### HEINEKEN NV (ADR) - (PINK:HEINY) / HEINEKEN NV - (AMS:HEIA) and HEINEKEN HOLDING NV (ADR) - (PINK:HKHHY) / HEINEKEN HOLDING NV - (AMS:HEIO)

### **Company Description:**

Heineken is the world's third-largest brewer and has more international sales (outside its home country of the Netherlands) than any other brewer. Although the company has 110 breweries and sells beer in more than 170 countries, 70% of volume comes from 10 countries. Among Heineken's 250 international brands include Heineken, Amstel, Dos Equis, Foster's, Newcastle Brown Ale, Moretti, and Tiger. HEINY was founded by Geraad Adriaan Heineken in 1864. Since then, three generations of the Heineken family has been involved with the leadership of the company. Has about 73,000 employees. HEINY is the ADR representing HEIA; there are 2 ADRs per ORD. HEIA represents the ordinary shares. HKHHY is the ADR representing HEIO; there are 2 ADRs per ORD. HEIO represents Heineken Holding N.V. which holds 50.005% of HEIA shares. Chairman & CEO: Jean-François van Boxmeer www.heinekeninternational.com

### **Basic Description:**

The growth of net profits at HEINY has been consistent, although its rate has slowed down over the past decade compared to the prior decade. Although the P/E has declined, the market continues to pay a premium P/E for the business because of its consistency. This steadiness is also reflected by a narrow trading range. HEINY now pays out 40% of its earnings back to shareholders as a dividend and reinvests the rest. As a result, the book value increases and the ROC and ROE has been coming down. Sales continue to advance with a pretty steady operating margin over time.

### **Profitability Description:**

HEINY has had a slowing of net profits due to the combination of a mature market in Western Europe, increased competitiveness in the U.S., and the challenges of establishing breweries in the emerging markets - where the best opportunities lie. In Western Europe, it's "three yards and a cloud of dust." In Central Europe, premium penetration is low and margins are challenging. In the Americas, the acquisitions in Latin America have effectively replaced the increased challenges in the US market. In AMEA, HEINY has been effective in gaining market share and premium penetration. In Asia, acquisitions combine with premium penetration for growth. The net profit in this section and the company description both rely on a non-GAAP number that is before exceptional items and amortization of goodwill related to acquisitions. Most of this is a non-cash number and seems appropriate. However, some of it is related to "structural" charges. On the balance sheet, growth is clearly marked by acquisitions - judging from the growth in goodwill. Given that much of this was driven by share issuance and increased debt, past growth rates will likely be difficult to repeat. Also, HEINY is light on any management discussion.

### **Core Advantage Description:**

HEINY has two of the most well-known brands in the world: Heineken and Amstel. HEINY is able to use its wide arsenal of a global network of breweries, distribution and brands to make in-roads to markets and then penetrate them with the premium lines of Heineken and Amstel - where the true source of profits lay. HEINY has the scale to develop attractive and compelling advertising to compete with AB Inbev and SAB Miller.

### **Investment Thesis:**

HEINY is in a heavily competitive space. HEINY has been effective in acquiring local brands, driving growth in those markets and then bringing their premium brands in for more profitable business. Here is where there should be additional margin opportunities. Overall though, Western and Central Europe will continue to be growth challenged - so we are assuming only an inflation rate of 2% growth. The emerging markets, Latam, AME, and Asia Pacific should provide for continued growth opportunities - averaging 8% across the group. The net top line growth we assume is 6%. The margin should continue some expansion and create a net profit margin of 13.5% (from 9.1%). In addition, HEINY should be valued at a terminal P/E of 20 given the high free cash flow generated.

### **Purchase Description:**

In Euros, HEIA/HEIO is valued at 55 Euros/share. At a "fair currency exchange" of 1 Euro to 1.10 Dollars, ACM considers HEINY/HKHHF a buy at \$30/\$60 per share as a Tier I up to 4.5%, despite debt levels, due to a brand that is almost an oligopoly globally, a trim at \$96 and a sell at \$114 per share.

ACM considers HEIO a buy at Euro 55 per share (average of three measures) as a Tier I up to 4.5%, despite debt levels, due to powerful brands in an industry that almost a global oligopoly and a trim at Euro 87 per share and a sell at Euro 104 per share.

