

BUILDING THE VISION,
LEADING THE FUTURE



2025
**Annual
Report**



PARAMOUNT
Jamaica

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PARAMOUNT
Jamaica



Our Mission

Our mission is to provide our customers with quality chemical products and services, guided by the principles of honesty, integrity, and rigorous adherence to stringent safety standards and procedures for the protection of both people and the physical environment. We will foster teamwork, accountability and innovation among our employees and encourage their lifelong learning and personal development.



Our Values

We hold closest to our hearts the values of honesty, integrity, teamwork, and accountability. We recognize that the contribution of each individual is fundamental to our on-going success and, therefore, we provide opportunities for personal growth and encourage employee involvement at all levels.



Our Vision

To be a chemical industry leader and exemplary employer that remains success-driven and constantly energised through our passion to develop and fully satisfy our customers' needs for our products and services.

Chairman's Statement



Radcliff Knibbs

Chairman

Dear Shareholders and Friends:

On behalf of the Board of Directors, I would like to express my sincere gratitude to you, our shareholders, and the community, for your unwavering interest and continued support of the company.

The fiscal year started off on a slow note as Jamaica faced Hurricane Beryl on July 3. While the company had increased sales on certain inputs before the storm, some inputs became unavailable as local and regional demand outpaced projections. There was a relative slowdown in economic activity after Beryl's passing as some parts of Southern Jamaica took longer to recover from the damage and tourism arrivals continued to face pressure on a US travel advisory.

Despite the hurdles observed in the first half of the fiscal year, the Paramount team signed new contracts and navigated a challenging environment that produced revenue of \$1.72 billion, a 7% improvement over the \$1.62 billion in 2024. Gross profit also grew 5% to \$646.62 million with a gross profit margin of 37.54%. The stabilisation of operating expenses and absence of one-off costs contributed to the company rebounding from a net loss of \$14.36 million to a net profit of \$26.14 million. This achievement reflects management's dedication to overcoming challenges and remaining focused on value creation for all stakeholders.

The company announced its "Four Year Plan" at the start of the 2022 fiscal year which centred around the implementation of five key strategies:



Customer Value Creation



Market Orientation



Manufacturing Focus



Digital Transformation



Talent Cultivation

The company is currently concentrating on the manufacturing focus through new partnerships with local and regional businesses. Paramount has made significant inroads and is working on scaling its facilities to serve the volumes needed to address customer demand for its manufacturing focus. Shareholders should be updated in the coming months on Paramount's new developments.

The other four strategies are being implemented in different phases as the company achieves certain goals. We will expound on these strategies at our upcoming annual general meeting (AGM) to ensure that shareholders can value the moves taking place.

I'd like to thank the former Chief Financial Officer (CFO) Dr. Jacqueline Leckie for almost three years of contribution to the company. I welcome Bruno Loffler as the new Group Head of Finance and Everton Younger as the new Chief Operating Officer (COO) of Paramount Trading. It is important that Paramount continues to attract and retain key talent to the business as the business works towards its ambitious goals.

I would like to close by again thanking our customers, suppliers, and partners for their collaboration, our shareholders for their support, and the Paramount team for their hard work in 2025. As we enter a new fiscal year, we are eager to continue working together on this path towards a sustainable future for the Company and the country.

Radcliff Knibbs
Chairman



CEO's Statement



Hugh Graham
Chief Executive Officer (CEO)

"If my mind can conceive it, if my heart can believe it — then I can achieve it."
Muhammad Ali

Paramount Trading (Jamaica) Limited has served Jamaica and the Caribbean for more than 34 years, after commencing operations in February 1991. We listed on the Junior Market of the Jamaica Stock Exchange in December 2012 and remain a major chemical-focused company creating new solutions for the market.

Paramount returned to positive earnings in 2025 after experiencing a rare loss in 2024. This rebound was a function of our hard-working team examining areas where we could make necessary improvements to our operations and grow our sales. Apart from cutting certain expenses and enhancing our operational efficiency, the CEO and COO took on expanded sales responsibilities to drum up new business for our manufacturing and trading divisions.

Paramount still intends to achieve our target to quadruple revenue and profitability in the coming years, but this target will depend on how the company's new partnerships mature going forward. We signed a new chemical manufacturing deal with Manpower & Maintenance Services Limited and are currently in discussions with different companies on new deals. The company will have to explore additional property space in the coming years if our ambitious goals are realised.

As shown from our quarterly reports, the company's earnings picked up in the third and fourth quarters. The current aim is to deliver consistent quarterly profits, which will require dedicated focus and continued reinvestment in our operational capacity to meet global standards. These consistent earnings will provide space for Paramount to explore additional growth opportunities and give the board room to consider dividend payments to shareholders.

However, the company remains cautious amidst the continued global uncertainty coupled with supply chain disruptions, which can impact the decisions that the company makes in the short term. Although these disruptions created an opportunity for Paramount to make new inroads, these events also affected our projections and how we allocated capital to inventory and capital expenditure.

Paramount is currently on track to celebrate its 35th anniversary in February 2026, a significant milestone for the business. This achievement is possible thanks to the work of our team, board, suppliers, customers, shareholders, and other crucial stakeholders. It's been a blessing to serve Jamaica, and I am forever grateful to the contributions that the company has made through our achievements.

We continue to embrace the philosophy of "maintaining the highest standards of accountability and integrity". We are committed to consistently striving to deliver quality and maintain the trust of all our stakeholders. We eagerly anticipate another decade of providing substantial returns to our shareholders and stakeholders through continued expansion and offering the best products and services to various markets.

Sincerely,

Hugh Graham
Chief Executive Officer (CEO)



Notice of Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Annual General Meeting ("AGM") of Paramount Trading (Jamaica) Limited ("the Company") is scheduled to be held on Saturday, November 15, 2025 at 10:00 a.m. at 39 Waltham Park Road, Kingston 13, in the parish of Saint Andrew, Jamaica for the shareholders of the Company to transact the following business: -

Ordinary Resolutions

i Resolution No. 1

To receive and adopt the Reports of the Directors, Auditors and the Audited Financial Statements for the year ended May 31, 2025.

To consider, and if thought fit, pass the following resolution: -

"THAT the Reports of the Directors, Auditors and the Audited Financial Statements for the year ended May 31, 2025 be and are hereby received and adopted."

ii Resolution No. 2

To retire, re-elect, elect and appoint Directors.

To consider, and if thought fit, pass the following resolutions separately: -

The following Directors of the Board who, being the longest in office since their last election, have retired by rotation prior to the reading of this resolution in accordance with Article 97 of the Company's Articles of Incorporation and, being eligible, have consented to be re-appointed and to act: Dr. Catherine Goodall Jackson, Mr. Dwight Balli and Mrs. Kathryn Lewis-Green.

a "THAT Dr. Catherine Goodall Jackson who retires by rotation and being eligible for re-election be and is hereby re-elected and appointed as a Director of the Company."

b "THAT Mr. Dwight Balli who retires by rotation and being eligible for re-election be and is hereby re-elected and appointed as a Director of the Company."

c "THAT Mrs. Kathryn Lewis-Green who retires by rotation and being eligible for re-election be and is hereby re-elected and appointed as a Director of the Company."

Additionally, the Shareholders are being asked to elect and appoint Mr. Delroy McLean to act as Director of the Board: -

d "THAT Mr. Delroy McLean be and is hereby elected and appointed as a Director of the Company."

iii **Resolution No. 3**

To approve and fix the remuneration of the Directors.

To consider, and if thought fit, pass the following resolutions separately: -

- a "THAT the remuneration included in the Company's Audited Financial Statements for the year ended May 31, 2025 for Directors' fees for services rendered, be and is hereby approved."
- b "THAT Board of Directors of the Company be and is hereby authorised to fix the remuneration of the individual directors for the ensuing year."

iv **Resolution No. 4**

To re-appoint Auditors and to authorise the Board of Directors to fix the remuneration of the Auditors.

To consider, and if thought fit, pass the following resolutions separately: -

- a "THAT McKenley & Associates, Chartered Accountants, having agreed to continue in office as Auditors, be and are hereby appointed Auditors of the Company, to hold office until the next Annual General Meeting."
- b "THAT the Board of Directors be and is hereby authorised to fix the remuneration of the Auditors of the Company."

v **Resolution No. 5**

To consider any other business which may properly be transacted at an Annual General Meeting.

IMPORTANT NOTES TO THE SHAREHOLDERS

• The Minutes of the AGM held on Saturday, November 16, 2025, will be made available for viewing on the Company's website. All comments must be directed to the Company Secretary at info@corpcom.pro five (5) days prior to the upcoming AGM where the said Minutes will be confirmed.

• Shareholders are being asked to submit their questions by electronic mail within forty-eight (48) hours prior to the AGM, to be reviewed and announced by the Chairman and/or Company Secretary of the Board of Directors. Questions may be sent to info@corpcom.pro and/or paramount@paramountjm.com. Notwithstanding submission of the questions via electronic mail, questions will be allowed from the floor at the discretion of the Chairman.

• A member entitled to attend and vote at the AGM is also entitled to appoint a proxy to attend and vote on one's behalf, and who need not be a member to attend and so on a poll, vote on one's behalf. A corporate shareholder may, instead of appointing a proxy, appoint a corporate representative in accordance with Article 75 of the Company's Articles of Incorporation.

• All completed original proxy forms must be deposited together with the power of attorney or other document accompanying the proxy form must be lodged with the Company Registrar, Jamaica Central Securities Depository, 40 Harbour Street, Kingston and/or the registered offices of the Company at 39 Waltham Park Road, Kingston 13 in the parish of Saint Andrew not less than forty eight (48) hours prior to the AGM.

• The Board of Directors wishes to thank its valued customers, for their support and contribution to the Company's performance during the year under review and look forward to their continued support of the Paramount brand.

Dated the 25th day of September 2025 BY ORDER OF THE BOARD OF DIRECTORS



DEMETRIE A. ADAMS
Company Secretary

Board of Directors & Management Team

Board of Directors



Radcliff Knibbs BSc, MBA
Chairman

Radcliff Knibbs is the Non-Executive Chairman of the Board of Directors and is a member of the Compensation Committee. He holds a Bachelor of Science and a Master of Business Administration from the University of the West Indies and Florida International University, respectively. He is the Managing Director of CMK Bakery Limited and is the operator of several Juici Patties restaurant franchises.



Hugh Graham
Chief Executive Officer (CEO) & Managing Director

Hugh Graham founded Paramount Trading (Jamaica) Limited in February 1991. He is an Executive Director and a member of the Compensation Committee. He is the Member of Parliament for Saint Catherine Northwest constituency. He has served on the board of Main Event Entertainment Group since 2016 and has previously served on several boards including the National Water Commission and Rural Water Supply Limited.



Anna Maria Graham
MBA
Non-Executive Director

Anna Maria Graham is a Non-Executive Director of Paramount Trading (Jamaica) Limited and serves on the Company's Audit Committee. She was raised in the Paramount family for over two decades and brings with her deep institutional knowledge and hands-on exposure to the manufacturing and distribution industries.

A graduate of Duke University's Fuqua School of Business, she holds a Master of Business Administration (MBA) degree. Prior to her MBA, she earned a Bachelor's degree in Political Science with a concentration in International Affairs from Georgia State University.

Over the course of her career, Ms. Graham has gained significant experience in corporate strategy, marketing, and operations—spanning roles in both Jamaica and the United States. She has also played a pivotal role in the Company's corporate social responsibility initiatives for more than ten years.



Metry Seaga
Independent Director

Metry Seaga is an Independent Non-Executive Director of Paramount Trading (Jamaica) Limited and is a member of the Compensation Committee.

He currently serves as Deputy Chairman of the Petrojam Board of Directors, and Chairman of e-Learning Jamaica Co. Ltd., Spur Tree Spices Jamaica and AMG Packaging. He has years of experience in both the private and public sectors.



Jacqueline Somers-King
MBA, FCA
Independent Director

Jacqueline Somers-King is an Independent Non-Executive Director of Paramount Trading (Jamaica) Limited and is the Chair of the Audit Committee. She is a Chartered Accountant, a fellow member of the Institute of Chartered Accountants of Jamaica and a businessperson. She has over thirty (30) years' experience in financial accounting and auditing, and has worked in senior positions at Pricewaterhouse-Coopers and Sagicor Life Jamaica Limited.

Mrs. Jacqueline Somers King Resigned as a Director as at the end of July 2024



Daniel Chin
Non-Executive Director

Daniel Chin is an Independent Non-Executive Director of Paramount Trading (Jamaica) Limited and is a member of the Compensation Committee. A graduate of the University of Guelph, he is the holder of a Bachelor of Commerce degree. Upon completing his degree program in 2013, he began his career in business working at the restaurant franchise Juici Beef Limited (Juici) in Clarendon.

Throughout his tenure at Juici, he has gained tremendous knowledge in management and business development and has since become the Director of Operations and is responsible for operations in Jamaica, other Caribbean markets and the United Kingdom.



Emanuel DaRosa
Independent Director

Emanuel DaRosa is an Independent Non-Executive Director of Paramount Trading (Jamaica) Limited. He has 29 years of experience in the electrical energy sector, working in the areas of generation, transmission and distribution. He was appointed President & Chief Executive Officer of the Jamaica Public Service Company (JPS) on August 1, 2017, where he served for three years. Mr. DaRosa took JPS to top quartile performance by focusing on safety, modernization, efficiency, renewables and loss reduction undergirded by the ethos of respect, integrity and professionalism.

He has also served as the CEO of the Northwest Territories Power Corporation (NTPC), for six years. Mr. DaRosa has led several organisations to achieve quartile performance by adopting best-in-class practices and processes, ultimately achieving employee, operational and customer service excellence. Mr. DaRosa has also served in the role of Deputy Minister in support of Ministers and the Premier of the Northwest Territories, providing advice on policy.



Kathryn Lewis Green
MBA
Independent Director

Mrs. Kathryn Lewis Green is an Independent Non-Executive Director of Paramount Trading (Jamaica) Limited. She is a founding partner of Lewis, Smith, Williams & Company, Attorneys-at-Law and Trademark Agents. She holds a Bachelor of Arts Degree (B.A.) in Political Science from McMaster University, a Bachelor of Laws Degree (LL.B) from the University of Liverpool, a Legal Education Certificate from the Norman Manley Law School and a Master of Business Administration (MBA) from the Mona School of Business, University of the West Indies. She was admitted to practice law at the Jamaican Bar in 2011.

Mrs. Lewis Green is the Chairperson of Ideal Portfolio Services Company and Ideal Finance Corporation. She is also a Director of the Companies Office of Jamaica and the Trade Board Jamaica Limited. Mrs. Kathryn Lewis-Green has been a Director of Salada since February 2012 where she is the Chairperson of the Audit Committee and a member of the Corporate Governance Committee.

Mrs. Kathryn Lewis Green took the role as the new Audit Committee Chair on July 24, 2024.



Loren Edwards
JP
Independent Director

Loren Edwards is an Independent Non-Executive Director of Paramount Trading (Jamaica) Limited. With over 40 years' experience as an executive career banker, Mr. Edwards has spearheaded and coordinated mergers and alliances in the banking sector to preserve the integrity of the banking system in Jamaica.

His other strengths include Strategic Planning, Operational Cost Control, Performance Management, Change Management and Niche Marketing Strategies.

Mr. Edwards achieved his Executive Master's in Business Administration from Barry University in Miami, Florida in 1996 and has since secured continued professional training across his various roles.

Management Team



Catherine Goodall Jackson

MBA
Independent Director

Dr. Catherine Goodall Jackson is an Independent Non-Executive Director of Paramount Trading (Jamaica) Limited. She has over 20 years of experience in crafting and orchestrating impactful marketing and sales strategies. A graduate of Florida International University with a Master's in Business Administration, she has demonstrated her talents for innovation, brand building, channel development and strategic communication in multiple industries.

Dr. Goodall Jackson is a recipient of the Governor General's Achievement Award for Leadership and Nation-building. She has a PhD in Psychology and is a certified John Maxwell Coach, Trainer and Speaker who focuses on Leadership development.



Dwight Balli

MSc
Independent Director

Mr. Dwight Balli is an Independent Non-Executive Director of Paramount Trading (Jamaica) Limited. He is an accomplished Manufacturing Executive and Consultant, with over 20 years of experience in the global branded beverage industry. As a Production Director of J. Wray & Nephew Limited, he led their Manufacturing Division where he worked in various positions in Engineering and Core Production Operations.

Mr. Balli has spent his career driving mission-critical objectives in improving productivity through creating synergies between people development and process automation.

Mr. Balli holds a Bachelor of Science in Mechanical Engineering from the University of Manitoba and a Master of Science in Engineering Management from Florida International University. He has also focused his professional development in the areas of Servant Leadership and People Development.

Mr. Dwight Balli was appointed to the Remuneration Committee effective May 22 2025.



Demetrie Adams

Company Secretary

Mr. Demetrie Adams is the Company Secretary for Paramount Trading (Jamaica) Limited. He commenced his legal career in 2015 at Messrs. Rattray Patterson Rattray, Attorneys-at-Law, where he appeared in several insurance matters in the several Courts of Jamaica. In January 2017, he commenced his sole practice and was engaged in Civil and Criminal Litigation. In October 2017, he was admitted to the Barbadian Bar and has since successfully appeared in the Caribbean Court of Justice (CCJ) in a watershed decision on Employment Law from that jurisdiction, which has reshaped the country's labour relations.

He is also an Adjunct Lecturer at the Faculty of Law, University of the West Indies, Mona Campus. Mr. Adams is a Partner at Messrs. Tavares-Finson Adams, Attorneys-at-Law. His areas of practice include Civil and Commercial Litigation, Corporate and Commercial, Conveyancing and Insurance Law.

In 2020, Mr. Adams successfully completed courses at the e-Campus of the Jamaica Stock Exchange to include Corporate Management, Board Dynamics and Risk Management. He is a Chartered Director, having completed his studies at the Caribbean Governance Training Institute in 2021.

Mr. Adams is a former Director of West Indies Petroleum Terminal Limited, Coconut Industry Board, National Healthcare Enhancement Foundation Limited and the Chairperson of the National Resources Conservation Authority Tribunal.



