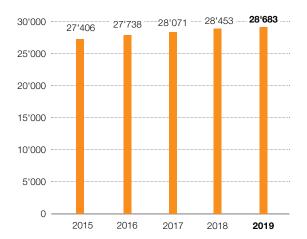
# Financial reporting 2019

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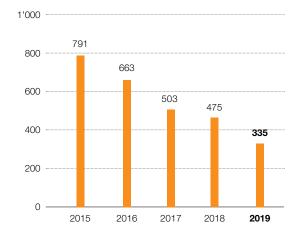
# Development of Group results

# **Income** [in million CHF]

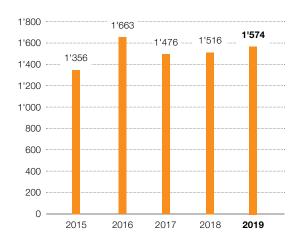


#### Profit

[in million CHF]

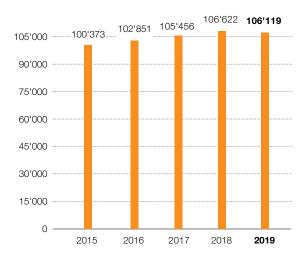


### **Investments** [in million CHF]



#### Workforce

[Number of persons]



# Key figures and ratios

CHF million, except where indicated		2015	2016	2017	2018	2019	Change from previous year in %
Income		27'406	27'738	28'071	28'453	28'683	+0.8
→ of which income before income from financial							
services business		26'546	26'921	27'292	27'677	27'914	+0.9
→ of which Migros retail sales		22'996	23'269	23'296	23'729	23'757	+0.1
→ of which income of the Cooperatives¹		15'613	15'634	15'557	16'255	16'062	-1.2
Total Migros distribution sites	num- ber	659	685	701	727	737	+1.4
Total Migros sales area	m²	1'377'633	1'397'454	1'402'169	1'476'827	1'478'738	+0.1
EBITDA (earnings before interest, taxes, depreciation and amortisation)		2'314	2'281	2'103	2'118	1'732	-18.2
as % of income	%	8.4	8.2	7.5	7.4	6.0	
→ of which EBITDA of the Retail and Industry							
sector	<u>-</u>	2'000	1'981	1'795	1'796	1'390	-22.6
EBIT (earnings before interest and taxes)		982	911	603	651	201	-69.1
as % of income	%	3.6	3.3	2.1	2.3	0.7	
Profit <sup>1</sup>		791	663	503	475	335	-29.6
as % of income	%	2.9	2.4	1.8	1.7	1.2	
Cash flow from operating activity		2'696	2'503	1'170	1'361	1'820	+33.7
as % of income	%	9.8	9.0	4.2	4.8	6.3	
☐ of which cash flow of the Retail and Industry							
sector		2'047	1'658	1'619	1'641	1'382	-15.8
Investments		1'356	1'663	1'476	1'516	1'574	+3.8
Equity		16'802	17'455	17'913	18'417	18'781	+2.0
as % of balance sheet total	%	27.0	27.5	27.7	27.7	27.5	
☐ of which equity of the Retail and Industry sector		14'181	14'646	14'931	15'282	15'438	+1.0
as % of balance sheet total	%	66.5	67.5	67.3	67.1	69.1	
Balance sheet total		62'138	63'537	64'581	66'601	68'402	+2.7
→ of which balance sheet total of the Retail and							
Industry sector		21'323	21'703	22'176	22'789	22'331	-2.0
Expenditure for cultural, social and economic policy purposes		120	120	122	120	118	-1.8
Workforce / Migros Cooperatives							
Workforce (number of persons – annual average)	num- ber	100'373	102'851	105'456	106'622	106'119	-0.5
Migros Cooperatives (number of members)	num- ber	2'166'145	2'182'171	2'187'818	2'215'194	2'236'811	+1.0
migros sopporativos (namber of members)	DOI	2 100 140	2 102 171	2 107 010	2210104	2 200 011	+1.∪

<sup>&</sup>lt;sup>1</sup> Adjustment as of 2018: Cooperatives including domestic and foreign subsidiaries

# Report on the financial situation of Migros Group

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#### A. Overview

The individual amounts have been rounded to the nearest million CHF (see also Note 3, Basis for preparation).

#### A.1. Key figures and ratios

		Migros Group
CHF million	2019	2018
Earnings before interest and taxes	201	651
Profit	335	475
Cash flow (from operating activity)	1'820	1'361
→ of which cash flow of the Retail and Industry sector¹	1'382	1'641
Investments	1'574	1'516
Equity	18'781	18'417
→ of which equity of the retail and industry sector¹	15'438	15'282
Balance sheet total	68'402	66'601
→ of which balance sheet total of the retail and industry sector¹	22'331	22'789

<sup>&</sup>lt;sup>1</sup> Unaudited; before consolidation of transactions between the two sectors.

#### A.2. Income statement

		Migros Group Retail an		Industry sector <sup>1</sup>	Financial Se	Financial Services sector <sup>1</sup>	
CHF million	2019	2018	2019	2018	2019	2018	
Net revenue from goods and services sold	27'340	27'285	27'337	27'287	11	6	
Other operating income	574	392	573	399	11	2	
Income before financial services business	27'914	27'677	27'911	27'686	22	8	
Income from financial services business	769	777	_	-	769	777	
Total income	28'683	28'453	27'911	27'686	790	785	
Cost of goods and services sold	16'370	16'356	16'372	16'359	1	0	
Expenses of financial services business	136	162	_	_	136	162	
Personnel expenses	6'052	6'022	5'862	5'841	189	181	
Depreciation	1'531	1'468	1'503	1'437	28	31	
Other operating expenses	4'393	3'794	4'287	3'690	122	119	
Earnings before interest and taxes	201	651	-113	360	314	291	

 $<sup>^{\</sup>mbox{\tiny 1}}$  Unaudited; before consolidation of transactions between the two sectors.

#### A.3. Balance sheet

		Migros Group	Retail and I	ndustry sector1	Financial S	ervices sector1
CHF million	2019	2018	2019	2018	2019	2018
ASSETS						
Cash and cash equivalents	7'614	7'039	2'357	2'614	5'334	4'495
Receivables due from banks	193	135	13	10	180	127
Mortgages and other customer receivables	40'392	39'010	_	-	40'413	39'017
Other receivables	1'089	1'130	1'097	1'137	1	2
Inventories	2'627	2'785	2'627	2'785	_	_
Other financial assets	1'401	1'384	568	563	832	821
Investments in associated companies and joint ventures	88	81	825	819	-	_
Investment property	243	355	219	327	24	27
Fixed assets	12'547	12'781	12'463	12'692	84	89
Intangible assets	695	743	680	719	15	24
Other assets	1'514	1'158	1'480	1'122	34	36
BALANCE SHEET TOTAL	68'402	66'601	22'331	22'789	46'917	44'638
LIABILITIES AND EQUITY						
Payables due to banks	575	675	206	427	390	255
Customer deposits and liabilities	35'403	33'840	_	-	35'482	33'913
Other financial liabilities	1'903	2'233	1'899	2'229	4	4
Other liabilities	2'685	2'873	2'628	2'801	66	80
Provisions	170	143	162	137	8	5
Issued debt instruments	6'730	6'137	200	-	6'530	6'137
Liabilities from employee benefits	767	796	745	776	21	21
Current income tax payables	74	79	46	56	29	23
Deferred income tax liabilities	1'314	1'409	1'007	1'080	307	328
Total liabilities	49'621	48'184	6'893	7'507	42'836	40'765
Total equity including minority interests	18'781	18'417	15'438	15'282	4'081	3'873
BALANCE SHEET TOTAL	68'402	66'601	22'331	22'789	46'917	44'638

 $<sup>^{\</sup>mbox{\tiny 1}}$  Unaudited; before consolidation of transactions between the two sectors.

#### A.4. Cash flow statement

		Migros Group	Retail a	and Industry sector <sup>1</sup>	Financ	ial Services sector <sup>1</sup>
CHF million	2019	2018	2019	2018	2019	2018
Cash flow from operating activity	1'820	1'361	1'382	1'641	507	-220
Cash flow from investing activity	-1'219	-1'261	-1'233	-1'327	9	67
Cash flow from financing activity	-19	617	-400	205	323	316
Changes in cash and cash equivalents	581	717	-251	519	839	163
Cash and cash equivalents, at beginning of year	7'039	6'327	2'614	2'100	4'495	4'333
Influence of foreign currency translation	-6	-5	-6	-5	-	-
Cash and cash equivalents, at end of year	7'614	7'039	2'357	2'614	5'334	4'495

 $<sup>^{\</sup>mbox{\tiny 1}}$  Unaudited; before consolidation of transactions between the two sectors.

#### **B.** Introduction

Apart from companies in the sectors Retail, Industry and Wholesaling, Migros Group also owns Migros Bank. The financial services business of Migros Bank differs fundamentally from other segments of Migros Group. For this reason, in the annual accounts of Migros Group two sectors have been added in the report on the financial situation: Below, Migros Group without the financial services business is referred to as the **Retail and Industry sector** and Migros Bank as the **Financial Services sector**. This separate reporting allows outsiders to gain a good insight into the results of operations, financial position and net assets of the two sectors. The table below provides an overview of the segments assigned to the sectors:

Sector	Consisting of the strategic business units (sector)				
Retail and Industry sector					
	Cooperative Retailing, Commerce, Industry & Wholesaling, Travel, Others				
Financial Services sector	Financial Services (Migros Bank and its subsidiaries)				

#### C. Acquisitions and disposals

During the last two years, Migros Group has acquired and sold various companies. Transactions carried out in the **2019 financial year** included the following:

Globus acquired the trademark of Navyboot, the Swiss premium shoe brand, together with a large number of its Swiss boutiques and its three outlet stores on 1 January 2019.

Migros Freizeit Deutschland GmbH, a subsidiary of the Migros Cooperative Zurich and since 2012 operator of the premium fitness centres "ELEMENTS Fitness und Wellness", as well as the owner of INLINE Unternehmensberatung with its INJOY franchise system since 2016, acquired all of the shares in G&P Group GmbH (Greinwalder&Partner) on 12 February 2019. G&P Group GmbH runs an advertising agency and business consultancy for fitness clubs, leisure facilities, health centres and body shaping centres, both in Germany and abroad. In the course of the acquisition, the companies were merged to create a single company with retroactive effect from 1 January 2019, which now operates under the name ACISO Fitness&Health GmbH.

On 5 March 2019, the Hotelplan Group acquired all of the shares in the Croatian travel agency ABC home d.o.o., and subsequently changed the name to HHD d.o.o. (part of Hotelplan's Holiday Home Division). The company was included in Migros Group with retroactive effect from 1 January 2019. An asset deal also saw Hotelplan Group acquire business units in the United Kingdom (Flexiski) and in Switzerland (Reisebüro Eggenberg).

The Medbase Group further expanded its activities in the health sector in the past financial year. Following a preliminary examination by the Swiss Federal Competition Commission, Medbase AG acquired a 100% stake in Topwell Apotheken AG on 30 April 2019, thereby laying the foundation for close integration of medical and pharmaceutical expertise in the Swiss health sector. Inclusion in the scope of consolidation of Migros Group took place on 1 July 2019. Medbase AG also acquired 100% of the shares in Radiologie Luzern AG on 25 April 2019 (inclusion with retroactive effect from 1 January 2019). Thanks to two more acquisitions on 1 July 2019, Medbase Group was able to strengthen its offering in the areas of basic health care (Praxis Strättligen AG, Thun) and physiotherapy (HLC GmbH, Winterthur). These two companies were merged with Medbase Berner Oberland AG and Medbase AG respectively.

On 11 June 2019, Estavayer Lait SA (ELSA) acquired a 94.8 % stake in SoGood Holding B.V., which in turn holds 100 % of the shares of SoFine Foods B.V. (operating company for vegetarian products and dishes) and Sperwer Vastgoed B.V. (real estate company). The company was included in Migros Group with retroactive effect from 1 January 2019.

As far as the following transactions are concerned, the information relating to financial statements was unavailable at the time of the Migros Group financial statements being released. Consequently, the initial recognition of the business combination was not possible. Full consolidation in Migros Group will only be shown in 2020:

- Acquisition of vtours, an online travel company which has been primarily active in the German market to date, by the Hotelplan Group on 12 November 2019.
- Increase in the shareholding in Société immobilière du Marché de gros de l'alimentation (SIMGA) from 42.8 % to 97.6 % (previously entered in the balance sheet as an equity investment) on 20 December 2019 by the Migros Cooperative Geneva.

Migros Group wants to invest more heavily in its strategic core business and online commerce. As part of a regular review of its portfolio, Migros announced in June 2019 that it was seeking new owners for the retail chain Depot (Gries Deco Company abroad and in Switzerland), Globus, Interio and m-way, ones that could provide the foundations for the ongoing successful development of these companies.

In the meantime, m-way AG, the market-leading e-bike retailer, was sold to Swiss E-Mobility Group AG at the end of September 2019. The buyer has retained all of the approximately 100 employees.

The Interio brand is being given up. The Austrian XXXLutz Group will acquire six Interio stores during the course of 2020. As far as the remaining five branch locations are concerned, Migros is negotiating with potential new tenants or is seeking further solutions. This decision allows Migros not only to free up funds to invest more heavily in its strategic business units, but also to focus on developing Micasa further.

Gries Deco Group (GDC) was sold to its hitherto managing director and minority shareholder Christian Gries in a management buyout (MBO). The company, which specialises in furniture and interior design, is active mainly in Germany and Austria, and to a lesser extent in Switzerland as well. Gries acquired Migros' 90% stake in Gries Deco Holding GmbH, as well as 100% of the shares in Depot CH AG, on 12 December 2019. In order to enable GDC to move forward with confidence, Migros has decided not to recall the loans that it has granted to the group since 2009.

The sale of Globus is proceeding as planned and is expected to be completed by the middle of next year.

Please see Note 39 for further details.

The following companies were acquired during the 2018 financial year:

The major practice PHZ Permanence Hauptbahnhof Zürich AG, which had already been acquired on 9 November 2017, was only included for the first time in the scope of consolidation of Migros Group on 1 January 2018 due to a lack of documents relating to the financial statements as at the end of 2017, and was subsequently merged with Medbase AG.

Furthermore, Medbase AG acquired a majority shareholding of 60.8% in Groupe Médical Synergie SA in mid-July 2018 (inclusion on 1 January 2018) and thus has its first medical centre specialising in the human musculoskeletal system (sports medicine, orthopaedics, traumatology and rheumatology) in western Switzerland. In mid-September 2018, Medbase AG acquired the operating centre in Burgdorf (OZB AG; inclusion on 1 July 2018), expanding its range of services in outpatient surgery in the process.

Mibelle AG, an M-Industry company, entered the South Korean market and acquired a 51 % majority stake in the Seoul-based company Gowoonsesang Cosmetics Co., Ltd. on 1 August 2018. With its "Dr. G" brand, Gowoonsesang specialises in dermocosmetics and fits perfectly with the Mibelle Group's international expansion strategy. On 1 September 2018, Migros Bank AG acquired a majority shareholding of 70 % in CSL Immobilien AG. The acquisition creates a new comprehensive provider of real estate services for corporate customers as well as for private and institutional real estate investors on the Swiss market.

The Hotelplan Group acquired Finass Reisen AG with retroactive effect from 31 October 2018. The company, which specialises in business, incentive and event travel, has remained independent and continues to operate as Finass.

#### D. Income trend (sales trend) of Migros Group

In 2019, Migros Group generated total sales of CHF 28.7 billion and achieved income growth of CHF 229 million (+0.8%).

In the Retail and Industry sector, income increased by CHF 224 million to CHF 27.9 billion (+0.8%). In the core retailing business, sales in Switzerland and abroad totalled CHF 23.8 billion (CHF +28 million or +0.1%). Retail sales in Switzerland rose by CHF 122 million to CHF 22.0 billion (+0.6%). Retail sales abroad comprise the sales of Migros France, Tegut Group and Gries Deco Group. Compared to the previous year, retail sales abroad fell by CHF 89 million to CHF 1.7 billion (-4.9%, Gries Deco Group only included until the end of November 2019).

In the Financial Services sector, income increased by a total of CHF 6 million to CHF 790 million (+0.7%).

# D.1. Income trend (sales trend) in the Retail and Industry sector

		- Change from		
CHF million	2019	2018		
Net revenue from goods and services sold				
Cooperative Retailing	16'756	16'865	-0.6	
Commerce	8'023	7'869	2.0	
Industry & Wholesaling	5'872	5'829	0.7	
Travel	1'188	1'259	-5.7	
Others	101	104	-2.4	
Other operating income	573	399	43.6	
Eliminations (within Retail and Industry sector)	-4'603	-4'640		
Total Retail and Industry sector	27'911	27'686	0.8	

The activities of the regional Migros Cooperatives, the Federation of Migros Cooperatives and the services of the Group's logistics companies are combined in the **strategic business unit Cooperative Retailing**.

Decline in sales in Cooperative Retailing Consolidated sales of CHF 16'756 million (-0.6%) were generated in Cooperative Retailing. The ten regional Cooperatives, including subsidiaries, recorded domestic sales of CHF 14'695 million (-1.3%). Sales of CHF 1'367 million (-0.2%) were generated abroad. Total sales of the Cooperatives stood at CHF 16'062 million (-1.2%). The domestic market share was 15.2%, down from 15.4% a year earlier.

In local currency terms, Migros France suffered a slight decline in sales year-on-year, to EUR 107 million (-0.1 %). Tegut increased its sales to EUR 1'069 million (+3.3 %).

Migros supermarkets and hypermarkets generated domestic sales of CHF 11'596 million (–1.4%). The past year has seen Migros invest heavily across the entire product range, both in the quality of the most popular products and in price reductions. It cut the prices of around 1'500 of its most popular products.

The specialist markets Micasa, SportXX, melectronics, Do it + Garden, Interio and OBI posted sales of CHF 1'753 million (-1.2%) in 2019.

**Regional and sustainable products** continued to play a very important role in 2019. Sales of products with ecological or social added value totalled CHF 3'148 million (+0.6%). Organic products account for sales in excess of CHF 1 billion.

As every year, the regional Cooperatives made substantial investments in the construction of new stores and the renovation of existing ones. The Migros network of **domestic sales outlets** increased by 10 in total to 737 sites at the end of 2019. The sales area for supermarkets / hypermarkets, specialist markets and catering services grew to 1'478'738 m² (+0.1 %). The produc tivity per area in supermarkets and hypermarkets in Switzerland totalled CHF 12'323/m² (-2.4 %), while the corresponding figure in specialist markets was CHF 3'595/m² (-2.6 %).

In the **health** sector, Medbase/santémed further expanded its therapeutic and medical range in the reporting year. Sales amounted to CHF 226 million (+50.8%). In addition to the organic growth, the integration of Topwell Apotheken into the Medbase Group contributed to this pleasing growth.

Commerce posts increase in sales despite company disposals

The **strategic business unit Commerce,** including Digitec Galaxus, generated consolidated sales of CHF 8'023 million (+2.0%) in the reporting year. Sales of m-way and Depot Group, two companies that were sold in 2019, totalled CHF 469 million (-21.0%).

**Denner** recorded very pleasing growth in 2019, posting sales of CHF 3'252 million (+2.2%). Despite strong competition, it maintained its position as Switzerland's leading discounter.

Migrol posted sales of CHF 1'548 million (+1.2%) in 2019.

**Magazine zum Globus** more than doubled its online sales and generated overall sales of CHF 763 million (–5.6%). Adjusted by sales area, Globus grew by 0.9%.

**Ex Libris** has undergone a successful transformation in recent years and generated sales of CHF 99 million (+0.4%) thanks to the expansion of its online business.

**migrolino** has grown successfully both in its shop business and wholesale business, and posted a sharp increase in sales to CHF 593 million (+14.9%).

The online supermarket **Le Shop** increased its sales to CHF 190 million (+2.8%) and thus successfully maintained its position as Switzerland's leading online food retailer.

In the 2019 calendar year, Switzerland's biggest online retailer **Digitec Galaxus** generated sales of CHF 1'106 million domestically and abroad (+ 16.1%).

Pleasing growth in e-commerce

In the **e-commerce business,** Migros further cemented its position as the undisputed market leader in Switzerland, thanks in particular to Globus and Digitec Galaxus. Total online sales grew sharply by 9.8% to CHF 2'285 million. The online shops of the specialist markets recorded sales growth of 6.7%.

International business drives growth of M-Industry

The **strategic business unit Industry & Wholesaling** generated consolidated sales of CHF 5'872 million (+0.7%) in 2019. The main driver for this growth was the successful international business. M-Industry exports products to more than 50 countries worldwide, with its main markets being Germany, the United Kingdom, France, Italy, Canada as well as the USA, China and Japan.

Fall in sales in a challenging travel market

The **strategic business unit Travel** continued to operate in a challenging environment in 2019: The hot summer, Brexit uncertainty and the insolvency of Thomas Cook were just some of the instrumental factors in this regard. The Hotelplan Group cut back its offering, thereby resulting in a fall in sales. The travel company posted net sales of CHF 1'188 million (–5.7%).

#### D.2. Income trend in the Financial Services sector

Total income in the Financial Services sector amounted to CHF 790 million in the reporting year (+0.7%), with interest revenue of CHF 607 million or 76.8% constituting the main share of this figure.

#### E. Operating results of Migros Group

The operating result (EBIT) of Migros Group was CHF 201 million, CHF 449 million (-69.1%) below the previous year's figure.

In the Retail and Industry sector, the result fell by CHF 472 million to CHF -113 million (-131.4%).

In the Financial Services sector, the operating result increased by CHF 23 million to CHF 314 million  $(+7.9\,\%)$ .

#### E.1. Operating result of the Retail and Industry sector

	Earnings before	. Change from	
CHF million	2019	2018	previous year in %
Cooperative Retailing	295	363	-18.7
Commerce	-570	-152	-274.2
Industry & Wholesaling	115	132	-13.0
Travel	1	-3	131.5
Others	40	99	-59.7
Eliminations (within Retail and Industry sector)	6	-79	
Total Retail and Industry sector	-113	360	-131.4

The operating result for the Retail and Industry sector deteriorated sharply in 2019 compared to the previous year. This is due to the total loss of CHF 485 million suffered as a result of the sale of Depot Group and m-way in connection with the portfolio adjustments in the strategic segment Commerce.

Within the individual strategic business units, the trend varies. The online trade and the omnichannel presence are growing in importance, while in-store business is on the decline. Disruptive trends and digitalisation are influencing the course of business.

In order to overcome future challenges and provide services that are even more customer-oriented, the projects initiated in the previous year, such as "Fast Forward" and "PUMA" (Pour Une Migros d'Avenir) were continued in a consistent manner. The aim of such measures is to adequately align the services provided by the Federation of Migros Cooperatives with future activities and to optimise processes along the entire value chain in Cooperative Retailing and in M-Industry, thereby ensuring that the best value for money is secured in the long term. New models of cooperation in central goods management, joint purchasing solutions in the areas of administration and logistics as well as new forms of distribution were examined and consolidated further, in addition to pooling negotiations with suppliers. The "PUMA" project is scheduled to last for several years.

In addition to the projects mentioned above, a **whole host of optimisation measures** were initiated, continued and completed during the past financial year.

Following completion of an intensive test and pilot phase, the roll-out of the **Avanta** point-of-sale systems was begun with the Cooperatives in mid-2019. By the end of the year, more than 300 branches across all formats – supermarkets, hypermarkets, catering services, specialist markets – had migrated to Avanta. Following a period of stabilisation, the roll-out will be continued from the second quarter of 2020 onwards and is scheduled to be completed by the end of the year. In parallel to the roll-out, work will be carried out on preparing the first upgrades to the operation and support functions of payment and omni-channel processes.

In the **ONE smart Solution** project, business scenarios and end-to-end processes are being defined for M-Industry (modular design with common core in the new SAP S/4 HANA system environment) and the benefits of digitalisation are being exploited. The green light for the pilot phase was given in March 2018. Productive operations ("going live") were carried out at the companies Aproz and Jowa in the 2019 financial year. The stabilisation phase at Jowa is planned to be completed in March 2020. Thereafter, the (advance) SAP upgrade for the entire ONE platform will be completed at the end of June. From mid-2020 onwards, work will begin for the companies Chocolat Frey, Midor, Delica, TCS (Total Capsule Solutions) and Riseria, all of which will go live with the solution in June 2021. The project is scheduled to run for several years and should be completed by the end of 2023.

Under the **OneHR** programme, a shared IT solution for the core HR processes of organisation management, master data management, calculating staffing needs and time management was rolled out at the M-Industry companies, the MVS and MVN distribution centres and at the Federation of Migros Cooperatives. This consolidation provided the basis on which to introduce new IT resources (e.g. HR portal) more rapidly in future across the Group, simplify cross-company HR work and substantially reduce maintenance costs. The OneHR project was completed successfully during the reporting year, and two years ahead of schedule.

The fifth and final year of migration marked the completion of the biggest infrastructure project conducted to date by Migros IT Services (MITS) as the remainder of the approximately 12'000 **M-Workplace** devices were rolled out in December 2019. The introduction of this standardised workplace environment also provided the opportunity to upgrade the operating system to Windows 10 at the same time. In a further measure, the Federation of Migros Cooperatives will upgrade to Microsoft Office365 by mid-2020. In this respect, the standardised and uniform workplace environment will be a major benefit.

In order to safeguard the future connectivity requirements for all IT solutions and Migros Group locations, the existing network needs to be converted to the latest **Migros Net 3.0** technologies (software-defined network). This involves automating all network implementations and their operation, covering all areas from access and data centre activities to cloud computing. The solution will be highly standardised and in widespread use in all areas of the company and at all locations by no later than the end of 2023.

The **reorganisation of MITS** and the launch of sourcing projects in 2019 helped to create a sound basis on which to continue addressing the change. A number of initiatives are designed to create a short-term and medium-term effect in the areas of costs, speed, satisfaction, business impact and IT skills.

Migros is pressing ahead with the **digital transformation** while at the same time realigning its most important business processes and central IT platforms. The programme, which goes by the name of "**Eiger**", provides the opportunity to establish a future-oriented ERP platform (Enterprise Resource Planning) as the digital core of Migros. The transformation will take several years.

**Migros Verteilzentrum Suhr AG (MVS)** ensures efficient and cost-effective delivery of food products to Migros stores and handles logistics operations for migrolino AG. In 2019, MVS invested in the modernisation of facilities control systems (SPS Generation S7) and in replacement infrastructure components.

