
WATLINGTON WATERWORKS LIMITED

CONSOLIDATED Financial Statements

For the 6 months ended

JUNE 30, 2015

(Unaudited)

Watlington Waterworks Limited
Consolidated Statement of Financial Position (unaudited)
As at June 30, 2015
(Expressed in Bermuda Dollars)

	June 30, 2015	Dec 31, 2014
Assets		
Property, plant and equipment (note 4)	\$ 18,943,231	\$ 18,830,572
Intangible assets (note 5)	36,516	64,612
Investment property (note 6)	25,458	34,443
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Total non-current assets	<u>19,005,205</u>	<u>18,929,627</u>
Other assets (note 12)	112,427	164,932
Inventories (note 7)	1,129,675	1,116,472
Trade and other receivables (note 8)	890,527	709,260
Prepayments	244,157	188,844
Investments	2,136,128	2,129,781
Cash and cash equivalents	3,839,543	3,582,330
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Total current assets	<u>8,352,457</u>	<u>7,891,619</u>
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Total assets	<u>\$ 27,357,662</u> =====	<u>\$ 26,821,246</u> =====
Liabilities and equity		
Share capital	\$ 1,061,365	\$ 1,061,365
Share premium	1,434,031	1,434,031
Reserves	8,000,000	8,000,000
Retained earnings	16,111,220	15,448,031
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Total equity	<u>26,606,616</u>	<u>25,943,427</u>
Liabilities		
Equipment deposits	2,144	2,020
Trade payables	748,902	875,799
	<hr/>	<hr/>
Total current liabilities	<u>751,046</u>	<u>877,819</u>
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Total liabilities and shareholders' equity	<u>\$ 27,357,662</u> =====	<u>\$ 26,821,246</u> =====

Watlington Waterworks Limited
Consolidated Statement of Comprehensive Income (unaudited)
For the six months ended June 30, 2015
(Expressed in Bermuda Dollars)

	June 2015 \$	June 2014 \$
Revenue (note 3)	4,947,761	4,816,760
Production costs	(1,235,236)	(1,323,649)
Gross profit	3,712,525	3,493,111
Distribution expenses	(1,422,660)	(1,390,835)
Administrative expenses	(1,245,791)	(1,138,917)
Total profit before finance income	1,044,074	963,359
Finance income	6,513	3,787
Profit and total comprehensive income for the period	\$ 1,050,587	\$ 967,146
Profit attributable to:		
Owners of the Company	\$ 1,050,587	\$ 967,146
Earnings per share		
Basic earnings per share	\$ 0.99	\$ 0.91

Watlington Waterworks Limited
Consolidated Statement of Changes in Equity (unaudited)
For the six months ended June 30, 2015
(Expressed in Bermuda Dollars)

	<u>Share capital</u>	<u>Share premium</u>	<u>Capital reserve</u>	<u>General reserve</u>	<u>Retained earnings</u>	<u>Total</u>
Balance at January 1, 2014	\$1,061,139	\$1,430,528	\$7,000,000	\$1,000,000	\$13,835,067	\$24,326,734
Net income for 6 months (Jan – June 2014)	-	-	-	-	967,146	967,146
Dividends paid	-	-	-	-	(233,459)	(233,459)
Issuance of shares	76	919	-	-	-	995
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Balance at June 30, 2014	\$1,061,215	\$1,431,447	\$7,000,000	\$1,000,000	\$14,568,754	\$ 25,061,416
Net income for 6 months (July – December 2014)	-	-	-	-	1,112,760	1,112,760
Dividends paid	-	-	-	-	(233,483)	(233,483)
Issuance of shares	150	2,584	-	-	-	2,734
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Balance at Dec 31, 2014	\$1,061,365	\$1,434,031	\$7,000,000	\$1,000,000	\$15,448,031	\$ 25,943,427
Net income for 6 months (Jan – June 2015)	-	-	-	-	1,050,587	1,050,587
Dividends paid	-	-	-	-	(387,398)	(387,398)
	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>	<u> </u>
Balance at June 30, 2015	\$1,061,365	\$1,434,031	\$7,000,000	\$1,000,000	\$16,111,220	\$ 26,060,616
	=====	=====	=====	=====	=====	=====

Watlington Waterworks Limited
Consolidated Statement of Cash Flows (Unaudited)
For the six months ended June 30, 2015 (Expressed in Bermuda Dollars)