Hugh Graham

Chief Executive Officer (CEO)

Hugh Graham founded Paramount Trading (Jamaica) Limited in February 1991. He is an Executive Director and a member of the Compensation Committee. He is the Member of Parliament for Saint Catherine Northwest constituency. He has served on the board of Main Event Entertainment Group since 2016 and has previously served on several boards including the National Water Commission and Rural Water Supply Limited.



Everton Younger

MSc. Food Technology, BSc. Pure and Applied Chemistry
Chief Operating Officer

Everton Younger joined Paramount in January 2024 is an accomplished Supply Chain & Operations Management professional, with well over twenty (20) years of experience in the manufacturing industry.

He has held various senior leadership positions at GraceKennedy, Diageo (Red Stripe), Rotoflex Jamaica Limited, Seprod & Liberty Latin America (FLOW) during which time he has overseen the successful implementation of many mission-critical initiatives in these entities.

In addition to his technical qualifications, he has served as an Adjunct Lecturer in the Department of Chemistry at the University of the West Indies for the past 11 years.



Paulett Earlington

Executive Assistant

Paulett Earlington joined Paramount Trading in 2013 as Executive Assistant to the CEO, Hugh Graham, after having served in various capacities in the Banking Sector for more than 40 years.



Bruno Loffler
Chief Financial Officer

Mr. Bruno Loffler was appointed as the Group Head of Finance & Administration, effective March 1, 2025.

Mr. Loffler brings over three (3) decades of experience in finance, auditing and supply chain management to Paramount. A highly accomplished finance executive, he has held senior commercial and financial management positions across various industries, including manufacturing, distribution and retail. A Fellow of both the Institute of Chartered Accountants of Jamaica (ICAJ) and the Association of Chartered Certified Accountants (ACCA), Mr. Loffler holds a Bachelor of Science degree (BSc.) in Natural Sciences, majoring in Physics with a minor in Computer Science, from the University of the West Indies, Mona (UWI). He has also attained a Graduate Diploma from the Chartered Institute of Procurement and Supply (CIPS).



Ernesto Leon
BSc. Mechanical Engineering
Plant Reliability Engineer

Ernesto Leon joined Paramount Trading in August 2024, a Mechanical Engineer with over 20 years of experience in Manufacturing, Project Management in the Oil & Energy Industry, Maintenance in the Steel Industry and Technical Sales in Plastics, HVAC, Wire and Cable Industries. He has proven expertise in procurement, logistics project engineering and technical consultancy.

DIRECTORS' REPORT



The Board of Directors of Paramount Trading (Jamaica) Limited (“the Company”) is pleased to submit its Report and the Audited Financial Statements for the year ended May 31, 2025.

Financial Results

For the period, the operating results were:



There was no dividend declared for the financial year under review.

The details of these results, along with the comparative analysis of the previous financial year’s performance and the state of affairs of the Company are set out in the Management Discussion and Analysis and the Financial Statements which are included as a part of this Annual Report.

Board of Directors

The Directors of the Company as of May 31, 2025 were: -

- 

Mr. Radcliff Knibbs
(Chairman)
- 

Mr. Emanuel Da Rosa
(Independent Director)
- 

Mr. Hugh Graham
(Managing Director)
- 

Mrs. Kathryn Lewis-Green
(Independent Director)**
- 

Miss Anna Maria Graham
(Non-Executive Director)
- 

Mr. Loren Edwards
(Independent Director)
- 

Mr. Metry Seaga
(Chairperson – Compensation Committee)
(Independent Director)
- 

Dr. Catherine Goodall Jackson
(Independent Director)
- 

Mr. Daniel Chin
(Independent Director)
- 

Mr. Dwight Balli
(Chairperson – Manufacturing Committee)
(Independent Director)

Note:

** Mrs. Kathryn Lewis-Green was appointed Chairperson of the Audit Committee on the said July 24, 2024.

The following Directors of the Board who, being the longest in office since their last election, will retire at the Annual General Meeting, by rotation prior to the reading of the resolution in accordance with Articles 97-99 of the Articles of Incorporation of the Company, and being eligible, have consented to being re-appointed and to act: Dr. Catherine Goodall Jackson, Mr. Dwight Balli and Mrs. Kathryn Lewis-Green.

Auditors

The Auditors of the Company, Mckenley and Associates of Seymour Park, Unit 11, 2 Seymour Avenue, Kingston 6 in the parish of Saint Andrew, and have indicated their willingness to continue in office in accordance with the provisions of Section 154 of the Companies Act.

Members of Staff

The Board of Directors wishes to thank the management and staff of the Company for their performance during the year under review. Their continued commitment is highly anticipated for the ensuing year.

Customers

The Directors wish to thank our valued customers, for their support and contribution to the Company’s performance during the year under review, and look forward to their continued support of the Paramount brand.

Dated the 25th day of September 2025
BY ORDER OF THE BOARD OF DIRECTORS



DEMETRIE A. ADAMS
Company Secretary

Shareholders' Listing

Directors and Connected Parties As at May 31, 2025

Directors	Connected Parties	Shareholdings	Percentage Holding
Hugh Graham	-	1,233,966,840	80%
Radcliff Knibbs	-	110,231,474	7.15%
Anna Maria Graham	-	63,749,360	4.13%
Catherine Goodall Jackson	-	0	0
Daniel Chin	-	0	0
Dwight Balli	-	0	0
Emanuel DaRosa	-	0	0
Kathryn Lewis-Green	-	0	0
Loren Edwards	-	0	0
Metry Seaga	-	0	0
Combined Holdings		1,407,947,674	91.28%

Senior Managers and Connected Parties

As at May 31, 2025

Senior Managers	Connected Parties	Shareholdings	Percentage Holding
Hugh Graham	-	1,233,966,840	80%
Demetrie Adams	-	28,000	0.002%
Bruno Loffler	-	-	-
Everton Younger	-	-	-
Combined Holdings		1,234,437,219	80.002%

Top Ten Shareholdings

As at May 31, 2025

#	Senior Managers	Shareholdings	Percentage Holding
1	Hugh Graham	1,233,966,840	80%
2	Radcliff Knibbs	110,231,474	7.15%
3	Anna Graham	63,749,360	4.13%
4	JCSD Trustee Servies Limited A/C Barita Unit Trust Capital Growth Fund	23,257,978	1.51%
5	Widebase Limited	21,675,694	1.41%
6	Ursus Corporation Limited	12,541,170	0.81%
7	G.L. Enterprises Limited	4,920,000	0.32%
8	Vaughn Phang	4,890,880	0.32%
9	Lannaman & Morris (Shipping) Limited	4,208,000	0.27%
10	Sophia Taylor	2,913,880	0.19%
Combined Holdings		1,482,355,276	96.10%

Total Issued Capital: 1,542,467,080





Corporate Data

LOCATIONS



39 Waltham Park Road
Kingston 13

39 ¼ Waltham Park Road
Kingston 13

6 Bell Road East, Kingston 11

8 Bell Road East, Kingston 11



876.923.9015, 876.923.9040



876.937.9241, 876.758.9040



paramount@paramountjm.com



www.paramountjamaica.com

BOARD OF DIRECTORS



Radcliff Knibbs (Chairman)
Mr. Hugh Graham (Managing Director)
Miss Anna Maria Graham
Mr. Metry Seaga (Chairperson – Compensation Committee)
Mrs. Kathryn Lewis-Green (Chairperson - Audit Committee)

Mr. Daniel Chin
Mr. Emanuel Da Rosa
Mr. Loren Edwards
Mrs. Catherine Goodall Jackson
Mr. Dwight Balli

BOARD SUB-COMMITTEES



Mentor
Sharon Donaldson-Levine

AUDIT COMMITTEE



Kathryn Lewis-Green (Chairperson)
Emanuel Da Rosa

Anna Maria Graham
Loren Edwards

COMPENSATION COMMITTEE



Metry Seaga
Radcliff Knibbs
Dwight Balli

Hugh Graham
Daniel Chin

MANUFACTURING COMMITTEE



Dwight Balli (Chairman)
Mrs. Kathryn Lewis-Green

Mr. Everton Younger
Mr. Ernesto Leon

COMPANY SECRETARY



Demetrie Adams
Attorney-at-Law

Suite No. 4, 8 Hillcrest Avenue, Kingston 6, Saint Andrew, Jamaica W.I.
Telephone No.: 876-627-2996 | Fax: 876-676-1946 |
Work Email: demetrie@corpcom.pro | Office Email: info@corpcom.pro

SENIOR MANAGEMENT TEAM



Hugh Graham (Chief Executive Officer)
Everton Younger (Chief Operating Officer)
Bruno Loffler (Group Head of Finance & Administration)
Ernesto Leon (Plant Reliability Engineer)
Paulett Earlington (Executive Assistant)

REGISTRAR AND TRANSFER AGENTS



Jamaica Central Securities Depository Ltd.
P.O Box 1084
40 Harbour Street
Kingston

AUDITORS



McKenley & Associates
Unit 11, Seymour Park
2 Seymour Avenue
Seymour Park Complex
Kingston 6

BANKERS



Sagicor Bank Jamaica Ltd.
17 Dominica Drive
Kingston 5

National Commercial Bank Jamaica Ltd.
90-94 Slipe Road
Kingston 5



Corporate Governance

Corporate Governance is the system by which Paramount Trading Jamaica Limited ("Paramount") is directed, so as to achieve its overall objectives. It is concerned with relationships, structures, processes, information flows, controls, decision-making and accountability to the highest level in the Company. Paramount has embraced the enlightened shareholder value approach which proposes that the Board of Directors, when considering actions to maximise shareholder value, look to the long term as well as the short term, and consider the views of and impact on other stakeholders of the company, not just the shareholders. The Company is guided by the pillars of Corporate Governance which are responsibility, accountability, transparency and fairness. The active players in this regard are the Board of Directors and the Audit, Remuneration and Manufacturing Committees.

Board of Directors

The selection of Board members is guided by the Corporate Governance Manual. This emphasises the need for members who possess varying knowledge, expertise and skillsets to effectively advise management and discharge their fiduciary duty. As at May 31, 2025, the Board consisted of ten (10) Directors namely:



Radcliff Knibbs
(Chairman)



Hugh Graham
(Managing Director & Chief Executive Officer)



Anna Maria Graham



Metry Seaga



Daniel Chin



Emanuel Da Rosa



Kathryn Lewis-Green



Loren Edwards



Dr. Catherine Jackson Goodall



Dwight Balli

Of the ten (10) Directors, seven (7) were Independent Non-Executive Directors; two (2) were Non-Independent and Non-Executive Directors and one (1) was an Executive Director. During the financial year, Mrs. Jacqueline Somers-King resigned as a Director and Chairperson of the Audit Committee effective July 24, 2024. Mrs. Kathryn Lewis-Green was appointed as Chairperson of the Audit Committee on the said date.



A Director meets the Independent criteria, if the Director: -

Is not an employee of the Company;

Does not or has not had within the last three (3) years, a material business relationship with the Company either directly, or as a partner, shareholder, director or senior employee of a body that has such a relationship with the Company;

Has not received additional remuneration from the Company apart from a director's fee, has not participated in the company's share option or a performance-related pay scheme, or is not a member of the Company's pension scheme;

Has no close family ties with any of the Company's advisors, directors or senior employees;

Holds no cross-directorships or has significant links with other directors through involvement in other companies or bodies; or

Does not represent a significant shareholder.

This composition brings a healthy balance to the decision-making process as it ensures that decisions, strategies and policies are discussed dispassionately and are properly ventilated. In respect of election, re-election, term and retirement of each board member, this is conducted in keeping with the Company's Articles of Incorporation.

The Board ensures that conflicts of interests are managed, and declarations are promptly made on any interests that may give rise to potential or perceived conflict e.g. multiple directorships, business relationships or other circumstances that could interfere with exercise of objective judgment; Disclosure to be made by Directors of interest in contracts as stated in Section 193 of the Companies Act.

On an annual basis, the Board sets financial and non-financial performance targets for the Company. The Board meets on a quarterly basis, or as required, to review the Company's financial performance against established targets, and to examine the strategic initiatives geared towards achieving the Company's objectives.

Committees of the Board of Directors

Audit Committee

For majority of the financial year, this Committee consisted of four (4) members of the Board including Messrs. Kathryn Lewis-Green (Chairperson), Anna Maria Graham, Emanuel Da Rosa and Loren Edwards. Three (3) of these members are Independent Directors. The Audit Committee is governed by its Charter which is reviewed every two (2) years in keeping with all the principles of corporate governance. The Committee is mainly responsible for the following: -

A To appoint, recommend the retention of and oversee the work of the independent external auditor employed to conduct the annual audit (including

resolution of disagreements between the auditors and management regarding financial reporting), assess the independence of the external auditor, ensuring that key partners are rotated at appropriate intervals;

B To recommend to the Board the approval of the audit fee and pre-approve any fees in respect of non-audit services provided by the external auditor and to ensure that the provision of non-audit services does not impair the external auditors' independence or objectivity;

C To discuss with the external auditor, before the audit commences, the nature and scope of the audit and to review the auditors' quality control procedures and steps taken by the auditor to respond to changes in accounting standards and other regulatory requirements;

D To oversee the process for selecting the external auditor and make appropriate recommendations through the Board to the shareholders to consider at the Annual General Meeting (AGM);

E To review the external auditor's management letter and management's response;

F Following completion of the annual audit, review separately with the external auditor any significant difficulties encountered during the course of the audit, including any restrictions on the scope of activities or access to required information, and any accounting adjustments that were noted or proposed by the auditor and were unrecorded as immaterial or otherwise;

G To review the Company's procedures for handling allegations from whistle-blowers;

H To ensure that all the current and future material risk exposures of the Company are identified, assessed, quantified, appropriately mitigated, minimized, and managed, that is, to ensure adequate systems for risk management;

I To review management's and the internal auditor's reports on the effectiveness of systems for internal financial control, financial reporting and risk management;

J To review, and challenge where necessary, the actions and judgments of management, in relation to the monthly and annual financial statements before submission to the Board, paying particular attention to: -

i. Critical accounting policies and practices, and any changes in them;

ii. Decisions requiring a major element of judgment;

iii. The extent to which the financial statements are affected by any unusual transactions in the year and how they are disclosed;

iv. The clarity of disclosures;

v. Significant adjustments resulting from the audit; and

vi. The going concern assumption.



The Audit Committee ordinarily meets quarterly to discuss the Audited and Unaudited Financial statements to ensure compliance with the International Financial Reporting Standards and the Junior Market Rules of the JSE. This year, the Committee met four (4) times for the year to discuss matters related to financial reporting to the JSE, recommendation of approval for the yearly budget, dividend payments to shareholders and to review recommendations from the internal audit review.

Compensation Committee

This Committee consists of five (5) members of the Board of Directors including Messrs. Metry Seaga (Chairman), Radcliff Knibbs, Hugh Graham, Daniel Chin and Dwight Balli, who was appointed on May 22, 2025. It comprises of three (3) Independent Directors and two (2) Non-Independent Directors respectively. The Compensation Committee, similarly to the Audit Committee is governed by a Charter, and ordinarily meets twice per year. The Committee is responsible for the following: -

- i Providing packages to Directors to attract, retain and motivate them, without paying more than is necessary for that purpose;
- ii Judging where to position the Company relative to other companies in relation to remuneration, taking into account relative performance;
- iii Review and approve goals and objectives for the Chief Executive Officer (C.E.O.) and consider the evaluations of the C.E.O. conducted by the Board of Directors against such goals and objectives;
- iv Consider the evaluations of the other executive management conducted by the CEO;
- v Review and approve the annual remuneration framework for the C.E.O. and the other executive officers;
- vi Agree on the remuneration framework, including salary, target performance incentive, short and long-term incentive awards, perquisite/fringe benefits, and other forms of remuneration of all staff members. In setting such remuneration programmes, review the remuneration practices of comparable companies, coordinate the framework with the goal of achieving ongoing effectiveness, and seek to set the appropriate financial performance measures, targets and goals for the C.E.O. and executive management; and
- vii Report to the Board on the foregoing annual Remuneration framework and details of the Remuneration for the C.E.O. and executive management.

Manufacturing Committee

This Committee was newly formed and ratified on April 1, 2025. It consists of four (4) members of the Board of Directors including Messrs. Dwight Balli (Chairman) and Mrs. Kathryn Lewis-Green. The executive members include Mr. Everton Younger, the Chief Operating

Officer and Mr. Ernesto Leon, the Operation Manager. Similarly to the other Committees, it is governed by a Charter and ordinarily meets four times annually. The Committee is responsible for the following: -

- i Reviewing the progress of key strategic initiatives established by the Board of Directors and senior management for the manufacturing division;
- ii Formulating conclusions and follow-up actions to address the issues raised and then communicating the said conclusions and follow-up actions as applicable to the Board of Directors;
- iii Assisting in the tracking and completion of actions to correct deficiencies discussed at the meetings of the Board of Directors;
- iv Driving compliance to legal and other regulatory requirements related to the manufacturing division;
- v Establishing plans for continual improvement in the manufacturing division; and
- vi Preparing recommendations or advisory reports to the Board of Directors.

Annual General Meetings

The Company remains compliant with the Companies Act and its Articles of Incorporation by holding its General meetings with shareholders annually and communication with shareholders. Corporate decisions are shared on a timely basis through the websites of the Jamaica Stock Exchange (J.S.E.) and the Company and also circulated in the newspaper. Full shareholder participation is anticipated and appreciated.

Round Robin Resolutions

In the event that an urgent decision is required before the next scheduled meeting of the Board, a round robin may be circulated to all Directors. All Directors are required to approve the resolution. Subject to Article 115 of the Articles of Incorporation of the Company, a resolution in writing, signed by all the directors for the time being entitled to receive notice of a meeting of the board of directors, or a meeting of a committee of the board of directors, shall be as valid and effectual as if it had been passed at a meeting of the board of directors, or a meeting of a committee of the board of directors, duly convened and held.