Migros Verteilbetrieb Neuendorf AG (MVN) has largely completed the extension of MVN West for the Logistics 4.0 project (automation of the supermarket and hypermarket ranges). Operations at the high-bay racking warehouse and the commissioning of its accompanying conveyor network will begin in May 2020. The installation of the automated order picking facility began on schedule. Completion of this work and the start-up of the facility are both planned for 2021. Installation work on the first phase of the TKK20 project (an order picking facility for frozen goods for 2020) is running according to plan and will be completed by mid-2020, with the start-up of the facility. The facility will then be expanded and become fully operational in the second phase of the project, from the second half of 2021 onwards. Since mid-2019, home deliveries for the Migros specialist markets have been carried out successfully by the home service operation of MVN AG, and have met with a positive response.

# Procurement management as a key corporate function designed to safeguard the leading position in terms of price and performance:

As far as the area of procurement is concerned, 2019 began with intensive negotiations for improved purchasing conditions among the biggest supermarket/hypermarket suppliers.

On international procurement markets, coffee prices recovered from an initial decline during the first six months of 2019 to record increases in the second half of the year that were fundamentally inexplicable. In the final quarter, prices of the robusta variety of coffee beans alone rose by more than 30%.

Hazelnut and almond prices took an upward trend in 2019. With global demand for both commodities remaining stable, prices are expected to continue rising in 2020.

Domestically, we were faced with considerably higher adjustments to the market price in the case of some product ranges. For instance, BOM, the Swiss Milk Sector Organisation, raised the guide prices for milk by CHF 0.03 to CHF 0.71 per litre on 1 September 2019. The "green carpet", a sector-wide change in the sustainability requirements to be met by producers, was given as the justification for the increase in costs. Given that Migros produces its own milk sustainably, the higher prices from third-party suppliers were only accepted if there was evidence that the additional cost actually delivers a benefit to the farmers.

Prices on the beef cattle market rose due to limited supply both domestically and internationally. This resulted in particular in an increase in the cost of sausage meat. Furthermore, the standards imposed on pig farmers in Switzerland led to the closure of a number of fattening houses. Another primary driver of prices was swine fever in China, which caused demand for European pork meat to grow. This also prompted a switch to poultry, especially from South America, triggering a rise in the price of imported poultry in the process.

The continued decline in the number of dairy cows in Switzerland meant that the availability of cream also became a problem for the first time in 2019. This was reflected in the fact that butter had to be imported again in the run up to Christmas, for the first time in many years.

Vegetable harvests in Switzerland went well, with average yields recorded both in terms of quality and quantity, and the price structure remaining stable on the whole. However, difficulties were experienced in the production of plants and seeds, which could lead to availability problems for a few varieties in 2020.

Logistics and transport: Operations remained stable in 2019 and an increase in new customers was recorded. Rail transport was expanded further. In terms of shaping the future/innovation management, work continued on a number of projects. These included Cargo sous terrain (in particular the sub-project on city logistics), an innovation partnership with Empa, the Swiss Federal Laboratories for Materials Science and Technology (focusing on decarbonisation in freight transport), the digitalisation of the multi-modal global supply chain (monitoring software developed in-house called LT-OPEX-Tower), as well as blockchain. Work on designing and setting up the network of hydrogen filling stations and on preparing for the roll-out of fuel cell trucks continued to receive consistent support.

Portfolio adjustments negatively impact operating results **Gross profit** increased by CHF 37 million in the reporting year to CHF 10'966 million (+ 0.3%). **Other operating income** grew by CHF 174 million to CHF 573 million (+ 43.6%), due in particular to real estate sales in Cooperative Retailing. The increase in **personnel expenses** by CHF 21 million to CHF 5'862 million (+ 0.4%), along with salary increases of between 0.5% and 1.0%, is mainly due to the change in the scope of consolidation. **Depreciation and amortisation** increased by CHF 66 million to CHF 1'503 million (+ 4.6%). The increase in **other operating expenses** by CHF 597 million to CHF 4'287 million (+ 16.2%) is due mainly to the loss from the disposal of investments and to higher administrative and other operating expenses, whereas advertising expenditure fell.

Portfolio adjustments resulted in a total operating loss of CHF 113 million in the Retail and Industry sector, corresponding to a CHF 472 million (–131.4%) deterioration in the result compared to the previous year. Impairments weighed heavily upon the strategic business units Cooperative Retailing and Industry & Wholesaling in particular.

#### E.2. Operating result of the Financial Services sector

The Financial Services sector generated income from financial services business totalling CHF 769 million with costs of CHF 136 million. Net income from financial services business increased from CHF 615 million to CHF 633 million, due in particular to improved interest business (see Note 7 of Migros Group financial statements).

Whereas income from financial services business decreased by CHF 8 million, expenses and impairment losses in the financial services business fell by CHF 26 million (in particular lower interest expense).

The expansion of the core activities led to an increase in personnel expenses of CHF 8 million to CHF 189 million, and to a rise in other operating expenses of CHF 3 million to CHF 122 million. At CHF 28 million, depreciation and amortisation was down by CHF 2 million on the level of the previous year.

Thanks to savings in terms of expenses, the operating result was increased by CHF 23 million to CHF 314 million.

#### F. Balance sheet of Migros Group

The Financial Services sector has had a considerable impact on the balance sheet of Migros Group. Compared to the previous year, the balance sheet total rose by CHF 1.8 billion to CHF 68.4 billion, much of which can be attributed to the increase in mortgage and other customer receivables, customer deposits and liabilities as well as issued debt instruments. Customer deposits as at 31 December 2019 amounted to 51.8% (previous year: 50.8%).

#### F.1. Balance sheet of the Retail and Industry sector

The balance sheet total for the Retail and Industry sector fell by 2.0% to CHF 22.3 billion as at 31 December 2019 due to the disposal of Depot Group and m-way.

The carrying amount of fixed assets decreased by CHF 229 million on the previous year to CHF 12'463 million. During the past financial year, companies in the Retail and Industry sector invested a total of CHF 1'557 million (previous year: CHF 1'499 million), mainly in renewing the branch network and plants in Switzerland. Investments totalling CHF 58 million (previous year: CHF 62 million) were made outside of Switzerland.

Intangible assets amounted to CHF 680 million as at 31 December 2019 (previous year: CHF 719 million). This decrease is essentially due to the change in the scope of consolidation.

The balance sheet structure of the Retail and Industry sector remains very healthy. Net financial assets stood at CHF 389 million on 31 December 2019 (previous year: CHF 309 million). EBITDA was CHF 1'390 million (previous year: CHF 1'796 million). Equity increased by CHF 155 million to CHF 15'438 million and corresponds to 69.1% (previous year: 67.1%) of the balance sheet total.

#### F.2. Balance sheet of the Financial Services sector

During the reporting year, mortgages and other customer receivables increased by CHF 1.4 billion on the previous year to CHF 40.4 billion (+ 3.6%).

On the liabilities and equity side, customer deposits and liabilities increased by CHF 1.6 billion or 4.6%. Customer deposits totalled CHF 35.5 billion at the end of 2019. Migros Bank thus continues to benefit from a comfortable refinancing structure.

Due to the positive result for the year, the bank once again managed to strengthen its equity base. As at 31 December 2019, the bank's equity amounted to CHF 4.1 billion, significantly above the coverage required under Swiss banking law.

#### G. Cash flow statement of Migros Group

The cash and cash equivalents of Migros Group stood at CHF 7'614 million as at 31 December 2019 and increased by CHF 575 million (31 December 2018: CHF 7'039 million).

Cash flow from business activities of CHF 1.8 billion

Cash flow business activities stood at CHF 1'820 million (previous year: CHF 1'361 million). In the past year, total investments of CHF 1'516 million were made in fixed and intangible assets. A total of CHF 131 million (previous year: CHF 41 million) was spent on the acquisition of subsidiaries/business operations and other associated companies. Adjustment to the portfolio resulted in a cash outflow from the sale of subsidiaries and other associated companies of CHF 68 million (previous year: cash inflow of CHF 8 million).

Proceeds from the issuance of long-term and medium-term bonds/mortgage-backed loans resulted in a cash inflow of CHF 393 million. This in turn led to a total cash outflow from financing activity of CHF 19 million, owing to the sharp decrease in payables due to banks and the repayment of financial liabilities. In the previous year, however, proceeds from the issuance of mortgage-backed loans and the increase in other long-term financial liabilities (including of related pension funds) resulted in a cash inflow totalling CHF 617 million.

#### G.1. Cash flow statement of the Retail and Industry sector

At the end of 2019, cash and cash equivalents of the Retail and Industry sector came in at CHF 2'357 million, representing a decrease of CHF 257 million (31 December 2018: CHF 2'614 million).

In 2019, cash inflows from operating activity amounted to CHF 1'382 million (previous year: CHF 1'641 million). The decrease in operating cash flow compared to the previous year is primarily the result of negative pre-tax earnings, a higher increase in other assets and liabilities compared to the previous year, as well as an increase in the amount of income tax paid.

The cash outflow from investing activity came to CHF 1'233 million in the reporting period (previous year: CHF 1'327 million) and is characterised primarily by investments in both fixed and intangible assets of CHF 1'498 million. The highest investment volumes (excluding finance leases) were in the Cooperative Retailing (CHF 980 million), Commerce (CHF 162 million) and Industry & Wholesaling (CHF 273 million) segments.

Financing activity resulted in a cash inflow of CHF 400 million in the reporting year (previous year: CHF 205 million). This can be attributed in particular to the decrease in payables due to banks and the repayment of other financial liabilities.

#### G.2. Cash flow statement of the Financial Services sector

At the end of 2019, cash and cash equivalents of the Financial Services sector amounted to CHF 5'334 million, which represents an increase of CHF 839 million on the previous year (CHF 4'495 million).

The cash inflow from operating activity stood at CHF 507 million (previous year: cash outflow of CHF 220 million). This is due mainly to the growth in customer deposits and liabilities, which is greater than the increase in mortgage and other customer lending.

As in the previous year, CHF 17 million was invested in extending the bank's infrastructure. The proceeds from the sale of fixed assets and investment property amounted to CHF 16 million. Furthermore, fixed asset securities and loans totalling CHF 10 million were sold in the reporting period. Overall, a cash inflow of CHF 9 million resulted from the investment activities in the reporting year (previous year: CHF 67 million).

Financing activity resulted in a cash inflow of CHF 323 million during 2019 (previous year: CHF 316 million). Of this figure, CHF 193 million was attributed to the proceeds of medium-term bonds and mortgage-backed loans. A long-term bond of CHF 200 million was also issued on 9 December 2019. A dividend of CHF 70 million was also paid out.

#### H. Value-oriented management as basis for creating value added

Value-oriented management is a recognised form of corporate financial management. For all companies, regardless of what they do, how big they are or what their legal form is, it is of central importance that they are oriented to the creation of value added. Migros applies a model of value-oriented management specifically adapted to Migros Group as a basis for its financial management. Its basis is that Migros Group has to act just like any other company with regard to creation of value added and efficiency. The paramount objective for Migros here is to guarantee long-term success by means of sustained value added. To achieve this, differentiated targets are set for the various corporate sectors. Migros therefore differs from capital market oriented businesses in its use of the value created. The financial values created are made available to customers, to secure jobs, for the Culture Percentage or for long-term investments in major projects. Further information about this may be found in the Statement of Value Added.

The concept applied, and its methodology, are not intended solely to strengthen the notion of value added; they also improve the quality and transparency of decisions and ensure the availability of relevant financial information. This means that Migros can focus more on the sustained implementation of its corporate strategy and on greater integration of strategic, financial and investment planning. Annual results, budgets and plans are assessed on the basis of established targets and new projects evaluated accordingly. Sector-specific evaluations with differentiated targets also enable Migros to carry out a radical evaluation of its activities and risks, showing the value added by the corresponding sectors or projects. Key variables such as appropriate returns, growth and creation of value added are therefore a component of operations and strengthen Migros' influence in an increasingly competitive market environment. Accordingly, the key concept of value-oriented management and a positive focus on greater attractiveness are ever-present considerations.

# I. Risk management and Internal Control System (ICS) in Migros Group

# I.1. Risk management and Internal Control System (ICS) in the Retail and Industry sector

#### I.1.1. General risk management

Migros Group operates a comprehensive risk management system across all companies of Migros Group. The Board of Directors of the Federation of Migros Cooperatives is responsible for the way this system is structured. It defines the underlying conditions of the risk management activities within Migros Group and ensures that risk assessments are conducted in a timely and appropriate manner.

Using a systematic risk analysis, the boards of directors and the management of the individual companies identify the main risks and assess them as regards the likeliness of occurrence and financial effects. These risks are prevented, reduced or passed on by using suitable measures that have been decided upon by the boards of directors. Risks borne by the company are rigorously monitored. Risks in business processes affecting the financial reporting are reduced by the internal control system.

The companies of the strategic business units Cooperative Retailing, Commerce, Industry & Wholesaling, Travel and Others are active in many markets and are thus also exposed to different risks. The results of the risk assessments of the individual companies are therefore summarised and grouped by strategic business units (bottom-up view). The departmental managers carry out an overall risk assessment for their respective strategic business unit (top-down view).

The Board of Directors of the Federation of Migros Cooperatives is regularly informed about the risk situation in Migros Group and the strategic business units by the Executive Board. Based on this information, the Board of Directors will assess the influence of the main risks on the strategic business units and will consequently decide on further measures.

Internal auditors also provide a monitoring and control function. As it operates independently of operational activities, it is able to identify any weaknesses in the risk management system and the internal control system, and to take measures to improve the effectiveness and efficiency of the monitoring and control processes.

The risk management process is integrated into the annual strategy and financial planning process. The results of the risk assessment are appropriately considered during the annual analysis of the corporate strategy.

#### I.1.2. Financial risk management

As a result of its operating business activity, the Retail and Industry sector is confronted with financial risks caused by a change in interest rates, exchange rates and the price of raw materials and fuel. In order to limit these financial risks, original and derivative financial instruments are used to hedge against risks from arranged and planned transactions. Internal guidelines determine the required scope, competencies and controls. Financial instruments are entered into only with contractors of sound standing, and limits set for counterparties for this purpose and the utilisation of such limits are consistently monitored and reported.

Exchange rate risks originate from the purchase of commodities, raw materials and services from abroad, as well as to a limited extent from international activities in the segments Cooperative Retailing, Commerce, Industry & Wholesaling and Travel. Each entity defines its maximum foreign currency exposure from which it defines its hedging requirement. The individual enterprises enter into hedging relationships with the Treasury department of the Federation of Migros Cooperatives. The Treasury department of the Federation of Migros Cooperatives is responsible for hedging against foreign currency exposure in the market in different currencies used by the Retail and Industry sector. The main currencies are the euro and US dollar. The main hedging instruments used are foreign exchange forwards and swaps. The individual companies report their foreign currency exposure on a regular basis to the Treasury department of the Federation of Migros Cooperatives, which generates the foreign exchange exposure or foreign exchange risk of the Retail and Industry sector from these figures.

As most of the liquidity and financing of the Federation of Migros Cooperatives is centralised, the interest risk can be centrally monitored and controlled. Because of the volatility of market interest rates, other interest-bearing financial investments as well as lending are exposed to an interest rate risk that may have negative effects on the net worth and earnings. The interest rate risk is monitored with a simulation calculation and, where necessary, controlled with interest rate swaps.

Migros also buys a limited amount of equities to maintain liquidity. Share price fluctuations consequently have a direct effect on the result. In this regard, care is taken to ensure that equity investments based on markets, securities and sectors are diversified in a reasonable manner. Loss of value risks are reduced by analyses before the purchase and by the regular monitoring of the investments' performance and risks.

Raw material price risks result from the planned purchase of raw materials such as coffee and cacao, heating oil, diesel and fuel. Where possible, price increases are passed on to customers. In order to limit the effects of raw material price fluctuations, swaps and futures are sometimes also used for hedging against risks for a period of up to 18 months.

The financial requirements of the Retail and Industry sector are met by raising short-term or long-term funding in the money and capital markets. Financing is essentially based on a "three-pillar" concept: the investment savings accounts of Migros employees, bilateral credit lines from domestic and foreign banks and fixed-interest capital market bonds, as well as private placements with institutional investors.

The companies within the Retail and Industry sector obtain their funding centrally from the Federation of Migros Cooperatives, providing capital at the best available cost and diversified in respect of maturity staggering and counterparties. The creditworthiness of the Retail and Industry sector is regularly checked by independent external specialists.

Financial risk management helps to maintain a strong balance sheet and healthy balance sheet ratio. These activities are based on a conservative approach that places the strategic financial targets of "flexible and adequate cash flow" and "minimisation of risk" before the "achievement of a maximum return". Long-term planning of investment activities means that a strategy can be followed that will keep the effective level of debt low and the timing of maturities staggered. This should also safeguard the continued independence of the Retail and Industry sector.

#### I.1.3. Insurance risk management

Insurance cover for the Retail and Industry sector is provided by the Group's own insurance and by contracts with private insurers and public law insurance institutions. Based on the actual risk situation, the potential damage and the criteria of the likelihood of occurrence and extent of damage, it is generally decided whether a risk is to be self-financed, i.e. covered by the Group's own insurance, or whether it is to be covered externally, i.e. passed on. The insurance department of the Federation of Migros Cooperatives acts as an in-house insurance broker with insurance companies. Having group contracts means, first, that the insurance cover available is very comprehensive and extensive, and, second, that the amounts covered are high. This also ensures that all companies of the Retail and Industry sector have the best insurance cover available, at reasonable premiums.

To cover property risks (fire, storm and tempest, theft and burglary, water, EDP, machinery) the FMC operates an internal insurance scheme, whereby it bears common risks itself, up to a certain total amount. Major risks and risks of disaster are covered by a group policy and an excess of loss contract. For all businesses that are part of the Retail and Industry sector, insurance cover exists for employer's and product liability risks as well as cyber risks under a basic and various excess contracts. Here, too, the Federation of Migros Cooperatives operates an internal insurance scheme, i.e. the company bears losses up to a certain amount per event and per year itself. Transportation risks for imports and exports are covered by an own insurance solution. Claims for damages or loss which exceed the deductible are covered by a separate group policy. A group vehicle fleet insurance covers mandatory third-party liability insurance and comprehensive risks which have been specifically requested. For companies not subject to SUVA (the Swiss accident insurance fund), accident insurance has been concluded with private insurance companies (cover in accordance with the Swiss Accident Insurance Act UVG and in some cases supplementary insurance).

Sickness allowance insurance solutions are likewise concluded with private insurance companies. Special risks such as new construction/conversion projects, epidemics, etc. are covered by separate policies depending on the risk situation and the extent to which they warrant insurance. For losses in the area of insurance for own account of the relevant insurance sectors, corresponding provisions are made on outstanding losses.

#### I.1.4. Tax and VAT risk management

The management of tax risks is an integral part of tax planning. Tax risks are thus those uncertainties that could have negative effects for the company in the various types of taxation. In case of associated risks (tax legislation and tax practices), process risks (correct fiscal handling of different circumstances and transactions) and information risks (tax evaluation based on uncertain assumptions) risks are recorded, measured and appropriate action taken, where necessary.

#### I.1.5. Risk management of legal cases

The annual risk assessment within the Retail and Industry sector has shown that the sector is not involved in any court or arbitration proceedings as plaintiff or defendant that could have a considerable negative effect on the economic situation. Also, no administrative proceedings exist that could have a considerable adverse effect on the economic situation of the sector.

Like all companies of a certain size, businesses of the Retail and Industry sector will face third-party claims. Provisions are set up for such claims, as far as is allowed in accordance with Swiss GAAP FER. The sector also enjoys extensive insurance cover, where this makes economic sense.

#### I.1.6. Internal Control System (ICS) in the Retail and Industry sector

The ICS in the Retail and Industry sector has a conceptual and uniform structure and encompasses the levels of Company - Processes - IT. The decisive concept describes the technical and organisational nature of the ICS and is used by all businesses within this division. In compliance with the statutory regulations of Article 728a of the Swiss Code of Obligations, the Retail and Industry sector has defined the goals to be fulfilled by the ICS as follows: reliable data quality and data consistency - reliable financial reporting - compliance with applicable laws and regulations - protection of assets - efficiency of operation. The aim is to achieve ICS level 3 (1 being the lowest level and 5 the highest level), at which controls are defined, are in place, are documented and communicated to the parties involved. Deviations from the standard are generally detected and corrected. The ICS is uniformly based on the COSO model and is risk focused. High and regularly occurring medium risks defined by a risk matrix (frequency of occurrence/extent of damage) are minimised by checks. The aim is to cover the following risks in particular: economic performance risks of the five to seven most important business processes – personnel risks – IT and financial risks as well as other relevant risks. The ICS can only cover risks specific to the company and sector as well as risks relating to corporate strategy to a limited extent. The Board of Directors has overall responsibility for the ICS; the Management is responsible for the operation and monitoring of the system. An ICS Manager has been appointed for each business, ensuring the operation of the system and reporting, at least once a year, the existence and functioning of the ICS to the Management and the Board of Directors.

# I.2. Risk management and Internal Control System (ICS) in the Financial Services sector

#### I.2.1. General risk management

Because of their special business activities, banks have to comply with comprehensive regulatory provisions concerning risk management, as stipulated in particular by banking legislation and circulars of the Financial Market Supervisory Authority. Quantitative regulations refer, in particular, to minimum levels of equity capital, liquidity provisions and risk distribution.

The Board of Directors is responsible for determining the risk policy. The policy is reviewed at least annually for its appropriateness and will be adapted, where necessary. The risk policy deals with all risk categories in detail. A specific risk policy was formulated for credit risks, financial market risks, asset & liability management (balance sheet structure risks), operational risks, as well as legal and compliance risks. The risk policy defines the risk assessment as well as the method of risk restriction. For each type of risk, overall limits and specific competence levels are determined.

The Management is responsible for setting up adequate systems for monitoring risk, controlling risk in line with targets and ensuring that legal, regulatory and internal performance targets are met. Risk management instruments are consistently being improved and adapted for this purpose. Risk management includes the detection, assessment, control, monitoring and reporting of all risks arising from operating activities.

The Risk Management and Finance departments headed up by the Chief Risk Officer are responsible for monitoring the provisions of the risk policy. The Chief Risk Officer is a member of the management team of the bank. Every month, the Risk Management department produces a comprehensive risk report for all relevant risk categories and submits this report to the Risk Council. The Risk Council comprises the most senior representatives from all relevant units of the first, second and third lines of defence. The Risk Report verifies that risk limits have been complied with, illustrates the different dimensions and aspects of the risk exposure and points out particular developments. The Risk Council discusses and assesses the current risk position of the bank and decides on measures to mitigate risk.

Every quarter, a comprehensive risk report is submitted to the Board of Directors, informing it about the developments of risks and the compliance with specific risk limits.

#### I.2.2. Financial risk management

Financial risks primarily cover the negative changes to credit, liquidity and financial market risks on our own positions. To this end, the bank has always pursued a restrained and somewhat conservative risk policy. Security and the assessment of risks are of utmost importance for its activities and serve as the principle for all decisions relating to risk strategy, risk culture and risk processes. Risks are always in appropriate proportion to generated income. Risks are limited with the aid of risk policy guidelines and limit structures in order to protect the bank against unexpected losses.

Credit risks are losses which may arise if payments that are due from borrowers are not made or are only partially made. Credit risks are created as a result of loans, payment undertakings or trading activities. Detailed rules determine the competences graded by credit types and levels of authority.

Credit commitments are represented using a 10-level rating model. It takes qualitative and quantitative elements into consideration for customers who are required to keep accounts and their business-specific collateral. The credit rating that is calculated is an essential element in decisions as to whether to grant credit. For business customers, the ratings of commercial credits are reviewed annually. A rating procedure based on the respective mortgage is used for the mortgage business. The period after which credit checks are carried out in the mortgage business varies depending on the rating result, the personal contribution and cover. The rating model allows the credit commitment to be managed commensurate to the risk involved.

Credit transactions are generally secured, with most loans being secured by charges on land or by private finance for housing construction. Credit allocation is based on cautious lending margins and on current valuations of the properties to be mortgaged. The corresponding collateral is well diversified throughout Switzerland. For residential mortgages, sustained affordability is assessed on the basis of a cautious, imputed rate of interest corresponding to a long-term average interest rate.

Liquidity risks are losses that may arise as a result of insolvency on the part of the bank caused under stress conditions that are specific to the bank or the market. Refinancing risks contain losses that may arise if the bank is unable to procure sufficient resources for the ongoing financing of lending business on reasonable terms. The liquidity and/or refinancing situation in the short-term sector is controlled daily by central money trading. Compliance with the statutory bank criteria for short- and medium-term liquidity is in particular ensured. Medium-term and long-term liquidity and refinancing risks are monitored and controlled during monthly meetings of the Risk Council.

Market risks are losses that may arise on own securities and derivatives due to adverse changes, such as in share prices, interest rates, levels of volatility or exchange rates. A special software is used for systematic measuring, control and monitoring of market risks in the trading ledger. Corresponding market risk limits restrict the trading ledger volume, which is assessed using the mark-to-market method. Scenario analyses are produced periodically and earnings with profit and loss figures are recorded daily and communicated to the responsible competence parties.

In mortgage and deposit-taking operations recorded on the balance sheet, interest rate changes can have a significant impact on earnings. Special software is used for the central and systematic measuring, control and monitoring of these balance sheet structure risks. In addition, effects on the balance sheet structure, cash amount and income are ascertained and are tracked and compared on a monthly basis. The bank mainly uses interest rate swaps to control the risks of interest rate changes.

#### I.2.3. Management of legal and compliance risks

Legal and compliance risks include breaches of laws, regulations, provisions, agreements, prescribed practices or ethical standards which can subsequently lead to legal or regulatory sanctions or restrictions, the cancellation of contracts as well as to fines and financial losses for the bank.

All of the bank's units and executive officers are subject to legal and compliance risks in connection with their work. In order to ensure ongoing compliance with relevant legal and regulatory provisions, the bank has an appropriate system of directives in place. In order to prevent legal risks in transactions with customers and business partners, standardised contractual documents are used, where possible.

The preventative tasks of the Legal Services department therefore also include the legal assessment of new products and contracts. The priority of the Legal Services department is to defend the interests of the company against those of third parties in the event of legal disputes. It conducts and assists with legal proceedings, represents the bank in court and before authorities and third parties, supports bank projects with regard to legal matters, and examines, drafts or negotiates contracts with third parties. Legal Services also looks after and maintains contracts with customers and coordinates contact with external lawyers and specialists that are consulted.

The Compliance function supports all of the bank's units in complying with the legal standards, regulations and ethics that apply to it. This support generally consists of identification, assessment, advice, monitoring and reporting with regard to legal, reputation and loss risks resulting from an infringement of regulatory and legal provisions and ethics. It also provides support in issuing corresponding directives and internal guidelines on compliance with relevant legal and regulatory provisions. Compliance implements decisions, monitors compliance and reports major infringements. A special IT application is used for monitoring and complying with money laundering regulations. The application identifies unusual inflows and outflows of assets, as well as deviations from customer transaction patterns and forwards these to the responsible persons for processing. Responsibilities and measures for complying with the Obligation of Due Diligence of Banks (VSB) have been clearly defined. The implementation is continuously monitored by the Compliance function.