	June 2015 \$	June 2014 \$
Operating activities		
Profit for the period	1,050,587	967,146
Adjustments for:		
Depreciation of property, plant and equipment	655,160	527,759
Amortization of intangible assets	28,096	24,520
Depreciation of investment property	8,985	16,068
Finance income	<u>(6,514)</u>	<u>(3,786)</u>
	1,736,314	1,531,707
<u>Changes in:</u>		
Inventories	(13,203)	173,436
Trade and other receivables	(181,266)	(227,532)
Prepayments	(55,313)	(94,041)
Trade and other payables	(126,897)	(21,576)
Equipment deposits	124	93
Other assets	52,504	92,581
Net cash from operating activities	<u>1,412,263</u>	<u>1,454,668</u>
Investing activities		
Interest received	6,514	3,786
Acquisition of property, plant and equipment	(767,819)	(2,292,215)
Investments – term deposits	(2,136,128)	-
Net cash used in investing activities	<u>(2,897,433)</u>	<u>(2,288,429)</u>
Financing activities		
Proceeds from shares issued	-	995
Dividends paid	(387,398)	(233,459)
Net cash used in financing activities	<u>(387,398)</u>	<u>(232,464)</u>
Net increase (decrease) in cash and cash equivalents	(1,872,568)	(1,066,225)
Cash and cash equivalents at beginning of period	5,712,111	6,383,788
Cash and cash equivalents at end of period	<u>=====</u> 3,839,543	<u>=====</u> 5,317,563

1. Nature of business

Watlington Waterworks Limited ("The Company") and Bermuda Waterworks Limited ("the Subsidiary") (note 2(b)) are incorporated under the laws of Bermuda and are primarily engaged in the production and distribution of water and purification of drinking water for sale at the retail and wholesale level. The group is also engaged in the provision of customer services, plumbing supplies and the supply of coolers for sale and rental.

2. Significant accounting policies

These financial statements have been prepared in accordance with accounting principles generally accepted in Bermuda and Canada. The significant accounting policies adopted by the Company are as follows:

(a) Basis of presentation

The preparation of consolidated financial statements in accordance with generally accepted accounting principles requires management to make estimates and assumptions that affect reported amounts of assets and liabilities and disclosure of contingent assets and liabilities as at the date of the financial statements. Estimates also affect the reported amounts of income and expenses for the reporting period. Actual results could differ from those estimates.

(b) Principles of consolidation

The consolidated financial statements include the accounts of the Company and its wholly-owned subsidiary, Bermuda Waterworks Limited. All significant intercompany transactions and balances are eliminated on consolidation.

(c) Water sales

Water sales comprise wholesale water and bottled water sales. Wholesale water sales are based on consumption recorded by meter readings taken monthly during the period.

(d) Other operating revenues

Other operating revenues comprise income from sales of plumbing supplies, sales and rental of water coolers and related equipment and utility connection fees.

(e) Property, plant and equipment

Freehold land is stated at cost and is not depreciated. Property, plant and equipment other than freehold land are being depreciated on a straight-line basis over their estimated useful lives, which generally vary from 3 to 40 years.

(f) Investment property

Investment property is stated at cost and depreciated over its estimated useful life of 40 years.

(g) Intangible assets

Application software is stated at cost less accumulated amortization and is amortized on a straight line basis over a useful life of three years.

(h) Inventories

Inventories which comprise essential utility parts, plumbing supplies and bottled water supplies are carried at the lower of average cost and net realisable value.

Watlington Waterworks Limited
Notes to Consolidated Financial Statements (Unaudited)
For the six months ended June 30, 2015

(i) Fair values of financial instruments

Fair values of financial instruments are disclosed in the notes to the financial statements when they differ from the carrying values. Where amounts receivable and payable are subject to normal credit terms, their carrying values are used as an approximation of their fair values.

(j) Cash and cash equivalents

Cash and cash equivalents include deposits having a maturity of less than three months from the date of purchase.

(k) Pension plan

The Company sponsors a defined contribution pension plan (the "Plan") covering all eligible employees. The cost of the Plan is expensed as related benefits are earned by the employees. The Company makes monthly contributions in accordance with the Plan Agreement to the employees' individual accounts, which are administered by an insurance company pursuant to and in accordance with the National Pension Scheme (Occupational Pensions) Act.

3. Revenue

	June <u>2015</u>	June <u>2014</u>
Water sales	4,592,991	4,440,750
Other operating revenues	269,556	311,460
Connection fees	61,214	44,550
Rental income	<u>24,000</u>	<u>20,000</u>
Total revenue	\$ 4,947,761 =====	\$4,816,760 =====

Watlington Waterworks Limited
Notes to Consolidated Financial Statements (Unaudited)
For the six months ended June 30, 2015