Summary of Attendance Register for Meetings held for the Financial Year Ended May 31, 2025

Directors	Board Meetings	Audit Committee	Remuneration Committee	Manufacturing Committee
Radcliff Knibbs	4/4	N/A	1/1	N/A
Hugh Graham	4/4	N/A	1/1	N/A
Daniel Chin	0/4	N/A	0/1	N/A
Anna Maria Graham	4/4	2/4	N/A	N/A
Metry Seaga	4/4	N/A	1/1	N/A
Jacqueline Somers-King*	1/4	1/4	N/A	N/A
Emanuel Da Rosa	4/4	4/4	N/A	N/A
Kathryn Lewis-Green	3/4	4/4	N/A	1/1
Loren Edwards	4/4	4/4	N/A	N/A
Dr. Catherine Goodall Jackson	4/4	N/A	N/A	N/A
Dwight Balli	4/4	N/A	N/A	1/1
Everton Young**	N/A	N/A	N/A	1/1
Ernesto Leon**	N/A	N/A	N/A	1/1

* Resigned as Director and Chairperson of the Audit Committee effective July 24, 2024.
** Executive members who joined the Manufacturing Committee on April 1, 2025.

During the period, the Board of Directors met four (4) times, in a hybrid (physically and electronically) manner, to fully ventilate several key issues that arose. Some of these issues included the review of the Company’s operations, targets, projections and the approval of all financial matters.



Enterprise Risk Management & Internal Controls

The Board of Directors and Management understand the importance of implementing and maintaining a robust system for internal controls. Over the years, the Company has developed its policies and procedures to identify and manage risks. These practices have been essential to the overall growth and sustainability of the Company. The Company has adopted an integrated approach to risk management, as we assess risk factors throughout all processes Company-wide.

With the emerging changes in customer needs, industry disruption and changes in regulatory requirements, the Company was driven to improve its internal controls. As a result, recommendations were made by the Audit Committee and implemented, and the process continues. The Company undertook a more in-depth audit to interrogate its inventory, information technology and financial controls. The objectives of the internal audit were to ensure that there were a number of control activities undertaken throughout the Company to achieve: -

- a Mitigation of risks at varying levels;
- b Safety of assets Company-wide;
- c Maintenance of records based on good practices; and
- d Improvement in policy development and good practice controls.

The Management team during the year responded to the recommendations from the Audit Committee in a timely manner and provided approved timelines for the implementation of agreed changes of controls. In the upcoming year, the Board will continue to improve on the existing framework to drive a robust process for the identification, management and evaluation of risks faced and systems developed.

Risks are inherent to the operation of a business. The emphasis will be on managing the risks through knowledge based informed decision making. The Company remained mindful of the risks which it had to manage, transfer, accept or mitigate. They include as follows: -

i. Credit Risk

The Company is exposed to credit risk, which is the risk that its customers, clients or counterparties will cause financial loss by failing to discharge their contractual obligations. Credit exposures arise principally from the receivables for products sold. The internal controls have been boosted to extend credit limits based on the customer based, whether it be to the public or private sectors.

ii. Liquidity Risk

Liquidity risk is the risk that the Company is unable to meet its payment obligations associated with its financial liabilities when they fall due. The consequence

may be the failure to fulfil commitments to lend. The Company's liquidity management process includes: -

- Monitoring future cash flows and liquidity daily;
- The appropriate matching of assets and liabilities;
- Maintaining committed lines of credit; and
- Optimising returns on investments.

iii. Market and Interest Rate Risks

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risks mainly arise from changes in foreign currency exchange rates and interest rates. The Company is exposed to interest rate risk arising from its variable rate borrowings. This is managed through the monitoring of rate exposure and taking into consideration the options of refinancing, renewal of existing positions and alternative financing. The Company has continually serviced its debt comfortably and refinanced where necessary due to this risk.

iv. Reputational Risk

Reputational risk is the potential that negative publicity, whether true or false regarding the companies' business practices, action or inaction will or may cause a decline in its value, liquidity, or customer base and earning potential. The Board of Directors and Management oversee this risk by being proactive in communication with shareholders and stakeholders.

v. Operational Risk

Operational risk is the risk of loss resulting from inadequate or failed internal processes, people, and systems or from external events. Some examples of operational risk are fiduciary or disclosure breaches, technology failure and environmental risk. The Company's management framework supports the mitigation of operational risk by establishing the standards for assessment, management, monitoring for environmental safety practices, and the provision of assurance that the risk and internal controls frameworks are operating as intended.

Regulatory Requirements

During the year, the Company was fully compliant with the rules of the J.S.E., including any disclosure requirements, insider trading regulations and other Junior Market rules. The Quarterly and Annual Financial Statements for the period were all submitted to the J.S.E. within the stipulated periods.

Investor Relations

The Company remains committed to having open dialogue and channels of communication with our shareholders. As our shareholders and other stakeholders are important to us, we ensure that there is adequate and timely dissemination of information to the public, by posting information on the J.S.E. and social media sites such as Instagram, placing notices in the daily newspapers, and uploading on its website at www.paramountjamaica.com. The Company also hosts its Annual General Meetings, where shareholders are given the opportunity to raise questions and concerns. All stakeholders are encouraged to contact us via email at paramount@paramountjm.com. As we move into the new financial year, we look forward to our launch into digital transformation with the aim of improving communication between the Company and its stakeholders.





The Management Discussion & Analysis (MD&A) is to be read in conjunction with the audited financial statements for the period ending May 31, 2025. Management is responsible for the integrity and presentation of the Management Discussion and Analysis (MD&A). The financial information presented below is in Jamaican Dollars (JMD) which is the functional and presentation currency of Paramount Trading (Jamaica) Limited (PTL or company). The MD&A provides an analysis for the reporting period June 1, 2024 – May 31, 2025, which was prepared by management with consideration of relevance and materiality. The financial statements were prepared in accordance with the International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

Financial Performance

Summary Report	FY 2025	FY 2024
Revenue	1,722,312,843	1,616,024,487
Gross Profit	646,621,521	614,955,420
Gross Profit Margin	37.54%	38.05%
Operating Profit (Loss)	130,796,513	67,048,649
(Loss) Profit Before Tax	44,709,391	(1,833,501)
Net (Loss) /Profit	26,136,504	(14,358,710)
Earnings per share	0.017	(0.009)

Paramount's revenue increased 7% from \$1.62 billion to \$1.72 billion, a \$106.29 million improvement. The growth in revenue can be attributed to the 9% rise in our core chemicals segment to \$1.28 billion as the company expanded its client base. All other segments excluding lubricants recorded an improvement in revenue with constructions and adhesives rising 21% as Jamaica continues to experience a rise in the number of new construction projects. Paramount also signed a new contract with Manpower & Maintenance Services Limited which contributed to an improvement in the manufacturing segment's revenue base.

However, rising input costs coupled with supply chain disruptions increased the company's cost of sales. That resulted in Paramount's gross profit increasing 5% to \$646.62 million, but the gross profit margin marginally contracting from 38.05% to 37.54%.

The company's other operating expense line item improved 52% from \$46.22 million to \$22.40 million for the 2025 FY. During the first quarter of FY 2025 the company received additional invoices regarding demurrage charges at the wharf, chassis rental and disposal services. These expenses were substantially lower than what was recorded in the prior year and were not repeated for the remainder of year under review. These one-off charges are responsible for the company recording two years of other operating expense rather than other operating income. Paramount also benefited from 135% rise in warehouse rental income to \$9.60 million at its Bell Road location.

Paramount Trading is a manufacturing and distribution company that aims to provide customers with a convenient service. The company manufactures cleaning and sanitation products, lubricants and baking powder which includes being a contract manufacturer for different companies, such as Allegheny Petroleum, for which we hold the exclusive regional distribution rights. Paramount also operates as the exclusive distributor of Sika construction products in Jamaica. We became listed on the Junior Market of the Jamaica Stock Exchange on December 31, 2012.

Paramount's operating expenses decreased 2% from \$501.68 million to \$493.43 million for the 2025 FY. The company's selling and distribution costs decreased 20% to \$16.84 million as the bad debt expense recognized for the period was \$4.88 million lower than the 2024 period. Administrative expenses marginally declined from \$480.51 million to \$476.59 million as the company cut security costs, utility costs and staff costs. The gains from those cost reductions were offset by higher depreciation charges on motor vehicles, a higher depreciation charge on right-of-use assets under IFRS 16, and higher legal and professional fees associated with our land purchase and other transactions subject to review.

The reduction in the company's operating and other operating expense line items resulted in the company's operating profit (profit before finance income and costs) rising 95% from \$67.05 million to \$130.80 million. Paramount's net finance costs grew 25% to \$86.09 million as the company's interest expense increased to \$80.89 million due to a higher debt balance which had a relatively 'high' interest rate for the reporting period.

The company recorded a profit before tax of \$44.71 million compared to a loss before tax of \$1.83 million in the 2024 period. After accounting for a 48% rise in taxes to \$18.57 million, Paramount reported a net profit of \$26.14 million with an earnings per share of \$0.017 versus a net loss of \$14.36 million with a loss per share of \$0.009.

Quarterly Overview	Q1 (Jun. to Aug.) \$	Q2 (Sep. to Nov.) \$	Q3 (Dec. to Feb.) \$	Q4 (Mar. to May) \$
Revenue	389,112,782	399,409,976	409,225,204	524,564,881
Gross Profit	133,403,190	129,213,942	154,791,919	229,212,470
Gross Profit Margin	34.28%	32.35%	37.83%	43.70%
Operating Profit (Loss)	(18,154,908)	7,349,155	31,692,822	109,909,444
Profit before Tax (Loss)	(37,949,891)	(14,398,075)	9,275,045	87,782,312
Net Profit (Loss)	(37,949,891)	(14,398,075)	9,275,045	69,209,425
Earnings (Loss) Per Share	(0.025)	(0.009)	0.006	0.045

Paramount Trading reports its audited financial statements after the third quarter and does not publish a separate fourth quarter report. The table above is meant to reflect the performance of the business across all four quarters and provide investors with a glance at the company's fourth quarter.

Financial Position

Our assets grew 10% from \$2.08billion to \$2.28 billion, mainly due to the increase in our current assets from \$1.32 billion to \$1.44 billion. Due to the ongoing lag associated with the receipt of certain inputs, the company has decided to keep a larger inventory balance to limit the risk of a stockout. That decision resulted in the company's inventory balance rising 30% to \$863.08 million with most of this balance related to chemicals while the remaining balance is manufacturing raw materials and construction and adhesives inputs.

The company's receivables decreased 14% from \$527.65 million to \$455.72 million due to the company having a lower other receivables balance. While the company's trade receivables balance decreased 2% to \$450.08 million, the aging of the trade balance improved year on year. With the company building up its inventory balance and investing more in capital expenditure, cash and cash equivalents decreased 18% to \$98.17 million with 40% of it held in United States dollars (USD).

Our non-current assets grew 12% from \$757.13 million to \$850.14 million as we spent \$127.87 million on our property, plant and equipment. We completed the acquisition of 39 ½ Waltham Park Road from a director

during the period for \$79.70 million. The company also spent \$38.71 million on new vehicles during the period. Our investments improved 3% to \$96.16 million as the company benefited from higher interest rates on our funds. The \$43.39 million investment is related to our debt service reserve account held at NCB Capital Markets Limited.

Total liabilities increased by 17% from \$1.04 billion to \$1.22 billion which is attributed to the increase in the company's non-current liabilities from \$517.67 million to \$636.44 million. Paramount received the remaining \$188 million balance of our \$700 million bond during the first quarter. The company repays \$20 million each quarter in principal along with the related interest on this bond. As a result, Paramount's total debt increased 14% to \$643.52 million over three debt facilities.

Paramount's current liabilities increased 11% to \$583.49 million due a 20% rise in payables to \$452.96 million. The higher payables balance was related to our foreign payables with our overseas suppliers at financial year end. The current portion of our long-term borrowings declined due to the composition of our debt profile.

Shareholders' equity increased 3% to \$1.07 billion. The company's stock price moved from \$1.40 to \$1.04 over the financial year, a 26% decrease which gave us a market capitalization of \$1.60 billion. Most securities on the JSE declined over the last year, a phenomenon not solely experienced by Paramount. Paramount listed at \$2.43 (\$0.24 split adjusted price) in December 2012.



Risk Management



Credit Risk

Paramount extends credit to clients within an established framework and maintains regular assessments and reviews of these terms. This involves vigilant monitoring of aging receivables and following up on overdue accounts to promptly address any potential payment issues. Discounts and incentives are offered for the early settlement of receivables to further optimize our cash flow.

Paramount's trade receivable balance declined 2% to \$450.08 million with the net balance at \$399.66 million after the impairment provision. The six largest customers represented 36% of trade receivables or \$164 million, which is higher than the 2024 FY's concentration of 27% or \$124 million. The aging of the trade improved during the year as the past due 90 days balance represented 42% of the gross carrying amount compared to 55% in the 2024 period.

The company is working to ensure that credit terms are carefully managed, especially where there may be signs in sectors or market segments that business is slow. Most of our business is concentrated with customers in manufacturing, wholesalers and retailers, which represent 96% of our gross carrying amount while the remaining balance is with the government and bauxite sector.



Financing Risk

Paramount Trading has different debt maturities which are set to materialize over the coming years. The company remains compliant with loan covenants established by our financing partners. The company's Allegheny loan is scheduled to mature in December 2025 while the other two debt facilities have longer durations. The company's debt to equity ratio moved from 0.54 times to 0.60 times, which demonstrates that the company is sufficiently able to manage its debt obligations.



Supply Chain & Inventory Risk

The company relies on its suppliers to provide raw materials to provide the key inputs which are necessary for our business. While we can make a request several months ahead based on internal projections, the impact of geopolitical or trade events can delay the delivery of inventory which will impact different operating segments. During the 2025 FY, the company observed lead times for orders originating in Asia moving from 3 to 6 months, a consequence of issues in global logistics in the shipping industry. As a result, the company has had to increase its inventory balance to ensure that we can meet customer needs in Jamaica and across the Caribbean.

While a stockout event for some products in the market can be positive in the short term for Paramount, it impacts our projections and availability for some products. The passage of Hurricane Beryl in Jamaica saw the company benefit from increased sales as clients prepared for the passage of the storm. However, the increased volumes resulted in some products

having lower availability while other products ran out as logistics disruptions affected the arrival of certain inputs. The company continues to monitor the developments and remains vigilant in how we manage our cash to increase our stock of inventory.



Compliance Risk

The company is listed on the Junior Market of the Jamaica Stock Exchange (JSE) and is registered with the Bureau of Standards of Jamaica (BSJ). The company continues to submit its required disclosures on time as a listed company and remains in compliance with the rules. We also maintain all relevant certifications by the BSJ. The company is compliant with the Data Protection Act that recently went into effect.

Macroeconomic Highlights

The Statistical Institute of Jamaica's (STATIN) updated the methodology for unemployment and adopted new methodologies regarding the country's system of national accounts over the last year. As a result, the reported figures by STATIN are not readily comparable with prior periods.

STATIN reported that the economy grew 1.1% in Q1 2025 (January to March) due to the goods and services industries reporting 2.0% and 0.8% increases, respectively. All service industries - except for three segments - experienced growth during the period while the productive sectors all experienced growth in the period.

STATIN reported that Jamaica's labour force had 1,494,400 individuals with 1,444,500 individuals employed as of April 2025. There were 50,000 unemployed individuals which translated to a 3.3% unemployment rate.

The Planning Institute of Jamaica (PIOJ) estimated that the Jamaican economy grew 1.4% in Q2 2025 (April to June). The agriculture, forestry & fishing and the accommodation & food service industries were the main segments responsible for the estimated growth. Both industries were impacted by the passage of Hurricane Beryl last year, but both industries were estimated to have surpassed pre-Hurricane Beryl output levels.

The Bank of Jamaica (BOJ) has cut its policy rate from 7.0% to 5.75% over the 2025 FY as it began to relax its tight monetary policy that it had been exerting over the last four years. Point-to-point inflation ended the period at 5.2% which is the same figure reported in the 2024 FY. Jamaica's net international reserves increased from US\$5.03 billion to US\$5.80 billion over the same timeframe with this representing 48 weeks of goods imports and 30 weeks of good and services imports. Total remittance inflows for the GOJ's fiscal year (April 2024 to March 2025) declined 0.7% from US\$3.41 billion to US\$3.39 billion. The weighted average selling rate for the Jamaican Dollar against the United States Dollar depreciated from \$155.82 in May 2024 to \$160.12 to May 2025. Jamaica maintained its BB- credit rating by Fitch Rating and S&P Global Ratings and B1 rating by Moody's Ratings.

OUTLOOK



Paramount has emphasized over the last three years its focus on moving up the value chain by growing its manufacturing business and exports to take the company to the next level. As part of that focus, management and the board of directors approved a strategic plan to reach those new heights.

The company is currently making changes to prepare itself to be certified under the ISO 9000 standards set by International Organization for Standardization (ISO). The recent capital investments in new equipment and property form part of this strategic move. An internationally recognised standard is important for the company to engage with a broader range of customers in the Jamaican and international markets.

Our recent Manpower contract represents the first of several planned partnerships to create consistent volumes for our manufacturing business. The company is currently negotiating a new manufacturing contract that would catapult the earning profile of the business. These new deals will require the reallocation of resources which might impact certain segments in the short term. The company will seek additional space to store raw materials and products once we achieve certain growth milestones.

The growth in the construction industry and overall Jamaican economy continues to bode well for the business. Our construction and adhesives segment continues to grow at double digits as more projects continue to be executed across the island. With respect to our technical and food-grade inputs, we expect to see increased business activity here as numerous manufacturing companies continue to invest in capacity expansion to fulfil domestic and export demand. We continue to make careful strides in growing our bleach and lubricants business as we balance our capital needs in the growing business.

The recent administration change in the United States of America (USA) has seen numerous changes such as the end of USAID (U.S. Agency for International Development), different tariff announcements and a suspension of the de minimis threshold. There have also been new

budgetary moves through the Big Beautiful Bill which will increase the cost of sending remittances across the globe. The impact of these developments in Jamaica have yet to be fully realised as these changes are very recent. However, the ongoing political change in certain markets can impact capital flows to Jamaica and the wider Caribbean.

