	1,525
In more than five years	3,810	4,176
	5,701	6,084

The Group received a number of grants in prior years which are being amortised over the useful economic lives of the tangible assets which they relate to. The cost at the beginning of the year includes a €5.8m Enterprise Ireland capital grant for the cheese diversification investment in the Ballineen facility that was fully recognised in 2020 (€3.8m) and 2021 (€2m).

## 19. SHARE CAPITAL

	2023 (€'000)	2022 (€'000)
<b>Allotted, called up and fully paid:</b>		
'A' ordinary shares of €1 each	75,805	75,805
'B' ordinary shares of €1 each:		
At beginning of year	10,744	10,593
Issued during the period	145	161
Repurchased during the period	(131)	(55)
Share conversions	26	45
At end of year	10,784	10,744
	86,589	86,549

The Milk Supply Share Scheme was launched for the milk suppliers of the Group's parent Society 'A' shareholders during 2012. The purpose of the Milk Supply Share Scheme is essentially twofold. Firstly, to ensure that Carbery was well positioned to efficiently manage the expected growth in milk supply volumes subsequent to the removal of milk quota limits in 2015 and secondly, to enable milk suppliers share in the future growth of Carbery by the provision of an exit mechanism for suppliers retiring from milk supply in the future.

In 2021 the Board of Carbery introduced the Share Redemption Exit Plan (SREP) as part of the Milk Supply Share Scheme. The purpose of the SREP is to enhance the manner in which long term milk suppliers

can share in the equity value being created by Carbery. Under the SREP retiring milk suppliers whose milk has been supplied to Carbery for not less than 20 years will receive an enhanced value (equivalent to one bonus B share for each two B shares held) at retirement for each B share held under the Milk Supply Share Scheme should they apply to have their shares redeemed (and subject to their application being approved by the Board).

During the year ended 31 December 2023, 144,681 'B' ordinary shares were issued, 26,353 'B' ordinary shares were converted from processing notes and 130,631 'B' ordinary shares were repurchased by the Society under the terms of the scheme.

### Share rights

#### Voting rights:

'A' ordinary shareholders have full voting rights whilst 'B' ordinary shareholders are entitled only to vote on special resolutions.

#### Dividends:

'A' ordinary shareholders only have the right to receive dividends.

#### Winding up:

'A' and 'B' ordinary shareholders rank pari passu in the event of the winding up of the society.

## 20. OTHER RESERVES

	Non-distributable capital reserve (€'000)	Deferred translation reserve (€'000)	Cash flow hedge reserve (€'000)	Total (€'000)
At 1 January 2023	1,809	8,787	(354)	10,242
Translation loss	-	(4,095)	-	(4,095)
Change in value of hedge instrument	-	-	489	489
Reclassifications to retained earnings	(247)	-	-	(247)
At 31 December 2023	1,562	4,692	135	6,389

### Non-distributable capital reserve

This reserve is used to record increases in the fair value of land, buildings, property, plant and equipment and decreases to the extent such decrease relates to an increase on the same asset. This non-distributable reserve will be released to retained earnings at the end of the remaining useful lives of the tangible assets that have been subject to fair value increases and decreases.

### Deferred translation reserve

This reserve represents the exchange movements on foreign currency earnings, investments and borrowings in subsidiary undertakings.

### Cash flow hedge reserve

The cash flow hedge reserve contains the effective portion of the cash flow hedge relationships incurred as at the reporting date. €1,026,910 is made up of the net movements in cash flow hedges and the effective portion of the forward exchange contracts, net of tax.

### Share reserve fund

Also, included in Other Reserves (presented separately in the Statement of Changes in Equity) is a share reserve fund. The balance at 31 December 2023 is €2.7m (2022: €2.8m). This reserve is used to record the premium arising on the subscription of the "B" ordinary shares and on the conversion of processing notes into "B" ordinary shares. This reserve is released when "B" ordinary shares are repurchased by the Society.

## 21. COMMITMENTS

Future capital expenditure approved by the Committee but not provided for in these financial statements is as follows:

	2023 (€'000)	2022 (€'000)
Contracted for	12,862	8,013
Authorised but not contracted for	22,737	30,107
	35,599	38,120

The Group has outstanding trade related gas forward purchase contracts for GBP£1.8m (€2.1m) at the year end. The fair value of these contracts was (GBP£1.2m) (€1.4m) at the year end.