|                   |              |        | FY     | End    |        | Stock  | Price  | Market \ | Value (in | mlns)  |        | FY      | End    | 1      | Stock  | Price   | 1       |        |        |         |        |        |         |
|-------------------|--------------|--------|--------|--------|--------|--------|--------|----------|-----------|--------|--------|---------|--------|--------|--------|---------|---------|--------|--------|---------|--------|--------|---------|
|                   | <b>HEINY</b> | \$37   | Dece   | mber   | HEIA   | € 71   | .00    | € 40,    | ,115      | НКННҮ  | \$37   | Dece    | mber   | HEIO   | € 66   | 6.00    | 1       |        |        |         |        |        |         |
|                   | 1994         | 1995   | 1996   | 1997   | 1998   | 1999   | 2000   | 2002     | 2003      | 2004   | 2005   | 2006    | 2007   | 2008   | 2009   | 2010    | 2011    | 2012   | 2013   | 2014    | 2015   | 2016   | 2017    |
| Net Profit (Euro) | 274          | 301    | 297    | 345    | 445    | 516    | 621    | 795      | 806       | 791    | 840    | 900     | 752    | 159    | 660    | 1,212   | 1,584   | 1,696  | 1,585  | 1,758   | 2,048  | 2,139  | 2,250   |
| EPS/ORD           | € 0.56       | € 0.62 | € 0.61 | € 0.70 | € 0.91 | € 1.05 | € 1.27 | € 1.62   | € 1.65    | € 1.10 | € 1.55 | € 2.47  | € 1.54 | € 0.32 | € 1.35 | € 2.16  | € 2.71  | € 5.13 | € 2.37 | € 3.06  | € 3.59 | € 3.79 | € 3.98  |
| Oper. EPS/ORD     | € 0.56       | € 0.62 | € 0.61 | € 0.70 | € 0.91 | € 1.05 | € 1.27 | € 1.62   | € 1.65    | € 1.61 | € 1.71 | € 1.90  | € 1.54 | € 0.32 | € 1.35 | € 2.16  | € 2.71  | € 2.95 | € 2.76 | € 3.06  | € 3.59 | € 3.79 | € 3.98  |
| CY P/E Ratios     |              |        |        | 26.2   | 33.7   | 36.2   | 34.5   | 26.2     | 20.4      | 17.8   | 15.3   | 16.4    | 27.6   | 98.3   | 19.5   | 16.5    | 16.3    | 19.2   | 19.0   | 19.5    | 19.6   |        |         |
| Yrly Price Low    |              |        |        | 16.4   | 20.4   | 33.5   | 36.0   | 35.0     | 28.7      | 23.5   | 24.4   | 26.7    | 35.2   | 19.8   | 20.0   | 32.0    | 37.0    | 54.0   | 47.0   | 45.0    | 56.0   | 69.0   |         |
| Yrly Price High   |              |        |        | 20.5   | 41.0   | 42.9   | 51.5   | 50.0     | 38.5      | 34.0   | 27.8   | 35.8    | 49.4   | 44.0   | 32.5   | 39.0    | 51.0    | 59.0   | 58.0   | 75.0    | 85.2   | 84.0   |         |
| Dividends Paid    | 72           | 80     | 80     | 80     | 100    | 125    | 125    | 157      | 157       | 173    | 196    | 216     | 294    | 304    | 318    | 427     | 486     | 512    | 512    | 633     | 741    | 853    | 904     |
| Dividends PS      | € 0.16       | € 0.16 | € 0.16 | € 0.16 | € 0.20 | € 0.26 | € 0.26 | € 0.32   | € 0.32    | € 0.35 | € 0.40 | € 0.44  | € 0.60 | € 0.62 | € 0.65 | € 0.76  | € 0.83  | € 0.89 | € 0.89 | € 1.10  | € 1.30 | € 1.51 | € 1.60  |
| Ave. Div. Yld.    |              |        |        | 0.88%  | 0.67%  | 0.67%  | 0.58%  | 0.75%    | 0.96%     | 1.23%  | 1.53%  | 1.41%   | 1.42%  | 1.94%  | 2.48%  | 2.14%   | 1.89%   | 1.58%  | 1.70%  | 1.83%   | 1.84%  | 1.97%  |         |
| Shares Outstdg.(O | 489.3        | 488.6  | 488.5  | 490.1  | 487.9  | 489.5  | 489.0  | 489.5    | 489.1     | 489.9  | 489.9  | 489.9   | 489.9  | 489.9  | 489.9  | 562.2   | 585.1   | 575.0  | 575.0  | 575.0   | 570.0  | 565.0  | 565.0   |
| Buyback (Euro)    |              |        |        | (29.0) | 65.0   | (59.6) | 21.9   | (5.6)    | 15.3      | (23.6) | 0.0    | 0.0     | 0.0    | 0.0    | 0.0    | (2,567) | (1,008) | 570.7  | 0.0    | 0.0     | 353.0  | 382.5  | 0.0     |
| Shr. Equity (mln) | 1,976        | 2,148  | 2,048  | 2,316  | 2,299  | 2,618  | 2,396  | 2,637    | 3,167     | 3,379  | 3,969  | 5,009   | 5,404  | 4,471  | 5,351  | 10,341  | 9,774   | 11,691 | 11,402 | 12.409  | 13,535 | 14,510 | 15.500  |
| 1 2 . ,           | € 4.04       | € 4.40 | € 4.19 | € 4.73 | € 4.71 | € 5.35 | € 4.90 | € 5.39   | € 6.48    |        |        | € 10.23 |        |        |        |         |         |        |        | € 21.58 |        |        | € 27.43 |
| LT Debt (mln)     | 228          | 192    | 359    | 412    | 522    | 490    | 875    | 1,215    | 2,721     | 2,642  | 2,919  | 2,562   | 1,999  | 9,084  | 7,401  | 8,078   | 8,199   | 11,437 | 9,853  | 9,499   | 10,658 | 9,600  | 9,600   |
| Return On Eq.     | 13.9%        | 14.0%  | 14.5%  | 14.9%  | 19.4%  | 19.7%  | 25.9%  | 30.1%    | 25.4%     | 23.4%  | 21.2%  | 18.0%   | 13.9%  | 3.6%   | 12.3%  | 11.7%   | 16.2%   | 14.5%  | 13.9%  | 14.2%   | 15.1%  | 14.7%  | 14.5%   |
| Return On Capl.   | 12.4%        | 12.9%  | 12.3%  | 12.6%  | 15.8%  | 16.6%  | 19.0%  | 20.6%    | 13.7%     | 13.1%  | 12.2%  | 11.9%   | 10.2%  | 1.2%   | 5.2%   | 6.6%    | 8.8%    | 7.3%   | 7.5%   | 8.0%    | 8.5%   | 8.9%   | 9.0%    |
| Danamintian       |              |        |        |        |        |        |        |          |           |        |        | 1       |        |        |        |         |         |        |        |         |        |        |         |

| Description: |  |
|--------------|--|
|              |  |

Instructions:

**Observations:** 

### Intepretations:

One disturbing part is part of the statement of goal, "preserve its independence," making any kind of larger transaction a violation of goals. Clearly, this is a reduction of maximizing shareholder value.