At the time of writing, Jamaica was engaged in general election activities. The timing of the election impacted spending by companies which did not want their marketing campaigns to be caught in election activities. Also, some companies delayed spending as they sought to understand the composition of the country's next parliament.

Our shareholders are our ultimate stakeholders who invest in the company based on future expectations and deliverables. We welcome potential shareholders to consider Paramount Trading when they reassess their investment portfolios. We look forward to meeting our shareholders at the upcoming AGM and welcome everyone to learn more about the direction we are ready to take in the pursuit of excellence.

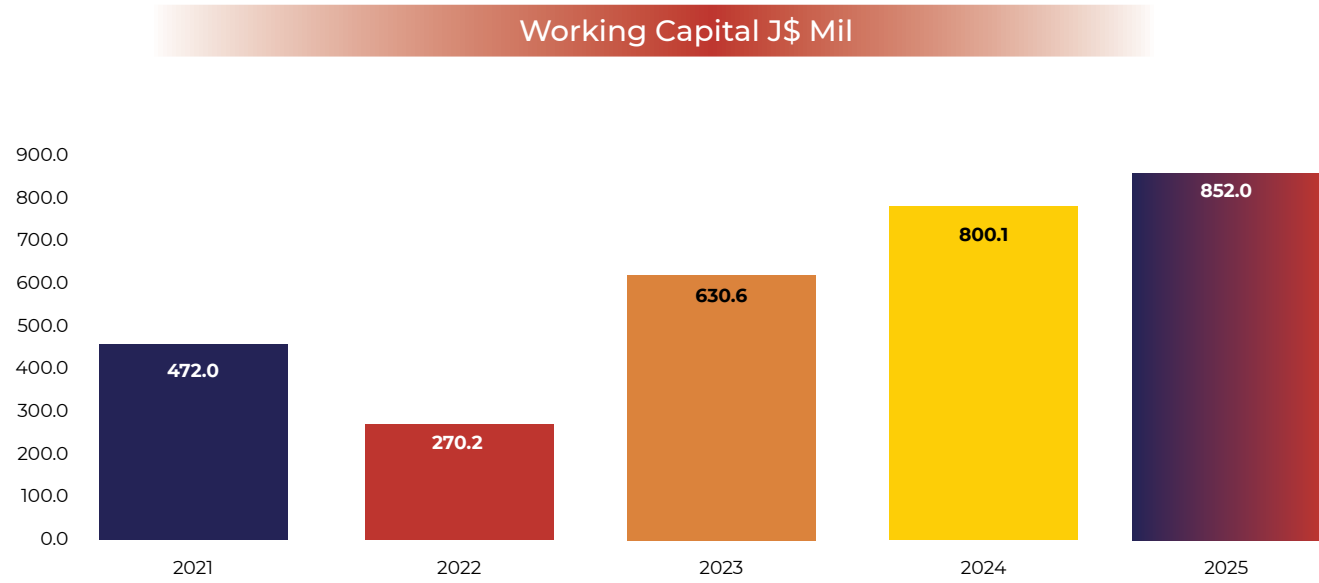
Five-year Financial Review

Profit & Loss Account

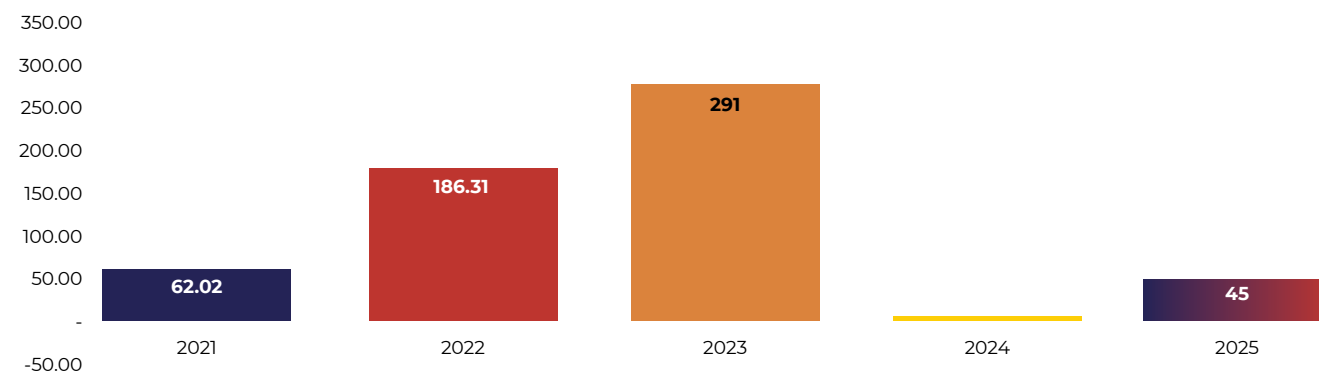
	2021	2022	2023	2024	2025
Sales revenue (\$)	1,437,596,767	1,716,938,666	2,463,873,384	1,616,024,487	1,722,312,843
% change over prior year	(5)	19	44	(34)	7
Direct expenses	983,196,477	1,154,528,111	1,665,233,536	1,001,069,067	1,075,691,322
% of Sales	68	67	68	62	62
Gross Profit	454,400,290	562,410,555	798,639,848	614,955,420	646,621,521
% change over prior year	(3)	24	42	(23)	5
Administrative expenses	355,137,380	391,288,249	436,116,581	480,510,672	476,591,151
% change over prior year	(3)	10	11	10	(1)
Selling & Distribution expenses	10,545,683	17,638,391	31,686,732	21,172,962	16,837,648
% change over prior year	(44)	67	80	(33)	(20)
Net Finance costs	45,481,427	46,696,185	47,022,755	68,882,150	86,087,122
% change over prior year	0	3	1	46	25
(Loss)/Profit before Tax (\$)	65,917,858	186,308,272	290,722,330	-1,833,501	44,709,391
% change over prior year	6	183	56	(101)	(2,538)
Taxation (\$)	2,280,519	11,738,150	45,308,433	12,525,209	18,572,887
Depreciation (\$)	47,493,669	43,218,044	41,808,757	39,879,861	50,546,528
% change over prior year	5	-9	-3	-5	27
Net (loss)/Profit after Tax (\$)	63,637,339	174,570,123	245,413,897	-14,358,710	26,136,504
% change over prior year	20	174	41	-106	-282
Ratios:					
Earnings per share (\$)	0.04	0.11	0.16	-0.01	0.02
Net Profit Margin (%)	4.6	10.9	11.8	(0.1)	2.6
Gross Profit Margin (%)	31.6	32.8	32.4	38.1	37.5

Financial Position

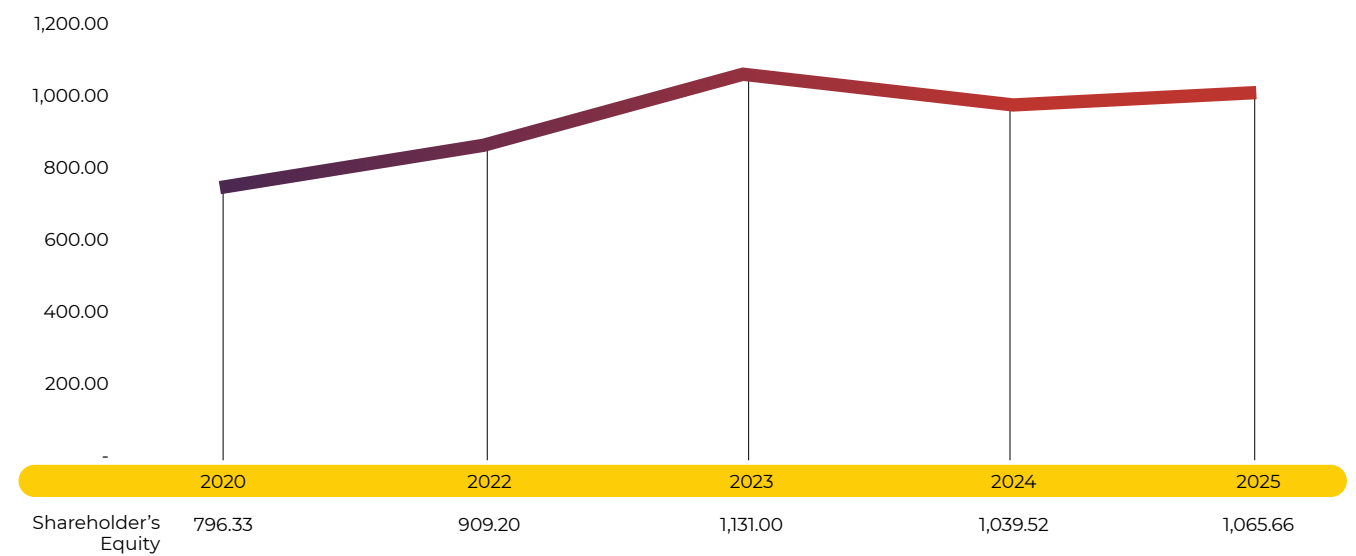
	2021	2022	2023	2024	2024
Non current assets	815,051,812	796,258,960	658,571,539	757,132,495	850,138,423
% change over prior year	12	-2	-17	15	12
Current assets	836,355,529	1,128,748,953	1,618,483,878	1,324,817,671	1,435,448,380
% change over prior year	-26	35	43	-18	8
Total assets (\$)	1,651,407,341	1,925,007,913	2,277,055,417	2,081,950,166	2,285,586,802
% change over prior year	-11	17	18	-9	10
Current liabilities	364,344,475	858,501,010	987,854,577	524,754,269	583,490,459
% change over prior year	-34.7	135.6	15.1	-46.9	11.2
Non current liabilities	490,735,490	157,308,086	158,196,599	517,673,720	636,437,662
% change over prior year	-4	-68	1	227	23
Total Liabilities (\$)	855,079,965	1,015,809,096	1,146,051,176	1,042,427,989	1,219,928,121
% change over prior year	-20	19	13	-9	17
Shareholders' Equity(\$)	796,327,376	909,198,817	1,131,004,241	1,039,522,177	1,065,658,681
% change over prior year	0	14	24	-8	3
Ratios:					
Return on assets (%)	3.9	9.1	10.8	-0.7	1.1
Current ratio	2.30	1.31	1.64	2.52	2.46
Debt to equity ratio	61.6	17.3	14.0	49.8	59.7
Working Capital					
	472,011,054	270,247,943	630,629,301	800,063,402	851,957,921



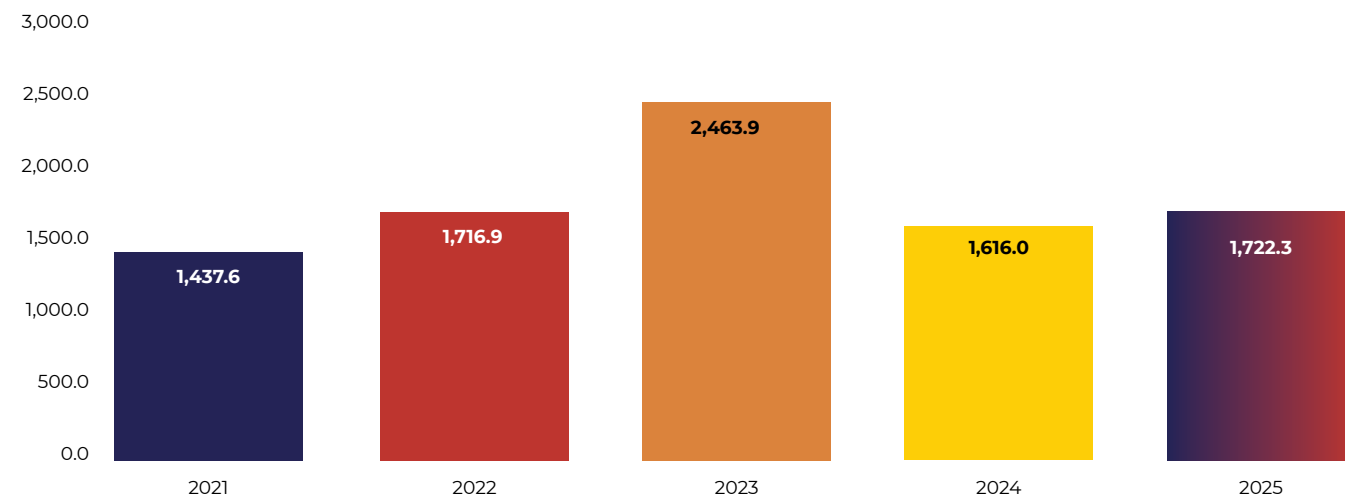
Profit before Tax J\$ Mil



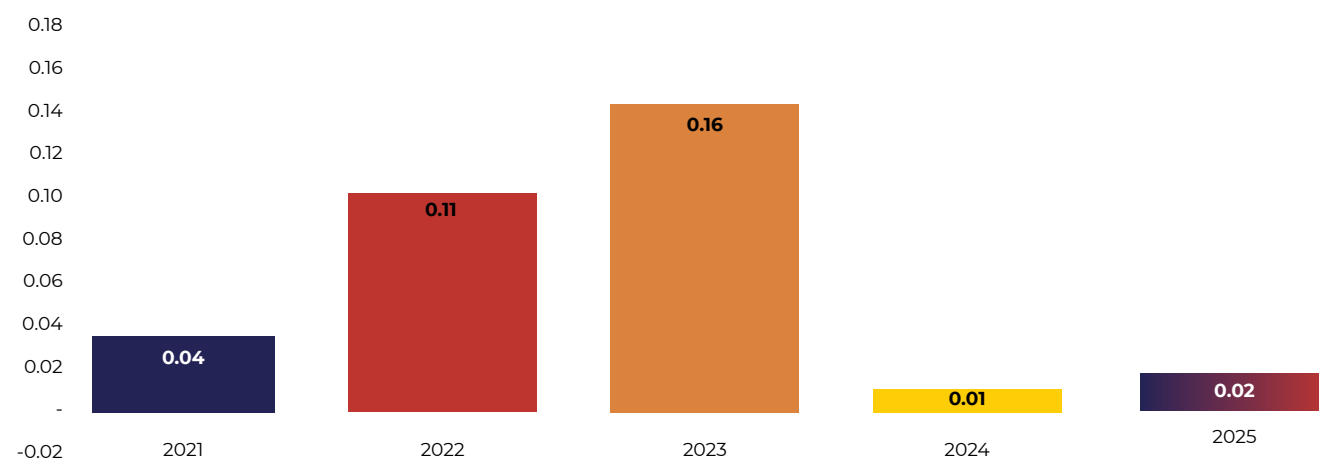
Shareholders' Equity J\$ Mil



Sales revenue J\$ Mil



Earnings per share J\$



CORPORATE SOCIAL RESPONSIBILITY



At Paramount Trading (Jamaica) Ltd., we understand that our growth and success are tied to the well-being of our people and the communities we serve. In 2025, we deepened our commitment to Corporate and Social Responsibility by investing in initiatives that built community spirit, supported families, and celebrated excellence.



Inter-Company Business League Football Competition (2024 Season)

Sports and teamwork are powerful tools for unity and development. Paramount proudly participated in the Inter-Company Business League Football Competition for the 2024 season, where our team demonstrated discipline, resilience, and camaraderie on the field. This initiative highlighted not just athletic talent, but also the importance of wellness, teamwork, and networking within Jamaica's corporate community.



Father's Day Brunch at Hope Gardens

In June, Paramount partnered with Lodge St. John to host a Father's Day Brunch at Hope Gardens. The event was a heartfelt tribute to fathers and mentors, recognizing their pivotal role in guiding families and strengthening communities. It was a celebration of leadership, responsibility, and the positive impact of fatherhood.



Waltham Park Christmas Treat

Our annual Christmas Treat at Waltham Park remains a cornerstone of our CSR calendar. On Christmas Day 2025, we brought joy to hundreds of children and families through gifts, meals, and entertainment. This tradition reflects our enduring belief in sharing kindness, uplifting communities, and spreading cheer where it matters most.



CEO's Award for Excellence

At Paramount, we place high value on recognizing and rewarding excellence. The CEO's Award for Excellence was presented to staff members who embodied innovation, hard work, and leadership throughout the year. This award not only motivates performance but also strengthens our culture of pride and accountability.



Staff "Emancipence" Celebration

August saw our vibrant Emancipence staff celebration, which brought together employees in cultural pride and unity. Through food, music, and shared reflections, we honoured Jamaica's journey of freedom and independence while reinforcing the spirit of togetherness that drives Paramount forward.



Internship Programme & Professional Development

By itself, 2025 also marked the continuation of our Internship Programme, where interns were immersed in real workplace experiences designed to prepare them for future careers. Paramount conducted workshops on Professional Conduct in the Workplace and other vital areas of personal and professional growth. Each intern received a certificate of completion, recognizing their participation and achievements. Beyond certificates, they walked away with invaluable training, mentorship, and experiences that will help shape their future and contribute to Jamaica's next generation of professionals.



Back-to-School Support for Staff Families

In September 2025, Paramount extended its care to staff families with our Back-to-School initiative, providing children with cleaning supplies and essentials for the new school year. By supporting our employees at home, we ensure they feel valued, balanced, and equipped to give their best in the workplace.



Looking Ahead

Paramount's Corporate and Social Responsibility goes beyond events — it is about building legacies of excellence, care, and community impact. Whether through sports, education, cultural celebrations, internship training, or recognition of talent, our focus remains the same: to serve with pride and to grow with Jamaica.

At Paramount, service is not just part of business — it is our responsibility and privilege.



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Independent Auditor's Report

To the Members of
Paramount Trading (Jamaica) Limited

Our opinion

In our opinion, the financial statements give a true and fair view of the financial position of Paramount Trading (Jamaica) Limited (the Company) as at May 31 2025, and of its financial performance and its cash flows for the year then ended in accordance with International Financial Reporting Standards (IFRS) and with the requirements of the Jamaican Companies Act.