The Legal Services and Compliance functions submit a comprehensive quarterly report about pending or impending legal disputes and any regulatory infringements to the Risk Council. Where it is deemed necessary, respective provisions are made for such legal cases.

#### I.2.4. Internal Control System (ICS) in the Financial Services sector

The basic features of the Internal Control System (ICS) comply with the respective regulatory provisions of the circular 2017/1 "Corporate governance - banks" published by the Swiss Financial Market Supervisory Authority (FINMA).

Migros Bank defines internal control as all of the control structures and processes that form the basis for achieving the set goals, protecting the credit rating and reputation, complying with legal norms and ethics and ensuring the reliability of financial reporting at all levels of the bank. In addition to retrospective control activities, internal control also contains planning and steering activities. An effective internal control also includes control activities integrated in work processes, processes for managing risk and the compliance with applicable standards (Compliance), a risk control that is independent from the risk management, as well as the Compliance function. The internal control is monitored and evaluated by internal auditors, thus contributing to its continuous improvement.

Operational risks are potential damages that may arise as a result of the inappropriateness or failure of persons, systems and procedures or due to external events. Specific guidelines for minimising operational risks are contained in general instructions issued by the bank, in control instructions and in codes of conduct. For the staff and management personnel concerned, these are also expressed in processes that are defined on the Intranet and which have the character of instructions. Responsibility for managing and, in particular, identifying and preventing operational risks lies primarily with each executive officer himself/herself in his/her area of responsibility and activity. These persons must guarantee that operational risks in their area of responsibility are identified, assessed, managed and controlled. At the level of the bank as a whole, the focus is on continuing processes that are business-critical. To this end, relevant bodies have been set up, most notably a crisis unit, and precautions regarding the organisation's structure and procedures (including business continuity planning) have been put in place. At a process level, operational risks need to be limited as far as possible by application-based and technical measures or by the issuing of ICS instructions. These ICS instructions include, in particular, the criteria of control object, purpose, periodicity, responsible parties, tools, procedures, extent of control, duty of documentation and preservation of documents. Carried out checks have to be dated, initialled and contain control notes to become valid and thus traceable. ICS officers are appointed in the regional organisational units and are required to report each quarter that the material and formal implementation of the controls have taken place.

The Operational Risk Management function manages a loss database. Operational losses above a certain amount must be recorded in a structured way in a central loss database by the parties assuming the risk.

Operational Risk Management evaluates the management of operational risks within the bank in an independent and objective fashion. It also supports those parties assuming the risk in ensuring that all operational risks are understood and accounted for and that such risks are managed commensurate to the bank's willingness to incur risk. It ensures that periodic tests and exercises are performed to guarantee that precautionary measures for maintaining the operation of the bank are both in working order and up-to-date, and it also ensures that members of the crisis unit are given regular training. Any major loopholes that are identified during the course of internal controls and the ongoing risk assessment process must be recorded in the operational risks inventory and submitted on a quarterly basis to the Risk Council together with the quantifiable operational losses, and to the Board of Directors in a risk report. The Risk Council ensures that corrective measures are taken and implemented.

#### J. Statement of value added

		Retail and Industry sector <sup>1</sup>
CHF million	2019	2018
ALLOCATION		
to employees	5'862	5'841
to culture/social (culture percentage)	118	120
to lenders	33	36
to public sector	715	981
→ taxes	-191	80
→ value-added taxes	194	193
	712	708
to the company (self-financing)	126	322
Net value added	6'855	7'300

<sup>&</sup>lt;sup>1</sup> Unaudited: before consolidation of transactions between the two sectors.

The **statement of value added of Migros Group** in the Retail and Industry sector shows the **added value created for society** by the Group. The aim of the Group is to create a sustainable value added by striving for a future-oriented management of available resources that will safeguard the future of the business, secure jobs and guarantee public-sector contributions.

At 85.5%, personnel costs account for the lion's share of value added. They increased by 0.4% in comparison to the previous year, due to the wage increase of 0.5% to 1.0% granted at Migros Group as well as to changes in the scope of consolidation, namely acquisitions of companies on the one hand and disposals of companies on the other. The Retail and Industry sector has 104'536 employees (previous year: 105'103).

Contributions to **Migros Culture Percentage**, a voluntary commitment by Migros in the areas of culture, society, education, leisure and business, amounted to 1.7 % (previous year: 1.6 %) of the value added. They help make cultural and social benefits accessible to a broad public.

**Lenders** received 0.5% in the form of interest during the reporting year. The Group's unchanged sound financial situation coupled with the sustained low level of interest rates mean that there was no material change compared to the previous year.

The **public sector** received 10.4% (previous year: 13.4%) in taxes, customs duties and fees. The public sector has therefore received a lower level of contributions than in the previous year, due in particular to lower taxes as a result of the adoption on 19 May 2019 of the Federal Act on Tax Reform and OASI Funding.

The Group secures its **continuation as a going concern** and guarantees **innovation** by consistently aligning the value chain to dynamic market trends. Maintaining an adequate profit serves both to achieve this goal and to secure jobs and pass on goods and services to customers on fair terms and conditions.

Finance Department

# Migros Group financial statements 2019

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# **Income statement of Migros Group**

CHF million	Notes	2019	2018
Net revenue from goods and services sold		27'340	27'285
Other operating income	8	574	392
Income before financial services business		27'914	27'677
Income from financial services business	7	769	777
Total income	6	28'683	28'453
Cost of goods and services sold	9	16'370	16'356
Expenses of financial services business	7	136	162
Personnel expenses	10	6'052	6'022
Depreciation and amortisation	11	1'531	1'468
Other operating expenses	12	4'393	3'794
Earnings before interests and taxes		201	651
Finance income	13	12	-3
Finance cost	13	-34	-36
Share of (loss)/profit from associates and joint ventures		0	1
Profit before income tax		179	612
Income tax expense	14	-155	137
Profit Migros Group		335	475
Attribution of profit of Migros Group			
Profit attributable to members of the Cooperatives		350	500
Profit / (loss) attributable to minority interests		-16	-24
Profit Migros Group		335	475

# **Balance sheet of Migros Group**

CHF million	Notes	31.12.2019	31.12.2018
ASSETS			
Cash and cash equivalents	17	7'614	7'039
Receivables due from banks		193	135
Mortgages and other customer receivables	18	40'392	39'010
Trade receivables	19	855	838
Other receivables	19	234	292
Inventories	20	2'627	2'785
Other financial assets	21–24	1'401	1'384
Investments in associates and joint ventures	•	88	81
Investment property	25	243	355
Fixed assets	26	12'547	12'781
Intangible assets	27	695	743
Assets from employee benefits	33	850	734
Current income tax receivables	-	57	30
Deferred income tax assets	14	240	118
Other assets	28	366	276
TOTAL ASSETS		68'402	66'601
Payables due to banks	_	575	675
LIABILITIES AND EQUITY  Payables due to banks		575	675
Customer deposits and liabilities		35'403	33'840
Other financial liabilities	29	1'903	2'233
Trade payables	30	1'590	1'763
Other liabilities	30	1'094	1'109
Provisions	31	170	143
Issued debt instruments	32	6'730	6'137
Liabilities from employee benefits	33	767	796
Current income tax payables		74	79
Deferred income tax liabilities	14	1'314	1'409
Total liabilities		49'621	48'184
Cooperative capital	34	22	22
Retained earnings		18'777	18'418
Currency translation differences		-41	-39
Equity attributable to members of Cooperatives		18'758	18'401
Minority interests		23	16
Total equity		18'781	18'417
TOTAL LIABILITIES AND FOUNTY		201400	00105
TOTAL LIABILITIES AND EQUITY		68'402	66'601

### Statement of changes in equity of Migros Group

		Attributable to members of the Cooperatives					
CHF million	Notes	Cooperative capital	Retained earnings <sup>1</sup>	Currency translation difference	Equity of the Cooperative members	Minority interests	Total
Equity as per 1 January 2018		22	17'922	-46	17'899	14	17'913
Profit Migros Group		-	500	_	500	-24	475
Change in Cooperative capital	34	0	_	_	0	_	0
Currency translation difference		_	_	7	7	1	7
Dividends paid to minorities		_	_	-	_	-0	-0
Changes in scope of consolidation/equity interest <sup>2</sup>		_	-4	_	-4	26	21
Equity as per 31 December 2018		22	18'418	-39	18'401	16	18'417

<sup>&</sup>lt;sup>1</sup> In retained earnings there is no amount reserved for the Culture percentage. Also see note 15.

<sup>&</sup>lt;sup>2</sup> Changes due to modifications in shareholding interest in Financière du Solimont SAS, Total Capsule Solutions S.A. and Oberschwäbischen Geflügel GmbH

		Attributable to members of the Cooperatives					
CHF million	Notes	Cooperative capital		Currency translation difference	Equity of the Cooperative members	Minority interests	Total
Equity as per 1 January 2019		22	18'418	-39	18'401	16	18'417
Profit Migros Group		_	350	_	350	-16	335
Change in Cooperative capital	34	0	_	-	0	-	0
Currency translation difference		-	-	-2	-2	-2	-4
Dividends paid to minorities		-	-	-	_	-0	-0
Changes in scope of consolidation/equity interest <sup>2</sup>		_	9	-	9	25	33
Equity as per 31 December 2019		22	18'777	-41	18'758	23	18'781

In retained earnings there is no amount reserved for the Culture percentage. Also see note 15.
 Changes primarily due to company disposals such as Depot Group and m-way AG as well as due to changes in shareholding interest especially in Schwyzer Milchhuus AG.

# **Cash flow statement of Migros Group**

CHF million	Notes	2019	2018
Profit before income tax		179	612
Depreciation, amortisation and impairment (net)	11	1'531	1'468
Impairment of other financial assets (net)	***************************************	6	1
(Profit)/loss from sale of non current assets		296	-27
(Profit)/loss from sale of fixed asset securities	***************************************	2	-0
Profit from associates and joint ventures	***************************************	0	-1
Increase / (decrease) provisions		32	-22
Change to operating assets and liabilities			
☐ (Increase)/decrease receivables due from banks		-58	184
☐ (Increase) / decrease mortgages and other customer receivables		-1'382	-1'554
☐ (Increase) / decrease inventories		0	-56
☐ (Increase)/decrease other financial assets		-25	58
☐ (Increase) / decrease other assets		-182	-103
☐ Increase / (decrease) payables due to banks		134	204
☐ Increase / (decrease) customer deposits and liabilities		1'563	631
☐ Increase / (decrease) other liabilities		-91	103
Paid income tax expense	***************************************	-186	-138
Cash flows from operating activity		1'820	1'361
Acquisition of fixed assets and investment property		-1'354	-1'431
Proceeds from sale of fixed assets and investment property		435	144
Acquisition of intangible assets		-162	-85
Proceeds from sale of intangible assets		58	8
Acquisition of fixed asset securities and loans		-189	-138
Proceeds from sale of fixed asset securities and loans		192	274
Acquisition of subsidiaries and business activities, net of cash acquired		-125	-39
Proceeds from sale of subsidiaries and business activities, net of cash disposed		-67	-
Acquisition of associates and joint ventures		-6	-2
Proceeds from sale of associates and joint ventures		-1	8
Cash flows from investing activity		-1'219	-1'261

CHF million	Notes	2019	2018
Proceeds from issuance of long-term bonds		200	_
Repayment and redemption of long-term bonds	•	_	_
Proceeds from issuance of medium-term bonds and mortgage backed loans	•	232	452
Repayment of medium-term bonds and mortgage backed loans		-39	-55
Increase (decrease) of short-term payables due to banks	-	-123	-62
Increase (decrease) of long-term payables due to banks	-	-95	12
Proceeds (repayment) from issuance of other short-term financial liabilities	•	-77	54
Proceeds (repayment) from issuance of other long-term financial liabilities	•	-110	221
Dividends paid to minorities	•	-0	-0
Increase in Cooperative capital		1	1
Reduction in Cooperative capital	-	-1	-1
Change in equity interests of controlling interests	•	-6	-4
Cash flows from financing activity		-19	617
Cash and cash equivalents, at beginning of year		7'039	6'327
Cash and cash equivalents, at beginning of year		7'039	6'327
Foreign exchange impact		-6	-5
Cash and cash equivalents, at end of year		7'614	7'039
Cash and cash equivalents include:			
Petty cash/postal accounts/bank accounts		7'557	6'935
Fixed-term deposits with an original maximum maturity of 90 days		57	103
Total cash and cash equivalents	17	7'614	7'039
Cash flows from operating activities include:			
Interest received		617	626
Interest paid		-132	-146
Dividends received		10	16

# Notes to Migros Group financial statements

#### 1. Information about Migros Group

Migros Group (also referred to below as "the Group", or "Migros") is Switzerland's largest retailer. Apart from Migros' core business of Cooperative Retailing and Commerce (e.g. Denner, Globus), group companies are active in various other business segments. For example, in the sector Industry & Wholesaling, Migros manufactures goods (Migros own brands; e.g. Chocolat Frey); in other sectors, Migros provides financial (Migros Bank) and travel (Hotelplan Group) services. Migros is also actively committed to culture, society, leisure, education and the economy. The key activities of Migros Group are presented in the segment reporting in Note 6. Note 42 contains a list of group entities.

Migros Group is a cooperative federation, consisting of ten independent regional Cooperatives, which jointly hold the Cooperative capital of the Federation of Migros Cooperatives (FMC). The FMC coordinates the activities of Migros Group and formulates its strategy. Its federal structure means that Migros Group can be regarded as an economic entity under an integrated management. The Migros Group financial statements are prepared with the aim of presenting the profit or loss, financial position and the cash flows of this economic entity.

Because of the legal and statutory arrangements of the ten Cooperatives and of the FMC, the Group financial statements differ from the consolidated annual financial statements of a group with a traditional holding structure. Accordingly, the Group's financial statements are not based on the FMC as the parent company, but represent an aggregation of the annual financial statements of the ten Cooperatives and the other Migros entities. The total capital of the ten Cooperatives represents the capital of the Group.

The registered office of the FMC is at Limmatstrasse 152, 8005 Zurich (Switzerland).

The present Migros Group financial statements were approved by the Board of Directors on 12 March 2020. The Assembly of Delegates takes note of the Migros Group financial statements.

The Group financial statements are available in German, French and English. The German version takes precedence.

#### 2. Basis of preparation

#### **Conformity with Swiss GAAP FER**

The present Migros Group financial statements have been prepared in conformity with the provisions of the law and with all of the current guidelines of the Foundation for accounting and reporting recommendations (Swiss GAAP FER). In order to provide readers of the financial statements with as much transparency as possible, Migros Group has decided to impose more stringent accounting and disclosure requirements in many areas than those required by Swiss GAAP FER. Accordingly, Swiss GAAP FER forms the basis for financial reporting which is as transparent, clear and reader-oriented as possible.

# Critical accounting estimates and judgements

Preparation of the annual financial statements of Migros Group in conformity with Swiss GAAP FER necessitates the use of accounting estimates and judgements that may affect the reported assets and liabilities, revenue and expenditure, and also the disclosure of contingent assets and liabilities in the reporting period. Although to the best knowledge and belief of the executive management these accounting estimates have been made on the basis of current events and possible future operations of Migros Group, the actual results ultimately achieved may differ from these estimated values. Areas that may incorporate a greater number of uncertain accounting estimates and judgements are clarified in Note 5.

# Presentation according to decreasing liquidity

The financial services business contributes more than half of the balance sheet total of Migros Group. To take the characteristics of the financial services business and their significance into account, the Migros Group balance sheet is grouped by decreasing liquidity and not by current and non-current assets and current and non-current liabilities. Finance income and finance costs from the financial services business, together with the underlying cash flows, are presented as operational items. Finance income and finance costs of entities that are not involved in the financial services business are reported in finance income or finance expenses. The breakdown of the balance sheet by maturity is shown in Note 35.

## Different reporting date

The financial year of Migros Group corresponds in principle to the calendar year. By way of variation, the Hotelplan Group is included on the basis of the subgroup financial statements of the Hotelplan Group as at 31 October. Interim financial statements have not been prepared. Significant transactions in the Hotelplan Group between 31 October and 31 December are taken into account in the Group financial statements. The reason for the different financial year of the Hotelplan Group is the tourism year which follows the seasonal cycle of the travel business and is split into a summer and a winter business.

#### Changes to accounting policies

The annual financial statements of Migros Group are based on all accounting and reporting recommendations which have been published and are to be applied as of 1 January 2019, insofar as these are relevant to Migros Group. The application and corresponding effects on Migros Group of the new and amended standards published at the time of the preparation of group financial statements are listed below.

#### Changes to accounting policies as of 1 January 2019 and ongoing projects

The review procedure (Phase 1) for Swiss GAAP FER 30 "Consolidated financial statements" began in summer 2017. Revision of the recommendation has been ongoing since mid-June 2018 as part of the project implementation (Phase 2), and various topics such as associates/equity method, acquisition and disposal/goodwill, accumulated currency translation differences as well as exemptions for investment companies were reviewed in terms of their topicality, completeness and relevance. An initial draft of the revised recommendation is expected by mid-2020.

A project for subsidies, aids and grants was also begun in early December 2017 and has now been in Phase 2 (project implementation) since the start of July 2019. The decision regarding whether the regulations should form a separate recommendation or be added to existing recommendations is currently being discussed. It remains unclear as to when an initial draft can be expected.

# 3. Summary of significant accounting policies

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

## **Basis for preparation**

The Migros Group financial statements are presented in Swiss francs (CHF). All amounts and totals are rounded to the nearest million CHF, unless otherwise stated. The sum of the rounded individual values may therefore differ from the total shown. Amounts of less than CHF 0.5 million are shown as "0", and amounts which represent zero are shown as "-".

# **Consolidation policies**

## (a) Subsidiaries

Subsidiaries are fully consolidated if Migros Group controls them. Migros Group is assumed to have control if it holds the majority of the voting rights in a subsidiary, either directly or indirectly. Control can also be exercised if Migros Group holds less than half of the voting rights but is able to make the key decisions (e.g. as a result of shareholder agreements, voting majority in supervisory and executive bodies, etc.).

Inter-company transactions, receivables and debts, plus unrealised gains/losses on transactions between group companies, are eliminated when the financial statements of Migros Group are prepared. The company concerned is deconsolidated once Migros Group no longer exercises control.

# (b) Joint Ventures

In a joint venture, two or more parties have shared control of a company on the basis of a contractual agreement. None of the parties have the option of controlling the joint venture. The joint venturers record their own share of the net assets as an equity interest and the following results in accordance with the equity method (cf. comments under (c) Associates).

#### (c) Associates

Associates are entities in which Migros Group has a significant influence on the financial and business policy, which generally means a direct or indirect shareholding of between 20 % and 50 % of the voting rights. They are initially recognised at cost, and thereafter using the equity method. The goodwill paid for associates is included in the carrying amount of the investment concerned. The Group's share in the current gains and losses of associates is recognised in income and shown separately in the Group's statement of income. If the share in the losses is equivalent or greater than the investment in the associate, no further losses are recognised unless further obligations exist in respect of these companies. Differences arising from the conversion of shares in associates in foreign currencies are recognised directly in the equity of the Group, under currency translation differences.

Upon the acquisition of additional shares related to the attainment of control of associates, old shares are not revalued but instead are transferred at the current equity carrying amount.

# (d) Minority interests and transactions with minority interests

The minority interests shown represent the share in the profit or loss, plus the net assets of subsidiaries that are not fully owned by the Group. Minority interests are reported separately in the income statement and equity of the Group. Transactions with minority interests are recorded within equity as long as no loss of control is associated herewith. When control is lost, the corresponding gain or loss is recognised in income.

With regard to company acquisitions, Migros Group has the option to acquire further shares. At the same time, the counterparties are given the right to sell. The prices of these buying and selling rights usually correspond to the fair value at the time they are executed. They are therefore not reported in the balance sheet.

## Segment reporting

Information about operating segments is disclosed on the basis that it is applied for internal reporting to executive decision makers. Within Migros Group, the Executive Board of the Federation of Migros Cooperatives is the chief operating decision-maker that allocates resources and assesses performance.

## Foreign currency translation

#### (a) Functional and presentation currency

Each subsidiary prepares its own financial statements in its functional currency, i.e. in the currency of the primary economic environment in which it operates. The Migros Group financial statements are presented in Swiss francs (CHF).

#### (b) Translation from transaction currency into functional currency

Transactions in foreign currencies are translated into the functional currency using the exchange rates prevailing at the dates of the transactions, or using monthly average exchange rates, provided these are a reasonable approximation thereof. Foreign currency profits and losses from such transactions and from the conversion to the functional currency of financial foreign currency positions at the balance sheet date are included in income.

# (c) Translation of functional currency into presentation currency

The annual financial statements of all subsidiaries that are not prepared in CHF are translated into the presentation currency as follows:

Assets and liabilities at year-end rates (exchange rate on the balance sheet date) and income and expenses at average exchange rates for the year.

The resulting currency translation differences are recognised directly in equity under "currency translation differences".

Any currency translation difference arising from the sale of a foreign subsidiary is recognised in profit and loss as part of the disposal proceeds.

Goodwill and fair value adjustments to individual balance sheet items arising from the acquisition of a foreign entity are treated as assets or liabilities of the foreign entity, and translated from the functional currency into the presentation currency at the closing rate.

The procedure is the same for associates and joint ventures in foreign currencies.

# Revenue recognition

Revenue comprises the fair value of proceeds received or due from the sale of goods and services. It is recognised net, after deduction of sales or value-added taxes, returns and rebates, plus deferrals of awards under customer loyalty programmes. Income is recognised when the amount can be reliably measured, when it is probable that the economic benefits associated with the transaction will flow to the entity, and when the specific conditions listed below have been satisfied.

#### (a) Income from retailing and sales of goods

Income from the retailing business is recognised, after taking income-reducing items into account, at the date of sale to the customer. Income from sales of goods are recognised in the income statement when the risks and rewards associated with the title to the goods have been transferred to the customer.

#### (b) Income from the travel business

Income from the travel business is recognised, after taking income-reducing items into account, at the date of performance (commencement of travel by the customer). Pure intermediary activities are recognised net based on the commission received.

#### (c) Income from financial services

Commission income and income from the financial services business are recognised on an accrual basis, as soon as the corresponding service has been provided. Interest income on mortgages and other customer receivables, and other financial assets are deferred on an accrual basis.

#### (d) Dividend income

Dividend income is recognised when the right to receive payment is established.

## **Payments from the Culture Percentage**

Payments made as part of Migros Culture Percentage are a voluntary commitment by Migros in the areas of culture, social, education/training, leisure and economic policy, and are charged to other operating expenses. The financing of this item of expenditure is specified in the statutes and rules of the Cooperatives (incl. the FMC). The Cooperatives have undertaken to spend at least 0.5 % (FMC 0.33 %) of their retail sales – over a four-year average – on cultural, social and economic policy purposes. According to Swiss GAAP FER, shortfalls within the four-year period do not qualify as obligations and excess expenditure does not qualify as an asset. Provisions are thus only made for performance obligations towards third parties existing at the balance sheet date. Compliance with the stipulations of the statutes and rules is thus verified by the calculation of the so-called "Culture Percentage reserve". The calculation highlights any shortfalls in Culture Percentage expenditure that has to be made up over the coming years. Note 15 contains further information about payments under the Culture Percentage and the Culture Percentage reserve.

## Cash and cash equivalents

Cash and cash equivalents includes cash on hand, postal and sight deposits held at banks, and short-term highly liquid investments with a maximum original maturity of 90 days. These are measured at cost, i.e. fair value.

#### Receivables due from banks

Receivables due from banks include amounts due under money market investments and receivables from central banks and commercial banks with originally more than 90 days to maturity. Receivables due from banks are initially measured at cost, i.e. fair value plus external transaction costs that can be directly allocated at commencement. Receivables due from banks are subsequently measured at amortised cost, taking account of any deductions for impairment or uncollectibility.

# Mortgages and other customer receivables

Mortgages and other customer receivables are loans by the financial services business that are granted directly to the borrower. Loans are recognised when the funds flow to the borrower. Receivables granted or acquired are initially measured at cost, i.e. fair value plus external transaction costs that are directly attributable to the acquisition of this financial asset. Mortgages and other customer receivables are subsequently measured at amortised cost, taking account of any deductions for impairment or uncollectibility.

Mortgages and other customer receivables are reviewed at regular intervals for recoverability. Credit commitments are individually assessed, taking into account the personal circumstances of the borrower, such as their financial situation, payment record, existence of any guarantees, and if necessary the realisable value of any collateral. All mortgages and other customer receivables classified in counterparty-specific terms as not at risk are grouped economically into homogeneous portfolios that are tested together for impairment and their value adjusted if necessary on the basis of historical probability of default. If there is objective evidence that the whole amount owed, according to the original contractual terms, or the corresponding consideration of a receivable will not be collected, an impairment loss will be recorded. Impairments of mortgages and other customer receivables are disclosed in Note 7 under the heading interest and commission expenses and impairment losses on the financial services business. On submission of a loss certificate, or if a waiver is granted, the receivable is derecognised and charged to the corresponding allowance account.

#### Trade receivables and other receivables

Trade and other receivables are initially measured at cost, i.e. fair value. They are subsequently measured at amortised cost, taking account of any deductions for impairment or uncollectibility. Impairments are recognised in other operating expenses. Receivables at risk of default are individually impaired. Receivables that are not individually impaired are impaired on a flat rate basis, based on empirical payments and corresponding maturity.

#### **Inventories**

Inventories are stated at the lower of purchasing or manufacturing cost and net realisable value. As a general rule, the valuation base used for inventories is the average-cost method. Costs include production overheads, based on normal utilisation of production capacities. Financing costs (including discounts) are not capitalised. The net realisable value is equivalent to the estimated selling price, less direct selling costs and finishing costs, if any.

Gains and losses arising from the maturity of cash flow hedges on purchased goods are transferred to inventory costs (concurrent with the entry of the hedged purchase).

#### Other financial assets

Migros Group classifies its other financial assets in the categories of "current asset securities", "fixed asset securities" and "loans". The classification depends on the actual purpose for which a financial asset is acquired, as well as on the time for which it is held. The Management makes the classification on acquisition and reviews it at each balance sheet date.

#### (a) Current asset securities

Financial assets in the category "current asset securities" include other financial assets held for trading purposes. These relate to interest-bearing securities and investment securities (shares), which have been acquired by Migros Group with the intention of selling them in the near term.

#### (b) Fixed asset securities

The category "fixed asset securities" comprises securities which Migros Group intends to invest on a longer-term basis.

#### (c) Loans

The category "loans" covers interest-bearing receivables from related foundations, public law institutions and other third parties with an original term of more than 90 days. It does not include mortgages and other customer receivables under the financial services business, or receivables due from banks.