Heineken Holding, N.V. holds 50.005% of the shares and is set up to preserve the independence of Heineken.
The holding company structure has been in place since 1952.
Total beer volume by brands: 20% Heineken, 10% Amstel and 70% other brands

|                  | 1995      | 1996      | 1997    | 1998    | 1999     | 2000        | 2001        | 2002    | 2003    | 2004    | 2005    | 2006    | 2007    | 2008    | 2009    | 2010    | 2011    | 2012    | 2013    | 2014    | 2015    | 2016    | 2017    |
|------------------|-----------|-----------|---------|---------|----------|-------------|-------------|---------|---------|---------|---------|---------|---------|---------|---------|---------|---------|---------|---------|---------|---------|---------|---------|
| Revenues (mln)   |           |           |         |         |          |             |             |         |         |         |         |         |         |         |         |         |         |         |         |         |         |         |         |
| Revenues (Euro)  | 3,830     | 4,646     | 5,174   | 5,347   | 5,973    | 6,766       | 7,637       | 8,482   | 9,255   | 10,062  |         |         |         | 14,199  | 14,511  |         |         | 18,383  |         | 19,257  | 20,511  | 20,560  | 21,000  |
| SPS              | € 7.84    | € 9.51    | € 10.56 | € 10.96 | € 12.20  | € 13.84     | € 15.60     | € 17.33 | € 18.92 | € 20.54 | € 22.04 | € 24.15 | € 25.65 | € 28.98 | € 29.62 | € 28.70 | € 28.19 | € 31.97 | € 33.40 | € 33.49 | € 35.98 | € 36.39 | € 37.17 |
| Adj. Sales (mln) |           |           |         |         |          |             |             |         |         |         |         |         |         |         |         |         |         |         |         |         |         |         |         |
| -                | Sales And | alysis:   |         |         | Sales An | alysis (las | st 5 yrs.): |         |         |         |         |         |         |         |         |         |         |         |         |         |         |         |         |
|                  | Growth .  | Rate %:   | 8.14%   | ]       |          | Growth 1    | Rate %:     | 4.51%   | ]       |         |         |         |         |         |         |         |         |         |         |         |         |         |         |
|                  | Growth .  | Rate PS 9 | 7.44%   | ]       |          | Growth 1    | Rate PS %   | 5.24%   | ]       |         |         |         |         |         |         |         |         |         |         |         |         |         |         |
|                  | 1995      | 1996      | 1997    | 1998    | 1999     | 2000        | 2001        | 2002    | 2003    | 2004    | 2005    | 2006    | 2007    | 2008    | 2009    | 2010    | 2011    | 2012    | 2013    | 2014    | 2015    | 2016    | 2017    |
| Oper. Margin     | 11.90%    | 9.90%     | 10.60%  | 12.30%  | 13.40%   | 13.60%      | 14.70%      | 15.10%  | 14.30%  | 13.60%  | 11.90%  | 15.50%  | 11.72%  | 7.25%   | 9.64%   | 12.75%  | 9.22%   | 18.58%  | 13.15%  | 21.79%  | 22.32%  | 23.00%  | 23.00%  |
| Tax Rate         |           |           |         |         |          |             |             | 28.39%  | 26.10%  | 24.52%  | 22.87%  | 20.26%  | 29.12%  | 24.08%  | 20.44%  | 19.38%  | 30.57%  | 14.20%  | 20.36%  | 23.00%  | 23.00%  | 23.00%  | 23.00%  |
| Deprec. (mln)    |           |           |         |         |          |             |             | 529     | 644     | 773     | 710     | 786     | 764     | 1206    | 1083    | 1118    | 1168    | 1316    | 1581    | 1437    | 1594    | 1398    | 1450    |
| Depreciation %   |           |           |         |         |          |             |             |         |         |         |         |         |         |         |         |         |         |         |         |         |         |         |         |
| Description:     |           |           |         |         |          |             |             |         |         |         |         | ]       |         |         |         |         |         |         |         |         |         |         |         |
| Instructions:    |           |           |         |         |          |             |             |         |         |         |         | ]       |         |         |         |         |         |         |         |         |         |         |         |
| Analysis:        |           |           |         |         |          |             |             |         |         |         |         |         |         |         |         |         |         |         |         |         |         |         |         |
| Observations:    |           |           |         |         |          |             |             |         |         |         |         | 1       |         |         |         |         |         |         |         |         |         |         |         |

2015

2016

2017

23.00%

Investment Characteristics

Use Of Earnings Analysis:

Avg Div Payout Rd 31.77%

Avg Stk Buyback I -10.6%

Earnings Analysis:

Growth Rate %:

Quality %:

9.08%

104%

| Descrip                       | otion & An   | alysis of | Profit. (in m | lns of Euro                | o):            |           |                 |                |              |             |        |        |             |        |        |        |
|-------------------------------|--------------|-----------|---------------|----------------------------|----------------|-----------|-----------------|----------------|--------------|-------------|--------|--------|-------------|--------|--------|--------|
|                               | 2002         |           | 2003          | 2006                       | 2007           | 2008      | 2009            | 2010           | 2011         | 2012        | 2013   |        | 2014        |        | 2015   |        |
| Net Revenues: 7.2%            | 8,482        |           | 9,255         | 12,205                     | 12,564         | 14,199    | 14,511          | 16,148         | 16,493       | 19,893      | 19,429 |        | 19,350      |        | 20,922 |        |
| Europe                        | 6,232        | 73.5%     | 6,560         | 5,351                      | 5,450          | 6,979     | 7,775           | 7,284          | 7,158        | 7,785       | 7,456  | 38.4%  | 7,478       | 38.6%  | 10,227 | 48.9%  |
| Central/Eastern               | 898          | 10.6%     | 1,145         | 3,359                      | 3,686          | 3,671     | 3,183           | 3,130          | 3,209        | 3,280       | 3,097  | 15.9%  | 2,868       | 14.8%  | 10,221 | 0.0%   |
| The Americas                  | 1,360        | 16.0%     | 1,501         | 3,33 <del>9</del><br>1,975 | 2,043          | 1,566     | 3, 763<br>1,540 | 3,130<br>3,419 | <i>4,002</i> | 4,523       | 4,495  | 23.1%  | 4,631       | 23.9%  | 5,159  | 24.7%  |
| Africa/Mid East/E Europe      | 1,300<br>819 | 9.7%      | 1,301<br>876  | 1,973<br>1,179             | 2,043<br>1,416 | 1,764     | 1,340<br>1,807  | 3,419<br>1,982 | 2,223        |             | 2,554  | 13.1%  | 2,643       | 13.7%  | 3,139  | 15.6%  |
| •                             |              |           |               | •                          | ,              |           |                 |                |              | 2,639       |        |        |             |        |        |        |
| Asia/Pacific                  | 489          | 5.8%      | 467           | 560                        | 597            | 279       | 301             | 206            | 216          | 527         | 2,037  | 10.5%  | 2,088       | 10.8%  | 2,483  | 11.9%  |
| Eliminations                  | (1,316)      | -15.5%    | (1,294)       | (598)                      | (628)          | (60)      | (95)            | (112)          | (315)        | (371)       | (436)  | -2.2%  | (451)       | -2.3%  | (621)  | -3.0%  |
| Other 7.49                    | C C74        |           | 7 200         | 379                        | 40.007         | 44.000    | 42.020          | 239            | 0            | 1,510       | 226    | 1.2%   | 93          | 0.5%   | 411    | 2.0%   |
| Internal Costs: 7.1%          | 6,671        | E0 00/    | 7,389         | 9,617                      | 10,327         | 11,963    | 12,029          | 12,971         | 13,804       | 14,880      | 15,294 | 00.70/ | 15,133      | 00.00/ | 16,253 | 04.00/ |
| Raw mat., cons.,srvs.         | 5,029        | 59.3%     | 5,557         | 7,376                      | 8,162          | 9,548     | 9,650           | 10,291         | 10,966       | 11,849      | 12,186 | 62.7%  | 12,053      | 62.3%  | 12,931 | 61.8%  |
| Staff costs                   | 1,642        | 19.4%     | 1,832         | 2,241                      | 2,165          | 2,415     | 2,379           | 2,680          | 2,838        | 3,031       | 3,108  | 16.0%  | 3,080       | 15.9%  | 3,322  | 15.9%  |
| <i>EBITDA</i> : 5.5%          | 2,340        | 27.6%     | 2,510         | 3,374                      | 3,001          | 3,442     | 3,565           | 4,295          | 3,857        | 6,329       | 5,716  | 29.4%  | 4,217       | 21.8%  | 4,669  | 22.3%  |
| Amortization/Dep.             | 529          | ī         | 644           | 786                        | 764            | 1,206     | 1,083           | 1,118          | 1,168        | 1,316       | 1,581  |        | 1,437       |        | 1,594  |        |
| "Free" Cash Flow 4.8%         | 1,644        | 19.4%     | 1,899         | 2,530                      | 1,878          | 2,340     | 2,887           | 3,647          | 3,158        | 5,159       | 4,320  | 22.2%  | 2,723       | 14.1%  | 3,031  | 14.5%  |
| Capital Expenditures          | 696          | •         | 611           | 844                        | 1,123          | 1,102     | 678             | 648            | 699          | 1,170       | 1,396  |        | 1,494       |        | 1,638  |        |
| EBIT/Margin%: 7.0%            |              | 15.1%     | 1,222         | 1,802                      | 1,473          | 1,030     | 1,399           | 2,059          | 1,521        | 3,697       | 2,554  | 13.1%  | 2,780       | 14.4%  | 3,075  | 14.7%  |
| Europe                        | 553          | 8.9%      | 584           | 916                        | 416            | 505       | 502             | 768            | 823          | 964         | 853    | 11.4%  | 852         | 11.4%  | 1,214  | 11.9%  |
| Central/Eastern               | 78           | 8.7%      | 83            | 339                        | 376            | 98        | 347             | 363            | 335          | 349         | 306    | 9.9%   | 293         | 10.2%  |        |        |
| The Americas                  | 416          | 30.6%     | 358           | 257                        | 263            | 163       | 273             | 651            | 570          | <i>74</i> 8 | 790    | 17.6%  | 841         | 18.2%  | 978    | 19.0%  |
| Africa/Mid East/E Europe      | 188          | 23.0%     | 149           | 231                        | 325            | 442       | <i>4</i> 85     | 549            | 568          | 652         | 606    | 23.7%  | 683         | 25.8%  | 631    | 19.3%  |
| Asia/Pacific                  | 47           | 9.6%      | <i>4</i> 8    | 86                         | 93             | 46        | 103             | 122            | 176          | 267         | 376    | 18.5%  | 582         | 27.9%  | 735    | 29.6%  |
| Nonconsolidated Interests     | 48           |           | 101           | (24)                       | 30             | (72)      | 47              | 19             | (17)         | (17)        | (77)   |        | 17          |        | 0      |        |
|                               |              |           |               | , ,                        |                | , ,       |                 |                | , ,          | , ,         | ( )    |        |             |        |        |        |
| External Costs: 6.3%          | 535          |           | 525           | 621                        | 721            | 871       | 739             | 847            | 779          | 801         | 890    |        | 1,264       |        | 1,183  |        |
| Taxes                         | 364          | *         | 319           | 365                        | 429            | 248       | 286             | 399            | 465          | 525         | 520    |        | 732         |        | 697    |        |
| Interest exp. (net)           | 109          |           | 140           | 122                        | 127            | 485       | 329             | 509            | 424          | <i>4</i> 89 | 532    |        | <i>4</i> 88 |        | 409    |        |
| JV and assoc.                 | 62           |           | 66            | 134                        | 165            | 138       | 124             | (61)           | (110)        | (213)       | (162)  |        | (148)       |        | (172)  |        |
| Minority interests            |              |           |               |                            |                |           |                 |                | , ,          |             | , ,    |        | 192         |        | 249    |        |
|                               |              |           |               |                            |                |           |                 |                |              |             |        |        |             |        |        |        |
| Earnings: 7.4%                | 747          | 8.8%      | 697           | 1,181                      | 752            | 159       | 660             | 1,212          | 742          | 2,896       | 1,664  | 8.6%   | 1,758       | 9.1%   | 1,892  | 9.0%   |
|                               |              | •         | -             |                            |                |           |                 |                | <del></del>  | <u> </u>    | •      |        |             |        |        |        |
| Dividend Paid/% of FCF: 12.7% | 157          | 9.5%      | 157           | 216                        | 294            | 304       | 318             | 427            | 486          | 512         | 512    | 11.8%  | 633         | 23.2%  | 741    | 24.4%  |
|                               |              |           | ,,            |                            |                |           |                 |                |              |             | •      |        |             |        |        |        |
| Common Stock/% of FCF:        | (6)          | -0.3%     | 15            | 0                          | 0              | 0         | 0               | (2,567)        | (1,008)      | 571         | 0      | 0.0%   | 0           | 0.0%   | 353    | 11.6%  |
| Stmt of CFs                   | (6)          |           | 15            | 0                          | 0              | 0         | 0               | (2,567)        | 571          | 0           | 383    |        | 0           |        | 377    |        |
| Net Business Acquisitions:    |              |           |               |                            |                |           |                 |                |              | 4,415       | (555)  |        | 189         |        | 267    |        |
| Purchases                     |              | •         | ,, ,          |                            |                |           |                 |                | ,            | 4,557       | 70     |        | 189         |        | 267    |        |
| Disposals                     |              |           |               |                            |                |           |                 |                |              | (142)       | (625)  |        | 0           |        | 0      |        |
| Description:                  |              |           |               |                            |                |           |                 |                |              |             |        |        |             |        |        |        |
|                               |              |           |               |                            |                |           |                 |                |              |             |        |        |             |        |        |        |
| ·                             |              |           |               |                            |                |           |                 |                |              |             |        |        |             |        |        |        |
| Instructions:                 | Use cons     | olidated  | statement     | of income                  | for most e     | expenses. |                 |                |              |             |        |        |             |        |        |        |
|                               |              |           | ofits (used I |                            |                |           |                 | statements     | 5            |             |        |        |             |        |        |        |
|                               |              |           | ,             |                            |                |           |                 |                |              |             |        |        |             |        |        |        |
| •                             |              |           |               |                            |                |           |                 |                |              |             |        |        |             |        |        |        |
| Analysis:                     |              |           |               |                            |                |           |                 |                |              |             |        |        |             |        |        |        |
|                               |              |           |               |                            |                |           |                 |                |              |             |        |        |             |        |        |        |