What we have audited

The Company's financial statements comprise:

- the statement of financial position as at 31 May 2025
- the statement of comprehensive income for the year then ended
- the statement of cash flows for the year then ended
- the statement of changes in equity for the year then ended, and
- the notes to the financial statements, which include significant accounting policies and explanatory information.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (ISAs). Our responsibilities under these standards are further described in the *Auditor's Responsibilities for the Audit of the Financial Statements* section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We are independent of the Company in accordance with the International Code of Ethics for Professional Accountants (including international independence standards) issued by the International Ethics Standards Board for Accountants (IESBA Code). We have fulfilled our other ethical responsibilities in accordance with the IESBA Code.

Audit scope

As part of designing our audit, we determined materiality and assessed the risks of material misstatements in the financial statements. In particular, we considered where management made subjective judgments; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including, among other matters consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud or error.

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the financial statements as a whole, taking into account the structure of the Company, the accounting processes and controls, and the industry in which the Company operates.

Independent Auditor's Report (continued)

To the Members of
Paramount Trading (Jamaica) Limited (continued)

Key audit matters

Key audit matters are those matters that, in our professional judgment were of most significance in our audit of the financial statements. Key audit matters are selected from the matters communicated with the Audit Committee members (those charged with governance) but are not intended to represent all matters that were discussed with them. These matters are addressed in the context of our audit of the financial statements as a whole and informing our opinion thereon. We do not provide a separate opinion on these matters. During our work we encountered no key audit matter that required disclosure.

Responsibilities of management and those charged with governance for the financial statements

Management is responsible for the preparation of these financial statements that give a true and fair view in accordance with IFRS and the requirements of the Jamaican Companies Act, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatements, whether due to fraud or error.

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

Those charged with governance are responsible for overseeing the Company's financial reporting process.

Auditor's responsibility for the audit of the financial statements

Our objectives of our audit are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatements, 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 International Standards on Auditing (ISAs) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



Independent Auditor's Report (continued)

To the Members of
Paramount Trading (Jamaica) Limited (continued)

Auditor's responsibility for the audit of the financial statements (continued)

- Evaluate the overall presentation, structure, and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves a fair presentation.
- We are not responsible for the direction, supervision, and performance of the Company. We remain solely responsible for our audit opinion.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the financial statements of the current year. We describe these matters in our auditor's report unless law or regulation precludes public disclosures about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

Other Information

Management is responsible for the other information. The other information comprises the Annual Report which is expected to be made available to us after the date of this auditor's report.

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

In connection with our audit of the financial statements, our responsibility is to read the other information identified above when it becomes available and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appear to be materially misstated.

When we read the Annual Report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to those charged with governance.



Independent Auditor's Report (continued)

To the Members of
Paramount Trading (Jamaica) Limited (continued)

Report on other legal and regulatory requirements

As required by the Jamaican Companies Act, we have obtained all the information and explanations, which, to the best of our knowledge and belief, were necessary for the purpose of our audit.

In our opinion, proper accounting records have been kept, so far as appears from our examination of those records, and the accompanying financial statements are in agreement therewith and give the information required by the Jamaican Companies Act, in the manner so required.

The engagement partner on the audit resulting in this independent auditor's report is Wilfred McKenley.


Chartered Accountants

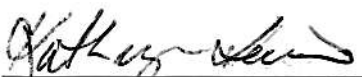
Kinston Jamaica
25 July 2025

Paramount Trading (Jamaica) Limited
Statement of Financial Position
31 May 2025

	Note	2025 \$	2024 \$
Assets			
Non-current assets			
Property, plant and equipment	14	694,424,545	617,228,582
Right-of-use assets	14	59,556,540	46,265,043
Investments	15	96,157,338	93,638,870
Current assets			
Inventories	16	863,084,579	664,445,604
Taxation recoverable		18,478,636	12,777,426
Receivables	17	455,718,709	527,650,721
Cash and cash equivalents	18	98,166,456	119,943,920
		1,435,448,380	1,324,817,671
Current liabilities			
Payables	19	452,961,601	377,648,771
Taxation payable		2,065,556	-
Current portion of long-term borrowings	20	110,401,905	135,687,800
Current portion of lease liability	20	18,061,397	11,417,698
		583,490,459	524,754,269
Net current assets		851,957,921	800,063,402
Capital employed		1,702,096,343	1,557,195,897
Shareholders' Equity			
Share capital	21	77,492,243	77,492,243
Retained earnings		988,166,438	962,029,934
		1,065,658,681	1,039,522,177
Non-current liabilities			
Long term borrowings	20	533,121,116	429,012,626
Lease liability	20	51,984,011	47,011,013
Deferred tax liability	22	51,332,535	41,650,081
		636,437,662	517,673,720
Total equity and non-current liabilities		1,702,096,343	1,557,195,897

Approved for issue by the Board of Directors on July 25, 2025 and signed on its behalf by:


Chairman – Radcliff Knibbs


Director - Kathryn Lewis-Green

Paramount Trading (Jamaica) Limited
Statement of Comprehensive Income
Year ended 31 May 2025

	Note	2025 \$	2024 \$
Gross operating revenue	4	1,722,312,843	1,616,024,487
Less direct expenses	5	1,075,691,322	1,001,069,067
Gross profit		646,621,521	614,955,420
Other operating (expense) / income	6	(22,396,209)	(46,223,137)
		624,225,312	568,732,283
Less operating expenses			
Administrative	9	476,591,151	480,510,672
Selling & distribution	9	16,837,648	21,172,962
		493,428,799	501,683,634
Profit before finance income and costs		130,796,513	67,048,649
Finance income	10	2,878,645	1,765,653
Finance costs	10	(88,965,767)	(70,647,803)
Net finance costs		(86,087,122)	(68,882,150)
Profit /(loss) / before taxation		44,709,391	(1,833,501)
Taxation	11	(18,572,887)	(12,525,209)
Total comprehensive income / (loss)		26,136,504	(14,358,710)
		\$	\$
Earnings per share	12	0.017	(0.009)

Paramount Trading (Jamaica) Limited
Statement of Cash Flows
Year ended 31 May 2025

	<u>Note</u>	<u>2025</u> \$	<u>2024</u> \$
Cash flows from operating activities			
Net profit / (loss)		26,136,504	(14,358,710)
Adjustments for:			
Depreciation	14	50,546,528	39,879,861
Depreciation- right of use assets	14	13,948,465	9,253,008
Income tax expense	11	18,572,887	12,525,209
Interest Income		(2,878,645)	(1,765,653)
Interest expense		88,965,767	70,647,803
Adjustment: fixed asset	14	123,985	592,962
Operating cash flows before movements in working capital		195,415,491	116,774,480
Changes in operating assets and liabilities:			
Inventories		(198,638,975)	75,306,994
Receivables		71,932,012	275,110,744
Payables		75,312,830	(233,749,984)
Taxation recoverable		(5,701,210)	-
Taxation paid		(6,824,876)	(41,836,846)
		(63,920,219)	74,830,908
Cash generated from / (used in) operations		131,495,272	191,605,391
Interest received		2,878,645	1,765,653
Interest paid		(88,965,767)	(70,647,803)
Net cash flow provided by / (used in) operating activities		45,408,150	122,723,241
Cash flows from investing activities:			
Purchase of property, plant & equipment	14	(127,866,436)	(106,672,240)
Finance lease - right of use	14	(27,239,962)	-
Net cash used in investing activities		(155,106,398)	(106,672,240)
Cash flows from financing activities:			
Dividends paid	13	-	(77,123,354)
Loans received	20 (iii)	188,000,000	512,000,000
Right of use		11,616,697	-
Loans repaid		(109,177,445)	(358,233,882)
Net cash provided by / (used in) financing activities		90,439,252	76,642,764
Net (decrease) / increase in cash resources		(19,258,996)	92,693,764
Cash resources at the beginning of the year		213,582,790	120,889,026
Cash resources at the end of year		194,323,794	213,582,790
Represented by:			
Investments	15	96,157,338	93,638,870
Cash and cash equivalents	18	98,166,456	119,943,920
		194,323,794	213,582,790

Paramount Trading (Jamaica) Limited
Statement of Changes in Equity
Year ended 31 May 2025

	<u>Note</u>	<u>No. of Shares</u>	<u>Share Capital</u> \$	<u>Retained Earnings</u> \$	<u>Total</u> \$
Balances at 31 May 2022		1,542,467,080	77,492,243	831,706,574	909,198,817
Profit for the year		-	-	245,413,897	245,413,897
Prior year adjustment	27 (ii)	-	-	(23,608,473)	(23,608,473)
Balances at 31 May 2023		1,542,467,080	77,492,243	1,053,511,998	1,131,004,241
Loss for the year		-	-	(14,358,710)	(14,338,705)
Dividend	13	-	-	(77,123,354)	(77,123,354)
Balances at 31 May 2024		1,542,467,080	77,492,243	962,029,934	1,039,522,177
Profit for the year		-	-	26,136,504	26,136,504
Dividend	13	-	-	-	-
Balances at 31 May 2025		1,542,467,080	77,492,243	988,166,438	1,065,658,681

1. IDENTIFICATION AND PRINCIPAL ACTIVITIES

Paramount Trading (Jamaica) Limited was a private company limited by shares, incorporated in 1991 and domiciled in Jamaica. Effective December 31, 2012, the Company's shares were listed on the Jamaica Stock Exchange Junior Market (JSE), becoming a public entity. The Company's registered office is located at 39 Waltham Park Road, Kingston 13.

The Company's principal activity is the importation, distribution and manufacturing of chemicals, lubricants, and other related products. The Company also provides haulage services.

The Company operates a lubricant blending plant under franchise from Allegheny Petroleum Products, distributing lubricants to the transportation, manufacturing and industrial sectors. The Company license and supply and distribution agreement with Allegheny Petroleum Products Company permits the company to use formula trademark and related know-how exclusively for the manufacturing of Allegheny lubricant in Jamaica with exclusive distribution rights to all member states of the Caribbean Community

The Company also has a license and distributing agreement with SIKa to market and distribute its line of construction and construction-related products. The product line includes anchoring, adhesives and sealants primarily used in the building and construction sector.

Items included in the financials are measured using the functional currency of the primary economic environment in which the Company operates. The financial statements are presented in Jamaican dollars, which is the Company's functional and presentation currency.

2. SIGNIFICANT ACCOUNTING POLICIES

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied for all the years presented. Where necessary, prior year comparatives have been restated and reclassified to conform to the current year presentation.

(a) Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB) and IFRS, their interpretations issued by the International Accounting Standards Board (IASB) and IFRS Interpretations Committee (IFRS IC) applicable to companies reporting under IFRS and have been prepared under the historical cost convention, except for certain investment securities and certain items of property, plant and equipment measured at fair value. The financial statements comply with International Financial Reporting Standards (IFRS) as issued by the International Accounting Standards Board (IASB).

2. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of preparation (continued)

New revised and amended standards that became effective during the year

Certain amendments and clarifications to existing standards have been published that became effective during the current financial year. The Company has assessed the relevance of all such new amendments and clarifications and has put into effect the following, which are relevant to its operations.

- **Lease liability in sale and leaseback – Amendments to IFRS 16 (effective for annual periods beginning on or after 1 January 2024).** In September 2022, the IASB finalized narrow-scope amendments to the requirements for sale and leaseback transactions in IFRS 16 Leases which explain how an entity accounts for a sale and leaseback after the date of the transaction. The amendments specify that in measuring the lease liability subsequent to the sale and leaseback, the seller-lessee determines 'lease payments' and 'revised lease payments' in a way that does not result in the seller-lessee recognising any amount of the gain or loss that relates to the right of use that it retains. This could particularly impact sale and leaseback transactions where the lease payments include variable payments that do not depend on an index or a rate. There was no material impact on the group on adoption of these amendments.

- **Classification of Liabilities as Current or Non-current and Non-current liabilities with covenants – Amendments to IAS 1 (effective for annual periods beginning on or after 1 January 2024).** Amendments made to IAS 1 Presentation of Financial Statements in 2020 and 2022 clarify that liabilities are classified as either current or non-current, depending on the rights that exist at the end of the reporting period. Classification is unaffected by the entity's expectations or events after the reporting date (for example, the receipt of a waiver or a breach of covenant that an entity is required to comply with only after the reporting period). Covenants of loan arrangements will not affect classification of a liability as current or non-current at the reporting date if the entity must only comply with the covenants after the reporting date. However, if the entity must comply with a covenant either on or before the reporting date, this needs to be considered in the classification as current or non-current even if the covenant is only tested for compliance after the reporting date. The amendments require disclosures if an entity classifies a liability as noncurrent and that liability is subject to covenants with which the entity must comply within 12 months of the reporting date. The disclosures include:

- the carrying amount of the liability;
- information about the covenants (including the nature of the covenants and when the entity is required to comply with them); and
- facts and circumstances, if any, that indicate that the entity might have difficulty complying with the covenants.

The amendments must be applied retrospectively in accordance with the requirements in IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors. There was no material impact on the group on adoption of these amendments

2. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of preparation (continued)

Standards, amendments, and interpretations to existing standards that are not yet effective and have not been early adopted by the Company

At the date of authorization of these financial statements, certain new standards, amendments and interpretations to existing standards have been issued which were not yet effective for the Company at the statement of financial position date. The Company has assessed the relevance of all such new standards, interpretations and amendments and has determined that the following may be relevant to its operations. They include:

Amendments to IAS 21 - Lack of Exchangeability (effective for annual periods beginning on or after 1 January 2025).

An entity is impacted by the amendments when it has a transaction or an operation in a foreign currency that is not exchangeable into another currency at a measurement date for a specified purpose.

Amendment to IFRS 9 and IFRS 7 - Classification and Measurement of Financial Instruments (effective for annual periods beginning on or after 1 January 2026).

These amendments:

- clarify the requirements for the timing of recognition and derecognition of some financial assets and liabilities, with a new exception for some financial liabilities settled through an electronic cash transfer system;
- clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest (SPPI) criterion;
- add new disclosures for certain instruments with contractual terms that can change cash flows (such as some instruments with features linked to the achievement of environment, social and governance (ESG) targets); and
- make updates to the disclosures for equity instruments designated at Fair Value through Other Comprehensive Income (FVOCI).

Annual improvements to IFRS – Volume 11 (effective for annual periods beginning on or after 1 January 2026).

Annual improvements are limited to changes that either clarify the wording in an Accounting Standard or correct relatively minor unintended consequences, oversights or conflicts between the requirements in the Accounting Standards. The 2024 amendments are to the following standards, as applicable to the Group and Company:

- IFRS 7 Financial Instruments: Disclosures and its accompanying Guidance on implementing IFRS 7;
- IFRS 9 Financial Instruments;
- IFRS 10 Consolidated Financial Statements; and
- IAS 7 Statement of Cash Flows.

2. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of preparation (continued)

Standards, amendments, and interpretations to existing standards that are not yet effective and have not been early adopted by the Company (continued)

IFRS 18, ‘Presentation and Disclosure in Financial Statements’ (effective for annual periods beginning on or after 1 January 2027).

This is the new standard on presentation and disclosure in financial statements, with a focus on updates to the statement of profit or loss. The key new concepts introduced in IFRS 18 relate to:

- the structure of the statement of profit or loss;
- required disclosures in the financial statements for certain profit or loss performance measures that are reported outside an entity’s financial statements (that is, management-defined performance measures); and
- enhanced principles on aggregation and disaggregation which apply to the primary financial statements and notes in general.

The Company has concluded that all other standards, interpretations and amendments to existing standards, which are published but not yet effective, whether relevant and adopted or not, will have no material impact on its current operations.

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(a) Basis of preparation (continued)

The financial statements have been prepared on the historical cost basis, except for the following items, which are measured at fair value:

- Financial instruments at fair value through profit or loss;
- Revaluation of certain property, plant and equipment.

Revenues and expenses

Revenues and expenses are recorded on the accrual basis, whereby transactions and events are recognized in the period in which the transactions and events occur, regardless of whether there has been a receipt or payment of cash or its equivalent.

Going concern

The preparation of financial statements in accordance with IFRS assumes that the Company will continue in operation for the foreseeable future. This means, in part, that the statements of profit or loss and comprehensive income and the statement of financial position are prepared on the assumption that there is no intention or necessity to liquidate or curtail operations. This is commonly referred to as the going concern basis. Management believes that the preparation of the financial statements on the going concern basis continues to be appropriate.

(b) Use of estimates and judgements:

Judgments and estimates

The preparation of the financial statements in accordance with IFRS requires management to make judgments and estimates that affect:

- The application of accounting policies;
- The reported amounts of assets and liabilities;
- Disclosures of contingent assets and liabilities; and
- The reported amounts of revenue and expenses during the reporting periods.

Actual results may differ from estimates made in the financial statements.

Judgments are made in the selection and assessment of the Company's accounting policies. Estimates are used mainly in determining the measurement of recognized transactions and balances. Estimates are based on historical experience and other factors including expectations of future events, believed to be reasonable under the circumstances. Judgments and estimates are interrelated.

Management's judgments and estimates are continually re-evaluated to ensure they remain appropriate. Revision to accounting estimates is recognized in the period in which the estimates are revised and in the future affected periods. The use of estimates is an essential part of the preparation of financial statements and does not undermine their reliability.

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(b) Use of estimates and judgments (continued):

The following are the accounting policies that are subject to judgments and estimates that management believes could significantly impact the amounts recognized in the financial statements.

Financial assets

Judgment – financial assets are classified and subsequently measured at amortized cost, fair value through other comprehensive income or fair value through profit or loss based on (i) the company's business model for managing the financial assets and (ii) the contractual cash flow characteristic of the financial assets. Judgment is required in determining the business model and its objective.

Revenue from contract with customers

Judgment – is required in (i) identifying performance obligations and determining the timing of the satisfaction of the performance obligations and (ii) the transaction price and the amount allocated to the performance obligations.

Estimation – if the consideration promised in a contract includes a variable amount, the company is required to estimate the amount of consideration to which it will be entitled in exchange for transferring the promised goods or services to the customer.

Impairment of assets

At each reporting date, judgment has been used in determining whether there has been an indication of impairment in the carrying amounts of the Company's tangible and intangible assets, which would require impairment testing to determine whether there is any indication that those assets have suffered impairment losses.