#### Principles for recognising and measuring other financial assets:

All other financial assets with the exception of "loans" are recognised on the trading date on which Migros Group entered into the obligation to buy or sell an asset. "Loans" are recognised on the settlement date. Fixed asset securities and loans are initially measured at fair value plus external transaction costs. In the "current asset securities" category, transaction costs are recognised on acquisition as an expense in the income statement. Other financial assets are derecognised when the rights to receive payments from the other financial asset have lapsed, or if essentially all risks and income from the other financial asset have been transferred to a third party. Other financial assets in the categories "current asset securities" are subsequently measured at fair value, those in the category "fixed asset securities" and "loans" at amortised cost.

In the financial services business, premiums and discounts on debt instruments which are intended to be held to maturity are amortised in the income statement on a linear basis over the term in accordance with the so-called accrual method.

Gains and losses (realised and unrealised), including interest and dividend income from other financial assets in the category "current asset securities" are recognised in the income statement at the time they occur.

Exchange gains and losses, plus interest and dividend income on other financial assets, are recognised as follows: (a) in interest and commission income and (net) gains on financial instruments of the financial services business in the case of other financial assets of the financial services business, and (b) in finance income in the case of other financial assets of other business units

Measurement of the fair value of quoted other financial assets is based on the official stock market price (bid price) achieved in an active market. A market is deemed to be active if transactions between knowledgeable, willing contracting partners who are independent of each other ("at arm's length transactions") regularly take place. If there is no active market, or in the case of unlisted other financial assets, a recognised measurement method is used. Recognised measurement methods include comparisons with recent market transactions, the fair value of other, essentially identical financial assets as well as calculations of discounted cash flows and option price models.

At each balance sheet date, Migros Group assesses whether there is any objective evidence of permanent impairment of an other financial asset or group of other financial assets. Examples of objective evidence of permanent impairment are substantial financial difficulties of the borrower; breach of contract, such as default or delay in interest or redemption payments; or financial redevelopment. In the case of "fixed asset securities", the following factors give rise to impairment:

- a significant reduction in the fair value of at least 20  $\!\%$  below cost, or
- a decrease in the fair value below cost that lasts over a period of two consecutive balance sheet dates.

If an impairment need is determined on the basis of this information, the loss as the difference between cost and current fair value is recognised in the income statement as an impairment loss. Reversals of impairments are recognised in profit and loss, up to a maximum of cost.

# Derivative financial instruments and hedge accounting

Migros Group uses derivative financial instruments to hedge foreign exchange, interest rate and commodity risks. No derivative financial instruments are concluded for speculative purposes. Migros Group distinguishes between the following cases when applying hedge accounting: (a) hedging of the risk on the change in the fair value of an asset or liability recognised in the balance sheet (fair value hedge) or (b) hedging of the risk of fluctuations in cash flows in connection with an asset or liability recognised in the balance sheet, or the risk associated with a planned future transaction (cash flow hedge).

In the financial services business of Migros Group, interest rate swaps are used as instruments to hedge the risk of interest rate changes and – in connection with this – the fair value risk of fixed-interest items. In particular, the interest rate risk on mortgage receivables and other customer receivables in the financial services business is, where necessary, hedged by means of interest rate swaps at portfolio level.

Future sales of heating oil by Migros Group, which are exposed to a risk arising from changes in the fair value caused by changes in the market price, are hedged by commodity futures.

#### (a) Fair value hedge

Instruments to hedge the risk of the change in value of balance sheet assets are reported in the balance sheet and measured at each balance sheet date at fair value through profit and loss.

#### (b) Cash flow hedge

Hedges of future cash flows which are connected either with balance sheet assets or a future transaction (in particular purchases of inventories in foreign currencies) and which meet the requirements of hedge accounting, are not entered in the balance sheet. Cash flow hedges are recorded in the income statement only when the transaction is executed and, as a result, at the same time as the underlying transaction matures. The fair value and contract volume are then disclosed accordingly (see Note 24).

At the inception of the transaction, Migros Group documents the relationship between hedging instruments and hedged risk, as well as its risk management objectives and strategies for each hedging transaction. The Group also monitors the effectiveness of the hedge both at hedge inception and on an ongoing basis.

# (c) Derivative financial instruments that do not meet the requirements for a hedging

Certain derivative financial instruments do not satisfy the requirements of a hedging transaction, even though they are used for hedging purposes as part of Migros Group's risk strategy. The fair values of these contracts are reported under current asset securities and the changes in their value are recognised in the income statement.

# **Investment property**

Investment property is measured at cost and depreciated by the straight line method on the basis of its useful life; depreciation is charged to the income statement:

Buildings 20 to 67 years Fixed equipment 5 to 20 years

Mixed-use properties are classified as investment property or as fixed assets, depending on the degree of own use.

#### **Fixed assets**

Fixed assets consist of undeveloped plots of land, buildings required for operations (such as sales outlets, operations centres, warehouse buildings), operating equipment and machinery (such as shop fittings, conveyors, warehousing systems), assets under construction and other fixed assets (such as furniture, vehicles and EDP equipment).

Fixed assets are recognised at cost, less cumulative depreciation. Cost also includes all transaction costs attributable to the purchase. If parts of a fixed asset have different useful lives, these are kept and depreciated as separate items. Depreciation is calculated by the straight line method on the basis of the following estimated useful lives:

Buildings 20 to 53 years
Operating equipment, machinery 5 to 30 years
Furniture, vehicles 5 to 10 years
EDP equipment 3 to 8 years

The estimated useful lives are reviewed annually and adjusted if necessary.

Land, which is recognised in fixed assets, is not depreciated. Subsequent capitalisations of expenses on existing fixed assets are recognised only if it is probable that an additional economic benefit can be generated from them. Repair and maintenance costs are recognised as an expense.

The value of fixed assets is tested at the level of the smallest identifiable group of assets or cash generating units (CGUs), generating inflows of funds that are to the greatest possible extent independent of inflows of funds of other assets or other groups of assets. Fixed assets are checked for impairment where results or changes to the circumstances at Cooperative level indicate that the carrying amount can no longer be achieved. In addition, specific value retention considerations are made for shopping centres, where value drivers, assumed at the time the investment decision was made, can no longer be continuously achieved. For the industrial companies falling under the segment Industry & Wholesaling, the CGUs are defined for each business unit or company. For the segment Commerce, value retention is checked at the level of sales formats or companies.

Gains and losses from the disposal of a fixed asset are recognised in other operating income and other operating expenses respectively as the difference between the net disposal proceeds and the carrying amount.

Any financing costs incurred during the creation of fixed assets are recorded directly in income.

#### Leasing (finance leases and operating leases)

#### (a) Migros Group as lessee

Finance lease agreements:

Lease agreements for properties, facilities and other fixed assets where Migros Group essentially assumes all risks and rewards connected with ownership are classified and treated as finance leases. The fair value of the leased asset or the carrying amount of the lease payments, if that is lower, is recognised at the beginning of the lease agreement in fixed assets. Each lease payment is divided into amortisation and interest. The amortisation portion is deducted from the capitalised lease debt, which is recognised under other financial liabilities. Fixed assets in finance leases are depreciated over the useful life or the lease term, whichever is the shorter.

#### Operating lease agreements:

Other lease agreements are classified as operating lease agreements. These are not reported in the balance sheet. The lease payments are recognised on a straight line basis over the lease term as an expense in the income statement.

#### (b) Migros Group as lessor

#### Finance lease agreements:

Finance lease agreements are concluded by Migros Bank as part of corporate client lending. Corresponding receivables are reported under other customer receivables.

#### Operating lease agreements:

Investment property that is leased under operating lease agreements is recognised separately in Migros Group's balance sheet. The rent received is recognised on an accrual basis in other operating income.

# Intangible assets

#### (a) Goodwill

Goodwill arises on the purchase of a company (subsidiary, associate entity, joint venture or business division). It corresponds to the amount by which the cost of the acquisition exceeds Migros Group's share in the fair value of the identified net assets of the company purchased by Migros Group at the acquisition date. Goodwill on the purchase of a company is recognised in intangible assets and amortised on a scheduled basis using the straight line method over a useful life of between 5 and 20 years. Tests as to whether there are any signs of impairment are carried out each year. If there are, an impairment test is carried out. The goodwill paid for associates as well as joint ventures is included in the carrying amount of the investment concerned, which is why the full carrying amount of the investment is tested for impairment. Goodwill is recognised at cost taking account of its amortisation on a straight line basis over the useful life, less any impairment. Any impairment recognised on goodwill cannot be reversed in subsequent periods. On the disposal of an entity, the relevant residual goodwill is accounted for in the operating result.

For the purpose of testing impairment of goodwill, it is allocated to the cash generating units (CGUs, see notes under Fixed assets) or a CGU group.

These conditions apply for the segment Cooperative Retailing at Cooperative level, for the segment Commerce at sales format or company level, for the segment Industry & Wholesaling at business unit or company level and for the segment Travel at the organisational unit or company level. The other business areas have no material goodwill.

# (b) Software and software development

Purchased software licences are recognised at cost. This comprises the purchase price and additional costs incurred for commissioning (customising, etc.). Internal and external costs connected to the internal development of entity-specific software applications are capitalised as intangible assets if there are likely to be future benefits over a number of years. All other costs connected with software development and maintenance are recognised as an expense. Capitalised software is depreciated on a scheduled basis over its expected useful life (three to ten years).

# (c) Trademarks, licences, patents, publishing rights

Trademarks, licences, patents and publishing rights are recognised at cost. The cost of trademarks, licences, patents and publishing rights that were acquired as part of the purchase of a company corresponds to their fair value on the acquisition date. The intangible assets capitalised in this category have a finite useful life, and are depreciated on a scheduled basis (5 to 20 years).

# Impairment of assets

Impairment is recognised if the recoverable amount is lower than the carrying amount of the asset. The recoverable amount is the higher of its fair value less costs to sell (estimated sale proceeds after deduction of all costs incurred that are directly connected to the sale) and the value in use (carrying amount of the estimated future cash inflows and outflows from use). In order to test the impairment of goodwill and fixed assets, a respective allocation to the CGU is made. The impairments on an asset in earlier periods (with the exception of impairment on goodwill) are tested annually to ascertain whether they should be reversed.

# **Discontinued operations**

Discontinued operations concern activities which have either been sold or where a decision has been made to close the operation. Discontinued operations are disclosed in the Notes.

# Payables due to banks

Payables due to banks are measured at their amortised cost, which generally corresponds to the nominal value.

# **Customer deposits and liabilities**

Customer deposits and liabilities arise from liabilities to customers in the form of savings and investments, such as savings, private, investment and retirement accounts, plus current accounts and time deposits. Customer deposits and liabilities originate exclusively from the financial services business. They are measured at amortised cost, which generally corresponds to the nominal value.

# Other financial liabilities

The following balance sheet items are recognised in other financial liabilities:

#### (a) Finance leases

See section above, "Leasing (finance leases and operating leases)".

# (b) Derivative financial instruments

Negative fair values of derivative financial instruments that are entered in the balance sheet are recognised in this item. See section above on derivative financial instruments and hedge accounting.

# (c) Other financial liabilities

Financial liabilities recognised in other financial liabilities are those that do not represent payables due to banks or originate from the financial services business. These include loans, for example. Other financial liabilities are measured at amortised cost, which generally corresponds to the nominal value.

#### Trade payables and other liabilities

Trade payables and other liabilities are measured at amortised cost, which generally corresponds to the nominal value.

#### **Provisions**

Provisions for guarantees, restructuring, onerous contracts and other legal claims are recognised when Migros Group has a present obligation (legal or constructive) arising from a past event that is likely to result in an outflow of resources, and the amount can be reliably estimated. No provisions are created for future losses. If the amount of the obligation cannot be reliably estimated, it is recognised as a contingent liability. Measurement is based on the best possible estimate of the expected expense. If there is a significant effect of the time value of money, the provision is discounted. Restructuring provisions are not recognised until a detailed plan has been submitted and a public announcement made.

#### Issued debt instruments

Issued debt instruments include bonds issued on the capital market, mortgage-backed loans and medium-term bonds from the financial services business and private placements. Issued debt instruments are initially recognised at cost, i.e. at the fair value of the consideration received less transaction costs. At Migros Bank, the difference between cost and repayment amount (nominal amount) is recognised in interest expense over the term in profit and loss, using the straight line amortisation method.

# **Employee benefits**

Benefits paid by Migros Group to employees cover all forms of compensation granted in exchange for employee services provided, or under special circumstances. Employee benefits include short-term benefits, post-employment benefits (pension obligations), other long-term benefits and termination benefits.

#### (a) Short-term benefits

Short-term employee benefits are benefits that are expected to be paid in full within twelve months of the end of the reporting period, such as wages, salaries, social security contributions, annual leave and overtime claims, and non-monetary benefits to active employees. Recognition of short-term benefits is done on an accrual basis.

# (b) Post-employment benefits (pension obligations)

The pension arrangements of Migros Group are tailored to local circumstances in respect of entry and range of benefits. Funding is generally shared by the employer and the employees. The majority of employees in Switzerland are insured under the company provisions by the defined benefit plans of the Migros Pension Fund in respect of age, disability and death.

In other countries, old-age provision is mainly covered by defined contribution state plans. The primary benefits under this form of provision are pensions that are paid post-employment. Contributions to defined contribution plans made on a contractual, legal or voluntary basis are recognised directly in profit and loss. Once the contributions owed have been paid, the Group has no further obligations.

Within the framework of the statutory employee benefits in Switzerland, independent pension funds prepare annual financial statements in accordance with the relevant provisions (Swiss GAAP FER 26). On the balance sheet date, Migros Group examines whether, in addition to the statutory contributions paid, there is an economic benefit or an economic obligation which would be considered as a pension asset or a pension liability.

#### (c) Termination benefits

Termination benefits arise when employment is terminated by the employer either before the normal retirement date or as a result of the employee accepting a corresponding offer made by the employer. Examples of such benefits include settlements and benefits under social plans. Termination benefits are recognised as an expense in profit and loss once the employer is no longer able to withdraw the offer of such benefits, or at the time of the earlier recognition of the corresponding restructuring costs.

## (d) Other long-term benefits

Other long-term employee benefits are all benefits to employees with the exception of short-term benefits, post-employment benefits (pension obligations) and termination benefits. In Migros Group, these are primarily long-service awards. The amount recognised in the balance sheet corresponds to the nominal value of the obligation thus calculated at the balance sheet date.

All assets and liabilities from employee benefits are stated in an asset/liability position in the balance sheet. A detailed breakdown is shown in Note 33.

#### Income tax liabilities

Current income taxes are recognised on an accrual basis, based on the operating profit or loss of the consolidated entities recognised locally in the reporting year.

Deferred income taxes are accrued on all temporary taxable or tax-deductible differences between the tax and Swiss GAAP FER values according to the liability method. However, deferred income taxes are not recognised if they are linked to the initial recognition of an asset or liability arising from a transaction that does not relate to a business combination and where recognition has no effect on the accounting or taxable profit. Deferred income taxes are measured using the tax rates that are expected to apply to the period in which an asset is realised or a debt discharged.

Deferred income tax assets on loss carry forwards are capitalised only if it is probable that there will be future gains that can be used to offset the tax on the loss carry forwards.

Deferred income taxes are not recognised on temporary differences in connection with investments in subsidiaries and associates as well as joint ventures, where the reversal date can be controlled by the Group and which will not be realised in the foreseeable future.

## Equity

# (a) Cooperative capital

The Cooperative capital consists of the Cooperative capital amounts of the ten Cooperatives.

#### (b) Retained earnings

Retained earnings comprise the retained profits of Migros Group and the profit of the reporting year.

# (c) Currency translation difference

The currency translation difference includes the currency translation differences arising from the conversion into the presentation currency, CHF, of the annual financial statements of foreign subsidiaries that are not denominated in CHF. A further component are translation differences from the measurement of investments in associates and joint ventures in foreign currencies, in accordance with the equity method.

#### (d) Minority interests

The minority interests shown represent the share in the profit or loss, plus the net assets of subsidiaries that are not fully owned by the Group.

## **Government grants**

Government grants are recognised when it is certain that the requisite conditions will be met and that the grants will flow to Migros Group. Grants for assets are deducted from the purchasing or manufacturing costs of the assets concerned. They are recognised over the useful life of the assets in the income statement by means of the reduced depreciation amounts. Grants related to income are recognised in the income statement in the same period as the reduction of the corresponding expenses that they were approved to compensate, or, if these cannot be clearly determined, as other operating income.

# 4. Risk management

## 4.1 Risk management within Migros Group

Migros Group operates its own risk management. The risk management process is part of the annual strategy and financial planning process of Migros Group. The Board of Directors of the Federation of Migros Cooperatives is responsible for a comprehensive risk management across all entities of Migros Group.

Based on a systematic risk analysis, the most significant risks are identified and their likelihood of occurrence and financial effects are evaluated by the entities. The results are summarised in an individual risk report for each company and are discussed by the Board of Directors each year. The larger entities of Migros Group introduce suitable measures for preventing, reducing or passing on such risks. Risks borne by the company are rigorously monitored. Financial risks affecting the financial reporting are reduced by the internal control system. The risk reports of the individual companies are combined into a final report for each strategic business unit to which generally a top-down risk analysis/evaluation is added. The final report for each strategic business unit will be discussed by the Board of Directors of the FMC. The results of the risk evaluation shall be appropriately considered in the annual examination of the business units and corporate strategies.

# 4.2 Financial risk management and capital risk management

In their operating activities, Migros Group entities are exposed to a multitude of financial risks. The most significant financial risks arise from changes in foreign exchange rates, interest rates, commodity and share prices, and from credit and liquidity risk.

In its financial risk management and capital risk management, Migros Group distinguishes between the Retail and Industry sector (Cooperative Retailing, Commerce, Industry & Wholesaling, Travel and Others) and the Financial Services sector (Migros Bank). Management of financial risk in the two sectors is independently structured, and both sectors are monitored by the executive bodies responsible. The tables of the financial risk management show gross values, i.e. including the relationships between the two sectors. The risk control function and responsibility for independent risk control lies with the management of the individual businesses. The Board of Directors is responsible for independent monitoring of the risks.

## 4.2.1 Financial risk management in the Retail and Industry sector

Responsibility for financial risk management in the Retail and Industry sector is allocated to different management levels:

- Financial risk management is based on uniform policies and guidelines laid down by the executive Group management.
- The Boards of Directors of the different entities are responsible for strategy, supervision and control of the corresponding group entities and for the financial risk management, including the determination of each entity's risk tolerance.
- The executive management of the different entities is responsible for the implementation, management and monitoring of the financial risk management, in particular the risk tolerance as defined by the Board of Directors.

The retail businesses (Migros Cooperatives, Denner, Globus, etc.), industry companies and service companies are independently responsible for their own treasury functions.

Simulation calculations are made to be able to estimate the effects of different market conditions. The simulation calculations are described in the presentation of the individual market risks.

Risks are regularly monitored. In conformity with the internal risk policy, derivative financial instruments are used to manage and hedge individual risks. In the Retail and Industry sector, no financial risks are incurred that involve a non-assessable risk at the date of conclusion of the transaction.

#### Market risks

#### (a) Foreign exchange risks

As a retail group whose main sales activity is in Switzerland, a significant proportion of the purchasing of commodities is done in other countries, in foreign currencies. There are other foreign currency operations in other countries in the segments Cooperative Retailing, Commerce, Industry & Wholesaling and Travel.

Foreign exchange rate fluctuations – mainly against the euro, US dollar and sterling – can therefore have a considerable effect on the income statement, especially in the form of transaction risks on the purchases of goods and services in foreign currencies as well as in the form of translation risks on balance sheet items in foreign currencies.

Each company defines its maximum foreign currency exposure. Within clearly defined tolerance values, a certain volatility in the operating result as a result of currency fluctuations is acceptable. The individual group entities have a hedging relationship with the FMC Treasury. The Treasury department of the FMC is responsible for hedging the foreign currency exposure on the market in the different currencies used by the Retail and Industry sector. The main hedging instruments used are forward exchange contracts, currency swaps and investments and financing in foreign currency.

Foreign exchange risks are regularly monitored at individual company level. The individual group companies regularly report their foreign currency exposure to the FMC's Treasury department, which calculates the foreign currency exposure or exchange risk on the basis of a hypothetical change in the risk variables on the portfolio of financial instruments on the reporting date. It is assumed that the holdings on the reporting date are representative for the whole year.

# **Balance sheet by currency**

#### 31.12.2019

million	CHF	EUR	USD	GBP	Other	Total
Financial assets						
Cash and cash equivalents	2'141	85	14	59	58	2'357
Receivables due from banks	13	_	_	-	-	13
Trade receivables	617	198	10	17	22	864
Other receivables	177	34	5	13	5	234
Other financial assets	516	44	7	_	2	568
Total financial assets	3'465	360	36	89	87	4'037
Financial liabilities						
Payables due to banks	-51	-10	-106	-38	-0	-206
Other financial liabilities	-1'897	-2	_	_	-0	-1'899
Trade payables	-1'212	-326	-31	-11	-11	-1'590
Other liabilities	-912	-58	-2	-59	-6	-1'038
Issued debt instruments	-200	_	_	_	-	-200
Total financial liabilities	-4'272	-397	-139	-109	-17	-4'933
Foreign currency net exposure before hedging	-807	-37	-103	-20	70	-897
Foreign currency derivatives		-38	-	-	-	
Foreign currency net exposure after hedging		-75	-103	-20	70	

#### 31.12.2018

million	CHF	EUR	USD	GBP	Other	Total
Total financial assets	3'762	388	37	76	61	4'324
Total financial liabilities	-4'542	-538	-136	-154	-87	-5'457
Foreign currency net exposure before hedging	-780	-150	-100	-78	-25	-1'133
Foreign currency derivatives		13	-	-	-	
Foreign currency net exposure after hedging	•	-136	-100	-78	-25	

# Results of the sensitivity analysis

If EUR had been 5% stronger against CHF on 31 December 2019, the pre-tax earnings would have been CHF 4 million lower (31.12.2018: CHF 7 million). If it had weakened by the same amount against CHF, the effect on the pre-tax earnings would have been the reverse.

If USD had been 5% stronger against CHF on 31 December 2019, the pre-tax earnings would have been CHF 5 million lower (31.12.2018: CHF 5 million). If it had weakened by the same amount against CHF, the effect on the pre-tax earnings would have been the reverse.

If GBP had been 5% stronger against CHF on 31 December 2019, the pre-tax earnings would have been lower by CHF 1 million (31.12.2018: CHF 4 million). If it had weakened by the same amount against CHF, the effect on the pre-tax earnings would have been the reverse.

## (b) Interest rate risks

The Retail and Industry sector is exposed to interest rate risk because of the volatility of market rates. Demand funds, money markets, bond investments and derivative financial instruments are all subject to interest rate risk that can materially affect the profit and loss and financial position. There are also interest rate risks on the financing side, consisting of variable rate rollover credits from national and international banks, fixed-rate borrowings on the capital market, and variable rate staff investment accounts.

The Retail and Industry sector is mainly funded through the FMC on the loan capital market and the employees' staff investment accounts. The risk of fluctuating interest rates is mainly managed by means of the ratio of fixed/variable rate borrowings. If necessary, the resulting interest rate risks are hedged with appropriate financial instruments.

Interest rate risk is monitored using a simulation calculation. This represents the effects of changes in market interest rates on finance income and cost.

# Interest rate risk

31.12.2019						
CHF million	0 – 3 months	3 – 12 months	1 – 5 years	> 5 years	no-interest bearing	Total
Financial assets						
Cash and cash equivalents	2'175	_	-	-	183	2'357
Receivables due from banks	3	11	_	_	_	13
Trade receivables	98	37	_	_	729	864
Other receivables	24	3	0	0	206	234
Other financial assets	51	103	117	96	201	568
Total financial assets	2'350	154	118	96	1'318	4'037
Financial liabilities						
Payables due to banks	-143	-53	-9	-2	-	-206
Other financial liabilities	-1'656	-64	-10	-161	-9	-1'899
Trade payables	-97	_	_	_	-1'493	-1'590
Other liabilities	-56	_	-0	-1	-982	-1'038
Issued debt instruments	_	-100	-100	_	_	-200
Total financial liabilities	-1'951	-217	-120	-163	-2'484	-4'933
Interest rate repricing net exposure before hedging	399	-63	-2	-67	-1'165	-897
Interest derivatives	-	-	-	-	-	-
Interest rate repricing net exposure after hedging	399	-63	-2	-67	-1'165	-897

31.12.2018						
CHF million	0 – 3 months	3 – 12 months	1 – 5 years	> 5 years	no-interest bearing	Total
Total financial assets	2'514	117	177	106	1'410	4'324
Total financial liabilities	-2'257	-206	-152	-91	-2'752	-5'457
Interest rate repricing net exposure before hedging	257	-90	25	16	-1'342	-1'133
Interest derivatives	_	_	-	_	-	_
Interest rate repricing net exposure after hedging	257	-90	25	16	-1'342	-1'133

#### Results of the sensitivity analysis

If market interest rates had been 0.25% (25 basis points) higher on 31 December 2019, the pretax earnings would have been CHF 0 million higher (31.12.2018: CHF 0.03 million). If market interest rates had been 0.25% lower on 31 December 2019, the pre-tax earnings would have been CHF 0 million lower (31.12.2018: CHF 0.03 million).

# (c) Share price risks

The FMC purchases shares to a lesser extent to invest its liquid resources. These shares are either classified as "current asset securities" or "fixed asset securities". In the case of "current asset securities", share price fluctuations have a direct impact on the result. If there are signs of an impairment, "fixed asset securities" are reviewed accordingly and, if necessary, are adjusted in the income statement. In this regard, care is taken to ensure that equity investments based on markets, securities and sectors are diversified in a reasonable manner. Loss of value risks are reduced by analyses before the purchase and by the regular monitoring of the investments' performance and risks.

Share price risk is monitored using a simulation calculation. This represents the effects of changes in share prices on the income statement. With a few exceptions, share investments of the Retail and Industry sector are listed. The sensitivity of the share price risk is determined when the following change occurs in the index:

2010

		2019		2010
CHF million	Index change	Change in result	Index change	Change in result
MSCI World	1.08 %	1	3.22 %	4

If the equity markets had finished higher by the assumed change to the index on 31 December 2019, the pre-tax earnings would have been CHF 1 million higher (31.12.2018: CHF 4 million). If the index had been lower by the same amount, the effect on the pre-tax earnings would have been the reverse.

Lower index volatility led to a lower degree of income sensitivity as a result of changes in market values in 2019.

# d) Commodity price risks

The Retail and Industry sector is exposed to commodity price risk as regards operating stock in the fuel and heating oil business (Migrol). Migrol uses commodity futures to reduce most of this risk and the risk of prospective customer orders.