4. Property, plant and equipment

	<u>Land & buildings</u>	<u>Plant & equipment</u>	<u>Fixtures & fittings</u>	<u>Under construction</u>	<u>Total</u>
Cost					
At January 1, 2014	\$ 3,325,677	\$ 26,373,827	\$ 354,361	\$ 552,141	\$ 30,606,006
Additions	613,204	2,951,790	5,676		3,570,670
Transfers		329,928		(329,928)	-
Disposals		(80,404)			(80,404)
At December 31, 2014	\$ 3,938,881	\$ 29,575,141	\$ 360,037	\$ 222,213	\$ 34,096,272
At January 1, 2015	\$ 3,938,881	\$ 29,575,141	\$ 360,037	\$ 222,213	\$ 34,096,272
Additions		34,868	2,156	730,795	767,819
Transfers	61,688	366,919	3,717	(432,324)	-
Disposals	-		-	-	-
At June 30, 2015	\$ 4,000,569	\$ 29,976,928	\$ 365,910	\$ 520,684	\$ 34,864,091
Depreciation					
At January 1, 2014	\$ 911,706	\$ 12,959,572	\$ 315,711	\$ -	\$ 14,186,989
Depreciation	122,944	1,021,943	14,228		1,159,115
Disposals		(80,404)			(80,404)
At December 31, 2014	\$ 1,034,650	\$ 13,901,111	\$ 329,939	\$ -	\$ 15,265,700
At January 1, 2015	\$ 1,034,650	\$ 13,901,111	\$ 329,939	\$ -	\$ 15,265,700
Depreciation	66,713	582,092	6,355	-	655,160
Disposals	-		-	-	-
At June 30, 2015	\$ 1,101,363	\$ 14,483,203	\$ 336,294	\$ -	\$ 15,920,860
Carrying amounts					
At December 31, 2014	\$ 2,904,231	\$ 15,674,030	\$ 30,098	\$ 222,213	\$ 18,830,572
At June 30, 2015	\$ 2,899,206	\$ 15,493,725	\$ 29,616	\$ 520,684	\$ 18,943,231

**Watlington Waterworks Limited,
Notes to Consolidated Financial Statements (Unaudited)
For the six months ended June 30, 2015**

5. Intangible assets

Cost	Application software
Balance at January 1, 2014	\$ 447,565
Acquisitions	16,698
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Balance at December 31, 2014	\$ 464,263
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Balance at January 1, 2015	\$ 464,263
Acquisitions	-
Disposals	-
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Balance at June 30, 2015	\$ 464,263
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<u>Amortization and impairment losses</u>	
Balance at January 1, 2014	\$ 348,342
Amortization for the year	51,309
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Balance at December 31, 2014	\$ 399,651
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Balance at January 1, 2015	\$ 399,651
Amortization for the period January to June 2015	28,096
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Balance at June 30, 2015	\$ 427,747
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<u>Carrying amounts</u>	
At December 31, 2014	\$ 64,612
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At June 30, 2015	\$ 36,516
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Watlington Waterworks Limited
Notes to Consolidated Financial Statements (Unaudited)
For the six months ended June 30, 2015

6. Investment property

Cost	Investment Property
December 31, 2013 and 2014	\$ 330,153 =====
<u>Depreciation</u>	
Balance at December 31, 2014	\$ 295,710
Depreciation for the period January – June 2015	<u>8,985</u>
Balance at June 30, 2015	\$ 304,695 =====
<u>Carrying amounts</u>	
At December 31, 2014	\$ 34,443 =====
At June 30, 2015	\$ 25,458 =====

The property was valued by an independent appraiser on November 27, 2013 at a value of \$1,175,000. The property was vacant for the period August 2013 – February 2014 and is leased at a monthly rental of \$4,000.00 as of March 2014.

Watlington Waterworks Limited
Notes to Consolidated Financial Statements (Unaudited)
For the six months ended June 30, 2015

7. Inventories	June 2015	Dec 2014
	\$	\$
Spares and production parts	789,973	900,037
Goods for resale	345,301	298,569
Water bottling supplies	116,233	39,698
Inventory provision	(121,832)	(121,832)
	1,129,675	1,116,472

The cost of inventories recognized as an expense and included in production costs and distribution expenses is \$157,689 (June 2014 - \$221,230).

8. Trade and other receivables	June 2015	Dec 2014
	\$	\$
Accounts receivable	1,070,098	876,831
Allowance for doubtful debts	(179,571)	(167,571)
	890,527	709,260

9. Share capital and share premium	June 2015	Dec 2014
	\$	\$
Authorised – 2,000,000 shares of the par value of \$1.00 each	2,000,000	2,000,000
Issued and fully paid – 1,061,365 (June 2014 – 1,061,215) shares of the par value of \$1.00 each	1,061,365	1,061,365

The net asset value attributable to each share, calculated on the basis of the book value as disclosed in the Company's consolidated balance sheet as at June 30, 2015 was \$25.07 (December 31, 2014 - \$ 24.45).