Where the carrying amount of an asset exceeds the recoverable amount, the asset is considered impaired and is written down to its recoverable amount. The recoverable amount of an asset is higher of fair value, less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

Impairment losses are recognized in comprehensive income. This is reversed only if there has been a change in the estimates used to determine the recoverable amount and not to exceed the original carrying amount before its impairment. The reversal is also recognized in the statement of comprehensive income.

Inventories

Estimation – Inventories are carried at the lower of cost and net realized value. The estimation of net realized value is based on the most reliable evidence available at the time the estimates are made, of the amount the inventories are expected to realize. Additionally, estimation is required for inventory provision due to shrinkage, slow-moving, and obsolescence.

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(b) Use of estimates and judgments (continued):

Income and other taxes

Judgment – Income and other taxes are subject to Government policies. In calculating current and recoverable income and other taxes, management uses judgment when interpreting the tax rules and determining the tax position. There are some transactions and events for which the ultimate tax determination is uncertain during the ordinary course of business

Estimation – Income and other taxes are subject to Government policies, and estimates are required in determining the provision. Management recognizes liabilities for possible tax issues based on estimates of whether additional taxes may be due.

Receivables – allowance for impairment losses on trade receivables

Allowances are determined upon the origination of the trade accounts receivable based on a model that calculates the expected credit loss (ECL) of the trade receivables. Under the ECL model, the Company segments its accounts receivable in a matrix by the days due. It determines for each age bracket an average rate of ECL, taking into account history, actual credit loss experience over the last 60 months and analysis of potential future delinquency of each customer balance.

The average ECL rate increases in each segment of “days past due” as the days outstanding on the receivable balance increase and are reclassified to another age bracket. The use of future assumptions, based on experience that is applied to the balance makes uncertainty inherent in these estimates.

Post-employment benefits

The employees have Individual Retirement Accounts (“IRA”). The Company, at their discretion, matches their contributions up to a maximum of 5% of certain long serving employees.

Investment property

Judgment – Management applies judgment in determining whether a property qualifies as an investment property. Criteria are developed to allow management to exercise that judgment consistently.

Others

Estimation – Other estimates include determining the useful lives of property, plant and equipment for depreciation; in accounting for and measuring payables and accruals and in measuring fair values of financial instruments.

3. OPERATING SEGMENTS

The Company has five reportable operating segments: Chemicals, Construction and Adhesive, Manufacturing, Transportation, and Lubricants. The reportable operating segments are strategic business units offering different products and services. They are separately managed due to their distinct nature. The following summary describes the operations in each of the Company’s reportable segments:

- The distribution of chemicals and chemical products for food and pharmaceutical additives and ingredients.
- The construction and adhesive business are the distribution of the SIKA branded products and adhesive and hardware supplies, i.e., concrete admixtures, waterproofing/moisture protection, sealants, floor and protective coating, and more.
- The manufacturing of food-grade; technical and industrial-grade chemicals for direct use or as raw materials; solvents, disinfectants, germicides, household laundry and cleaning products, paint resin, and many more.
- Transportation/haulage business provides island-wide delivery solutions.
- The manufacture and distribution of oils and lubricants; engine oils and fluids, industrial oils and greases, hydraulic, transmission and other fluids.

Performance is measured based on segment gross profit as included in the internal management reports. Management has determined that this measure is the most relevant in evaluating segment results and allocating resources. Information regarding the results of each reportable operating segment is as follows:

- Chemicals, including sanitization products, account for over 74% (2024 – 72%) of revenue.
- Construction and Adhesives is a wholesale distribution outlet trading under the SIKA brand and is located on Bell Road, in Kingston, and accounts for approximately 12% (2024-14%) of revenue.
- Manufacturing operates from both the 39 Waltham Park Road (food grade) and 8 East Bell Road (technical grade) locations and accounts for approximately 7% (2024-6%) of revenue.
- Transportation division operates from 39 Waltham Park Road and accounts for approximately 1% (2024-1%) of revenue.
- Lubricants division accounts for approximately 6% (2024-10%) of revenue.

3. OPERATING SEGMENTS (Continued):

The tables below reflect the revenues generated by each segment of the business.

	<u>2025</u>					
	<u>Chemicals</u>	<u>Construction and Adhesives</u>	<u>Manufacturing</u>	<u>Transport</u>	<u>Lubricants</u>	<u>Total</u>
	<u>\$'000</u>	<u>\$'000</u>	<u>\$'000</u>	<u>\$'000</u>	<u>\$'000</u>	<u>\$'000</u>
Revenues	1,275,841	198,344	128,876	12,832	106,420	1,722,313
Cost of sales						1,075,691
Gross profit						646,622

The segment information presented by management does not provide a detailed analysis of the assets and liabilities related to the operations of the respective segments. Assets and liabilities are not assigned to each segment in the preparation of the Company's financial statements.

	<u>2024</u>					
	<u>Chemicals</u>	<u>Construction and Adhesives</u>	<u>Manufacturing</u>	<u>Transport</u>	<u>Lubricants</u>	<u>Total</u>
	<u>\$'000</u>	<u>\$'000</u>	<u>\$'000</u>	<u>\$'000</u>	<u>\$'000</u>	<u>\$'000</u>
Revenues	1,170,344	163,899	116,053	11,715	153,986	1,616,024
Cost of sales						1,001,069
Gross profit						614,955

4. REVENUE

Revenue represents the total invoice prices for the products sold by the different segments of the business along with revenue from the provision of trucking and haulage services, net of discount and returns and General Consumption Tax at 15% of the invoice value.

	<u>2025</u>	<u>2024</u>
	<u>\$</u>	<u>\$</u>
Sale of goods	1,709,481,286	1,604,309,277
Services rendered	12,831,557	11,715,210
	1,722,312,843	1,616,024,487

5. COST OF SALES

	<u>2025</u>	<u>2024</u>
	<u>\$</u>	<u>\$</u>
Distribution	856,760,054	*739,103,220
Manufacturing	218,931,268	*261,965,847
	1,075,691,322	1,001,069,067

*reclassified for comparative purposes.

6. OTHER OPERATING (EXPENSE) / INCOME

Other operating (expense) / income consists of the following:

	<u>2025</u>	<u>2024</u>
	<u>\$</u>	<u>\$</u>
Rental income – warehousing	9,602,017	4,080,234
Other expense	(31,998,226)	(50,303,371)
	(22,396,209)	(46,223,137)

Rental income is earned from unused warehousing space at the Company's Bell Road location.

Other expense relates to the following:

In 2023, the Company sold chemical raw materials to one of its major customers, of which sixty-three (63%) per cent was non-conforming. The process of receipt and disposal of these goods between March 2023 and May 2024 was protracted for varying commercial reasons. Also included in other expenses are off-terminal demurrage charges, chassis rental and disposal services, net of amounts received from the customer to defray a percentage of the associated costs.

7. OPERATING PROFIT / (LOSS) BEFORE TAXATION

The following have been charged in arriving at operating (loss) / profit.

	<u>2025</u>	<u>2024</u>
	<u>\$</u>	<u>\$</u>
Directors' emoluments:		
Fees	5,243,666	2,442,500
Executive management remuneration	5,619,750	*5,619,750
Bad debts expensed	471,204	5,349,663
Audit and accounting	5,780,000	5,200,000
Depreciation	50,546,528	39,879,861
Depreciation: right of use assets	13,948,465	9,253,008
Staff costs (excluding management remuneration)	170,944,145	187,292,924
• reclassified for comparative purposes		

The average number of persons employed full-time by the Company during the year was 60 (2024-67)

8. STAFF COSTS

	<u>2025</u>	<u>2024</u>
	<u>\$</u>	<u>\$</u>
Salaries (excluding managements' remuneration)	170,944,145	187,292,924
Employer's payroll taxes	19,306,176	17,517,153
Staff welfare	10,283,501	14,324,069
	200,533,822	219,134,146
Executive management remuneration	5,619,750	*5,619,750
	206,153,572	224,753,896

*reclassified for comparative purposes

9. EXPENSES BY NATURE

	<u>2025</u>	<u>2024</u>
	<u>\$</u>	<u>\$</u>
Cost of inventories recognized as expense	1,075,691,322	1,001,069,067
Selling, advertising, promotion, and distribution	16,366,444	15,823,298
Bad debts expenses	471,204	5,349,664
Subtotal: selling and distribution	16,837,648	21,172,962
Audit and accounting	5,780,000	5,200,000
Depreciation	50,546,528	39,879,861
Depreciation right of use assets	13,948,465	9,253,008
Repairs and maintenance	7,999,334	4,791,932
Staff costs	206,153,572	224,753,896
Motor vehicle expenses	4,211,643	2,799,669
Insurance	62,677,014	62,302,864
Security	17,316,872	29,315,831
Director fees	5,243,666	2,772,500
Donation	2,343,408	2,990,078
Legal & professional fees	15,333,282	6,407,365
Meeting, accommodation & local travel	5,252,291	3,951,388
Royalty fees	15,950,000	15,725,000
Safety & cleaning	4,628,327	4,142,561
Software expense	11,276,258	14,808,261
Stationery, printing & office supplies	4,372,521	6,138,701
Subscription & registration fees	5,892,127	5,912,448
Utilities	29,164,508	32,473,558
Other expenses	8,501,335	6,891,751
Subtotal: Administrative	476,591,151	480,510,672
	1,569,120,121	1,502,752,701

10. FINANCE INCOME AND COSTS

	<u>2025</u>	<u>2024</u>
	<u>\$</u>	<u>\$</u>
Finance income -		
Interest income	2,878,645	1,765,653
Finance costs -		
Interest expenses	80,894,627	60,756,335
Debt financing fees and expenses	8,071,140	9,891,468
	88,965,767	70,647,803

11. TAXATION

- (a) Taxation is based on the (loss)/profit for the year adjusted for taxation purposes and comprises income tax at 2025 - 25% (2024 - 12.5% [7 months] and 25% [5 months]).

	<u>2025</u>	<u>2024</u>
	<u>\$</u>	<u>\$</u>
Taxation for the year comprises:		
Current tax expense	8,890,433	-
Deferred tax (note 22)	9,682,454	12,525,209
	18,572,887	12,525,209

11. TAXATION (Continued)

Effective 1 January 2018, the 100% tax remission for the first five (5) years after listing on the Junior Market (JM) of the Jamaica Stock Exchange (JSE) expired, and the Company was subject to income tax at 12.5% on 50% of its chargeable income. This 50% tax regime expired on 31 December 2022, and as a consequence, the Company is subject to tax at 25% of its taxable income for the year-ended 31 May 2025.

- (b) The tax on the Company's (loss)/profit differs from the theoretical amount that would arise using the applicable tax rate as follows:

	<u>2025</u>	<u>2024</u>
	<u>\$</u>	<u>\$</u>
(Loss) / profit before taxation	44,709,391	(1,833,501)
Tax calculation @25%	11,177,348	(458,375)
Adjustment for difference in treatment of:		
Depreciation and capital allowances	2,849,344	(3,071,881)
Net effect of other charges for tax purposes	(716,715)	3,530,256
Other net adjustments	(609,359)	-
Employers tax credit	(3,810,185)	-
Tax charged for the year	8,890,433	-

(c) Remission of income tax:

By notice dated 13th August 2009, the Minister of Finance and the Public Service issued and gazette the Income Tax (Jamaica Stock Exchange Junior Market) (Remission) Notice, 2009. The Notice effectively granted a remission of income tax to eligible companies that were admitted to the Junior Market of the Jamaica Stock Exchange (JMJSE) if certain conditions were achieved after the date of initial admission.

Effective 31 December 2012, the Company's shares were listed on the Junior Market of the JSE. Consequently, the Company is entitled to a remission of income taxes for ten years in the proportion set out below;

Years 1 to 5 (1 January 2013 - 31 December 2017) – 100%

Years 6-10: (1 January 2018 – 31 December 2022) – 50%

To be effective, the following conditions must be met:

- The Company remains listed for at least 15 years and is not suspended from the JSE for any breaches of its rules.
- The Subscribed Participating Voting Share Capital of the Company does not exceed J\$500 million
- The Company has at least 50 Participating Voting Shareholders

The total income tax remission over the 10-year period to 31 December 2022, amounted to approximately \$176 Million. This amount is a contingent liability, as the Company has to remain listed until the expiration of the next five years, ending 31 December 2027.

14. PROPERTY, PLANT, AND EQUIPMENT

2025											
	Equipment	Capital Work-in-progress	Computer Equipment	Furniture & Fixtures	Land & Buildings	Motor Vehicles	Forklift	Leasehold Improvement	Leased Vehicles	Total	Leased Assets Building Right of Use
At cost:	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$	\$
1 June 2024	395,154,934	-	33,948,537	13,976,181	380,281,784	148,890,070	25,084,413	1,553,800	4,461,475	1,003,351,194	92,530,084
Capitalization of WIP & Transfer Additions	-	-	-	-	-	-	-	-	-	-	-
Adjustment	4,567,241	-	654,000	1,120,424	79,696,200	38,712,731	130,000	2,985,840	-	127,866,436	27,239,962
31 May 2025	(123,985)	-	-	-	-	-	-	-	-	(123,985)	-
Depreciation:	399,598,190	-	34,602,537	15,096,605	459,977,984	187,602,801	25,214,413	4,539,640	4,461,475	1,131,093,645	119,770,046
1 June 2024	157,062,505	-	18,646,860	10,046,645	58,391,349	127,254,752	9,715,156	543,830	4,461,475	386,122,572	46,265,041
Charge for the year	18,888,255	-	2,887,492	1,027,547	7,978,719	15,486,224	3,704,893	573,398	-	50,546,528	13,948,465
31 May 2025	175,950,760	-	21,534,352	11,074,192	66,370,068	142,740,976	13,420,049	1,117,228	4,461,475	436,669,100	60,213,506
Net book value 31 May 2025	223,647,430	-	13,068,185	4,022,413	393,607,916	44,861,825	11,794,364	3,422,412	-	694,424,545	59,556,540

12. EARNINGS PER SHARE

Basic EPS is computed by dividing the net (loss)/profit for the year attributable to shareholders by weighted average number of ordinary shares in issue for the year.

	2025 \$	2024 \$
Net profit/(loss) attributable to shareholders	26,136,504	(14,358,711)
Weighted average number of ordinary shares in issue	1,542,467,080	1,542,467,080
Basic earnings per share	0.017	(0.009)

13. DIVIDENDS

Declared and paid:

Interim @ nil per stock unit (2024 – 0.05 per stock unit)

	2025 \$	2024 \$
Interim @ nil per stock unit (2024 – 0.05 per stock unit)	-	77,123,500

In the previous year, by a round-robin meeting the Board of Directors on Monday, November 2 2023, approved and declared an interim dividend payment of \$0.05 per ordinary stock unit which was paid on December 29, 2023.

Paramount Trading Jamaica

18. CASH AND CASH EQUIVALENTS

	<u>2025</u>	<u>2024</u>
	\$	\$
Cash	284,000	284,000
Deposit in transit	1,922,334	-
Cash equivalents - US\$ bank accounts	38,938,697	73,724,860
Cash equivalents - JA. \$ bank accounts	57,021,425	45,935,060
	<u>98,166,456</u>	<u>119,943,920</u>

19. PAYABLES

	<u>2025</u>	<u>2024</u>
	\$	\$
Foreign payables	369,627,444	318,991,438
Local payables	38,617,376	23,055,858
Accrued expenses	10,544,978	11,293,865
Other payables	34,171,803	24,307,610
	<u>452,961,601</u>	<u>377,648,771</u>

20. LONG-TERM BORROWINGS

	<u>2025</u>	<u>2024</u>
	\$	\$
(i) 4 % Allegheny Loan	26,510,395	52,130,034
(ii) 9% NCB loans	17,012,626	20,570,392
(iii) 12% Corporate Bond	600,000,000	492,000,000
	<u>643,523,021</u>	<u>564,700,426</u>
Less current portion due within 12 months	(110,401,905)	(135,687,800)
Non-current balance	<u>533,121,116</u>	<u>429,012,626</u>
(iv) Lease liability	70,045,408	58,428,711
Less current portion	(18,061,397)	(11,417,698)
	<u>51,984,011</u>	<u>47,011,013</u>

The details of the loan are as follows:

- (i) This represents a vendor's mortgage from Allegheny in acquiring the lubricant plant. It is payable over five years at 4% interest and is paid in 10 instalments of US\$78,754 per period. This loan matures in December 2025.
- (ii) NCB loans acquired in 2023 was to assist with the purchase of motor vehicles with maturity dates October 2029 and September 2028 respectively.

20. LONG-TERM BORROWINGS (continued)

- (iii) The Company obtained a \$700 Million bond facility from NCB Capital Markets Limited (NCBCM) to bolster the Company's expansion plans, strengthen its market position, capitalize on emerging opportunities in the sector and refinance maturing obligations. The Company obtained an instalment drawdown of \$512 Million on January 22, 2024, and subsequently a final drawdown of \$188 Million during the year ended 31 May 2025.

NCB Capital Markets Limited also retained and invested a portion of the funds amounting to \$43.3 Million representing a Debt Service Reserve Account (DSRA) equivalent to the first quarter's principal and interest payment amount. This DSRA is being held at NCBCM until the bond matures on January 22, 2029. See investment note 15.

(iv) Lease Liability

During the year, after two (2) rate adjustments, the monthly payment was US\$11,200 with interest charged at 6% maturing in 2029

Principal repayments for each of the next four years to 2029 are as follows:

	2026	2027-2029
	51,984,011	70,045,408

21. SHARE CAPITAL

	<u>2025</u> \$	<u>2024</u> \$
Authorized: 1,620,000,000 (2024 – 1,620,000,000) ordinary shares of no-par value		
Issued and fully paid: 1,542,467,080 (2024 – 1,542,467,080) shares of no-par value	77,492,243	77,492,243

22. DEFERRED INCOME TAXES

During the year, deferred income taxes are calculated in full on temporary differences under the liability method using a principal tax rate of 25%.