## **Credit risks**

Credit risks comprise the counterparty risk on marketable debt instruments, the default risk on derivative financial instruments, current account balances and time deposits, and to a lesser extent the credit risk on open trade receivables. The maximum credit risk corresponds to the carrying amounts. For off-balance-sheet (financial guarantees, irrevocable loan commitments), the credit risk corresponds to the amounts stated in the liquidity risk.

Counterparty risk is reduced in principle by purchasing bonds from debtors that carry at least an investment grade rating or an equivalent rating from a major Swiss bank. In individual cases, bonds are also purchased from debtors with a lower rating, but only after a thorough analysis and positive assessment of any potential risks. To prevent cluster risks, the bond portfolio is broadly diversified.

The default risk on derivative financial instruments, current account balances and time deposits is reduced by selecting as counterparties only highly reputable banks, financial institutions, or also, in the case of time deposits, (public-law) entities that carry at least an investment grade rating or an equivalent rating from a major Swiss bank.

A rigid limits system restricts the exposure per counterparty and is constantly adjusted in line with developments in ratings and credit default swap-spreads, as well as general market developments.

The Retail and Industry sector of Migros Group is operationally subject to a very low credit risk, because transactions with customers are usually in cash. Of the existing trade receivables, these are mainly receivables by the industry companies and from the travel, oil and fuel business. In the case of new customers, their credit rating is determined by a detailed credit rating test and subsequently by permanent monitoring of open claims.

#### Liquidity risks

The Retail and Industry sector entities are in principle responsible for managing their own liquid resources. Investment of liquid resources and the procurement of loans for bridging tight liquidity positions, and also to fund investments, can be undertaken centrally at the FMC, which assumes the function of an internal group bank. This function enables the FMC to control most of the liquidity flow within the Retail and Industry sector.

To ensure that the resulting liquidity demands can be satisfied at any time, the FMC holds sufficient cash reserves and easily realisable securities. In addition, its high credit standing in the Retail and Industry sector enables it to raise cash resources for financing purposes at favourable terms on the national and international money and capital market.

# Liquidity risk by contractual maturity, undiscounted (gross)

31.12.2019	Maturing within					
CHF million	0 – 3 months	3 – 12 months	1 – 5 years	> 5 years	Total	
Financial assets						
Cash and cash equivalents	2'357	_	_	-	2'357	
Receivables due from banks	3	11	-	-	13	
Trade receivables	858	5	1	0	864	
Other receivables	224	16	1	0	241	
Other financial assets						
Net cash flow from interest rate swaps	_	_	_	-	-	
Forward exchange contract gross cash inflow	427	69	5	-	501	
Forward exchange contract gross cash outflow	-418	-68	-5	-	-491	
Debt instruments	5	65	98	43	211	
Others	154	61	95	85	395	
Total other financial assets	169	127	193	128	617	
Total financial assets and other financial assets	3'611	159	195	128	4'092	
Payables due to banks	-142	-50	-13	-2	-206	
			•••••••••••••••••••••••••••••••••••••••	-		
Other financial liabilities  Gross liabilities from finance leasing	-3	-8	-44	-361	-416	
	-3	-0	-44	-301	-410	
Commitments for purchasing financial assets					_	
Net cash flow from interest rate swaps	-358	-210			-568	
Forward exchange contract gross cash inflow	356	210			566	
Forward exchange contract gross cash outflow  Others	-1'660	-58		-25	-1'744	
Total other financial liabilities	-1'665	-67	-45	-386	-1'744 -2'163	
Trade payables	-1'570	-19	-0		-1'590	
Trade payables Other liabilities	-1 370 -919	-117		-1	-1'038	
Issued debt instruments	-919	-117 -100	-100	-1	-1 036	
Financial guarantees	-63	-100	-100 -17		-200 -80	
Irrevocable loan commitments	-03		-17		-00	
Total financial liabilities	-4'360	-353	-177	-388	-5'278	

31.12.2018				Maturing within	
CHF million	0 – 3 months	3 – 12 months	1 – 5 years	> 5 years	Total
Total financial assets and other financial assets	3'892	120	247	134	4'394
Total financial liabilities	-4'887	-285	-185	-152	-5'509

The amounts cannot be reconciled with the balance sheet figures as under liquidity risk the flows of funds are shown as undiscounted, nominal values with contractual maturities and since future contractual flows of funds are also included.

# 4.2.2 Capital risk management in the Retail and Industry sector

For capital risk management purposes, the Retail and Industry sector is oriented to the requirements of the lending banks. The long-term aim is to achieve:

- a maximum ratio of net financial liabilities to equity of 30 %, and
- a minimum ratio of equity to balance sheet total of 40 %.

#### **Ratios**

CHF million	31.12.2019	31.12.2018
Liabilities due to banks	206	427
Other financial liabilities (interest bearing)	1'936	2'271
Issued debt instruments	200	_
Total financial liabilities	2'342	2'698
Cash and cash equivalents	2'357	2'614
Other financial assets	374	392
Total cash and cash equivalents and other financial assets	2'731	3'006
Net financial liabilities	-389	-309
Total equity (without non-controlling interests)	15'417	15'268
Ratio of net financial liabilities to equity	-2.5 %	-2.0 %
Balance sheet total	22'331	22'789
Ratio of equity to balance sheet total	69.0 %	67.0 %

In particular, the fall in liabilities due to banks and in other interest-bearing financial liabilities of CHF 556 million compared to the previous year resulted in net financial assets of CHF 389 million as at 31 December 2019 (previous year: CHF 309 million).

Both the ratio to equity and the equity ratio have therefore improved, by  $0.5\,\%$  and  $2.0\,\%$  respectively.

# 4.2.3 Financial risk management in the Financial Services sector (Migros Bank)

Assumption of risks is one of the entrepreneurial functions of a bank, for which it is compensated by corresponding risk premiums. Consciously handling risks is therefore a key element of a bank's success. The Financial Services sector therefore regards financial risk management as one of its core competencies. Banks are also subject to extensive regulatory provisions relating to the individual types of risk, and compliance with those is regularly monitored by the auditors and the supervisory authorities.

The Financial Services sector traditionally adopts a conservative risk policy, concentrating its activities on business areas where risks tend to be moderate.

The bank's basic risk policy is set out in the organisational rules, and regulated in detail in the competence regulations and directions.

The Board of Directors is the most senior body responsible for financial risk management, setting out the levels of competence and limits. The Board also regulates the method of risk measurement and limitation. The Board of Directors is kept fully informed by the Executive Management about the development of all risks at its quarterly board meetings.

Within the Executive Management, the Chief Risk Officer is responsible for daily financial risk management. He heads the Risk Office, which is an independent unit that monitors compliance with credit authorities and risk limits, and is also responsible for measurement and reporting of risks.

At operational level, overall responsibility for financial risk management rests with the Risk Council. This comprises members of the Executive Management and other field specialists. The Risk Office advises the Risk Council at its monthly meetings about the development of all risks. Depending on how risks have developed, and the estimation of future market trends, it is within the competence of the Risk Council to decide to take on additional risk, or to order the hedging of existing risk.

#### **Credit risks**

Credit risk, or counterparty risk, relates to the risk that a party will not meet the obligations it has entered into. Credit risk exists both on traditional bank products (e.g. mortgages) as well as on trading activities. If a customer fails to meet its obligations, the result may be a loss for the bank.

To limit credit risk, a level-based approval procedure is in place for new credits. The credit decision-making process distinguishes between the internal competence of a branch and that of the head office or the Board of Directors, according to separate competence regulations. The approval procedure is based on a clear division between credit application and credit approval (four-eye principle). Because of the high volume of mortgage business, most transactions can be decided by internal authority. The internal decision-making pathways are short. The Central Credit Committee is responsible for supervising all credits transacted in respect of the applicable credit policy and compliance with the bank's relevant global instructions.

Most of the lending in the Financial Services sector relates to mortgage loans. These loans are secured on real estate. This real estate can be realised only if the borrower ultimately defaults.

In measurement of real estate, the applicable principle is that the market value must be equivalent to no more than the purchase price (lending base for funding). The market value is verified in all cases. In all cases, the market value is reviewed on the basis of own assessments, or on expert reports from representative architects, and always works from conservative values (land, buildings, rate of capitalisation, etc.). The measurement of individual real estate assets is done using a standardised procedure for market value estimates. In the owner-occupier homes sector (single-family house, privately owned flats), the bank uses actual values. Where there are special factors, such as properties for which there are only a few prospective buyers, the market values are corrected downwards. In the case of investment properties (apartment blocks and business premises), measurement is based in principle on the capitalised earnings value. The capitalisation rate is fixed according to the property-specific features (region, position, condition, rental structure, level of rental compared to surrounding area). In the case of investment properties, the real value is determined solely to assess whether it is reasonable. If a lower real value points to a clear

discrepancy between these two values, a combined value is determined, with the weighting of two to three times the capitalised earnings value and one or two times the real value. For commercial and industrial properties, measurement is also based on the capitalised earnings value. In sectors of higher risk, the capitalisation rate is increased.

#### Credit quality of outstanding mortgages and other customer receivables

The Financial Services sector uses a rating model with ten rating levels to support the credit rating decision. It takes qualitative and quantitative elements into consideration for customers who are required to keep accounts and their business-specific collateral. For business customers, the ratings of commercial credits are reviewed annually. In the mortgage business, a rating procedure is used that is based on the value of the loan. The credit review period in the mortgage business varies depending on the rating level, the amount of the commitment and the collateral received. The rating model ensures that the credit commitment is managed commensurate to the risk involved.

# Analysis of mortgages and other customer receivables

Breakdown of receivables by rating levels (type of collateral)

	Mortgage rece	ivables (part in %)	Other customer re	ceivables (part in %)		Total (cumulative)
Internal rating level	31.12.2019	31.12.2018	31.12.2019	31.12.2018	31.12.2019	31.12.2018
1	2.1	2.1	2.9	3.8	2.1	2.2
2	17.0	16.9	7.6	7.7	16.5	16.4
3	47.2	47.4	35.1	36.4	46.6	46.8
4	14.2	14.2	28.1	26.9	14.9	14.9
5	18.7	18.7	14.4	17.8	18.5	18.7
6	0.3	0.3	6.6	2.1	0.6	0.4
7	0.2	0.2	1.5	3.0	0.3	0.3
8	0.3	0.2	3.1	1.4	0.4	0.3
9	_	-	0.2	0.3	0.0	0.0
10	_	-	0.5	0.6	0.0	0.0
Total in %	100.0	100.0	100.0	100.0	100.0	100.0
Total in CHF million	38'322	36'997	2'091	2'020	40'413	39'017

The bank estimates that rating levels 1–5 correspond to an investment grade rating.

#### Lending margins

The Financial Services sector works on a secured basis for most of its credit business. More than 90 % of customer lending is granted on that basis, with the emphasis on mortgage lending. Credit allocation is based on conservative lending margins. In more than 90 % of the total mortgage business, the amount of the loan is less than 80 % of the prudently estimated market value. Current valuations of the properties to be mortgaged are part of each credit advance. Most of the corresponding collateral comes from the private housing sector, and is well diversified throughout Switzerland. In order to determine the sustained affordability, a technical interest rate corresponding to a long-term average interest rate is assumed for residential mortgages.

#### Identification of default risks

Commitments where there is an increased risk (limits exceeded, arrears of interest, etc.) are closely monitored and dealt with. Handling is done in principle by the account holding branch. Depending on the amount of the loan and the complexity of the credit item, the central credit committee will also be involved. The branches send monthly lists of exceeded limits and half-yearly credit risk lists with comments to head office. To assess the need for impairment where debts are at risk, the liquidation value (estimated realisable value) of the credit collateral is determined. The liquidation value is determined from a current internal or external market value estimate, based on a visit to the site. The usual value reductions, maintenance costs and liquidation expenses not yet incurred are deducted from the estimated market price.

#### Interbank business/trading business

The Financial Services sector controls counterparty and/or default risks on trading activities and interbank transactions by means of credit limits on each counterparty; these are also based primarily on the rating, in addition to other criteria. The relevant control figures for the credit risks are submitted to the Risk Council on a monthly basis for discussion.

#### **Risk concentration**

Under the Federal Banking Act, credit commitments that exceed 10% of the bank's equity must be reported to the supervisory authorities. In the reporting year, as in the previous year, there were no such reportable commitments.

The Financial Services sector is centred mainly on mortgages. For the bank, this results in a concentration of risk in the Swiss real estate market.

#### Market risks

Financial market risks are deemed to include mainly the risks and uncertainties of price fluctuations, including interest rate changes. Volatility changes, correlation modifications to the base products and derivatives can also be included, as well as possible changes to dividend payments. Above certain levels, trading liquidity can also have a corresponding impact on price formation, and thus alter the fluctuation risk. Market and trading risk is considerably affected by the behaviour of market operators.

#### (a) Interest rate risks

In the traditional core business of interest margin, interest rate changes can have a major impact on earnings. The Risk Office is responsible for the systematic measurement and monitoring of interest rate risk. The Risk Council is responsible for controlling interest rate risk based on these assessments and forecasts of future interest rate trends. Interest rate swaps are the principal means of controlling risk exposure.

The effects of interest rate changes on profit and loss are estimated using a dynamic income simulation, taking a number of different scenarios as a basis. In this case, the main scenario assumes a parallel shift of 1 % in the yield curve over twelve months.

According to this scenario, with a 1 % (100 basis points) rise in interest rates, the pre-tax earnings would have been CHF 138 million lower (31.12.2018: CHF 122 million). With a 1 % fall in interest rates, the pre-tax earnings would have been CHF 138 million higher (31.12.2018: CHF 122 million). Earnings reacted more sensitively to market interest rate changes in 2019 than in 2018, as the extent of interest rate-sensitive positions has increased.

## (b) Share price risks

Trading is centralised, and conducted by a team of specialists. A special software is used for systematic measuring, control and monitoring of market risks in the trading ledger. A limit structure restricts the risk exposure, which is assessed using the mark-to-market method. Scenario analyses are prepared periodically and earnings with profit and loss figures are recorded daily and communicated to the responsible competence parties.

To minimise the share price risk, share investments are subject to an appropriate level of diversification based on markets, securities and branches. Loss of value risks are reduced by analyses before the purchase and by the regular monitoring of the investments' performance and risks.

Share price risk is monitored using a simulation calculation. This represents the effects of changes in share prices on the income statement. With few exceptions, equity investments in the Financial Services sector are listed on the stock market.

If share prices had been 10% higher on 31 December 2019, earnings would have been CHF 0.09 million lower (31.12.2018 CHF 0.65 million higher). If share prices had been 10% lower on 31 December 2019, pre-tax earnings would have been CHF 0.09 million higher (31.12.2018: CHF 0.65 million lower).

Due to the reduced share portfolio, changes in share prices in 2019 had little impact on income, as was also the case in 2018.

#### (c) Foreign exchange risk

As a retail bank that operates exclusively within Switzerland, the Financial Services sector is only exposed to a low volume of foreign currency risk in its business activity. Relevant foreign currency items arise solely from security investments in foreign currencies, stocks of banknotes and private accounts held in euros.

The maximum permitted foreign currency exposure for each currency is set out in the organisational rules and/or in the relevant limits regulation. The Foreign Exchange and Money Market Trading Department is responsible for hedging foreign currency exposure on the market. The main hedging instruments used are forward exchange contracts.

Foreign currency exposure is calculated monthly by the Risk Office and transmitted to the Risk Council.

Calculation of foreign currency exposure is based on a hypothetical change in exchange rates relative to the holdings of financial instruments on the reporting date. It is assumed that the holdings on the reporting date are representative for the whole year.

# **Balance sheet by currency**

Foreign currency net exposure after

hedging

#### 31.12.2019

million	CHF	EUR	USD	GBP	Other	Total
Financial assets						
Cash and cash equivalents	5'031	182	11	19	91	5'334
Receivables due from banks	-	30	150	-	-	180
Mortgages and other customer receivables	40'265	118	29	0	0	40'413
Trade receivables	1	-	_	-	-	1
Other receivables	0	_	_	_	-	0
Other financial assets	499	287	47	_	0	832
Total financial assets	45'795	617	237	20	91	46'760
Financial liabilities						
Payables due to banks	-314	-51	-0	-0	-25	-390
Customer deposits and liabilities	-34'142	-958	-262	-22	-97	-35'482
Other financial liabilities	-4	_	_	_	-	-4
Trade payables	-0	_	_	_	-	-0
Other liabilities	-66	_	_	_	-	-66
Issued debt instruments	-6'530	_	_	_	-	-6'530
Total financial liabilities	-41'055	-1'009	-262	-22	-122	-42'471
Foreign currency net exposure before hedging	4'741	-392	-25	-3	-31	4'289
Foreign currency derivatives		380	-0	_	0	
Foreign currency net exposure after hedging		-12	-26	-3	-31	
31.12.2018						
million	CHF	EUR	USD	GBP	Other	Total
Total financial assets	43'545	560	248	19	90	44'462
Total financial liabilities	-39'038	-943	-267	-23	-118	-40'388
Foreign currency net exposure before hedging	4'507	-383	-19	-3	-28	4'074
Foreign currency derivatives		373	0	_	0	

# Results of the sensitivity analysis

If EUR had been 5% stronger against CHF on 31 December 2019, the pre-tax earnings would have been CHF 0.6 million lower (31.12.2018: CHF 0.5 million). If it had weakened by the same amount against CHF, the effect on the pre-tax earnings would have been the reverse.

-3

-10

If USD had been 5 % stronger against CHF on 31 December 2019, the pre-tax earnings would have been CHF 1.3 million lower (31.12.2018: CHF 1.0 million). If it had weakened by the same amount against CHF, the effect on the pre-tax earnings would have been the reverse.

Earnings reacted more sensitively to the change in prices in 2019 than in 2018 because foreign currency exposure increased.

# Liquidity risks

Liquidity risk includes both market liquidity risk and cash flow risk. The result of the latter is that an entity is not in a position to fulfil its financial obligations because of a lack of refinancing facilities.

The liquidity and/or refinancing situation in the short-term sector is controlled daily by central money trading. Medium-term and long-term aspects are analysed and monitored in Asset & Liability Management.

The Risk Council is advised of the current situation monthly as part of the balance sheet reporting procedure, and also receives evaluations and comparative data on the benchmarks to be maintained under banking legislation, submitted quarterly.

To ensure that there is adequate liquidity, the legislature has decreed minimum stipulations for short-term and medium-term liquidity. These minimum stipulations are constantly maintained.

# Compliance with liquidity requirements specified by the banking legislation

		Short-term liquidity	Medium-term liquidity		
CHF million	31.12.2019	31.12.2018	31.12.2019	31.12.2018	
Creditable liquidity	4'943	4'005	4'938	4'177	
Required liquidity	236	215	3'475	3'094	
Excess liquidity	4'707	3'790	1'463	1'083	
Degree of compliance	2'094.5 %	1'862.8%	142.1 %	135.0 %	

#### 4.2.4 Capital risk management in the Financial Services sector

In the Financial Services sector, capital risk management is oriented primarily to the equity rules under the banking legislation. These define a minimum ratio between risk-weighted assets and eligible own funds. Additional own funds are required for contingent liabilities and market risks incurred.

# Capital adequacy requirements of the Financial Services sector

CHF million	31.12.2019	31.12.2018
Capital resources required and creditable as per the banking legislation		
Credit risks	1'362	1'394
Market risks	45	37
Risks not related to counterparties	10	51
Operating risks	94	91
Total capital resources required	1'510	1'573
Equity as per Swiss GAAP FER	4'080	3'870
Corrections due to banking legislation <sup>1</sup>	-82	-83
Creditable capital resources as per the banking legislation	3'998	3'787
Excess creditable capital resources	2'488	2'214
Excess in % of required resources	164.7	140.8

<sup>&</sup>lt;sup>1</sup> The difference between equity recognised under Swiss GAAP FER and eligible capital resources under the Banking Act results primarily from the different accounting treatment of debt instruments as part of the other financial assets as well as expected distribution of profits.

# 5. Critical accounting estimates and judgements

Estimates and judgements are continually evaluated and are based on historical experiences and other factors, as well as future expectations that appear reasonable under the particular circumstances.

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below. There is also an explanation of the accounting principles that might have a significant impact on the Group financial statements because of the Management's assessment.

#### (a) Fair values of other financial assets and financial instruments

The fair value of other financial assets and financial instruments that are not traded in an active market (e.g. non-listed equity instruments and derivatives traded "over the counter") is determined by using valuation techniques. This means making assumptions that rely on observable market data. The discounted cash flow method (DCF) was used to determine the fair value of a number of unlisted current asset securities. The DCF calculation is based on Bloomberg yield curves, taking into account the relevant parameters (rating, maturity, etc.).

#### (b) Impairment of fixed asset securities

Migros Group follows the guidelines of Swiss GAAP FER 20 to determine whether there is an impairment that is not of a temporary nature. To determine an impairment, the Management draws on a number of factors in its assessment, such as time development, scope of the impairment, branch, technological environment, development of credit default swap spreads, and so on. This procedure is thus based on significant estimates that involve some uncertainty. In both the reporting year and the previous year, fixed asset securities were impaired. See Note 7 Net income from the financial services business and Note 13 Finance income and cost.

# (c) Useful lives of fixed assets

The useful lives of fixed assets are defined on the basis of current technical conditions and past experiences. However, the actual useful lives can vary from those originally determined, as a result of technological change and market conditions. Where variations from the useful lives as originally defined do occur, these are adjusted.

# (d) Impairment of fixed assets and intangible assets

The recoverability of fixed assets, intangible assets and other non-current assets is always reviewed when there is specific evidence that the carrying amounts have been overstated. Recoverability is determined on the basis of management estimates and assumptions regarding the future benefit to be derived from these assets. The values actually arrived at may differ from these estimates. In connection with investment projects, uncertainties as regards cost overruns and income targets can exist. See also Note 26 Fixed assets and Note 27 Intangible assets.

#### (e) Income tax expense

As the Group is liable to pay tax in various countries and cantons, some estimated figures must be used for calculating provisions for taxation. Consequently, differences between the actual results and assumptions made by the Management can affect future tax expenditure and tax refunds. Based on appropriate estimates, provisions for taxation are made for obligations whose cost and likelihood of occurrence cannot be determined with certainty.

#### (f) Deferred income tax assets

Deferred income tax assets on unused loss carry forwards are recognised when it is probable that there will be future profits available to offset these loss carry forwards against tax. The assessment of recoverability of the recognised deferred income tax assets is based on assumptions regarding future realisable fiscal gains.

# 6. Segment reporting

Segment reporting contains information about the business segments, as well as additional details about the Group split into different regions.

## 6.1 Determination of operating segments

The operating segments of Migros Group are determined based on the organisational units internally reported to the Executive Board of the Federation of Migros Cooperatives as the chief operating decision maker responsible for all segments. For the purpose of internal reporting, Migros Group is divided into five strategic business units that, because of their key role, are reportable operating segments. Other activities that are not assigned to these strategic business units but that support the Group as a whole are generally independent operating segments. As such activities on their own are not large enough to be shown as an individual segment, they are grouped together under the Others segment. This results in the following six business segments differing by the products and services they produce or offer:

#### - Cooperative Retailing:

All activities of the Migros Cooperatives and their subsidiaries in Switzerland and abroad (supermarkets and hypermarkets including the Tegut Group, wholesale, catering, specialist markets, leisure, health services, Club Schools), services of logistics companies of the Group (transport of goods, central warehouse) and services provided by the Federation of Migros Cooperatives (central purchasing, Migros Media, etc.) including all commitments of Migros Group relating to Migros Culture Percentage.

#### - Commerce:

Sale of goods and rendering of services by Denner (discount retailer), Globus (department stores, men's and ladies' wear), Gries Deco (home accessories)\*, Digitec Galaxus and Le Shop, Ex Libris (entertainment media), m-way (electromobility)\*, Migrol and Swisstherm (heating/fuel oils and heat supply) and migrolino (convenience stores).

# - Industry & Wholesaling:

Production and sale of goods by Migros Industry companies within and outside of the Group as well as by the wholesale business Saviva.

## - Financial Services:

Services provided by Migros Bank in the Financial Services sector as well as by its subsidiaries (leasing, real estate management).

#### - Travel

Organisation and provision of tour operator, travel agent and other related tourist services through the Hotelplan Group.

#### Others

Business activities of Liegenschaften-Betrieb AG (property management).

<sup>\*</sup> up to the time of disposal

# 6.2 Information about operating segments

The internal reporting is completely based on the measurement methods used for the Swiss GAAP FER Group financial statements, according to Note 3.

The performance of the segments is, in particular, evaluated based on the result before finance income and income taxes. This also applies to the segment Financial Services because the income and expenses from the financial services business also constitute part of the operational activities and thus of the operating result before finance income. Transactions between the segments are generally based on market prices.

As regards segment assets and segment liabilities, the segment Financial Services differs from the other five operating segments, which together form the Retail and Industry sector of Migros Group. Whereas for the segment Financial Services the internal reporting focuses on total assets and total liabilities, the other segments only show net amounts under assets and liabilities, containing only certain asset and liability items. These net amounts for the segment assets (Net Operating Assets) include inventories, investment property, fixed assets, intangible assets as well as trade receivables and trade payables. The net amount for segment debt (net borrowing) is the difference between interest-bearing liabilities and financial assets realisable at short notice.

The definition of segment investments applies to all business segments and shows in each case the investments in long-term assets, including investment property, fixed assets as well as intangible assets.

In the reporting year, as in the previous year, other expenditure and income not affecting liquidity includes, in particular, provisions created or written back not affecting liquidity.

# Information by operating segment

2019 CHF million	Cooperative Retailing	Commerce	Industry & Wholesaling	Financial Services	Travel	Others	Total seg- ments	Reconci- liation <sup>1</sup>	Total Migros Group
				1	1		,		-
Income									
→ from third parties	16'724	8'091	1'841	788	1'193	44	28'683	-	28'683
→ from other segments	612	42	4'117	2	0	74	4'848	-4'848	-
Total income	17'336	8'134	5'959	790	1'193	118	33'530	-4'848	28'683
Operating profit	295	-570	115	314	1	40	195	6	201
Segment assets	10'660	1'617	2'393	46'917	64	671	62'321	6'081	68'402
Segment liabilities <sup>2</sup>	-904	1'016	575	42'836	42	457	44'023	5'598	49'621
Other information									
Investments	1'038	162	275	17	5	77	1'574	-	1'574
Depreciation, amortisation	901	172	208	28	17	40	1'367	-	1'367
Impairment <sup>3</sup>	149	3	26	16	-	-	193	-	193
Reversal of impairment <sup>3</sup>	-6	-8	-4	-6	-	-	-24	-	-24
Other expenditure (income) not affecting liquidity	86	9	-1	3	0	0	96	-	96

2018 CHF million	Cooperative Retailing	Commerce	Industry & Wholesaling	Financial Services	Travel	Others	Total seg- ments	Reconci- liation¹	Total Migros Group
Income									
→ from third parties	16'664	7'931	1'760	783	1'266	50	28'453	_	28'453
→ from other segments	610	39	4'156	2	0	130	4'937	-4'937	_
Total income	17'273	7'970	5'916	785	1'267	180	33'390	-4'937	28'453
Operating profit	363	-152	132	291	-3	99	729	-79	651
Segment assets	10'680	1'995	2'366	44'638	87	631	60'397	6'204	66'601
Segment liabilities <sup>2</sup>	-339	1'493	477	40'765	46	390	42'833	5'351	48'184
Other information									
Investments	1'025	181	207	17	5	80	1'516	-	1'516
Depreciation, amortisation	850	189	200	31	25	38	1'333	-	1'333
Impairment <sup>3</sup>	31	94	18	15	-	-	158	-	158
Reversal of impairment <sup>3</sup>	-0	-1	-3	-6	-	-	-10	-	-10
Other expenditure (income) not affecting liquidity	36	9	3	4	1	0	53	-	53

<sup>&</sup>lt;sup>1</sup> The reconciliation includes the elimination of connections between segments. The reconciliation only contains further items (see below overview) under segment assets and segment liabilities.