9. Share capital and share premium

(a) Employee share purchase plan

In June 1999, the Company introduced an employee share purchase plan whereby employees with a minimum of one year's continuous service may subscribe to purchase a maximum of 1,000 common shares in any one calendar year. The purchase price of the common shares is 85% of the market price on the plan's subscription date. The shares purchased are issued from authorized, unissued share capital. Employees are restricted from selling the shares for a period of one year from the issuance date.

During the 6 months ended June 30, 2015, there were no shares purchased by employees (2014 – 76 shares for proceeds of \$ 919). The excess of the purchase price over the par value of the shares is recorded as share premium.

(b) Share premium

The share premium balance relates to the excess of the purchase price over par value of shares of the Company.

10. Reserves

Capital reserve

The amount maintained in capital reserve represents the Company's investment in infrastructure renovations and improvements, including pipelines and reservoirs, in order to maintain the permanent capital of the Company and has been approved by the Board of Directors.

11. General reserve

General reserve is an appropriation from retained earnings as a contingency for unexpected future expenditures and has been approved by the Board of Directors.

12. Other assets

The Company participates in a defined contribution plan on behalf of its employees with a third party insurer. As at June 30, 2015 the Company has a pension surplus of \$ 112,427.12 (Dec 2014 \$164,932) which is included in other assets on the consolidated statement of financial position. The pension surplus arises from contributions made by the Company for former employees who left the pension plan prior to the vesting date, and can be offset against the Company's future pension contributions payable.

13. Financial instruments

The estimated fair values of the Company's cash and cash equivalents, investments, accounts receivable, accounts payable and accrued liabilities and deposits held approximate their carrying values.

Financial instruments which potentially subject the Company to concentrations of credit risk consists of cash and cash equivalents, investments and accounts receivable.

Cash and cash equivalents and investments consist mainly of cash deposits. The Company has deposited the cash and cash equivalents and investments with reputable financial institutions, from which management believes the risk of loss to be remote.

The Company's credit risk with respect to its accounts receivable is minimized by the Company's large customer base, which covers consumer and business sectors in Bermuda. The Company follows a programme of credit evaluations of customers and limits the amount of credit extended when deemed necessary. The Company maintains provisions for potential credit losses and any such losses to date have been within management's expectations.

Commitments

During 2010 the Company entered into a Memorandum of Understanding with the Bermuda Government to extend its pipeline from Lighthouse Road, Southampton westwards towards Somerset and the West End. At June 30, 2015 capital expenditure totaling \$4,514,115 had been incurred on this project. (June 30, 2014: \$3,054,929)

As at June 30, 2015, the Company had capital commitments in respect of plant and equipment of \$38,068 (June 2014 - \$ 21,088). These commitments will be met from operations.

14. Capital disclosures

The Company's objectives in managing capital are to ensure sufficient liquidity to enable the internal financing of capital projects and working capital needs, thereby facilitating its expansion, to maintain a strong capital base so as to maintain investor, creditor and market confidence and to provide an adequate return to shareholders.

The Company's capital is comprised of shareholders' equity. The Company's primary uses of capital are to fund increases in non-cash working capital, along with capital expenditure for new production processes and distribution networks. The Company currently funds these requirements out of its internally generated cash flow. The Board of Directors does not establish quantitative requirements on capital criteria for management, but rather promotes year-over-year sustainable profitable growth. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to shareholders. The Company is not subject to any externally imposed capital requirements.

Watlington Waterworks Limited
Notes to Consolidated Financial Statements (Unaudited)
For the six months ended June 30, 2015

15. Summaries of the last 6 six month financial periods ended June 30

	2015 \$	2014 \$	2013 \$	2012 \$	2011 \$
Revenue (including interest)	4,954,274	4,820,546	4,695,941	5,438,356	5,420,728
Net earnings	1,050,587	967,146	838,761	1,075,782	1,170,203
Dividends	387,398	233,459	233,451	275,478	316,608
Equity	26,606,616	25,061,416	23,642,985	22,128,992	20,693,409
Total assets	27,357,662	26,166,768	24,494,486	23,126,612	22,570,524
Per share amounts					
Net earnings	0.99	0.91	0.79	1.01	1.11
Dividends	0.36	0.22	0.22	0.26	0.30
Equity	25.07	23.62	22.28	20.86	19.56

16. Directors share interests and service contracts

Pursuant to Regulation 6.8(3) of Section 11B of the Bermuda Stock Exchange Listing Regulations, the total interest of all directors and officers of the Company as at June 30, 2015 was 266,146 (June 2014 – 254,889) shares. No rights to subscribe for shares in the Company have been granted to or exercised by any director or officer, except for the management staff who qualifies under the employee share purchase plan.

There are no contracts with the Company in which a director has a material interest, either directly or indirectly.