Deferred income tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities. The amount determined after appropriate offsetting are as follows:

	<u>2025</u> \$	<u>2024</u> \$
Deferred tax liability	51,332,535	41,650,081

Deferred taxation charged to profit or loss comprises the following accumulated temporary differences:

	<u>2025</u> \$	<u>2024</u> \$
Balance brought forward -	41,650,081	29,124,872
Amount charged to profit and loss	9,682,454	12,525,209
Deferred tax liability at year-end	51,332,535	41,650,081

23. RELATED PARTIES TRANSACTIONS AND BALANCES

The statement of comprehensive income includes the following related party transactions

(i) Key management compensation

	<u>2025</u> \$	<u>2024</u> \$
Salaries and wages	36,431,500	28,286,185
Statutory contributions	3,937,988	3,026,248
Other	351,313	412,834
	40,720,801	*31,725,267

*reclassified for comparative purposes.

(ii) Due from related party

	<u>2025</u> \$	<u>2024</u> \$
Director's current account	7,250,625	77,287,986

24. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT

Overview and risk management framework

The Company's overall risk management policies are established to identify and analyze the company's risks and set appropriate risk levels and controls and monitor risk and adherence to limits. Derivative financial instruments are not used to reduce exposure to any of the risks.

The Board of Directors is ultimately responsible for the oversight of the Company's risk management and has established committees such as audit and governance committee, along with treasury committee to monitor risks. The Company seeks to minimize potential adverse effects on the Company's financial performance and manage these risks by closely monitoring each risk factor as noted below.

The Company has exposure to the following risks from the use of financial instruments:

- Market risk (including foreign currency and interest rate risk)
- Credit risk;
- Liquidity risk; and

The Company has exposure to the following risks from its operations:

- Operational risk; and
- Reputational risk

The following presents information about the Company's exposure to each of the above risks and the Company's objectives, policies, and processes for measuring and managing these risks. Further quantitative disclosures are included throughout the financial statements and notes thereof.

24. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

(a) Financial risk management

(i) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates, and equity prices, will affect the Company's income or the value of its holdings of financial instruments. The objective of market risk management is to manage market risk exposures within acceptable parameters while optimizing the return. The Company's financial risk management policy establishes guidelines on how the Company is to manage the market risk inherent in the business and provides mechanisms to ensure business transactions are executed in accordance with established limits, processes and procedures.

All such transactions are carried out within the established guidelines. The Company does not use derivatives to manage the volatility of market risk.

• Foreign currency risk

Foreign currency risk is the risk that the fair value of future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Company conducts business globally and is exposed to these risks arising from various transactions denominated in foreign currencies, primarily the United States (US\$) dollar.

The Company manages its foreign exchange risk by ensuring that the net exposure in foreign assets and liabilities is kept to an acceptable level by monitoring currency positions. The Company further manages this risk by maximizing foreign currency earnings and holding foreign currency balances.

The Company's statement of financial position as at May 31, 2025, includes aggregate net foreign liabilities of approximately US\$1,934,773 (2024-US\$1,500,860) in respect of transactions arising in the ordinary course of business which were subject to foreign exchange rate changes as follows

The concentration of currency risks:

	<u>2025</u> <u>US\$</u>	<u>2024</u> <u>US\$</u>
Financial assets:		
Cash and cash equivalents	78,339	476,411
Trade receivables	301,387	325,427
Financial liabilities:		
Payables and accruals	(2,314,499)	(2,302,698)
Net total liabilities	(1,934,773)	(1,500,860)
Equivalent to Jamaican dollars	<u>J\$ (306,893,693)</u>	<u>J\$(232,258,085)</u>

The above assets / (liabilities) are receivable / (payable) in United States dollars. The average of the Bank of Jamaica (BOJ) buying rate of exchange applicable at May 31, 2025, is \$158.62 (2024 - J\$154.75) to US\$1, respectively.

24. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

(a) Financial risk management (continued)

(i) Market risk (continued)

• Foreign currency risk (continued)

Foreign currency sensitivity

A 5% (2024 - 5%) weakening of the Jamaican dollar would have adjusted profit / (loss) for the year by approximately \$1.2M (2024-(\$0.7M)) assuming all other variables, particularly interest rates, remain constant.

• Interest rate risk

Interest rate risk is the risk that a financial instrument's fair value or future cash flows will fluctuate due to changes in market interest rates. Interest-bearing financial assets are primarily cash and cash equivalent, securities purchased under resale agreements and investments. Loans and bank overdrafts represent interest-bearing financial liabilities.

The Company attempts to manage the risk relating to financial liabilities by procuring the most advantageous rates under contracts with interest rates that are fixed for the contract's life, where possible. A financial asset is primarily managed by investing excess cash in short-term deposits and maintaining interest-earning bank accounts with licensed financial institutions.

During the year, the Company experienced a reduction in the rates on certain of its loans. At the reporting date, the interest profile of the Company's interest-bearing financial instruments was:

	<u>2025</u> <u>\$</u>	<u>2024</u> <u>\$</u>
Fixed-rate instruments		
Financial liabilities	713,568,430	623,129,136
	<u>713,568,430</u>	<u>623,129,136</u>
Variable-rate instruments		
Financial assets	37,327,790	73,711,426
	<u>37,327,790</u>	<u>73,711,426</u>

Fair value sensitivity analysis for fixed-rate instruments:

The Company's financial instruments are principally fixed and as a consequence, at the reporting date, fluctuation in interest rates would not materially affect the loss or profit for the year.

24. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

(a) Financial risk management (continued)

(i) Market risk (continued)

• Interest rate risk (continued)

Cash flow sensitivity analysis for variable rate instruments:

At the reporting date, a 2% (2024 - 2%) increase/(decrease) in interest rates would have adjusted (loss) / profit by approximately (\$1.4M) (2024 - \$237,000), assuming that all other variables, in particular, foreign currency rates, in both the current and prior years remained constant.

(ii) Credit risk

Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Company faces credit risk principally in respect of its receivables from customers and, to a lesser extent, cash at bank and short-term deposits held with financial institutions. There is no significant concentration of credit risk, and the maximum exposure to credit risk is represented by the carrying amount of each financial asset.

There were no significant changes in the Company's approach to managing credit risk during the year.

Cash and cash equivalent

Cash and cash equivalent and investments are managed by maintaining these balances with licensed financial institutions considered to be stable and are deemed to have a low risk of default.

Trade receivables credit risk

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the Company's customer base is wide and covers different industries, and there is no significant concentration of credit risk.

Although cognizant of the Expected Credit Loss, ECL methodology for receivables, risk is mitigated by stringent credit reviews and approval of limits to customers. The Company also structures the levels of the credit risk it undertakes by placing limits on the amount of risk relating to a single counterparty. The Company has an established credit process, which involves regular analysis of the ability of customers and other counterparties to meet repayment obligations.

The customer's credit quality is assessed, taking into account its financial position, experience, and other factors. The utilization of credit limits is regularly monitored.

The Company's customers principally include wholesalers, retailers, bauxite companies, companies within the construction industry and bakeries. The Company has procedures in place to restrict customer orders if current orders exceed their credit limits. Customers who fail to meet the Company's benchmark creditworthiness may transact business with the Company on a prepayment or cash basis.

24. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

(a) Financial risk management (continued)

(ii) Credit risk (continued)

Impairment:

The Company establishes a provision for impairment that represents its estimate of possible incurred losses in respect of trade receivables. The Company's exposure to this risk is still considered moderate although approximately 48% (2024 - 85%) of its trade debtors are under 90 days.

The Company's credit period on the sale of goods ranges from 7 to 60 days, depending on the relationship with the respective customer. The Company introduced the ECL model regarding impairment of receivables, which resulted in the Company providing adequately for all receivables where collectability is deemed doubtful.

Maximum exposure to trade receivables credit risk

	<u>2025</u> \$	<u>2024</u> \$
Credit risk exposures are as follows:		
Trade receivables	450,078,472	458,020,546

Exposure to credit risk by customer sector

The following table summarizes the Company's credit exposure for trade receivables at their carrying amounts, as categorized by customer sector:

	<u>Note</u>	<u>2025</u> \$	<u>2024</u> \$
Manufacturing, wholesalers, and retailers		431,670,802	439,288,055
Government		2,413,908	2,456,504
Bauxite sector		15,993,762	16,275,987
	17	450,078,472	458,020,546
Less: provision for impairment		(50,419,813)	(49,948,609)
		399,658,659	408,071,938

As at May 31, 2025, the reporting date, there were significant concentrations of credit risk in respect of six (6) major receivable customers of the Company who in aggregate accounted for approximately \$164 Million (2024 - \$124 Million), representing approximately 36% (2024 - 27%) of trade receivables for the Company.

24. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

(a) Financial risk management (continued)

(ii) Credit risk (continued)

Movement on the provision for impairment of trade receivables

The movement on the provision for impairment of trade receivables was as follows:

	<u>2025</u> \$	<u>2024</u> \$
Balance at 1 June 2024	49,948,609	44,598,946
Increase in provision for receivables impairment	471,204	5,349,664
Balance at 31 May 2025	50,419,813	49,948,609

The creation of a provision for impaired receivables has been included in expenses in the profit or loss account. Amounts charged to the allowance account are written off when there is no expectation of recovering the additional cash.

Expected credit loss assessment

The Company allocates each exposure to a credit risk grade based on the data that is determined to be predictive of the risk of loss. Factors that are considered in assessing customers include applying experienced credit judgment, management accounts, cash flow projections, audited financial statements and available creditable press information.

Credit risk grades are defined using qualitative and quantitative factors that are indicative of the risk of default and are aligned to available external credit ratings. Potential loss exposure within each credit risk grade and an ECL rate is calculated for the Company's customer based on delinquency status and actual historical credit loss experience.

The Company uses an allowance matrix to measure ECLs trade receivables. The provision matrix is based on historically observed default rates over the expected life of the trade receivables and is adjusted for forward-looking estimates.

Loss rates are calculated based on the probability of a receivable progressing through successive stages of delinquency to write-off, current conditions and the economic conditions over the expected lives of the receivables.

24. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

(a) Financial risk management (continued)

(ii) Credit risk (continued)

Expected credit loss assessment (continued)

The following table provides information about the exposure to credit risk and ECL for trade receivables as at May 31 2025.

<u>2025</u>			
<u>Age categories</u>	<u>Weighted average loss rate</u>	<u>Gross carrying amount</u>	<u>Loss allowance</u>
Current (not past due)	0.28%	164,430,658	460,406
Past due 1-30 days	1.40%	71,046,857	994,656
Past due 31-60 days	1.50%	8,377,940	125,669
Past due 61-90 days	2.44%	16,969,060	414,045
More than 90 days	19.07%	189,253,958	48,425,037
		450,078,472	50,419,813

<u>2024</u>			
<u>Age categories</u>	<u>Weighted average loss rate</u>	<u>Gross carrying amount</u>	<u>Loss allowance</u>
Current (not past due)	0.28%	167,812,325	469,875
Past due 31-60 days	1.50%	18,262,706	273,941
Past due 61-90 days	2.44%	15,975,957	389,813
More than 90 days	19.07%	255,969,558	48,814,980
		458,020,546	49,948,609

24. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

(a) Financial risk management (continued)

(ii) Credit risk (continued)

Financial instruments counterparty credit risk: cash and equivalents and investments

The Company exposure to financial instruments counterparty credit risk is related to its activities with cash and cash equivalent balances and investments. The Company manages this exposure by maintaining these balances with licensed and regulated financial institutions considered to be stable and are deemed to have a low risk of default. Transactions are only undertaken with highly rated counterparties.

Maximum exposure to financial instruments counterparty credit risk

	<u>2025</u>	<u>2024</u>
	<u>\$</u>	<u>\$</u>
Credit risk exposures are as follows:		
Investments, (excluding equity shares)	76,456,032	73,037,618
Cash and short-term equivalents	98,166,456	119,943,920
	<u>174,622,488</u>	<u>192,981,538</u>

The impairment on cash and cash equivalent and investments has been measured on the 12-month expected loss basis and reflects the short maturities of the exposures. The Company considered that cash and cash equivalents have low credit risk. No impairment allowances were recognized on the initial adoption of IFRS 9, and there has been no change during the year.

(iii) Liquidity risk

Liquidity risk is the risk that the Company might encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities.

24. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

(a) Financial risk management (continued)

(iii) Liquidity risk (continued)

Liquidity risk management process

The Company manages its liquidity risk by maintaining an appropriate level of resources in liquid or near liquid form. The Company maintains cash and short-term deposits for up to 90 - day periods to meet its liquidity requirements.

The Company's liquidity management process, as carried out within the Company and monitored by the Treasury function, includes:

- Monitoring future cash flows and liquidity on an ongoing basis. This incorporates an assessment of expected cash flows
- Maintaining a portfolio of highly marketable assets that can easily be liquidated as protection against any unforeseen interruption to cash flow
- Maintaining committed lines of credit
- Managing the concentration and profile of debt maturities
- Optimizing cash returns on investments.

Cash flows of financial liabilities

The Company's financial liabilities comprise long-term loans and payables, and accruals. The table below shows the undiscounted cash flows of non-derivative financial liabilities based on the earliest date on which the Company can be required to settle its liabilities. These amounts are due as follows:

	<u>2025</u>				
	<u>Carrying amount</u>	<u>Contractual cash flows</u>	<u>1 year or less</u>	<u>1-2 yrs</u>	<u>2-5 yrs</u>
	<u>\$</u>	<u>\$</u>	<u>\$</u>	<u>\$</u>	<u>\$</u>
Accounts payable	452,961,601	452,961,601	452,961,601	-	-
Long-term liabilities	713,568,430	938,292,873	255,251,325	455,361,030	227,680,508
Total financial liabilities	<u>1,166,530,031</u>	<u>1,391,254,474</u>	<u>708,212,926</u>	<u>455,361,030</u>	<u>227,680,508</u>

	<u>2024</u>				
	<u>Carrying amount</u>	<u>Contractual cash flows</u>	<u>1 year or less</u>	<u>1-2 yrs</u>	<u>2-5 yrs</u>
	<u>\$</u>	<u>\$</u>	<u>\$</u>	<u>\$</u>	<u>\$</u>
Accounts payable	377,648,771	377,648,771	377,648,771	-	-
Long-term liabilities	623,129,136	680,875,982	209,889,335	283,072,519	187,914,128
Total financial liabilities	<u>1,000,777,907</u>	<u>1,058,524,753</u>	<u>587,538,106</u>	<u>283,072,519</u>	<u>187,914,128</u>

24. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

(a) Financial risk management (continued)

(iii) Liquidity risk (continued)

Determination and disclosure of fair value of financial instruments

Fair value is considered as the amount for which an asset could be exchanged or a liability settled between knowledgeable, willing parties in an arm's length transaction. The market price is used to determine fair value where an active market, such as a recognized stock exchange, exists, as it is the best evidence of the fair value of a financial instrument.

Financial instruments are grouped into levels 1 to 3 based on the degree to which the fair value is observed, as follows:

- Level 1 fair value measurements are derived from quoted prices (unadjusted) in an active market for identical instruments. The FVTPL and FVOCI instruments in the financial repurchase agreement (reports) are classified as level 1.
- Level 2 fair value measurements are those derived from inputs other than quoted prices included within level 1 that are observable for the instrument either directly (i.e., as prices) or indirectly (i.e., derived from prices). The Company held no financial instruments in this category.
- Level 3 fair value measurements are derived from valuation techniques that include inputs for the instruments that are not based on observable market data (unobservable inputs). The Company held no financial instruments in this category.

The following methods and assumptions have been used in preparing the financial statements at the reporting date:

- The carrying value of cash and cash equivalents accounts receivable and accounts payable are assumed to approximate to their carrying values due to their short-term nature
- Long-term liabilities carrying values approximate fair values as the loans are carried at an amortised cost reflecting their contractual obligations, and the interest rates are reflective of market rates for similar loans
- Related party balances are carried at their contracted settlement values due to their short-term nature.
- Investments classified as FVOCI or FVTPL are measured at fair value by reference to price quotes as published by established and reputable managers of these instruments.

24. FINANCIAL INSTRUMENTS AND RISK MANAGEMENT (Continued)

(b) Operational risk

Operational risk is the risk of direct or indirect loss arising from a wide variety of causes associated with the Company's processes such as personnel, technology, and infrastructure, as well as from external factors, other than financial risks, such as those arising from legal, regulatory requirements and natural disasters.

The management of the Company is responsible for managing operational risk to avoid financial loss and damage to the Company's reputation while at the same time balancing the control procedures to allow innovation and creativity to facilitate the growth of the Company. Management is aware of the many operational risks and continues to implement the necessary strategies to mitigate the negative impact of the different risks associated with the operation of the Company.

(c) Reputational risk

The Company is engaged in a business that distributes chemical raw materials to various industries and manufactures basic inputs for food processing and industrial applications. Its reputation is critical within the marketplace, and the Company's management endeavours to be ethical and adopt international best practices in the storage, manufacturing, and distribution of its products.

The Company ensures that the necessary sanitary and quality standards are maintained and has regular audits from the government bodies responsible for the Company's portfolio of products, including the government's Bureau of Standards, Public Health Department, Jamaica Customs Department and the Ministry of Industry and Commerce. Also, as a supplier to several multinational and reputable local companies, the Company adheres and complies with their quality standards, and when potential customers conduct their independent audits, the Company is usually approved as a certified distributor to their respective plants.

Rigorous quality checks are integrated into the Company's receiving and delivery processes of its products, reducing customer complaints. Management considers the Company's reputation secured as events that may damage the Company's reputation are immediately investigated and the appropriate action taken in a manner that satisfies the complainant.

25. MATERIAL ACCOUNTING POLICIES

(a) Share capital

Ordinary shares are classified as equity and carried at cost. Incremental costs directly attributable to the issue of ordinary shares, net of any tax effects, are recognised as a deduction from equity.

(b) Foreign currency transactions and balances

Foreign currency transactions that require settlement in a foreign currency are translated into the functional currency using the exchange rates prevailing at the dates of the transactions.

Monetary assets and liabilities denominated in currencies other than Jamaican dollars are translated at the exchange rate in effect at the statement of financial position date. Non-monetary assets and liabilities measured at historical cost denominated in currencies other than Jamaican dollars are translated at the exchange rate in effect at the date of the transactions or initial recognition. Non-monetary items in a foreign currency measured at fair value are translated using the exchange rates when the fair value was determined.