<sup>&</sup>lt;sup>2</sup> In the segments of the Retail and Industry sector, segment liabilities represent a net value between the interest-bearing loan capital and other financial assets realisable at short notice. A negative value of this net amount means that the other financial assets realisable at short notice exceed the interest-bearing loan capital.

<sup>&</sup>lt;sup>3</sup> Incl. impairments and reversals of impairments on receivables and other financial assets of the Financial Services segment.

# Reconciliation from segment to group statement

# Reconciliation of profit

CHF million	2019	2018
Operating profit Total segments	195	729
Eliminations	6	-79
Operating profit Migros Group	201	651
Financial profit	-22	-38
Profit before income tax Migros Group	179	612

## **Reconciliation of assets**

CHF million	2019	2018
Total segment assets	62'321	60'397
Trade payables	1'590	1'763
Non-operative assets	10'750	11'046
Eliminations	-6'259	-6'605
Total assets Migros Group	68'402	66'601

# **Reconciliation of liabilities**

CHF million	2019	2018
Total as week that Wales	441000	42'833
Total segment liabilities	44'023	42 833
Other financial assets realisable at short notice	4'248	3'990
Non-interest-bearing liabilities	4'605	4'884
Eliminations	-3'255	-3'523
Total liabilities Migros Group	49'621	48'184

# 6.3 Information by region

Migros Group operates mainly in Switzerland and in some countries abroad. Income and assets are allocated to the regions of Switzerland and Other countries depending on the location of the sites producing the goods and rendering the services. The region Switzerland consequently contains all activities of the Swiss Migros companies, including their export business to other countries. The region Other countries contains all activities of the foreign companies of Migros Group. These consist mainly of companies in Germany, England, France and North America. The shown long-term assets include investment property, fixed assets as well as intangible assets held at the respective balance sheet date.

# Information by region

			2019			2018
CHF million	Switzerland	Other countries	Total	Switzerland	Other countries	Total
Total income from third parties	25'788	2'894	28'683	25'470	2'984	28'453
Long-term assets	13'051	434	13'485	13'157	722	13'879

# Explanations to the income statement

# 7. Net income from the financial services business

CHF million	2019	2018
Interest income		
Cash and cash equivalents	-5	1
Receivables due from banks	4	3
Mortgages and other customer receivables	603	603
Fixed asset securities	5	8
Total interest income	607	615
Interest expense		
Payables due to banks	2	-11
Customer deposits and liabilities	-26	-33
Issued debt instruments	-87	-95
Total interest expense	-111	-139
Impairments on credit business¹		
Receivables due from banks	-	-
Mortgage receivables	-3	-3
Other customer receivables	-13	-12
Total Impairments on credit business	-16	-15
Reversals of impairments on credit business <sup>1</sup>		
Receivables due from banks	-	-
Mortgage receivables	1	1
Other customer receivables	5	5
Total reversal of impairments on credit business	6	6
Net interest income	486	467
Commission income		
Mortgages and other customer receivables	6	5
Securities and investment business	72	69
Income from other services	40	41
Total commission income	117	116
Commission expense	-15	-14
Net commission income	102	102
Income from other financial assets		
Profit (loss) on current asset securities	6	-1
Profit (loss) on fixed asset securities	_	-0
Impairment on fixed asset securities	_	_
Reversal of impairments on fixed asset securities	_	_
Dividend income on fixed asset securities	5	13
Currency translation differences, net	34	35
Income from other financial assets	45	46
Total profit from the financial services business	633	615
Disclosed in the financial statements of the Migros Group under:		
Income of financial services business	769	777
Expenses of financial services business	<b>–136</b>	-162
Total profit from financial services business	633	615

<sup>&</sup>lt;sup>1</sup> Of mortgages and other customer receivables and receivables due from banks.

Despite the higher balance sheet total, the continuing fall in interest rates and the introduction of negative interest rates led to lower interest income. The sharp fall in interest expense in the reporting year resulted in a slight improvement in net interest income compared to the previous year. Impairments and reversals of impairments fall within a long-term variation range.

# 8. Other operating income

CHF million	2019	2018
Income from advertising services	56	47
Internally generated assets (fixed and intangible)	26	31
Revenue from the disposal of		
	42	21
→ Fixed assets	155	10
→ Intangible assets	-	-
→ Investments	0	2
Other operating income	295	281
Total other operating income	574	392

Revenue from the disposal of investment property and fixed assets has increased compared to the previous year as a result of real estate sales.

Other operating income includes income from regular sidelines, such as franchising and insurance management. This income includes government grants amounting to CHF 6 million (2018: CHF 4 million). Other forms of government grants directly benefiting Migros Group amount to CHF 1 million (2018: CHF 1 million). No outstanding conditions and other income uncertainties in connection with government grants shown in the accounts existed at the respective balance sheet date.

# 9. Cost of goods and services sold

CHF million	2019	2018
Cost of goods and services sold	16'334	16'330
Inventory change	36	27
Total cost of goods and services sold	16'370	16'356

Cost of goods and services sold include government grants in favour of Migros Industry (mainly in the form of customs duty refunds, export subsidies, milk refunds, other subsidies) totalling CHF 16 million (2018: CHF 20 million) shown as a reduction of costs. No other forms of government grants directly benefiting Migros Group existed at the respective balance sheet date. No outstanding conditions and other income uncertainties in connection with government grants shown in the accounts existed at the respective balance sheet date.

# 10. Personnel expenses

CHF million	Notes	2019	2018
Wages and salaries		4'713	4'714
Pension costs	33	493	482
Social insurance and other social security benefits		575	572
Other personnel expenses		271	254
Total personnel expenses		6'052	6'022

In agreement with the social partners, Migros companies granted salary increases – individually and performance-related – of between  $0.5\,\%$  and  $1.0\,\%$  in 2019.

Included among other personnel expenses are expenses for long-service awards and further training of employees.

Personnel expenses include government grants totalling CHF 0.0 million (2018: CHF 0.3 million) shown as a reduction of costs.

# 11. Depreciation and amortisation

CHF million	Notes	2019	2018
Investment property	25		
→ Ongoing depreciation & amortisation	-	8	7
→ Impairments		_	-
→ Reversal of impairments		_	-
Total depreciation & amortisation investment property		8	7
Fixed assets	26		
→ Ongoing depreciation & amortisation		1'198	1'171
→ Impairments		139	121
→ Reversal of impairments		-6	-0
Total depreciation & amortisation fixed assets		1'331	1'292
Intangible assets	27		
→ Ongoing depreciation & amortisation	•	162	155
→ Impairments		31	13
→ Reversal of impairments		_	-
Total depreciation & amortisation intangible assets		193	169
Other Assets			
→ Ongoing depreciation & amortisation		_	_
→ Impairments		0	-
→ Reversal of impairments		_	-
Total depreciation & amortisation other assets		0	_
Total depreciation & amortisation			
→ Ongoing depreciation & amortisation		1'367	1'333
→ Impairments		170	134
→ Reversal of impairments		-6	-0
Total depreciation & amortisation		1'531	1'468

# 12. Other operating expenses

CHF million	2019	2018
Rental and building-lease cost	875	866
Losses from the disposal of		
Investment property	_	0
→ Fixed assets	8	3
Intangible assets	0	0
→ Investments	485	3
Maintenance	447	450
Energy and consumables	525	518
Advertising	607	658
Administration	427	392
Other operating expenses	1'017	904
Total other operating expenses	4'393	3'794

Other operating expenses include costs of services relating to IT, logistics and transportation, as well as levies, fees, property and capital taxes. The change in losses from the disposal of investments compared with the previous year is linked to the sale of companies in the reporting year.

# 13. Finance income and cost

CHF million	2019	2018
Finance income		
Interest income		
Cash and cash equivalents	3	3
Receivables due from banks	0	0
Fixed asset securities	4	5
Loans	3	3
Other interest income	1	1
Total interest income	12	12
Profit from other financial assets		
Profit / (loss) on current asset securities	14	-9
Profit / (loss) on fixed asset securities	0	0
Dividend income on fixed asset securities	2	2
Currency translation differences, net		-6
Total profit from other financial assets	6	-13
Reversal of impairments on fixed asset securities and receivables due from banks fixed asset securities	0	0
Loans	0	
Receivables due from banks	_	
Total reversal of impairments on fixed asset securities and receivables due from banks	0	0
Impairments on fixed asset securities and receivables due from banks  Fixed asset securities	-1	-1
Loans	-5	-1
Receivables due from banks	_	_
Debt waiver of receivables	-0	-1
Total impairments on fixed asset securities and receivables due from banks	-6	-2
Total finance income	12	-3
Finance costs		
Interest expense		
Payables due to banks	-4	-5
Issued debt instruments	2	_
Other financial liabilities	1	1
Finance leasing	-9	-7
Provisions: present value adjustments	-0	-0
Other interest expense	-14	-16
Total interest expense	-25	-27
Other finance costs	-8	-9
Total finance costs	-34	-36
	-07	- 50

# 14. Income tax expense

CHF million	2019	2018
Current income tax expense	156	178
Current income tax expense of previous years	-2	-7
Total current income taxes	154	172
Deferred income tax expense/(income)	-170	-33
Changes to income tax rates	<b>–138</b>	-2
Total deferred income taxes	<b>–309</b>	-35
Tabal in assess have average	455	107
Total income tax expense	-155	137

#### Reconciliation of expected and effective income tax expense

CHF million	2019	2018
Profit before income tax	179	612
Weighted average tax rate in	19.7 %	20.7 %
Expected income tax expense	35	127
Reasons for increase / decrease		
→ Non-tax-deductible expenses	2	7
→ Tax-exempted income (incl. income from investments)	-52	-41
	-19	-2
→ Non-capitalisation of deferred income tax assets on period losses	20	50
→ Non-deductible depreciation/impairments of goodwill	10	11
→ Tax on gains from disposal of properties (Zurich model)	-	-
→ Changes to tax rates	-138	-2
☐ Income tax expense of previous years	-2	-7
→ Other effects	-11	-7
Total effective income tax expense	-155	137
Effective income tax rate	-86.5 %	22.4 %

In 2019, the expected income tax expense deviated by CHF + 191 million (previous year: CHF -10 million) from the actual income tax expense. The reduction in the weighted Group tax rate from 20.7 % to 19.7 % is due to the adoption of the Federal Act on Tax Reform and OASI Funding of 19 May 2019, which resulted in an increase in income of CHF 138 million.

#### Development of the deferred tax liabilities (net)

CHF million		2018
As per 1 January	1'290	1'316
Changes to the scope of consolidation	90	8
Recorded through profit and loss	-309	-35
Currency translation differences	2	1
As per 31 December (net)	1'074	1'290

# The deferred tax liabilities/assets shown in the Group balance sheet are made up of the following items:

	Deferred in	Deferred income tax assets		Deferred income tax liabilities	
CHF million	31.12.2019	31.12.2018	31.12.2019	31.12.2018	
Reasons for deferred income tax					
Cash and cash equivalents	-	-	-	-	
Receivables	0	1	7	8	
Inventories	0	0	87	119	
Fixed assets	4	9	591	668	
Intangible assets	6	4	45	63	
Other financial assets	0	0	168	115	
Tax losses carry forwards	401	306	-	-	
Other assets	1	0	1	1	
Liabilities from employee benefits	1	1	136	136	
Financial liabilities	33	22	0	0	
Other liabilities	2	4	355	392	
Total	447	348	1'392	1'502	
Valuation allowance	-129	-136			
Netting	-78	-94	-78	-94	
Total deferred income tax in balance sheet	240	118	1'314	1'409	

The deferred income tax liabilities on other liabilities mainly derive from the different treatment of the flat-rate allowances in the financial services business under banking legislation and Swiss GAAP FER.

Deferred income tax assets and liabilities are offset against each other, provided it is permitted to offset current tax refunds against due income tax liabilities and where the income tax refers to the same tax subject.

Deferred income tax liabilities related to undistributed profit of group companies are not taken into consideration, as dividend payments originating mainly from Swiss companies are subject to participation deduction.

# List of unused tax loss carry forwards for which no deferred income tax assets have been recognised:

CHF million	31.12.2019	31.12.2018
Maturity in 1 year	1	22
Maturity in 2 years	16	18
Maturity in 3 years	23	38
Maturity in 4 years	15	45
Maturity in 5 years	108	13
Maturity after 6 years	241	258
No maturity	169	195
Total of unused tax loss carry forwards	572	590

Income tax effects on tax losses carried forward can only be taken into consideration if adequate taxable results can be produced in future against which the tax loss carry forwards can be offset. The evaluation of whether tax effects can be capitalised depends on the expected development of the business and the existence of tax savings options. The decrease in unused tax loss carry forwards on which no deferred income tax assets were applied was due to the reassessment of recognised tax loss carry forwards. The ability to use these loss carry forwards must be assessed every year.

## 15. Expenditure for cultural, social and economic policy purposes

Funding provided by Migros Culture Percentage is a voluntary commitment by Migros in the areas of culture, society, education, leisure and the economy. With its institutions, projects and activities, Migros makes culture and education broadly accessible to the population. The following funding is provided for the different areas:

CHF million	2019	2018
Outhors	00	00
Culture	26	30
Education / training	63	62
Social	7	7
Leisure and sport	12	10
Economic policy	3	4
Administration	6	6
Total expenditure for cultural, social and economic policy purposes	118	120

The financing of this item of expenditure is specified in the statutes and rules of the Cooperatives (incl. the FMC). The Cooperatives have undertaken to spend at least 0.5 % (FMC 0.33 %) of their retail sales – over a four-year average – on cultural, social and economic policy purposes. Some of the funds are, for instance, used to support the Club Schools. This expenditure is included in the operating costs. According to Swiss GAAP FER, shortfalls within the four-year period do not qualify as obligations and excess expenditure does not qualify as an asset.

Provisions are thus only made for performance obligations towards third parties existing at the balance sheet date. Compliance with the stipulations of the statutes and rules is thus verified by the calculation of the so-called "Culture Percentage reserve". The calculation highlights any shortfalls in Culture Percentage expenditure that has to be made up over the coming years.

#### **Culture Percentage reserve**

CHF million	2019	2018
Minimum expenditure required	112	113
Incurred expenditure	118	120
Excess/(shortfall) in expenditure for the financial year	5	7
Excess/(shortfall) in expenditure for 4-year period	31	33
Culture Percentage reserve as per 31 December	_	_

In the 2019 financial year, Migros Group's expenditure relating to the Culture Percentage exceeded the minimum specified in the charter by CHF 5 million. No Culture Percentage reserve was set up in 2019.

The Culture Percentage reserve is part of retained earnings.

# 16. Discontinued operations

In June 2019, the Federation of Migros Cooperatives announced that it was seeking new owners for Magazine zum Globus AG. The group of buyers, a joint venture between SIGNA and Central Group, was revealed in a press release on 4 February 2020. The sale is to be completed by mid-2020. Further details on the transaction can be found in Note 41.

The Interio brand will also be given up. The Austrian XXXLutz Group will acquire six Interio stores during the course of 2020. As far as the remaining stores are concerned, Migros is either negotiating with potential new tenants or is seeking further solutions. The effects of this decision in accounting terms are taken into account in the financial statements for 2019.

# Explanations to the balance sheet

# 17. Cash and cash equivalents

CHF million	31.12.2019	31.12.2018
Petty cash/postal accounts/bank accounts	7'557	6'935
Fixed-term deposits with an original maximum maturity of 90 days	57	103
Total cash and cash equivalents	7'614	7'039

# 18. Mortgages and other customer receivables

CHF million	31.12.2019	31.12.2018
By type of engagement		
Mortgages		
→ Residential property	35'466	33'999
→ Office and commercial property	2'244	1'247
→ Manufacturing and industry property	527	1'646
→ Other mortgages	100	117
Other customer receivables	2'102	2'051
Total mortgages and other customer receivables (gross)	40'440	39'060
Provision for impairment	-48	-50
Total mortgages and other customer receivables	40'392	39'010
By type of collateral		
Mortgages	38'412	37'065
Securities	_	-
Sureties or other collateral	83	145
Unsecured	1'944	1'849
Total mortgages and other customer receivables (gross)	40'440	39'060
Provision for impairment	-48	-50
Total mortgages and other customer receivables	40'392	39'010

The sustained demand for real estate loans resulted in an increase in mortgages and customer receivables by CHF 1.4 billion.

#### Changes to the provision for impairment

	2019				2018	
CHF million	Mortgages	Customer receivables	Total	Mortgages	Customer receivables	Total
As per 1 January	11	39	50	11	45	57
Changes to the scope of consolidation	-	-	-	_	-	-
Impairments	3	13	16	3	12	15
Reversals of impairments	-1	-5	-6	-1	-5	-6
Disposals/Reclassifications	2	-14	-12	-2	-14	-16
Currency translation differences	-	-	-	_	_	_
As per 31 December	15	33	48	11	39	50

The mortgage business of the financial services business is mainly secured and in the Swiss real estate market.

Impairments and reversals of impairments in the credit business are subject to greater fluctuations from one year to the next. As a long-term average, impairments and reversals of impairments are in line with what is normal in the sector.

CHF million	31.12.2019	31.12.2018
Mortgages pledged to mortgage bond bank	8'391	8'202
Loans from mortgage bond bank	5'716	5'485

#### 19. Trade receivables and other receivables

CHF million	31.12.2019	31.12.2018
Receivables of goods and services sold	890	863
Other receivables	236	294
Total receivables of goods and services sold and other receivables (gross)	1'126	1'157
Provision for impairment	-37	-27
Total receivables of goods and services sold and other receivables	1'089	1'130

Other receivables include VAT refund claims, tax credits, receivables from credit card companies and security deposits.

#### Changes to the provision for impairment

IF million		2018	
As per 1 January	-27	-27	
Changes to the scope of consolidation	0	1	
Impairments	-14	-6	
Reversals of impairments	3	3	
Disposals	1	2	
Currency translation differences	0	0	
As per 31 December	-37	-27	
Pledged receivables	-	-	

The formation and release through profit and loss of impairments of trade receivables and other receivables are recognised and reported in other operating expenses.

## 20. Inventories

CHF million	31.12.2019	31.12.2018
Raw materials and consumables	483	487
Work in process	78	67
Finished products	307	314
Goods for resale	1'994	2'138
Compulsory stocks	27	26
Total inventories (gross)	2'888	3'032
Provision for impairment	-261	-247
Total inventories	2'627	2'785
Pledged inventories	_	_

The level of inventories has fallen as a result of lower volumes of goods for resale following the sale of Depot Group. For raw materials and consumables, impairments have risen slightly compared with the previous year.

# 21. Other financial assets

CHF million	Derivative financial instruments for trading portfolio	Current asset securities	Fixed asset securities	Loans	Total
Notes	24	22	23		
As per 1 January 2019	15	290	897	190	1'392
Changes to the scope of consolidation	-0	0	-0	1	1
Additions	_	16	21	168	205
Fair value gains / (losses) through profit and loss	56	16	-0	-2	69
Reclassifications	_	_	_	-	-
Disposals	-59	-2	-42	-152	-255
Currency translation differences	-0	-0	-0	-0	-0
As per 31 December 2019	12	320	876	204	1'412
Accumulated provision for impairment  As per 1 January 2019			-4	-4	-8
Changes to the scope of consolidation			<u>-</u>	0	0
Impairments	<u>-</u>		-1	-5	-6
Reversals of impairments		<del>-</del>	0	0	0
Reclassifications			-	-	_
Disposals			0	2	2
Currency translation differences			-	0	0
As per 31 December 2019			-4	-7	-11
Balance sheet value					
1 January 2019	15	290	894	186	1'384
31 December 2019	12	320	872	197	1'401
Additional information about financial instruments					
Pledged financial assets	_	_	_	-	_

Further details on the amounts of the other financial assets disclosed can be found in Notes 22 to 24. Further details on the other financial assets' effects on net income are included in Note 7 Net income from financial services business and Note 13 Finance income and cost.

CHF million	Derivative financial instruments for trading portfolio	Current asset securities	Fixed asset securities	Loans	Total
Notes	24	22	23		
As per 1 January 2018	4	365	1'028	195	1'592
Changes to the scope of consolidation	_	0	0	1	1
Additions	_	5	28	111	143
Fair value gains / (losses) through profit and loss	53	-12	0	-2	39
Reclassifications	_	_	_	_	_
Disposals	-43	-67	-159	-115	-384
Currency translation differences	-0	0	-0	-0	-0
As per 31 December 2018	15	290	897	190	1'392
Changes to the scope of consolidation Impairments			_ _1	_ _1	-2
Accumulated provision for impairment As per 1 January 2018			-3	-4	-7
Impairments			-1	-1	-2
Reversals of impairments		<u>-</u>	0	0	0
Reclassifications			-	-	-
Disposals			0	0	0
Currency translation differences				-0	-0
As per 31 December 2018			-4	-4	-8
Balance sheet value					
1 January 2018	4	365	1'025	191	1'586
31 December 2018	15	290	894	186	1'384
Additional information about financial instruments					
Pledged financial assets	_	_	_	_	_

## 22. Current asset securities

CHF million	31.12.2019	31.12.2018
Debt instruments		
Listed on stock exchanges	_	_
Not listed	2	4
Total debt instruments	2	4
Equity instruments		
Listed on stock exchanges	316	284
Not listed	1	2
Total equity instruments	318	286
Total current asset securities	320	290

The increase in listed equity instruments is mainly linked to the operating needs of asset management at Migros Bank.

# 23. Fixed asset securities

CHF million	31.12.2019	31.12.2018
Debt instruments		
Listed on stock exchanges	661	675
Not listed	57	72
Total debt instruments	717	747
Equity instruments		
Listed on stock exchanges	16	14
Not listed	143	136
Total equity instruments	159	150
Total fixed asset securities (gross)	876	897
Provision for impairment	-4	-4
Total fixed asset securities	872	894

Debt instruments falling into the fixed asset securities category were reduced further through the decision not to reinvest after maturity of securities.

#### 24. Derivative financial instruments

	31.12.2019					
_	Repla	acement values	Contract —	Replacement values		
CHF million	positive	negative	volume	positive	negative	Contract volume
Derivative financial instruments recognised						
Trading portfolio						
Interest instruments	-	-	-	_	-	-
Foreign currency instruments	12	7	1'374	15	5	1'641
Commodity hedging	_	_	_	0	_	1
Equity instruments	_	_	_	_	_	-
Total derivative financial instruments recognised	12	7	1'374	15	5	1'641
Derivative financial instruments not recognised						
Held for cash flow hedge						
Interest instruments	_	_	-	_	_	_
Foreign currency instruments	12	21	1'562	9	11	1'326
Commodity hedging	0		2	-	-	_
Held for Fair Value Hedge						
Interest instruments	_	124	3'300	-	48	2'800
Derivative financial instruments concluded in connection with related parties						
Foreign currency instruments - related counterparty <sup>1</sup>	8	140	10'368	74	62	10'323
Foreign currency instruments - third party counterparty¹	140	8	10'368	62	74	10'323
Total derivative financial instruments not recognised	160	293	25'601	145	196	24'772
Total derivative financial instruments	172	300	26'975	159	201	26'413

<sup>&</sup>lt;sup>1</sup> Foreign currency hedge contracts concluded between the Federation of Migros Cooperatives and the Migros Pension Fund with full risk tranfer to a third party.

The derivative financial instruments purchased by Migros Group as part of the hedging strategy, and which meet the hedge accounting criteria, are not reported in the balance sheet but instead only recognised upon maturity. Only fair value hedges and hedging instruments that do not meet or no longer meet the hedge accounting criteria are reported in the balance sheet.

The volume of foreign currency hedges recognised in the balance sheet (fair value hedges) has decreased as a result of the reduction in balance sheet items in foreign currencies for hedging.

With regard to company acquisitions, Migros Group has the option to acquire further shares. At the same time, the counterparties are given the right to sell. The prices of these buying and selling rights usually correspond to the fair value at the time they are executed. They are therefore not reported in the balance sheet.

# 25. Investment property

CHF million	2019	2018
Acquisition costs		
As per 1 January	526	534
Changes to the scope of consolidation	-	_
Additions from		
→ acquisitions	2	10
→ capitalised costs	0	_
Reclassifications from/to fixed assets	-32	20
Disposals	-102	-38
Currency translation differences	-0	-0
As per 31 December	394	526
Accumulated depreciation and impairment provision		
As per 1 January	-171	-172
Changes to the scope of consolidation	-	_
Depreciation	-8	-7
Impairments	_	-
Reversal of impairments	_	-
Reclassifications	-7	-15
Disposals	35	23
Currency translation differences	0	0
As per 31 December	-151	-171
Balance sheet value		
1 January	355	362
31 December	243	355
Additional information about investment property		
Undeveloped plots of land recognised as investment property		
→ Acquisition costs	96	120
→ Accumulated impairment provision	-6	-7
Investment property - finance lease	-	-
Rental income from investment property	-18	-18
Maintenance and operating costs for investment properties generating rental income during the period	8	8
Maintenance and operating costs for investment properties not generating rental income during the period	4	2
Existence and extent of restrictions with regard to sale	4	4

# 26. Fixed assets

CHF million	Undeveloped land	Land & buildings	Plant, machinery & equipment	Other fixed assets	Assets under construction	Total
Acquisition costs						
As per 1 January 2019	84	12'892	13'367	2'092	674	29'109
Changes to the scope of consolidation	_	-79	-139	-102	-0	-321
Additions from	•	•				
→ acquisitions	-	460	513	117	311	1'400
→ capitalised costs	-	_	1	0	9	11
Reclassifications						
→ within fixed assets	_	88	135	26	-250	-
→ from/to investment property	-	29	2	0	1	32
Disposals	_	-337	-501	-138	-14	-990
Currency translation differences	-0	-17	-19	-6	-0	-42
As per 31 December 2019	84	13'037	13'360	1'988	731	29'200
Accumulated depreciation and impairment provision						
As per 1 January 2019	-6	-5'890	-8'939	-1'491	-2	-16'328
Changes to the scope of consolidation	_	19	80	68	_	167
Depreciation	_	-306	-742	-150	-0	-1'198
Impairments	_	-59	-71	-9	-0	-139
Reversal of impairments	_	3	3	0	-	6
Reclassifications	•					
→ within fixed assets	-	-0	1	-0	-0	-
→ from/to investment property	-	8	-0	0	-	7
Disposals	_	201	476	133	0	810
Currency translation differences	_	7	11	4	-0	22
As per 31 December 2019	-6	-6'017	-9'182	-1'445	-3	-16'652
Balance sheet value						
1 January 2019	79	7'003	4'428	600	672	12'781
31 December 2019	79	7'020	4'178	543	728	12'547
Additional information about fixed assets						
Fixed assets – finance leasing	_	127	1	0	-	128
Pledged or restricted title of fixed assets	_	628	0	_	-	629
Contractual obligation to purchase, construct and maintain fixed assets	-	10	17	1	276	304
Reimbursements/compensation received from third parties	-	_	_	_	_	_

Impairments carried out in 2019 mainly affect the segment Cooperative Retailing (in the amount of CHF 125 million), following a failure to meet anticipated earnings.