At 31 December 2022 the Group also had gas forward purchase contracts for GBP£11.5m which have been offset by open sell contracts for GBP£19.8m. The (net) fair value of these contracts was GBP£8.3m (€9.3m).

### Fixed Milk Price Schemes (FMPS)

The Group operated voluntary Fixed Milk Price Schemes (FMPS) to offer all shareholder milk suppliers' price certainty, in the context of fluctuating and volatile market pricing, on a portion of their milk supply.

FMPS 7 commenced on 1 January 2021 and ended on 31 December 2023 and the total volume allocated and subscribed for approximates 3% of the 2020 milk supplied to the Group. FMPS 8 commenced on 1 January 2022 and ends on 31 December 2024 and the total volume allocated and subscribed for approximates 0.001% of the 2021 milk supplied to the Group.

The Group is committed to making the contracted fixed milk price payments under the FMPS but it does not carry any forward market hedging exposure on the sale of the Group's products, associated with the milk supplied under these schemes, as the sale of these products are hedged through the entry into forward sale agreements.

## 22. CONTINGENCIES

- (a) The Group's subsidiary bank borrowings and overdrafts are secured by a Group Composite Guarantee and Indemnity. The Group has guaranteed bank borrowings and overdrafts at year end of €79.1m (2022: €88.4m) and has in addition guaranteed performance bonds and letters of credit at the end of the year totalling €5.1m (2022: €5.1m). The Group has an ongoing funding requirement that is satisfied by bank facilities and trade related working capital facilities. Arising from the provision of these finance facilities the Group has to comply with certain loan covenants and during the year ended 31 December 2023, the Group has been in compliance with these loan covenants. The Group's primary bank facilities comprising term debt, revolving credit facilities (RCF's) and ancillary lines of credit now mature in February 2027.
- (b) The Group has recognised government grants amounting to € 5.8m (2022: €5.8m) which may be revoked, rebated or cancelled in certain circumstances set out in the agreements. The Group has provided a parental guarantee for €5.8m to Enterprise Ireland related to an approved capital grant for the cheese diversification investment in the Ballineen facility that was fully recognised in 2020 (€3.8m) and 2021 (€2.0m).
- (c) In accordance with the provisions of Section 357(1(b)) of the Companies Act 2014, the Society has irrevocably guaranteed all liabilities and losses of its Irish subsidiary undertakings, Carbery Food Ingredients Limited, Carbery Cheese Services Limited, Carbery Group Treasury Operations Designated Activity Company, Carbery Investments (Bandon) Limited, Carbery Investments (Barryroe) Limited, Carbery Investments (Drinagh) Limited and Carbery Investments (Lisavaird) Limited in respect of the financial year as are referred to in Part III, Section A, Paragraph 14 of that Act, for purposes of enabling the subsidiaries to claim exemption from the requirement to file their own financial statements with the Registrar of Companies.

Valuable security has not been provided by the Society in respect of the guarantees. The above disclosure has been made merely to comply with statutory requirements concerning the filing exemption referred to, as, in the committee's opinion, the likelihood of crystallisation of the contingency is remote.

## 23. RELATED PARTY TRANSACTIONS AND CONTROLLING PARTIES

The majority of the Society is controlled and owned by four 'A' shareholders, Drinagh Co-Operative Limited, Bandon Co-Operative Agricultural & Dairy Society Limited, Barryroe Co-Operative Limited and Lisavaird Co-Operative Creamery Limited. The Group sources a substantial part of its raw materials from its 'A' shareholders who in turn source from the "B" shareholders.

During the year ended 31 December 2023, total raw material purchases from the 'A' shareholders were €265.2m (2022: €367.1m). At 31 December 2023, the Group was owed €0.1m (2022: €0.1m) by and owed €61.0m (2022: €79.0m) to its shareholders.

Carbery Food Ingredients Limited purchases whey protein concentrate from its joint venture company, Barbery Limited. Total purchases during the year amounted to €11.9m (2022: €13.9m). Amounts due to Barbery Limited at 31 December 2023 amounted to €0.6m (2022: €1.9m) (Note 12).

### Terms and conditions of transactions with related parties

Sales and purchases between related parties are made at normal market prices. Outstanding balances with entities are unsecured, interest free and cash settlement is expected within normal market credit terms.