Gains and losses arising from fluctuations in exchange rates are generally included in profit or loss. However, foreign currency differences resulting from the translation of equity investments are recognized in other comprehensive income, except on impairment. The foreign currency differences that have been recognized in other comprehensive income are reclassified to profit or loss.

Exchange rates are determined by the Bank of Jamaica’s published weighted average rate at which commercial banks trade in foreign currencies.

25. MATERIAL ACCOUNTING POLICIES (Continued)

(c) Property, plant and equipment

Property, plant and equipment are stated at historical cost, less accumulated depreciation. Historical cost includes expenditure that is directly attributable to the acquisition of items. The land is carried at cost and is not depreciated.

Depreciation is calculated on a straight-line method at such rates as it will write off the carrying value of the assets over the period of their expected useful lives. Current annual rates of depreciation are:

Buildings	2-6%
Plant, machinery and equipment	5-10%
Furniture and fixtures	10%
Mobile equipment and motor vehicles	20%
Computer software and equipment	10%

The assets’ residual values and useful lives are reviewed periodically for impairment. Where the assets’ carrying amount is greater than its estimated recoverable amount, it is written down immediately to its recoverable amount.

Gains and losses on disposal of property, plant and equipment are determined by comparing the proceeds with the carrying amount and are recognized in other income in the statement of comprehensive income.

Repairs and maintenance expenditures are included in the statement of comprehensive income during the financial period in which they are incurred. The cost of major renovations is included in the carrying amount of the asset when it is probable that the future economic benefits in excess of the initially assessed standard of performance of the existing asset will flow to the Company.

The cost of self-constructed assets includes the cost of materials, direct labour and related cost to put the asset into service. Borrowing costs, including but not limited to interest on borrowings and exchange differences arising on such borrowings that are directly attributable to the acquisition and/or construction of a qualifying asset, are capitalized as part of the cost of that asset.

Capitalization of borrowing costs ceases when substantially all the activities necessary to prepare the qualifying asset for its use are complete. Thereafter, borrowing costs are recognized in profit or loss when they are incurred.

(d) Inventories

Inventories are stated at the lower of cost, determined consistently on the same bases, and net realizable value. The cost of inventories is determined based on weighted average cost and includes costs incurred in bringing the inventories to their present location and condition. Inventories comprised finished goods, work-in-progress, and raw and packaging materials.

Net realizable value is the estimated selling price of inventory during the normal course of business, less estimated selling expenses.

25. MATERIAL ACCOUNTING POLICIES (Continued)

(e) Cash and cash equivalents

Cash and cash equivalents comprise cash in hand and at the bank, plus highly liquid instruments, including certificates of deposits, where the original maturities of such instruments usually do not exceed three (3) months. The Company does not operate an overdraft facility. Cash and cash equivalents are recorded at amortized cost.

(f) Financial instruments – recognition and measurement

A financial instrument is any contract that gives rise to a receipt or payment in cash or its equivalents and a financial asset of one party, and a financial liability or equity instrument of another party. Financial assets and financial liabilities are recognized in the statement of financial position when the Company becomes a party to the contractual provisions of a financial instrument. All financial instruments are measured at fair value on initial recognition. Subsequent measurement of these assets and liabilities is based on fair value or amortized cost using the effective interest method.

Transaction costs directly attributable to the acquisition or issuance of financial assets and financial liabilities, other than financial assets and financial liabilities classified as fair value through profit or loss (FVTPL), are added to or deducted from the fair value on initial recognition. Transaction costs directly attributable to the acquisition of financial assets or financial liabilities classified as FVTPL are recognized immediately in net income.

Classification and subsequent measurement.

Financial instruments – assets

The Company classifies financial assets according to its business model for managing the financial assets and the contractual terms of the cash flows. Classification choices for financial assets are:

- Amortized cost
- Fair value through other comprehensive income (FVTOCI)
- Fair value through profit or loss (FVTPL)

Classification choices for financial liabilities are:

- Amortized cost
- FVTPL

Amortized cost

Financial assets are classified as amortized cost because the financial assets are held within a business model with the objective to hold financial assets to collect contractual cash flows, and the contractual terms of the financial assets give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amounts outstanding. These assets are measured at amortized cost using the effective interest method and are subject to impairment. Gains and losses are recognized in profit or loss when the asset is derecognized, modified or impaired.

25. MATERIAL ACCOUNTING POLICIES (Continued)

(g) Trade payables

Trade payables are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Trade payables are recorded at amortised cost.

(h) Trade receivables

Trade and other receivables are carried at anticipated realizable value. An allowance for impairment of trade and other receivables is established when there is objective evidence that the Company will not be able to collect all amounts due according to the original terms of the receivables. Significant financial difficulties of the debtor, the probability that the debtor will enter bankruptcy or financial reorganization, and default or delinquency in payments are considered indicators that the trade receivable is impaired. The asset's carrying amount is reduced through the use of an allowance account, and the amount of the loss is recognized in bad debt expense in the statement of comprehensive income. When a trade receivable is deemed uncollectible, it is written off against the allowance account. Subsequent recoveries of amounts previously written off are recognized as recovery and credited to bad debt expense in the statement of comprehensive income. The above is guided by the ECL principles of IFRS 9.

Credit risk and expected loss

The Company is primarily exposed to credit risk on its trade receivables, and as such, does not provide for any lifetime expected credit loss (LECL). It applies the practical experience of not adjusting the promised consideration receivable because the period is less than 12 months. The Company recognizes a loss allowance on a forward-looking basis at an amount equal to its expected credit model (ECL) that is being continuously developed each year regarding its financial assets measured at amortized cost.

(i) Debt: borrowings and borrowing costs

Debt is classified as current when the Company expects to settle the liability in its normal operating cycle, it holds the liability primarily for trading, the liability is due to be settled within 12 months after the date of the statement of financial position, or it does not have an unconditional right to defer settlement of the liability for at least 12 months after the statement of financial position; Otherwise, it is classified as long-term. After initial recognition, Debt is measured at amortized cost using the effective interest rate method, less any impairment, with gains and losses recognized in net income in the period that the liability is derecognized.

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets are capitalized as part of the cost of these assets. Capitalization of such borrowing costs ceases when the assets are substantially ready for their intended use or sale.

All other borrowing costs are recognized in profit or loss in the period in which they are incurred.

25. MATERIAL ACCOUNTING POLICIES (Continued)

(j) Revenue recognition

(i) Sale of goods

Revenue is recognized when the performance obligation, satisfied at a point-in-time to transfer goods and services to the customer, is complete. The completion is assessed when the customer takes control and or obtains the benefits of the goods and /or services, and the company has a present right to payment as evidence by an invoice or the right to invoice.

(ii) Finance income

Finance income comprises interest-earned on invested funds. Interest income is recognised in profit or loss as it accrues, taking into account the effective yield on the asset

(iii) Other operating income

Other operating income includes gains on disposal of assets, recognized when the asset is sold, foreign exchange gains, and miscellaneous inflows recognized when received.

(k) Leases

Leases of property, plant and equipment where the Company has substantially taken over all the risks and rewards of ownership are classified as finance leases. Finance leases are recognized at the inception of the lease at the lower of the fair value of the leased asset or the present value of minimum lease payments. Each lease payment is allocated between the liability and interest charges to produce a constant rate of charge on the lease obligation. The interest element of the lease payments is charged to comprehensive income over the lease period.

Property, plant and equipment acquired under finance leases are depreciated over the shorter of the asset's useful life or the lease term.

Right of use assets is measured at cost comprising the following:

- (1) The amount of initial measurement of the lease liability
- (2) Any lease payments made at or before the commencement date less any lease incentives received.
- (3) Any initial direct cost, and
- (4) Restoration cost

Right of use assets is generally depreciated over the shorter of the asset useful life and the lease term on a straight-line basis.

(l) Dividends

Dividends declared and payable to the Company's ordinary shareholders are recognised as a liability in the statement of financial position in the period in which the Company's Board of Directors approves the dividends.

25. MATERIAL ACCOUNTING POLICIES (Continued)

(m) Provisions

Provisions are recognized when the Company has a present legal or constructive obligation as a result of past events, and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount can be made. Where the Company expects a provision to be reimbursed, for example, under an insurance contract, the reimbursement is recognized as a separate asset but only when the reimbursement is virtually certain. The expense relating to any provision is charged to the statement of comprehensive income net of any reimbursement.

(n) Impairment

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount. An asset's recoverable amount is the higher of an asset or cash-generating units' fair value less costs to sell and its value in use. It is determined for an individual asset unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses are recognized in comprehensive income.

Non-financial assets other than goodwill that suffered impairment are reviewed for possible reversal of the impairment at each reporting date.

A previously recognized impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognized. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increased amount cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognized for the asset in prior years. Such reversal is recognized in the statement of comprehensive income unless the asset is carried at a revalued amount, in which case the reversal is treated as a revaluation increase. Impairment losses recognized in relation to goodwill are not reversed for subsequent increases in its recoverable amount.

(o) Pension and employee benefits

The Company does not have a Pension Plan, but it has implemented an Individual Retirement Account (IRA) scheme, operated by Sagicor Limited, a licensed Investment management entity for some categories of staff. The Company contributes 5% to the IRA for each participating individual based on their gross salary. The Company recognizes a liability and an expense for its contribution to the IRA.

Employees' benefits include current or short-term benefits such as salaries, statutory contributions paid, annual vacation and sick leave, and non-monetary benefits such as medical care. Entitlement to annual leave and other benefits are recognized when they accrue to employees.

25. MATERIAL ACCOUNTING POLICIES (Continued)

(p) Related party disclosure

Related parties are identified and disclosed to allow users of the financial statements to be aware of the possibilities that the financial position and profit or loss may have been affected by the existence of related parties and by transactions and outstanding balances, including commitments, with such parties.

A related party is a person or entity that is related to the entity that is preparing its financial statements (referred to as the “reporting entity”)

- (a) A person or close member of that person’s family is related to a reporting entity if that person:
- (i) Has control or joint control over the reporting entity;
 - (ii) Has significant influence over the reporting entity; or
 - (iii) Is a member of the key management personnel of the reporting entity or a parent of the reporting entity.
- (b) An entity is related to a reporting entity if any of the following conditions apply:
- The Company and the reporting entity are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
 - One company is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
 - Both companies are joint ventures of the same third party.
 - One company is a joint venture of a third entity, and the other entity is an associate of the third entity.
 - The company is a post-employment benefit plan for the benefit of the employees of either the reporting entity or an entity related to the reporting entity.
 - The company is controlled or jointly controlled by a person identified in (a) above.
 - A person identified in ((a) (i)) above has significant influence over the company or is a member of the key management personnel of the company (or of a parent of the company).

A related party transaction involves the transfer of resources, services or obligations between a reporting company and a related party, regardless of whether a price is charged.

(q) Investments

Certificate of Deposits, quoted shares and other investments are recognised at fair value. Incomes from these investments are accounted for based on the accrual basis.

25. MATERIAL ACCOUNTING POLICIES (Continued)

(r) Income taxes

The income tax expense for the year comprises a current and deferred tax. Income tax expense is recognized in net income, except to the extent that it relates to items recognized either in OCI or directly in equity.

(i) Current taxation

The current tax charge is the expected tax payable on the taxable income for the year, using tax rates in effect at the reporting date plus any over or under the provision of tax in respect of previous years.

(ii) Deferred taxation

Deferred tax liabilities are recognized for temporary differences between the carrying amounts of assets and liabilities and their amounts as measured for tax purposes, which will result in taxable amounts in future periods. Deferred tax assets are recognized for temporary differences, which will result in deductible amounts in future periods, but only to the extent, it is probable that sufficient taxable profits will be available against which these differences can be utilized.

Deferred tax assets and liabilities are measured at tax rates that are expected to apply in the period in which the asset will be realized, or the liability will be settled based on enacted rates.

The Company’s shares were listed on the Jamaica Stock Exchange Junior Market (JSE) on December 31, 2012. Under the Junior Market of the JSE incentive regime, the 100% income tax-free status expired on December 31 2017, and its 50% tax-free status expired on December 31 2022. As a consequence of the tax relief expiration, the Company is now subjected to tax at 100% of its taxable income.

(s) Segment reporting

An operating segment is a component of the Company that engages in business activities from which it may earn revenues and incur expenses. The operating results are regularly reviewed by the entity’s Chief Operating Decision Maker (CODM) to make decisions about resources to be allocated to the segment and assess its performance and for which discrete financial information is available.

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Segment capital expenditure is the total cost incurred during the year to acquire segment assets that are expected to be used for more than one year. Management considers the Company to have five (5) strategic business units, which offer different products and services and principally require different technology and marketing strategies.

25. MATERIAL ACCOUNTING POLICIES (Continued)

(t) Segment reporting (continued)

The primary reportable business units are:

Distribution

- of imported chemicals and lubricants
- of SIKA branded construction and adhesive products

Manufacturing

- of branded chemical products
- manufacturing of lubricants
- Sanitizing and surface cleaning products

Haulage

- haulage services provided to external customers

The manufacturing operations are conducted at 6 and 8 East Bell Road, Kingston 11 and the distribution of chemicals is done from both the Company’s warehouses at East Bell Road and 39 Waltham Park Road, Kingston 13.

Financial and other transactions between business units have been eliminated where necessary, in preparing the financial statements.

(u) Expenses

- (i) Expenses are recognised on the accrual basis.
- (ii) Finance costs comprise interest incurred on borrowings, calculated using the effective interest method, foreign exchange losses and bank-related charges.
- (iii) Payments under leases are recognised in profit or loss on the straight-line basis over the term of the lease.

(v) Earnings per share

Basic earnings per share (“EPS”) is calculated by dividing the net income attributable to the shareholders of the Company by the weighted average number of ordinary shares outstanding during the reporting period.

(w) Interest-bearing borrowing

Interest-bearing borrowings are recognised at cost. After initial recognition, interest-bearing borrowings are stated at amortized cost, with any difference between cost and redemption value being recognised in profit or loss over the period of the borrowing on an effective-interest basis.

26. CAPITAL MANAGEMENT

The Company’s objectives when managing capital is:

- Ensuring sufficient liquidity to support its financial obligations and execute its operating and strategic plans;
- Maintaining healthy liquidity reserves and access to capital;
- Optimizing the cost of capital while taking into consideration current and future industry, market, and economic risks and conditions; and
- To safeguard its ability to continue as a going concern in order to provide returns for its stockholders and benefits for other stakeholders

The definition of capital varies from company to company, industry to industry, and for different purposes. Management considers the definition of the Company’s capital as long-term debt plus total equity.

The Company has a policy in place to manage capital. As part of the overall management of capital, management and the Audit Committee of the Board of Directors review the Company’s compliance with and performance against the policy. In addition, periodic review of the policy is performed to ensure consistency with the risk tolerance.

The Company monitors its capital structure by measuring the gearing ratio. This ratio is calculated as total long-term debt divided by total capital under management.

The Company also monitors its fixed obligations to ensure compliance by tracking its interest and other coverage ratios and forecasting cash flows along with reviewing financial and other covenants of the existing debt agreements.

During 2025, the Company’s capital management remained unchanged from 2024. The balances used to compute the gearing ratios are as follows:

	2025	2024
	\$	\$
Total long-term debts	713,568,430	623,129,136
Total long-term debt plus equity	1,779,227,11	1,662,601,313
	0.40	0.38

27. CONTINGENCIES AND COMMITMENTS

- (i) The Company's attorneys reported in their letter dated July 21, 2025, that for the year ended and as of 31 May 2025:
- There is no pending, threatened and/or asserted claim against Paramount. Neither are they aware of any litigation being pursued by Paramount;
 - All professional legal and secretarial fees which became due and owing as at May 31, 2025, have been paid.
 - They have no knowledge of any guarantees of indebtedness by the Company, save and except that there is a Bond facility with NCB Capital Markets Limited
 - The firm has no funds on trust or in the client's account of Paramount.

28. SUBSEQUENT EVENT

Management is confident that the Company will continue to generate positive results and cash flows subsequent to the year end, and as a consequence they do not anticipate any curtailment of business activity within the next twelve (12) months.



This image shows a full page of blank, lined paper. It features approximately 20 evenly spaced horizontal blue lines across its entire width. The lines are thin and consistent in color, providing a standard template for handwriting practice or general note-taking. There are no margins, text, or other markings present on the page.

PARAMOUNT
Jamaica

J\$100.00

of _____
(address of alternate proxy)

No.	Ordinary Resolutions	For Against <i>(tick as appropriate)</i>	
1	"THAT the Reports of the Directors, Auditors and the Audited Financial Statements for the year ended May 31, 2025 be and are hereby received and adopted."		
2 (a)	"THAT Dr. Catherine Goodall Jackson who retires by rotation and being eligible for re-election be and is hereby re-elected and appointed as a Director of the Company."		
2(b)	"THAT Mr. Dwight Balli who retires by rotation and being eligible for re-election be and is hereby re-elected and appointed as a Director of the Company."		

2(c)	“THAT Mrs. Kathryn Lewis-Green who retires by rotation and being eligible for re-election be and is hereby re-elected and appointed as a Director of the Company.”		
2(d)	“THAT Mr. Delroy McLean be and is hereby elected and appointed as a Director of the Company.”		
3	“THAT the remuneration included in the Company's Audited Financial Statements for the year ended May 31, 2025 for Directors' fees for services rendered, be and is hereby approved.”		
3(b)	“THAT Board of Directors of the Company be and is hereby authorised to fix the remuneration of the individual directors for the ensuing year.”		
4(a)	“THAT McKenley & Associates, Chartered Accountants, having agreed to continue in office as Auditors, be and are hereby appointed Auditors of the Company, to hold office until the next Annual General Meeting.”		
4(b)	“THAT the Board of Directors be and is hereby authorised to fix the remuneration of the Auditors of the Company.”		
5	“To consider any other business which may properly be transacted at an Annual General Meeting.”		

Dated the _____ day of _____ 2025

Signature of Shareholder

Signed: _____
(signature of primary shareholder)

Name: _____
(print name of primary shareholder)

Signed: _____
(signature of joint shareholder, if any)

Name: _____
(print name of joint shareholder, if any)



PARAMOUNT
Jamaica

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