In 2019, Migros Group received government grants for fixed assets of CHF 2 million (2018: CHF 6 million), which were deducted directly from the acquisition costs of the assets concerned.

CHF million	Undeveloped land	Land & buildings	Plant, machinery & equipment	Other fixed assets	Assets under construction	Total
Acquisition costs						
As per 1 January 2018	76	12'732	13'131	2'067	498	28'504
Changes to the scope of consolidation	_	0	6	4	_	10
Additions from				-		
→ acquisitions	9	261	606	138	397	1'411
→ capitalised costs	_	_	1	_	9	10
Reclassifications	•	•		•	•	
→ within fixed assets	-1	41	104	15	-159	_
→ from/to investment property	-0	-16	4	-1	-6	-20
Disposals	-0	-109	-464	-125	-65	-763
Currency translation differences	-0	-17	-19	-6	-1	-42
As per 31 December 2018	84	12'892	13'367	2'092	674	29'109
Accumulated depreciation and impairment provision						
As per 1 January 2018	-6	-5'676	-8'623	-1'422	-1	-15'727
Changes to the scope of consolidation	_	_	-4	-4	_	-7
Depreciation	-	-312	-710	-150	-	-1'171
Impairments	_	-26	-61	-29	-5	-121
Reversal of impairments	_	_	0	0	_	0
Reclassifications	•	•		•	•	
→ within fixed assets	_	1	-2	1	-	_
→ from/to investment property	_	15	0	0	_	15
Disposals	_	101	450	108	4	664
Currency translation differences	_	7	10	3	0	20
As per 31 December 2018	-6	-5'890	-8'939	-1'491	-2	-16'328
Balance sheet value						
1 January 2018	70	7'056	4'508	645	497	12'776
31 December 2018	79	7'003	4'428	600	672	12'781
Additional information about fixed assets	s					
Fixed assets – finance leasing	_	70	1	1	1	73
Pledged or restricted title of fixed assets	-	593	1	-	-	593
Contractual obligation to purchase, construct and maintain fixed assets	t –	12	48	4	71	135
Reimbursements/compensation received from third parties	-	-	-	-	-	-

Impairments carried out in 2018 mainly affect the segments Commerce (in the amount of CHF 80 million) and Cooperative Retailing (CHF 31 million), following a failure to meet anticipated earnings.

In 2018, Migros Group received government grants for fixed assets of CHF 6 million (2017: CHF 1 million), which were deducted directly from the acquisition costs of the assets concerned.

# 27. Intangible assets

CHF million	Goodwill	Software	Trademarks, licences, patents, publishing rights	Development costs	Intangible assets in development	Total
Acquisition costs						
As per 1 January 2019	816	381	859	293	52	2'401
Changes to the scope of consolidation	49	-20	-58	-	-	-29
Additions from	-					
→ acquisitions	1	118	3	7	34	162
→ capitalised costs	_	_	_	_	0	0
Reclassifications	_	-1	1	20	-20	_
Disposals	-1	-109	-1	-4	-55	-169
Currency translation differences	-3	-2	-7	-0	-0	-12
As per 31 December 2019	862	367	797	315	12	2'353
impairment provision As per 1 January 2019	-555	-310	-550	-241	-1	-1'657
Changes to the scope of consolidation		15	60			75
Depreciation	-52	-36	-51	-23	-0	-162
Impairments	-30	-		-	_	-31
Reversal of impairments	_	-	_	-	-	-
Reclassifications	-	-0	0	_	-	_
Disposals	1	104	1	4	1	111
Currency translation differences	3	1	3	0	0	7
As per 31 December 2019	-634	-226	-538	-260	-0	-1'658
Balance sheet value						
1 January 2019	261	70	310	52	51	743
31 December 2019	228	141	260	55	11	695
Additional information about intangible assets						
Pledged or restricted title	_	_	_	_	-	-
Obligations to purchase intangible assets	-					0

Impairments of CHF 31 million carried out in 2019 mainly affect the segments Cooperative Retailing and Industry & Wholesaling.

Capitalised development costs mainly comprise the costs of EDP solutions developed in-house (applications, customisation of standard solutions).

Changes to the scope of consolidation are due to company acquisitions and disposals. Details can be found in Note 39.

Additions from acquisitions are mainly investments in goods management, logistics and telecommunications systems as well as in systems for online trading.

			Trademarks, licences, patents,	Development	Intangible assets	
CHF million	Goodwill	Software	publishing rights	costs	in development	Total
Acquisition costs						
As per 1 January 2018	802	361	824	260	41	2'287
Changes to the scope of consolidation	24	-	42	0	0	66
Additions from						
→ acquisitions	_	38	2	3	41	85
→ capitalised costs	_	-	_	-	_	-
Reclassifications	_	-2	2	30	-30	_
Disposals	-6	-15	-3	-0	_	-24
Currency translation differences	-5	-2	-7	-0	-0	-13
As per 31 December 2018	816	381	859	293	52	2'401
Accumulated depreciation and impairment provision  As per 1 January 2018	-509	-274	-506	-224	-1	-1'514
Changes to the scope of consolidation	_	_	_	-0	_	-0
Depreciation	-55	-34	-50	-17	-0	-155
Impairments	-	-11	-2	-1	-	-13
Reversal of impairments	-	_	_	_	-	_
Reclassifications	-	-	-	-	-	-
Disposals	6	7	3	0	_	16
Currency translation differences	3	1	4	0	_	9
As per 31 December 2018	-555	-310	-550	-241	-1	-1'657
Balance sheet value						
1 January 2018	293	87	318	36	40	773
31 December 2018	261	70	310	52	51	743
Additional information about intangible assets						
Pledged or restricted title	_	_	_	_	_	_
Obligations to purchase intangible assets						-

#### 28. Other assets

CHF million	31.12.2019	31.12.2018
		_
Prepayments	192	102
Real estate from collateral loans <sup>1</sup>	3	6
Accrued interest income	16	16
Other accured income	156	152
Total other assets	366	276

<sup>&</sup>lt;sup>1</sup> From Financial Services segment.

The increase in prepayments is linked to company acquisitions (see Note 39).

## 29. Other financial liabilities

CHF million	Notes	31.12.2019	31.12.2018
Liabilities from finance leases		166	109
Derivative financial instruments	24	7	6
Staff investment accounts		1'327	1'349
Other financial liabilities		403	769
Total other financial liabilities	•	1'903	2'233

The staff investment accounts earn interest at a preferential rate. M-Community employees can pay funds into the staff investment accounts, which pay a preferential interest rate, up to a maximum limit of CHF 150'000. This figure is CHF 50'000 for retired M-Community employees. The funds deposited are subject to withdrawal at three months' notice for withdrawals over CHF 25'000.

#### Liabilities from finance leases

		31.12.2019				
CHF million	Nominal	Discount <sup>1</sup>	Present value <sup>2</sup>	Nominal	Discount <sup>1</sup>	Present value <sup>2</sup>
Remaining contract terms						
Up to one year	11	9	2	11	7	4
More than one and up to five years	44	35	9	44	24	19
More than five years	361	207	154	141	56	85
Total liabilities from finance leases	416	251	166	195	86	109

<sup>&</sup>lt;sup>1</sup> Future financing costs.

<sup>&</sup>lt;sup>2</sup> Carrying amounts in the balance sheet.

#### Additional information about finance leases

CHF million	31.12.2019	31.12.2018
Contingent lease payments recorded in the income statement	7	5
Expected future minimum lease payments from sub-lease contracts	-	-

Finance leases mainly comprise long-term rental agreements for real estate. Apart from finance leases, Migros Group also operates rental and lease agreements, which due to their economic content have been classified as operating leasing agreements. See also Note 36.

# 30. Trade payables and other liabilities

CHF million	31.12.2019	31.12.2018
Trade payables	1'590	1'763
Other liabilities	655	661
Accrued expenses		
→ Course fees of Club Schools	55	54
→ Rent	9	10
→ Interest	39	52
→ Other accrued expenses	337	332
Total trade payables and other liabilities	2'685	2'873

Other accrued expenses include obligations from customer loyalty programmes, such as M-Cumulus.

#### 31. Provisions

CHF million	Guarantees	Restructuring	Onerous contracts	Legal cases	Insured claims	Others	Total
As per 1 January 2018	10	20	55	6	9	63	163
Changes to scope of consolidation	-0	_	_	_	_	1	1
Addition	16	16	11	6	8	18	75
Usage	-15	-12	-14	-1	-2	-28	-73
Release	_	-3	-9	-3	-1	-6	-23
Unwinding of discounts	_	_	0	_	_	0	0
Reclassification	_	_	1	_	_	-1	-
Currency translation differences	_	-0	-0	-0	_	-1	-1
As per 31 December 2018	11	20	44	8	13	47	143
Of which current	8	16	4	6	6	14	54
As per 1 January 2019	11	20	44	8	13	47	143
Changes to scope of consolidation	_	-	-0	-0	-	-3	-3
Addition	14	5	62	4	10	23	119
Usage	-13	-14	-17	-1	-6	-15	-65
Release	-	-5	-4	-2	-5	-8	-22
Unwinding of discounts	_	_	0	-	_	0	0
Reclassification	_	_	_	_	_	_	_
Currency translation differences	_	0	-0	-0	-0	-1	-1
As per 31 December 2019	11	7	86	10	13	44	170
Of which current	8	3	12	8	5	10	46

Overall, provisions as at 31 December 2019 are CHF 27 million higher than the previous year's

Provisions for guarantees remained at the same level whereas provisions for restructuring are CHF 13 million lower than the previous year.

Provisions from onerous contracts are much higher than the previous year, and mainly relate to rented property.

Insured claims include liabilities for which an insurance exists (such as liability claims and transport claims). They remained unchanged on the previous year.

Provisions for legal cases are CHF 2 million higher than the previous year's level.

The other provisions are of various kinds and have decreased by CHF 3 million.

#### 32. Issued debt instruments

CHF million	31.12.2019	31.12.2018
Long-term bonds issued <sup>1</sup>	200	_
Mortgage backed loans <sup>1</sup>	5'716	5'485
Medium-term bonds <sup>1</sup>	613	652
Private placements	200	-
Total issued debt instruments	6'730	6'137
Of which subordinated	-	_

<sup>&</sup>lt;sup>1</sup> From Financial Services segment.

No payment defaults or contract infringements occurred in issued debt instruments either during the reporting year or the previous year. In order to control interest rate risk, refinancing was increased during the reporting year by means of long-term mortgage-backed loans.

#### Detailed overview of long-term bonds issued

CHF million	Securities number	Year of issue	Interest rate nominal	Interest rate effective	Currency	Maturity	Nominal amount
Migros Bank	46'123'893	2019	0.25 %	0.20 %	CHF	10.12.2027	200
Total long-term bonds issued							200

New long-term bonds were issued in the reporting period.

#### 33. Assets and liabilities from employee benefits

A number of different pension plans are available for Migros Group employees. The majority of Migros Group employees are insured under a defined benefit Swiss pension fund. Under the Swiss Federal Law on Occupational Old Age, Survivors' and Disability Pension Plans (BVG), employees insured in Switzerland are insured against the risks of old age, death and disability in various legally independent pension funds. The largest pension funds are the Migros Pension Fund, the VORSORGE in globo M foundation and the Denner Pension Fund.

These pension funds are foundations which are legally separate from Migros Group and whose executive bodies are made up equally of employer and employee representatives. The executive bodies determine, among other things, the amount of pension benefits as well as the investment strategy for pension plan assets, based on an asset liability study carried out at regular intervals. The asset liability studies are based on the pension obligations calculated in accordance with statutory pension provisions, since the former are authoritative for cash flows. The regulations drawn up by the executive bodies as part of the statutory investment provisions also form the basis for the way in which the assets of the pension plans are invested. Responsibility for their implementation lies with the investment committees of the executive bodies concerned. The management board of each pension fund is entrusted with the investment of the assets.

The benefits provided by the pension plans are significantly higher than the minimum level prescribed by law. If an insured party leaves either Migros Group or the corresponding pension plan before reaching retirement age, the vested benefits acquired on the basis of statutory pension provisions are transferred to the insured party's new pension provision solution. In addition to the funds brought into the pension plan by the insured party, the vested benefits also include employee and employer contributions as well as a mandatory premium. Upon reaching retirement age, the insured party can choose whether to draw their benefits in the form of an annuity or as a lump sum. Within the context of the financial options available to a pension plan, and in accordance with statutory pension provisions, pensions must be adapted in line with inflation.

#### Assets from employee benefits

CHF million	31.12.2019	31.12.2018
Short-term benefits	34	21
Post-employment benefits	0	0
Employer contribution reserves	817	712
Economic benefit from pension funds	_	-
Total assets from employee benefits	850	734

#### **Employer contribution reserve**

CHF million	Pension funds	Patronage funds / patronage pension institutions	Total
Nominal Value			
As per 1 January 2019	712	_	712
Accumulation of employer contribution reserves	108	_	108
Use of employer contribution reserves	-4	_	-4
Interest income	0	_	0
As per 31 December 2019	817		817
Granted renounced use			
As per 1 January 2019	-	_	_
Granted renounced use in the reporting period	-	-	-
Reversed renounced use in the reporting period	-	-	-
As per 31 December 2019	-	-	_
Total employer contribution reserves 31 December 2019	817		817
Nominal Value			
As per 1 January 2018	643	-	643
Accumulation of employer contribution reserves	89	_	89
Use of employer contribution reserves	-21	_	-21
Interest income	0	_	0
As per 31 December 2018	712	-	712
Granted renounced use			
As per 1 January 2018	-	_	_
Granted renounced use in the reporting period	-	_	
Reversed renounced use in the reporting period	-	-	-
As per 31 December 2018	_	_	_
Total employer contribution reserves 31 December 2018	712	-	712

The employer contribution reserve is formed from pension contributions paid by the employer in advance. The employer can derive an economic benefit from the reserve in the form of reduced future contributions, provided that the employer has not granted any conditional waiver of use.

## Liabilities from employee benefits

CHF million	31.12.2019	31.12.2018
Short-term benefits	233	241
Termination benefits	6	7
Post-employment benefits	119	129
Other long-term benefits	408	420
Economic obligation from pension funds	-	-
Total liabilities from employee benefits	767	796

# **Economic benefit / Economic obligations from pension funds**

	Surplus / Deficit	Economical part o	of Migros Group	resulting in profit compared to previous periode resp. recognised in the reporting period	Contributions concerning current period	Pension bene cı	efit expenses urrent period		
CHF million	31.12.2019	31.12.2019	31.12.2018	2019	2019	2019	2019	2019	2018
Patronage funds/patronage pension institutions	-	_	-	_	_	_	_		
Pension institutions without surplus/deficit	_	_	_	_	454	454	444		
Pension institutions with surplus	59	_	_	_	24	24	21		
Pension institutions with deficit	_	_	-	_	_	_	_		
Pension institutions without own assets	-	-	-	-	16	16	16		
Total	59	_	-	-	493	493	482		

One pension fund posted a surplus. The surplus is of no economic benefit to the employer.

Change

			2019	2018
CHF million	Switzerland	Abroad	Total	Total
Employer contribution				
Contributions concerning current periode	470	18	488	461
Employer contributions accumulated by the employer contribution reserve	4	_	4	21
Total employer contribution	474	18	492	482
Change in employer contribution reserve by asset development, provision for impairment, etc.	0	_	0	0
Employer contribution and change in employer contribution reserve	475	18	492	482
Change in economic part due to surplus/deficit	_	-	_	-
Change in obligation pension institutions without own assets	_	0	0	-0
Pension benefit expenses current period	475	18	493	482

# 34. Cooperative capital

Cooperative share certificates	Share certificate 10	Share certificate 20/30	Total share certificates
1 January 2018	2'188'524	117	2'188'641
Change in share certificates	26'754	-10	26'744
31 December 2018	2'215'278	107	2'215'385
Change in share certificates	21'591	-7	21'584
31 December 2019	2'236'869	100	2'236'969

#### Change in Cooperative capital CHF thousand

1 January 2018	21'885	2	21'888
Change in Cooperative capital	268	-0	268
31 December 2018	22'153	2	22'155
Change in Cooperative capital	216	-0	216
31 December 2019	22'369	2	22'371

#### Cooperative capital - Statutory provisions

Share certificates:

Each Cooperative issues its own registered share certificates.

Liability:

The assets of a Cooperative are exclusively liable for the commitments of that Cooperative. Any personal liability on the part of Cooperative members is exclusively

ded.

# Further explanations

# 35. Balance sheet maturities

The balance sheet structure of Migros Group is based on liquidity. The table below offers an overview of maturities (short-term; long-term) of assets and liabilities.

			31.12.2019			31.12.2018
CHF million	Current assets	Non-current assets	Total	Current assets	Non-current assets	Total
ASSETS						
Cash and cash equivalents	7'614	-	7'614	7'039	_	7'039
Receivables due from banks	193	-	193	135	-	135
Mortgages and other customer receivables	8'102	32'289	40'392	8'979	30'031	39'010
Trade receivables	855	-	855	838	_	838
Other receivables	234	0	234	292	0	292
Inventories	2'627	-	2'627	2'785	_	2'785
Other financial assets	291	1'110	1'401	203	1'181	1'384
Investment in associates and joint ventures	_	88	88	_	81	81
Investment property	_	243	243	_	355	355
Fixed assets	_	12'547	12'547	_	12'781	12'781
Intangible assets	_	695	695	_	743	743
Assets from employee benefits	34	817	850	22	712	734
Current income tax receivables	57	-	57	30	_	30
Deferred income tax assets	_	240	240	_	118	118
Other assets	366	_	366	276		276
TOTAL ASSETS	20'373	48'029	68'402	20'599	46'002	66'601

CHF million	Current liabilities	Non-current liabilities	Total	Current liabilities	Non-current liabilities	Total
LIABILITIES	,				'	
Payables due to banks	569	6	575	572	102	675
Customer deposits and liabilities	35'394	10	35'403	33'840	_	33'840
Other financial liabilities	1'456	447	1'903	1'590	643	2'233
Trade payables	1'590	_	1'590	1'763	_	1'763
Other liabilities	1'094	1	1'094	1'109	0	1'109
Provisions	46	124	170	54	88	143
Issued debt instruments	738	5'991	6'730	419	5'718	6'137
Lliabilities from employee benefits	238	528	767	248	549	796
Current income tax payables	74	_	74	79	_	79
Deferred income tax liabilities	_	1'314	1'314	_	1'409	1'409
TOTAL LIABILITIES	41'200	8'421	49'621	39'675	8'509	48'184

## 36. Operating leasing

#### Migros Group as lessee

At the balance sheet date, Migros Group had open obligations from irrevocable operating leases, maturing as follows:

CHF million	31.12.2019	31.12.2018
Remaining contract terms		
Up to one year	745	821
More than one and up to five years	2'471	2'658
More than five years	2'542	2'637
Total future liabilities from operating leases	5'758	6'115
Minimum lease payments	865	862
Contingent lease payments	12	11
Income from sub-lease relationships	-72	-75
Net payments from operating leases and sub-lease contracts affecting net income	805	799
Expected future payments from sub-lease contracts	208	222

Payments for operating leases relate mainly to rent for real property. Payments from sub-lettings equate to lease payments received by Migros Group from sub-lettings under operating leases.

#### Migros Group as lessor

At the balance sheet date, Migros Group had contractually agreed the following irrevocable minimum lease payments:

CHF million	31.12.2019	31.12.2018
Remaining contract terms		
Up to one year	221	234
More than one and up to five years	543	603
More than five years	200	171
Total future receivables from operating leases	964	1'008
Contingent lease payments received	11	5

Future receivables from operating leases include payments that Migros Group will receive in future as income from renting out its properties to third parties. The variable indexed part of the rental income realised in the period will be shown as contingent lease payments received.

#### 37. Off-balance sheet transactions

Migros Group and its subsidiaries continually face legal disputes, claims and actions that usually originate from normal business activity. No major liabilities are expected in this connection which are not already taken into account by corresponding provisions (see Note 31). The Board of Directors is not aware of any new facts since the last balance sheet date that could significantly influence the 2019 annual financial statements.

Most of the contingent liabilities originate from the operational banking business of Migros Bank.

#### **Contingent liabilities**

CHF million	31.12.2019	31.12.2018
Contingent liabilities from the financial services business		
Guarantees for loans and similar instruments	1	1
Performance guarantees and similar instruments	87	105
Unutilised irrevocable loan commitments	698	760
Capital commitments	58	58
Total contingent liabilities from the financial services business	843	924
Other contingent liabilities		
Guarantees	64	65
Sureties	_	-
Others	41	54
Total other contingent liabilities	105	120

Contingent liabilities from the financial services business are part of the normal course of customer business and are CHF 81 million lower than in the previous year. Other contingent liabilities mainly include guarantees issued by the Hotelplan Group for the travel business, and have fallen slightly compared to the previous year.

#### **Contingent assets**

CHF million	31.12.2019	31.12.2018
Total contingent assets	_	_

There were no contingent assets as at 31 December 2019.

#### **Fiduciary placements**

CHF million	31.12.2019	31.12.2018
Fiduciary placements with third party banks for account of the customers	40	
Fiduciary placements with third party banks for account of the customers	13	13

Fiduciary placements are funds Migros Bank places with third-party banks for account of customers. Migros Bank is neither responsible for any defaults by the third-party bank nor are creditors able to access placed assets.

# 38. Information about relationships with related parties

31.12.2019 CHF million	Associates	Joint ventures	Key mananage- ment personnel <sup>1</sup>	Pension funds	Other related parties <sup>2</sup>	Total
Balance sheet						
Cash and cash equivalents	_	_	-	_	7	7
Mortgages and other customer receivables	27	_	12	_	-	39
Trade receivables	2	1	_	_	0	3
Other receivables	1	_	1	_	2	4
Other financial assets	10	1	_	_	40	51
Other assets	_	-	_	2	2	4
Customer deposits and liabilities	-1	-	_	-333	-0	-335
Other financial liabilities	-18	-	_	-280	-2	-300
Trade payables	-2	-0	-0	-1	-	-3
Other liabilities	_	-	_	-7	-7	-14
Provisions	_	_	-	_	-	_
Income statement						
Net revenue from goods and services sold	22	1	0	5	0	27
Other operating income	0	0	_	0	8	8
Result from financial services	0	-	0	_	-	1
Cost of goods and services sold	-0	-1	-1	-6	-0	-8
Other operating expenses	-2	-	-0	-16	-18	-37
Finance income	1	0	_	367	1	369
Finance cost	-0	-	-	-206	-0	-206
Off-balance-sheet transactions						
Issued guarantees	_	_	_	_	_	-
Irrevocable loan commitments	_	_	_	_	_	-
Entered future liabilities for the purchase of						
→ inventories	_	_	_	_	_	-
→ other financial assets	_	_	_	_	_	-
→ non-current assets³	_	_	_	_	-	-
Entered future liabilities for the supply of			-	-		
→ inventories	_	_	_	_	_	_
Future liabilities arising from operating lease-commitments	-4	-	_	-333	-10	-347
Future receivables arising from operating lease-commitments	-	-	-	-	-	-

<sup>&</sup>lt;sup>1</sup> Key management personnel includes the Board of Directors of the Federation of Migros Cooperatives, the Managing Directors of the Cooperatives and the Executive Board of the Federation of Migros Cooperatives. Transactions between Migros Group and the key management personnel are, in case of external members of the Board, carried out at market conditions and, in case of staff being engaged as key management personnel, at standard employee conditions.

The other financial liabilities with pension funds are, as in previous years, surplus liquidity positions of the pension funds, made available by the latter to the Federation of Migros Cooperatives at short notice.

 $<sup>^{\</sup>rm 2}$  Other related entities include foundations such as Eurocentres and the "Im Grünen" foundations.

 $<sup>^{\</sup>mbox{\tiny 3}}$  Non-current assets include investment property, fixed assets and intangible assets.

The gains achieved from foreign currency derivatives concluded in connection with pension funds are included in finance income and expense. These gains are squared by offsetting third-party transactions (see derivatives not entered in the balance sheet in connection with related parties Note 24).

31.12.2018 CHF million	Associates	Joint ventures	Key mananage- ment personnel <sup>1</sup>	Pension funds	Other related parties <sup>2</sup>	Total
Balance sheet						
Cash and cash equivalents	_	-	_	-	3	3
Mortgages and other customer receivables	28	_	9	_	_	37
Trade receivables	1	1	_	_	1	2
Other receivables	1	-	2	_	15	17
Other financial assets	10	2	_	_	43	55
Other assets	_	-	_	2	0	2
Customer deposits and liabilities	-1	-	_	-263	-0	-264
Other financial liabilities	-7	-	_	-422	-2	-431
Trade payables	-1	-0	-0	-0	-0	-1
Other liabilities	-0	-	_	-13	-10	-22
Provisions	_	_	_	_	_	_
Income statement						
Net revenue from goods and services sold	19	1	0	4	0	24
Other operating income	1	0		0	8	9
Result from financial services	0	_	0	_	_	1
Expenses of financial services	-	-	-	-	-	-
Cost of goods and services sold	-0	-1	-1	-6	-2	-10
Other operating expenses	-2	-	-	-31	-17	-50
Finance income	1	0	-	519	0	520
Finance cost	-0	_	-	-326	-0	-327
Off-balance-sheet transactions						
Issued guarantees		_			-30	-30
Irrevocable loan commitments		-1				-1
Entered future liabilities for the purchase of						
inventories	_	-	_	_	_	-
→ other financial assets	-	-	-	_	-	-
→ non-current assets <sup>3</sup>	_	_	_	_	_	_
Entered future liabilities for the supply of						
→ inventories	_	_		_		_
Future liabilities arising from operating lease-commitments	-2	_	_	-352	-9	-363
Future receivables arising from operating lease-commitments	-	_	-	_	_	-

<sup>&</sup>lt;sup>1</sup> Key management personnel includes the Board of Directors of the Federation of Migros Cooperatives, the Managing Directors of the Cooperatives and the Executive Board of the Federation of Migros Cooperatives. Transactions between Migros Group and the key management personnel are, in case of external members of the Board, carried out at market conditions and, in case of staff being engaged as key management personnel, at standard employee conditions.