Observations:

# Balance Sheet (in mlns of EUR):

|                         |       | 2002  | 2003   | 2007   | 2008   | 2009           | 2010   | 2011   | 2012   | 2013   | 2014   | 2015   |
|-------------------------|-------|-------|--------|--------|--------|----------------|--------|--------|--------|--------|--------|--------|
| Assets:                 | 12.9% | 7,781 | 10,897 | 12,968 | 20,563 | 20,180         | 26,662 | 27,127 | 35,979 | 33,337 | 34,830 | 37,714 |
| Cash & Equivalents      |       | 680   | 1,340  | 715    | 698    | 520            | 610    | 813    | 1,037  | 1,290  | 668    | 824    |
| Securities .            |       | 98    | 76     | 21     | 56     | 109            | 6      | 99     | 124    | 37     | 688    | 156    |
| Prepayments             |       |       |        | 123    | 231    | 189            | 206    | 170    | 232    | 218    | 317    | 343    |
| Receivables             |       | 1,270 | 1,379  | 1,873  | 2,504  | 2,310          | 2,273  | 2,260  | 2,537  | 2,427  | 2,766  | 2,873  |
| Other Investments       |       |       |        | 105    | 14     | 15             | 17     | 14     | 11     | 11     | 13     | 16     |
| Inventories             |       | 765   | 834    | 1,007  | 1,246  | 1,010          | 1,206  | 1,352  | 1,596  | 1,512  | 1,634  | 1,702  |
| Financial Assets        |       | 835   | 1,122  | 885    | 1,246  | 1, <b>44</b> 8 | 1,552  | 1,486  | 1,411  | 1,063  | 991    | 1,122  |
| Investments in JVs      |       |       |        |        |        |                | 1,673  | 1,764  | 1,950  | 1,883  | 2,033  | 1,985  |
| Property, Plant & Eqmt. |       | 4,094 | 4,995  | 5,362  | 6,314  | 6,017          | 7,687  | 7,860  | 8,792  | 8,454  | 8,718  | 9,552  |
| Intangible Assets       |       | 39    | 1,151  | 2,541  | 7,109  | 7,135          | 10,890 | 10,835 | 17,725 | 15,934 | 16,341 | 18,183 |
| Deferred Tax Assets     |       |       |        | 336    | 1,145  | 1, <b>4</b> 27 | 542    | 474    | 564    | 508    | 661    | 958    |
| Liabilities:            | 12.6% | 5,144 | 7,730  | 7,564  | 16,092 | 14,829         | 16,321 | 17,353 | 24,288 | 21,935 | 22,421 | 24,179 |
| Long term Liabilities   | •     | 1,215 | 2,721  | 1,999  | 9,084  | 7,401          | 8,078  | 8,199  | 11,437 | 9,853  | 9,499  | 10,658 |
| Provisions              |       | 981   | 1,367  | 184    | 981    | 1,1 <b>4</b> 2 | 1,644  | 1,503  | 2,348  | 1,923  | 1,904  | 2,181  |
| Employee Benefits       |       |       |        | 646    | 688    | 634            | 687    | 1,174  | 1,632  | 1,202  | 1,443  | 1,289  |
| Current Liabilities     |       | 2,555 | 2,910  | 4,193  | 5,058  | 5,356          | 5,623  | 6,159  | 7,800  | 8,003  | 8,532  | 8,516  |
| Minority Interests      |       | 393   | 732    | 542    | 281    | 296            | 289    | 318    | 1,071  | 954    | 1,043  | 1,535  |
| Shareholder's Equity:   | 13.4% | 2,637 | 3,167  | 5,404  | 4,471  | 5,351          | 10,341 | 9,774  | 11,691 | 11,402 | 12,409 | 13,535 |