The Group has not provided or benefited from any guarantees for any related party receivables or payables. During the year ended 31 December 2023, the Group has not made any provision for doubtful debts relating to amounts owed by related parties (2022: €Nil).

### Key management personnel

Executive directors and certain senior employees who have authority and responsibility for planning, directing and controlling the activities of the Group are considered to be key management personnel. This includes individuals working across the Group and employed in markets in Ireland, UK, Europe and USA.

Total remuneration in respect of these individuals in 2023 (16 Executives) (2022: 14) is made up of the following components:

- Basic salary cost of €3.96m (2022: €3.50m) paid to individuals and which is normally set at market rates for equivalent roles
- Employer social insurance costs (ancillary to salary costs) which amounted to €0.54m (2022: €0.41m)
- Retirement benefits paid by the employer to provide retirement benefits amounted to €0.39m (2022: €0.43m) for the year
- Performance related bonus / provision for future LTIP / Other Benefits amounted to €4.28m (2022: €3.54m) for the year.

The total cost of the above components of remuneration in 2023 is €9.17m (2022: €7.88m). Cost attributable to overseas employees has been translated from the local currency to euro at average rates of exchange.

### Non-Executive Directors

Total remuneration paid in 2023 to 9 (2022: 10) non-executive directors was €201,122 (2022: €207,179) and together with employer social insurance contributions of €18,074 (2022: €18,326), the total remuneration cost was €219,196 (2022: €225,505).

The majority of the Society is owned by four 'A' shareholders, Drinagh Co-Operative Limited, Bandon Co-Operative Agricultural & Dairy Society Limited, Barryroe Co-Operative Limited and Lisavaird Co-Operative Creamery Limited.

## 24. OTHER EQUITY

	2023 (€'000)	2022 (€'000)
At beginning of year	17,831	–
Issuances	–	17,831
At end of year	17,831	17,831

During the prior year, 17,831,487 “B” shares of €1.00 each were issued to the four “A” shareholders Drinagh Co-Operative Limited, Bandon Co-Operative Agricultural & Dairy Society Limited, Barryroe Co-Operative Limited and Lisavaired Co-Operative Creamery Limited by wholly owned subsidiary companies, Carbery Investments (Bandon) Ltd, Carbery Investments (Barryroe) Ltd, Carbery Investments (Drinagh) Ltd

and Carbery Investments (Lisavaired) Ltd. These shares are redeemable, at par, at the separate option of the companies at any time on or after 17 February 2042 by notice in writing to the shareholders and the company.

During the year, €0.892m (2022: €0.663m) was paid in dividends to those “A” shareholders of the ‘B’ ordinary shares in subsidiary companies.



## 25. SUBSIDIARIES AND JOINT VENTURES

At 31 December 2023 the Society had the following principal subsidiaries:

### Principal subsidiaries

Company Name	Nature Of Business	Registered Office	% Voting Rights
Carbery Food Ingredients Limited	Food ingredients and alcohol	Ballineen, Co. Cork	100
Carbery Group Treasury Operations Designated Activity Company	Intercompany financing	Ballineen, Co. Cork	100
Carbery Investments (Bandon) Ltd	Investment Holding	Ballineen, Co.Cork	100
Carbery Investments (Barryroe) Ltd	Investment Holding	Ballineen, Co.Cork	100
Carbery Investments (Drinagh) Ltd	Investment Holding	Ballineen, Co.Cork	100
Carbery Investments (Lisavaird) Ltd	Investment Holding	Ballineen, Co.Cork	100
Carbery Asia PTE Limited	Flavour ingredients	111 North Bridge Road, #06-20 Peninsula Plaza, Singapore 179098	100
Carbery (UK) Limited	Investment holding company	2 Hillbottom Road, Sands Industrial Estate, High Wycombe, Buckinghamshire, UK	100
Synergy Flavours Limited	Flavour ingredients	2 Hillbottom Road, Sands Industrial Estate, High Wycombe, Buckinghamshire, UK	100
Synergy Flavours (Thailand) Limited	Flavour ingredients	888/22 Moo 9 Soi, Roongcharoen, Lieb Klong, Suvannabhumi Road, Bangpla, Bangplee, Samutprakarn, Thailand 10540	100
Synergy Flavours (Italy) Societa'perAzioni	Flavour ingredients	Strada per i Laghetti, 34015 Muggia, Trieste, Italy	100
Synergy Flavors Inc.	Flavour ingredients	1500 Synergy Drive, Wauconda, Illinois, USA	100
Synergy Flavors NY LLC	Flavour ingredients	1500 Synergy Drive, Wauconda, Illinois, USA	100
Synergy Flavors (OH) LLC	Flavour ingredients	1500 Synergy Drive, Wauconda, Illinois, USA	100
Synergy Flavors Innova LLC	Flavour ingredients	1500 Synergy Drive, Wauconda, Illinois, USA	100
Synergy Aromas Ltda	Flavour ingredients	Rua Jose De Rezende Meirelles, 3835 Santa, Candida, Vinhedo, Sao Paulo, Brazil	100