| Description: | I don't include non-controlling interests as part of "shareholder's equity" because although it is equity and represents a buffer |
|--------------|---|
|              | before liabilities and a joint claim on net profits, it is not part of the equity to which I am entitled.                         |
|              |   |

Instructions:

Use consolidated statement of financial position

Analysis:

Balance sheet indicates acquisition growth through debt and share issuance.

**Observations:**Int'l Assets start out with long term assets first. Very logically issues assets in order of importance.
I will gradually reformat the balance sheet out of the US order.

### Description & Analysis of Debt Levels (in mlns):

Debt is a four-letter word. Debt causes the years of repayment of capital to equity shareholders to stretch out into the more distant future. Even worse, debt can cause the best business model to become the property of bondholders in a rough economic environment.

### Total Debt-Capital:

The measure of total debt to total capital is useful when book value is a good measure of a firm's worth. This is particularly true of traditional businesses where property, plant and equipment are important. Further, it helps to have this ratio in capital intensive businesses with cyclical earnings.

Total Debt: 8,516 Here, deferred income taxes have been excluded. Total Capital: 22,051 Here, deferred income taxes have been excluded.

Ratio: 38.62%

### Long Term Debt-Cap.:

The measure of long term debt to total capital is useful when total debt is distorted by the high presence of current assets being financed by current liabilities. Again, the measure works best within a traditional industry setting. The ratio helps position the equity shareholders.

Here, the current liabilities have been excluded. L. T. Debt: 10,658 L. T. Capital: 24,193 Here, the current liabilities have been excluded. 44.05% Ratio:

Net Income Payback:

The measure of how quickly debt is repaid by net income is a conservative measure, as it includes some debt, such as current liabilities that are financed by current assets and excludes some sources of cash, such as noncash amortization numbers.

**Total Debt:** 8,516 Net Income: 2,048 4.2 Years Paybacl L.T. Debt: 10,658 2,048 Net Income:

**Years Paybacl** 

Addback Net Inc. Paybac The measure of how quickly debt is repaid by addback net income is a good measure, as it starts with GAAP net income and adds back expenses on an after-tax basis that are clearly discretionary, such as business acquisitions to better analyze the strength of the repayment stream.

> L.T. Debt: 10,658 2,048 Net Income: Addback: 0 Merger charges, writedowns above the line, dep. Amort below the line less capex 5.2 **Years Paybacl**

5.2

The debt situation at HEINY exceeds ACM limits. Yet, the stability of cash flows makes it viable for purchase.

Description & Analysis of Pension Issues(in mlns):

### ummary:

Corporate defined benefit or "pension" plans are a major obligation of companies. Because of the actuarial changes involved, obligations can move significantly. As a result, corporations have steadily moved toward defined contribution plans as they froze or terminated pension plans. These obligations are measured in two ways: accumulated and projected. As the name implies, projected is what is likely and a greater number than accumulated. This obligation is typicac in three categories: US, non-US and post-retirement. There are assets which are set up to fund these plans. The difference is the funded status. This number provides an indication of the additional potential obligation of the company and is included in the balance sheet - typicac in "other assets" and "other liabilities." That may not be the accurate value of the obligation in the event that assumptions are unreasonable. Because pensions are funded over time, it is less likely to have an immediate funding need that cripples the company or its earnings. Rather than focus on these assumptions, we estimate the size of plan's underfunding relative to the market value of the company. The greatest financial risk involves companies which are small relative to these funding requirements. For our purposes, we set this limit at 25% for the total underfunded as a percentage of market capitalization.

| Year |              | 2014   | 2015   | 2016 | 2017 | 2018 | 2019 | 2020 | 2021 | 2022 | 2023 |
|------|--------------|--------|--------|------|------|------|------|------|------|------|------|
|      | Pension Plan | Yes    | Yes    |      |      |      |      |      |      |      |      |
|      | Frozen:      | No     | No     |      |      |      |      |      |      |      |      |
|      | Taft-Hartley | No     | No     |      |      |      |      |      |      |      |      |
|      | Underfunded  | Yes    | Yes    |      |      |      |      |      |      |      |      |
|      | Amount:      | 1,443  | 1,289  |      |      |      |      |      |      |      |      |
|      | Market Cap:  | 40,115 | 40,115 |      |      |      |      |      |      |      |      |
|      | Ratio:       | 3.60%  | 3.21%  |      |      |      |      |      |      |      |      |