## 25. SUBSIDIARIES AND JOINT VENTURES (CONTINUED)

### Joint venture company

Company Name	Nature Of Business	Registered Office	% Voting Rights
Barbery Limited	Manufacture and sale of food ingredients	Maryland Farm, Ditcheat, Shepton Mallet, Somerset, UK	50

All shareholdings consist of ordinary shares.

## 26. FINANCIAL INSTRUMENTS

	2023 (€'000)	2022 (€'000)
Financial assets measured at cost less impairment		
Unlisted investments	490	490
Financial assets that are debt instruments measured at amortised cost		
Trade debtors	112,628	118,407
Other debtors	18,286	26,420
Loan notes	384	634
Financial liabilities measured at amortised cost		
Trade creditors	(72,404)	(86,047)
Other creditors	(26,846)	(28,813)
Bank overdraft	(42)	(47)
Loans	(79,008)	(88,313)

### Cash flow hedges - foreign currency risk

The Group purchases forward foreign currency contracts to hedge currency exposure on highly probable forecast transactions denominated in a foreign currency. The expected future sales and purchases which are hedged are expected to occur throughout 2024 (2022: throughout 2023). As at 31 December 2023, a net unrealised gain of €489,937 (2022: loss (€1,026,910)) was included in other comprehensive income in respect of the contracts. This amount which was retained in other comprehensive income at 31 December 2023 and 2022 is expected to mature and affect the income statement in 2024 and 2023 respectively. The amount that was reclassified from equity to the income statement for the periods is disclosed in note 20.

### Gas Forward Contracts

In 2022, to help mitigate the volatility in gas prices the Group purchased forward a portion of its gas requirements for 2022 and through to 2023. Netted within cost of sales in the prior year is €3.1m related to positive fair value adjustments on certain of its gas contracts which were realised in the prior year and unrealised fair value adjustments related to future contracts of €9.3m. No such transactions were entered into in the current year.

At 31 December 2023, the Group had derivative assets of €0.2m and derivative liabilities of €0.1m.

## 26. FINANCIAL INSTRUMENTS (CONTINUED)

### Carrying amounts and fair values of financial instruments held at fair value

The fair value of all financial assets and financial liabilities by class together with their carrying amounts shown in the balance sheet are as follows:

	Carrying amount 2023 (€'000)	Fair Value 2023 (€'000)	Level 1 2023 (€'000)	Level 2 2023 (€'000)	Level 3 2023 (€'000)
<b>Financial asset 2023</b>					
Derivative asset	194	194	-	194	-
Total financial assets at fair value	194	194	-	194	-
<b>Financial liability 2023</b>					
Derivative liability	59	59	-	59	-
Total financial liabilities at fair value	59	59	-	59	-
	Carrying amount 2022 (€'000)	Fair Value 2022 (€'000)	Level 1 2022 (€'000)	Level 2 2022 (€'000)	Level 3 2022 (€'000)
<b>Financial asset 2022</b>					
Derivative asset	22,540	22,540	-	22,540	-
Total financial assets at fair value	22,540	22,540	-	22,540	-
<b>Financial liability 2022</b>					
Derivative liability	13,595	13,595	-	13,595	-
Total financial liabilities at fair value	13,595	13,595	-	13,595	-

### Level 2 valuation techniques

The derivative assets and liabilities are valued by reference to current forward exchange rates for contracts with similar maturity profiles.

## 27. SUBSEQUENT EVENTS

There have been no significant events affecting the group after year end.

## 28. APPROVAL OF THE FINANCIAL STATEMENTS

The Committee approved the financial statements on 15 March 2024.



**CARBERY**