### Description & Analysis of Stock Options (in mlns):

### Summary:

Stock options are a difficult form of compensation to assess. Heavy use of stock options creates stock issuance and a demand for stock repurchasing in some industries. This can be dilutive to shareholders if no repurchasing occurs or can absorb cash flows in the event that repurchasing occurs to offset issuance. Uses "share-based incentive" language

| FASB A | SC 718         | 2014    | 2015    | 2016 | 2017 | 2018 | 2019 | 2020 | 2021 | 2022 | 2023 |
|--------|----------------|---------|---------|------|------|------|------|------|------|------|------|
|        | After tax Exp  | 48.0    | 33.0    | •    | •    | •    | •    |      | •    | •    |      |
|        | Net profits:   | 1,758.0 | 2,048.0 |      |      |      |      |      |      |      |      |
|        | <b>%</b>       | 2.7%    | 1.6%    |      |      |      |      |      |      |      |      |
|        | Cash net of to | 0.0     | 377.0   |      |      |      |      |      |      |      |      |
|        | Net share rep  | 0.0     | 353.0   |      |      |      |      |      |      |      |      |
|        | Difference     | 0.0     | 24.0    |      |      |      |      |      |      |      |      |
|        | % of Net proj  | 0.0%    | 1.2%    |      |      |      |      |      |      |      |      |
|        |                |         |         |      |      |      |      |      |      |      |      |

### **Industry Overview**

The beer industry is almost an oligopoly, created by the high cost of a brewery - \$800 million. The industry has watched as other industries have created excess capacity and severely damaged their own pricing power. Miller created such dynamics, but has closed a US brewery. The combination of these three companies domistically dominates the industry. The companies are owners or partners in almost all of the strong foreign brands, as BUD is co-owner of Corona, for example. Yet, HEINY introduces how much different the beer environment is globally. The brands are significantly entrenched in other countries, creating a more difficult environment in which to gain market share. This is compounded by how different and less developed mass media is around the world. While Coke and Pepsi had a field to themselves, beer companies were already significantly entrenched, particularly in Western Europe, at the founding of the U.S. These preferences are much more engrained and difficult to convert. However HEINY has proven successful.

### **Industry Comparisons**

### **Operating Statistics:**

| Company | Yrs.Paybk | Sales  | ROC   | <b>Operating Margin</b> |
|---------|-----------|--------|-------|-------------------------|
| HEINY   | 5.20      | 23,027 | 8.87% | 23.00%                  |
| BUD     | 5.28      | 58,200 | 6.97% | 37.00%                  |
| TAP     | 6.50      | 4,200  | 5.50% | 24.00%                  |
| CABGY   | 8.00      | 11,000 | 4.00% | 20.00%                  |

### **Market Statistics:**

| Company | P/B  | P/E  | Divd. Yld. | EV/Sales |
|---------|------|------|------------|----------|
| HEINY   | 2.76 | 18.8 | 1.97%      | 2.42     |
| BUD     | 3.43 | 18.0 | 3.71%      | 4.71     |
| TAP     | 1.20 | 18.0 | 2.60%      | 3.10     |
| CABGY   | 1.50 | 22.0 | 1.75%      | 1.80     |

# Qualitative Characteristics

|                      | Positives:                                 | Negatives:  |
|----------------------|--|---|
| Product/Service:     |  |   |
| Pricing Power:       | Good, careful investment                   |   |
| Durability:          | None                                       |   |
| Brand Appeal:        | Extremely well-known                       |   |
| Unique Importance:   | Premium brand globally                     |   |
| Role Of Media:       | Advertising is critical: it does this well |   |
| Toll Bridge:         | For some                                   | Not for others                                      |
| Global Opportunity:  | Yes  |   |
| Competition:         | Limited                                    | Could have a competitor build a brewery             |
| Economic Risk:       | Not really; beer sales hold in "bad times" |   |
| Government Role:     | None                                       |   |
| Role Of Technology:  | Very limited                               |   |
| Supply/Demand:       |  | Can change based on brand, flavor or alcohol type;  |
|                      |  | could also be a health trend                        |
| Financial:           |  | Pension plans in old companies.                     |
| Business Model:      | Volume opportunity                         |   |
| High Capital Reinv.: |  | Capital expenditures are high during changing times |
| Effective As Public: | Yes  |   |
| Ownership:           |  | Holding Company                                     |

Growth:

Management:

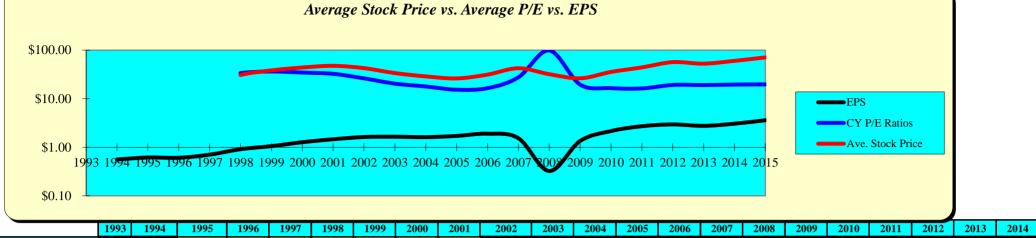
Concentration:

Global

Reasonable

Slow growth.

Family run for four generations



|                  | 1993 | 1994   | 1995   | 1996   | 1997   | 1998   | 1999   | 2000   | 2001   | 2002   | 2003   | 2004   | 2005   | 2006   | 2007   | 2008   | 2009   | 2010   | 2011   | 2012   | 2013   | 2014   | 2015   |
|------------------|------|--------|--------|--------|--------|--------|--------|--------|--------|--------|--------|--------|--------|--------|--------|--------|--------|--------|--------|--------|--------|--------|--------|
| <b>EPS</b>       |      | € 0.56 | € 0.62 | € 0.61 | € 0.70 | € 0.91 | € 1.05 | € 1.27 | € 1.46 | € 1.62 | € 1.65 | € 1.61 | € 1.71 | € 1.90 | € 1.54 | € 0.32 | € 1.35 | € 2.16 | € 2.71 | € 2.95 | € 2.76 | € 3.06 | € 3.59 |
| CY P/E Ratios    |      | 0.00   | 0.00   | 0.00   | 26.21  | 33.66  | 36.24  | 34.45  | 32.44  | 26.17  | 20.39  | 17.81  | 15.26  | 16.45  | 27.56  | 98.29  | 19.48  | 16.47  | 16.25  | 19.16  | 19.05  | 19.50  | 19.65  |
| Ave. Stock Price |      | 0.00   | 0.00   | 0.00   | 18.45  | 30.70  | 38.20  | 43.75  | 47.40  | 42.50  | 33.60  | 28.75  | 26.10  | 31.25  | 42.30  | 31.90  | 26.25  | 35.50  | 44.00  | 56.50  | 52.50  | 60.00  | 70.60  |

Price/Earnings Ratio: used -€ 3.79 Eighteen year average low 19.2 Eighteen year average high 27.1

If we set the purchase at the ave. Eighteen year k

the price implied is: € 72.59

If we set the sell at the ave. Eighteen year high P/

the price implied is: ######

Price/Book Ratio: used -€ 25.68 Eighteen year average low 3.69

Eighteen year average high 5.24

If we set the purchase at the ave. Eighteen year k € 94.79

the price implied is:

If we set the sell at the ave. Eighteen year high P/

the price implied is:

######

Price/Sales Ratio: used -

Eighteen year average lo 1.58 2.24

Eighteen year average hi

If we set the purchase at the ave. Eighteen year low P/S,

€ 81.49

€ 36.39

the price implied is: € 57.65

If we set the sell at the ave. Eighteen year high P/S,

the price implied is:

Price/Cash Flow Ratio: used € 6.26

Eighteen year average lo 8.4

Eighteen year average hi 13.4

If we set the purchase at the ave. Eighteen year low P/CF, € 52.78

the price implied is:

If we set the sell at the ave. Eighteen year high P/CF,

the price implied is:

€ 83.99

| Initial Rate of Investment |                         |  |  |  |  |  |  |  |  |  |  |
|----------------------------|-------------------------|--|--|--|--|--|--|--|--|--|--|
| Curren                     | nt <b>Price</b> € 71.00 |  |  |  |  |  |  |  |  |  |  |
| Curren                     | nt <b>EPS</b> € 3.79    |  |  |  |  |  |  |  |  |  |  |
| <b>Initial</b>             | <b>ROI</b> 5.33%        |  |  |  |  |  |  |  |  |  |  |

| Valuation as an | <b>Equity Bond:</b> |
|-----------------|---------------------|
|-----------------|---------------------|

| Current BV      | € 25.68  |
|-----------------|----------|
| Current ROE     | 15.13%   |
| Retained %      | 60.00%   |
| Net BV Growth   | 9.08%    |
| BV in Year 10   | € 61.24  |
| EPS in Year 10  | € 9.27   |
| Valueat20 P/E   | € 185.32 |
| Total Dividends | € 25.55  |
| Total F.Value   | € 210.87 |
| Purchaseat14%   | € 56.88  |

## Relative Value to Investment In T-Bonds

| Current EPS    | € 3.79  |
|----------------|---------|
| T-Bond Rate    | 4.00%   |
| Relative Value | € 94.65 |

## Valuation on Earnings Growth:

| Current EPS     | € 3.79   |
|-----------------|----------|
| EPS in Year 10  | € 8.96   |
| Ave. P/E Ratio  | 20.00    |
| Valueat20.P/E   | € 204.80 |
| Price Return    | 11.18%   |
| Dividend Return | 1.97%    |
| Total Return    | 13.15%   |
| Purchaseat14%   | € 55.24  |
| Sell@5%         | € 125.73 |

|                  | 2002      | 2003      | 2004      | 2005      | 2006       | 2007       | 2008       | 2009       | 2010       | 2011       | 2012       | 2013       | 2014       |
|------------------|-----------|-----------|-----------|-----------|------------|------------|------------|------------|------------|------------|------------|------------|------------|
| Sales (mln)      | \$0.00    | \$0.00    | \$0.00    | \$0.00    | \$0.00     | \$0.00     | \$0.00     | \$0.00     | \$0.00     | \$0.00     | \$0.00     | \$0.00     | \$0.00     |
| SPS              | #REF!     | #REF!     | #REF!     | #REF!     | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      |
| Earnings (mln)   | \$795.00  | \$830.83  | \$868.27  | \$907.41  | \$948.30   | \$991.04   | \$1,035.70 | \$1,082.38 | \$1,131.16 | \$1,182.14 | \$1,235.42 | \$1,291.10 | \$1,349.28 |
| EPS              | #REF!     | #REF!     | #REF!     | #REF!     | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      |
| Operating EPS    | #REF!     | #REF!     | #REF!     | #REF!     | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      |
| Shares Outstdg.  | #REF!     | #REF!     | #REF!     | #REF!     | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      |
| Buyback \$ (mln) | (\$84.10) | (\$87.89) | (\$91.86) | (\$95.99) | (\$100.32) | (\$104.84) | (\$109.57) | (\$114.51) | (\$119.67) | (\$125.06) | (\$130.70) | (\$136.59) | (\$142.74) |
| #ShresBuyback    | #REF!     | #REF!     | #REF!     | #REF!     | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      | #REF!      |
| Ave. P/E Ratio   | 20.00     |           |           |           |            |            |            |            |            |            |            |            |            |