<sup>&</sup>lt;sup>2</sup> Other related entities include foundations such as Eurocentres and the "Im Grünen" foundations.

<sup>&</sup>lt;sup>3</sup> Non-current assets include investment property, fixed assets and intangible assets.

#### Personnel expenses of key management personnel

CHF million	2019	2018
Short-term benefits	14	13
Post-employment benefits	2	2
Other long-term benefits	0	0
Termination benefits	-	-
Total personnel expenses of key management personnel	16	15

# 39. Acquisition and disposal of subsidiaries and business operations

#### Acquisition of subsidiaries and business operations in 2019

Fair Value <sup>1</sup> CHF million	Note	Segment Cooperative Retailing	Segment Commerce	Segment Industry & Wholesaling	Segment Travel	Total
Cash and cash equivalents		8	_	1	_	8
Receivables		21	_	3	_	24
Inventories		10	4	2	-	15
Other financial assets		2	_	_	-	2
Fixed assets and investment property		28	0	5	-	34
Intangible assets (w/o goodwill)		28	7	0	1	36
Deferred income tax assets		_	-	-	-	-
Other assets		2	_	0	0	2
Financial liabilities		-7	-	-1	-	-8
Trade payables		-5	-	-2	_	-7
Provisions		-0	-	_	_	-0
Deferred income tax liabilities		-11	-	-0	-0	-11
Other liabilities		-7	_	-1	-	-8
Addition net assets		69	11	6	1	86
Minority interests						-1
Badwill	_					-0
Goodwill	27			•		49
Cost of acquisition						134
Of which attributable to capital investment			_			-
Of which interests held before acquisition date						-
Acquired cash and cash equivalents <sup>2</sup>		-				-8
Future obligations		_				-1
Compensation for already existing financing operations	_		_	_		-1
Net outflow of funds						125

<sup>&</sup>lt;sup>1</sup> Fair value according to Purchase Accounting. Fair value analyses were made for all balance sheet categories; where essential a valuation adjustment was carried out.

<sup>&</sup>lt;sup>2</sup> For capital invested, only the liquid funds before capital investment are regarded as acquired from a Group perspective.

In the segment **Cooperative Retailing,** Migros Group acquired Topwell Apotheken AG in 2019, which was included in the scope of consolidation of Migros Group on 1 July 2019. Other companies were acquired from the areas of health (Radiologie Luzern AG, included on 1 January 2019, Praxis Strättligen AG and Hannu Luomajoki Consulting GmbH, both included on 1 July 2019 and merged at the same time with Medbase Berner Oberland AG and Medbase AG respectively) and fitness (G&P Group GmbH, included on 1 January 2019 and merged at the same time into ACISO Fitness & Health GmbH). The acquired companies have contributed sales of CHF 75 million since their inclusion in the scope of consolidation. If all of the companies had already been acquired as at 1 January 2019, the sales of Migros Group would have been greater by CHF 62 million in total.

In the segment **Commerce**, both the trademark and a significant proportion of the Swiss-based boutiques and three outlets of Navyboot, the Swiss premium shoe brand, were acquired by Globus and included in Migros Group on 1 January 2019. The acquired companies have contributed sales of CHF 8 million since their inclusion on 1 January 2019.

In the segment **Industry & Wholesaling,** the scope of consolidation of Migros Group was expanded by SoGood Holding B.V. in Holland, with its two subsidiaries SoFine Foods B.V. (operating company for vegetarian products and dishes) and Sperwer Vastgoed B.V. (real estate company). Since their inclusion in Migros Group on 1 January 2019, the acquired companies have contributed sales of CHF 18 million.

In the segment **Travel**, the Hotelplan Group acquired ABC home d.o.o in Croatia, which was included in the scope of consolidation of Migros Group on 1 January 2019 and renamed HHD d.o.o. In addition, the business units of Flexiski in the United Kingdom and the Swiss-based travel agency Eggenberg were both acquired in an asset deal. The contribution to the sales of Migros Group made by the companies and business operations since their acquisition amounted to CHF 1 million.

As far as the following transactions are concerned, the information relating to financial statements was unavailable at the time of the Migros Group financial statements being released. Consequently, the initial recognition of the business combination was not possible. Full consolidation in Migros Group will only be shown in 2020:

- Acquisition of vtours, an online tour operator which has been primarily active in the German market to date, by the Hotelplan Group on 12 November 2019.
- Increase in the shareholding in Société immobilière du Marché de gros de l'alimentation (SIMGA) from 42.8 % to 97.6 % (previously entered in the balance sheet as an equity investment) on 20 December 2019 by the Migros Cooperative Geneva.

#### Acquisition of subsidiaries and business operations in 2018

Fair Value <sup>1</sup>		Segment Cooperative	Segment Industry &	Segment Financial Ser- vices &	Segment	
CHF million	Note	Retailing	Wholesaling	Wholesaling	Travel	Total
Cash and cash equivalents		1	16	5	6	28
Receivables		2	11	1	2	16
Inventories	•	0	8	_	_	8
Other financial assets	•	1	0	0	0	1
Fixed assets and investment property		2	0	0	0	3
Intangible assets (w/o goodwill)	_	3	27	_	12	42
Deferred income tax assets		-	0	-	-	0
Other assets	-	0	0	0	1	2
Financial liabilities		-1	-2	-0	-	-2
Trade payables		-1	-6	-1	-1	-8
Provisions		_	-1	-0	_	-1
Deferred income tax liabilities		-1	-5	-0	-3	-8
Other liabilities		-1	-5	-1	-4	-10
Addition net assets		5	45	6	14	70
Minority interests						-24
Badwill	-				•	-
Goodwill	27					24
Cost of acquisition						71
Of which attributable to capital investment						-
Of which interests held before acquisition date			***************************************	***************************************		_
Acquired cash and cash equivalents <sup>2</sup>						-28
Future obligations		-			•	-3
Compensation for already existing financing operations						-
Net outflow of funds						39

<sup>&</sup>lt;sup>1</sup> Fair value according to Purchase Accounting. Fair value analyses were made for all balance sheet categories; where essential a valuation adjustment was carried out.

In the segment **Cooperative Retailing,** Migros Group acquired companies and business operations from the areas of health (Operationszentrum Burgdorf AG, inclusion on 1 July 2018 and Groupe Médical Synergie SA, inclusion on 1 January 2018) and fitness (Aquabasilea Fitness, inclusion on 1 April 2018 and Impuls Fit- und Wellness Center, inclusion on 1 April 2018). PHZ Permanence Hauptbahnhof Zürich AG, which had already been acquired on 9 November 2017, was only included for the first time in the scope of consolidation of Migros Group on 1 January 2018 due to a lack of information relating to financial statements as at the end of 2017, and was subsequently merged with Medbase AG. The acquired companies have contributed sales of CHF 13 million since their inclusion in the scope of consolidation. If all of the companies had already been acquired as at 1 January 2018, the sales of Migros Group would have been greater by CHF 1 million in total.

In the segment **Industry & Wholesaling,** the scope of consolidation of Migros Group was expanded by Gowoonsesang Cosmetics Co. Ltd. in South Korea. The acquired company has contributed sales of CHF 43 million since its inclusion on 1 August 2018. If the company had already been acquired as at 1 January 2018, the sales of Migros Group would have been greater by CHF 44 million in total.

In the segment **Financial Services,** CSL Immobilien AG was acquired and included in the scope of consolidation of Migros Group on 1 September 2018. CSL Immobilien AG provides a comprehensive range of services in the real estate sector. The acquired company has contributed sales of CHF 4 million since its inclusion. If the company had already been acquired as at 1 January 2018, the sales of Migros Group would have been greater by CHF 4 million in total.

<sup>&</sup>lt;sup>2</sup> For capital invested, only the liquid funds before capital investment are regarded as acquired from a Group perspective.

In the segment **Travel,** Finass Reisen AG, which specialises in business, incentive and event travel, was acquired on 31 October 2018. Due to the Hotelplan Group's non-calendar financial year (1 November to 31 October), no contribution to sales is included in the consolidated financial statements of Migros Group for 2018.

#### Disposal of subsidiaries and business operations in 2019

CHF million	Segment Commerce	Total
Cash and cash equivalents	69	69
Receivables	35	35
Inventories	161	161
Other financial assets	0	0
Fixed assets	187	187
Intangible assets	38	38
Deferred income tax assets	89	89
Other assets	3	3
Financial liabilities	-26	-26
Trade payables	-40	-40
Provisions	-4	-4
Deferred income tax liabilities	-10	-10
Other liabilities	-70	-70
Currency translation differences	18	18
Disposal of net assets	451	451
Retained part of net assets of associated companies/minority interests		40
Retained share of net assets from subsidiaries and associated companies		-485
Sales price		6
Of which claim waiver seller		-
Of which claim waiver buyer		_
Disposed of cash and cash equivalents		-69
Deferred sales price payments		-4
Net inflow of funds/ (Outflow of funds)		-67

In the segment **Commerce**, Migros Group sold m-way ag to Swiss E-Mobility Group AG (SEMG) on 30 September 2019. The majority shareholding in Gries Deco Group (GDC) was sold to the hitherto managing director and minority shareholder Christian Gries in December 2019 as part of a management buyout. The contribution made by these companies to sales amounted to CHF 469 million at the time of disposal.

The disposal of the subsidiaries resulted in a total loss of CHF 485 million (see Note 12).

#### Disposal of subsidiaries and business operations in 2018

Migros Group disposed of no companies in 2018.

## 40. Foreign exchange rates

The following key exchange rates were used for converting the accounts of foreign subsidiaries into Swiss francs (reporting currency):

		Year-end rates	Averag	je rates for the year
	31.12.2019	31.12.2018	2019	2018
1 EUR	1.08	1.13	1.11	1.15
1 GBP	1.28	1.26	1.27	1.30
1 USD	0.97	0.99	0.99	0.98

#### 41. Events after the balance sheet date

With the exception of the event described in the next paragraph, no significant events took place after the balance sheet date and up to the release of the publication of the annual accounts by the Board of the Federation of Migros Cooperatives.

In June 2019, the Federation of Migros Cooperatives announced that it was seeking new owners for Magazine zum Globus AG. The group of buyers, a joint venture between SIGNA and Central Group, was revealed in a press release on 4 February 2020. The transaction consists of 100 % of the share capital of Magazine zum Globus AG as well as eight properties in attractive commercial locations in Swiss cities. The takeover remains subject to approval by the European competition authorities and is due to be completed by mid-2020. The transaction should have a clearly positive impact on the Migros Group financial statements for 2020.

In a press release on 31 January 2020, the Federation of Migros Cooperatives announced the start of the sale process for the Glatt shopping centre in Wallisellen (ZH). The search for a new owner will take place as part of the publicised strategic alignment and profiling in the core business and focus on digital business models. The sales process will not have any impact either on the Migros stores in the Glatt centre or on employees.

# 42. Scope of consolidation

Segment/Company	Domicile	Accounting method 1	Switzerland / Other countries	Currency	Registered capital in 1000	Equity interest in % <sup>2</sup>
Cooperative Retailing						
Migros Cooperative Aare	Moosseedorf	F	Switzerland	CHF	5'252.6	Р
BOOTCAMPER.CH AG	Moosseedorf	F	Switerzland	CHF	100.0	100.0
Casa Interio AG	Moosseedorf	F	Switzerland	CHF	1'000.0	100.0
cha chà Ltd	Moosseedorf	F	Switzerland	CHF	1'000.0	100.0
Culinart Gastro AG	Moosseedorf	F	Switzerland	CHF	4'000.0	100.0
FlowerPower Fitness und Wellness LTD	Moosseedorf	F	Switzerland	CHF	5'000.0	100.0
Golf Limpachtal Betriebs- und Verwaltungs-AG	Buchegg	F	Switzerland	CHF	1'000.0	100.0
Public Golf Bucheggberg AG	Buchegg	F	Switzerland	CHF	4'004.0	54.4
LFS Ltd.	Moosseedorf	F	Switzerland	CHF	1'000.0	100.0
Shopping-Center Brünnen AG	Berne	F	Switzerland	CHF	918.0	100.0
Shoppyland, Shoppy AG	Moosseedorf	F	Switzerland	CHF	100.0	100.0
Time-Out AG	Moosseedorf	F	Switzerland	CHF	100.0	100.0
VOI LTD	Moosseedorf	F	Switzerland	CHF	1'000.0	100.0
Genossenschaft Migros Basel	Basel	<u>.</u> F	Switzerland	CHF	1'695.1	Р
Migros Deutschland GmbH	DE-Lörrach	<u>'</u>	Other countries	EUR	100.0	100.0
Semiba AG	Münchenstein	<u>'</u>	Switzerland	CHF	100.0	100.0
Mifu GmbH		F	Switzerland			
	Basel	······		CHF	120.0	100.0
Société coopérative Migros Genève	Carouge	F	Switzerland	CHF	1'358.8	P
Bagros SA	FR-Strasbourg	E	Other countries	EUR	13'051.4	46.0
Bamica SA	Carouge	F	Switzerland	CHF	300.0	100.0
b-Sharpe SA	Geneva	E	Switerzland	CHF	100.0	30.0
Centre Balexert SA	Vernier	F	Switzerland	CHF	500.0	100.0
GRANDS PRES DEVELOPPEMENT (GPD) SA <sup>3</sup>	Collonge-Bellerive	E	Switzerland	CHF	100.0	50.0
Smood Ltd	Geneva	E	Switerzland	CHF	100.0	35.0
Société Immobilière du Marché de gros de l'Alimentation	Carouge	Е	Switzerland	CHF	2'625.0	42.8
SAMEF, Société anonyme Migros en France	Carouge	F	Switzerland	CHF	8'985.0	100.0
Migros France SAS	FR-Gaillard	F	Other countries	EUR	3'500.0	100.0
M-Loisirs	FR-Neydens	F	Other countries	EUR	750.0	100.0
NEYDDEVELOPPEMENT SASU	FR-Neydens	F	Other countries	EUR	1.0	100.0
SCI des Voirons	FR-Cranves-Sales	F	Other countries	EUR	990.9	100.0
S.R.M. (Société des restaurants Migros S.à.r.l.)	FR-Etrembières	F	Other countries	EUR	600.0	100.0
SCI M-Etrembières	FR-Gaillard	F	Other countries		1.0	100.0
SCI M-Thoiry	FR-Gaillard	F	Other countries	EUR	1.0	100.0
SCI Neydloisirs	FR-Neydens	F	Other countries	EUR	1.0	100.0
SC Néovitam	FR-Paris	E	Other countries	EUR	1.0	20.0
Migros Cooperative Lucerne	Dierikon	F	Switzerland	CHF	1'975.9	20.0 P
ONE Training Center AG	Sursee	<u>'</u>	Switzerland	CHF	420.0	100.0
Parkwirtin «Einfache Gesellschaft»	Lucerne	<u>.</u> F	Switzerland	CHF	585.1	84.6
		<u>.</u> F	Switzerland			04.0 P
Migros Cooperative Neuchâtel-Fribourg	La Tène	F		CHF	1'256.0	······································
Agy Est SA	Granges-Paccot	······•	Switzerland	CHF	100.0	100.0
AVRY CENTRE SA	Avry	F	Switzerland	CHF	2'000.0	100.0
Marin Centre SA	La Tène	F	Switzerland	CHF	17'300.0	100.0
Strega SA	La Tène	F	Switzerland	CHF	100.0	100.0
Au Léopold SA	La Tène	F	Switzerland	CHF	100.0	100.0
Migros Cooperative Eastern Switzerland	Gossau SG	F	Switzerland	CHF	4'145.6	P
Migros Vita AG	Gossau SG	F	Switzerland	CHF	33'600.0	100.0
Medbase AG	Winterthur	F	Switzerland	CHF	2'670.1	100.0
fit im job AG	Winterthur	F	Switzerland	CHF	100.0	100.0
Groupe Médical Synergie SA	Lausanne	F	Switerzland	CHF	102.0	60.8
Medbase Berner Oberland AG	Winterthur	F	Switerzland	CHF	800.0	60.0

Segment / Company	Domicile	Accounting method 1	Switzerland / Other countries	Currency	Registered capital in 1000	Equity interest in % <sup>2</sup>
Medbase Romandie SA	Lancy	F	Switzerland	CHF	980.0	64.0
Medbase Zentralschweiz AG	Winterthur	F	Switzerland	CHF	1'800.0	60.0
Radiologie Luzern AG	Luzern	F	Switzerland	CHF	240.0	100.0
Topwell-Apotheken AG	Winterthur	F	Switzerland	CHF	268.5	100.0
Müller Reformhaus Vital Shop AG	Volketswil	 E	Switzerland	CHF	833.0	40.0
X-Medical Express AG	Dürnten	E	Switzerland	CHF	100.0	50.0
Operationszentrum Burgdorf AG	Burgdorf	F	Switerzland	CHF	970.0	100.0
santémed Health Centres Ltd	Winterthur	F	Switzerland	CHF	2'500.0	70.0
Parking Wattwil AG	Wattwil	F	Switzerland	CHF	3'550.0	65.5
	Schaffhausen	F	Switzerland	CHF	400.0	99.6
Randenburg-Immobilien AG  Società Cooperative for produtteri	Scriainiausen	Г	Switzeriariu	UHF	400.0	99.0
Società Cooperativa fra produttori e consumatori Migros-Ticino	Sant'Antonino	F	Switzerland	CHF	988.5	Р
ACTIV FITNESS TICINO SA	Sant'Antonino	F	Switzerland	CHF	100.0	100.0
Mitico Ticino SA	Sant'Antonino	F	Switzerland	CHF	100.0	100.0
Migros Cooperative Valais	Martigny	F	Switzerland	CHF	817.6	Р
Migros Cooperative Vaud	Ecublens	F	Switzerland	CHF	1'538.3	Р
Kornhof Sàrl	Ecublens	F	Switzerland	CHF	2'000.0	100.0
Parking des Remparts SA	La Tour-de-Peilz	Е	Switzerland	CHF	3'600.0	33.3
Parking Pully Centre SA	Pully	Е	Switzerland	CHF	4'409.0	28.0
Migros Cooperative Zurich	Zurich	F	Switzerland	CHF	3'342.4	Р
ACTIV FITNESS LTD	Stäfa	F	Switzerland	CHF	650.0	100.0
Ospena Group Ltd	Zurich	F	Switzerland	CHF	2'500.0	100.0
GMZ Deutschland Holding GmbH	DE-Munich	F	Other countries	EUR	20'000.0	100.0
ACISO Fitness & Health GmbH	DE-Munich	F	Other countries	EUR	1'000.0	100.0
tegut gute Lebensmittel GmbH & Co. KG	DE-Fulda	F	Other countries	EUR	1'000.0	100.0
tegut Holding GmbH	DE-Munich	F	Other countries	EUR	20'000.0	100.0
tegut Immobilien GmbH	DE-Fulda	F	Other countries	EUR	1'636.2	100.0
tegut Logistik GmbH & Co. KG	DE-Fulda	F	Other countries	EUR	1'005.5	100.0
tegut Logistikimmobilien GmbH	DE-Fulda	F	Other countries	EUR	25.0	100.0
tegut Vertriebs GmbH & Co. Handels KG	DE-Fulda	F	Other countries	EUR	100.0	100.0
tegut Verwaltungs GmbH	DE-Munich	F	Other countries	EUR	100.0	100.0
Herzberger Bäckerei GmbH	DE-Fulda	F	Other countries	EUR	153.4	100.0
Federation of Migros Cooperatives	DE Talaa	·	Curor Courtino		100.1	100.0
Owned by the regional Migros Cooperatives	Zurich	F	Switzerland	CHF	15'000.0	100.0
	IT-Casalecchio di	_				
Atlante S.r.I.	Reno	E	Other countries	EUR	1'000.0	20.0
MIACAR Ltd.	Zurich	F	Switerzland	CHF	3'500.0	100.0
Migros Beteiligungen AG	Rüschlikon	F	Switzerland	CHF	1'000.0	100.0
Löwenbräu-Kunst AG	Zurich	E	Switzerland	CHF	27'000.0	33.3
Migros (Hong Kong) Ltd.	HK-Kowloon	F	Other countries	HKD	100.0	100.0
Migros Consulting Services (Shenzhen) Co. Ltd.	CN-Shenzhen	F	Other countries	CNY	626.0	100.0
Migros Digital Solutions Ltd	Zurich	F	Switzerland	CHF	100.0	100.0
Migros India Private Limited	IN-Gurugram	F	Other countries	INR	20'000.0	100.0
Migros Liegenschaften GmbH	DE-Lörrach	F	Other countries	EUR	5'120.0	100.0
Migros-Verteilbetrieb Neuendorf AG	Neuendorf	F	Switzerland	CHF	4'500.0	100.0
Migros Verteilzentrum Suhr AG	Suhr	F	Switzerland	CHF	35'000.0	100.0
Bike World Ltd	Zurich	F	Switzerland	CHF	60.0	100.0
Snäx Ltd.	Zurich	F	Switerzland	CHF	3'000.0	100.0
Sportxx AG	Zurich	F	Switzerland	CHF	100.0	100.0
SSP-Informatik AG	Zurich	F	Switzerland	CHF	100.0	100.0

QBC Holdings Ltd.

Segment/Company	Domicile	Accounting method 1	Switzerland / Other countries	Currency	Registered capital in 1000	Equity interest in % <sup>2</sup>
Commerce						
Denner Ltd	Zurich	F	Switzerland	CHF	15'000.0	100.0
EG Dritte Kraft AG	Zug	F	Switzerland	CHF	600.0	100.0
Ex Libris AG	Dietikon	F	Switzerland	CHF	3'000.0	100.0
digitec Ltd.	Zurich	F	Switzerland	CHF	100.0	70.0
Digitec Galaxus Ltd.	Zurich	F	Switzerland	CHF	240.0	70.0
Galaxus Deutschland GmbH	DE-Weil am Rhein	F	Other countries	EUR	25.0	70.0
Digitec Galaxus d.o.o. Beograd-Stari Grad	SRB-Belgrad-Stari Grad	F	Other countries	RSD	0.1	70.0
Interio AG	Dietikon	F	Switzerland	CHF	1'000.0	100.0
Le Shop S.A.	Ecublens	F	Switzerland	CHF	4'500.0	100.0
The Globe Stores Ltd	Spreitenbach	<u>.</u> F	Switzerland	CHF	33'000.0	97.7
Migrol AG	Zurich	F	Switzerland	CHF	52'000.0	100.0
Swisstherm AG	Rupperswil	F	Switzerland	CHF	400.0	100.0
migrolino Ltd	Suhr	F	Switzerland	CHF	6'000.0	100.0
		·····•				
cevastore GmbH	Suhr	F	Switzerland	CHF	50.0	100.0
primetrust Ltd	Suhr	F	Switzerland	CHF	500.0	100.0
Industry & Wholesaling						
Aproz Sources Minérales SA	Nendaz	F	Switzerland	CHF	850.0	97.5
Bischofszell Food Ltd	Bischofszell	F	Switzerland	CHF	6'000.0	100.0
gastina GmbH	AT-Frastanz	F	Other countries	EUR	2'236.3	100.0
Sushi Mania SA	Vuadens	F	Switzerland	CHF	300.0	51.0
Chocolat Frey AG	Buchs AG	F	Switzerland	CHF	4'000.0	100.0
Chocolat Frey Canada Ltd	CA-Vancouver	F	Other countries	CAD	8'748.9	100.0
Oak Leaf Confections Co	CA-Halifax	F	Other countries	CAD	356.1	100.0
Chocolat Frey USA Ltd	US-Delaware	F	Other countries	USD	10'988.8	100.0
Chocolat Frey US Real Estate LLC	US-Buffalo	F	Other countries	USD	_	100.0
SweetWorks Confections LLC	US-Delaware	F	Other countries	USD	_	100.0
Swiss Industries GmbH	Birsfelden	<u>.</u> F	Switzerland	CHF	20.0	100.0
Delica AG	Birsfelden	F	Switzerland	CHF	1'000.0	100.0
Café Royal Pro SAS	FR-Paris	E E	Other countries	EUR	2'000.0	47.3
Total Capsule Solutions Ltd	Stabio	F	Switzerland	CHF	100.0	100.0
Delica Spain S.L.	ES-Barcelona	F	•••••		100.0	100.0
		F	Other countries	EUR	·····•	
ecoserre Ltd	Nendaz	·····•	Switzerland	CHF	1'000.0	100.0
Estavayer Lait SA	Estavayer-le-Lac	F	Switzerland	CHF	3'500.0	100.0
Financière du Solimont SAS	FR-Hochfelden	F	Other countries	EUR	600.8	100.0
Idhéa SAS	FR-Hochfelden	F	Other countries	EUR	2'500.0	100.0
Schwyzer Milchhuus AG	Ingenbohl	F	Switzerland	CHF	4'500.0	100.0
Schwyzer Milchhuus Deutschland GmbH	DE-München	F	Other countries	EUR	25.0	100.0
SoGood Holding B.V.	NL-Limburg	F	Other countries	EUR	329.5	94.8
SoFine Foods B.V.	NL-Limburg	F	Other countries	EUR	18.0	94.8
Sperwer Vastgoed B.V.	NL-Limburg	F	Other countries	EUR	10.0	94.8
Jowa AG incl. production plants	Volketswil	F	Switzerland	CHF	10'000.0	100.0
Hug Bäckerei AG	Lucerne	F	Switzerland	CHF	1'000.0	70.0
Mibelle AG	Buchs AG	F	Switzerland	CHF	2'000.0	100.0
Gowoonsesang Cosmetics Co., Ltd.	KR-Seoul	F	Other countries	KRW	2'552'299.5	51.0
Gowoonsesang Shanghai Co., Ltd.	CN-Shanghai	F	Other countries	CNY	13'462.6	51.0
Mibelle Future Consumer Products Ltd	Buchs AG	E	Switzerland	CHF	800.0	50.0
Mibelle Ltd.	UK-Bradford	F	Other countries	GBP	1'000.1	100.0
QBC Group Holdings Ltd.	GB-Wokingham	F	Other countries	GBP	0.2	100.0

GB-Wokingham

Other countries GBP

1.0

100.0

Segment/Company	Domicile	Accounting method 1	Switzerland / Other countries	Currency	Registered capital in 1000	Equity interest in % <sup>2</sup>
The Quantum Beauty Company Ltd.	GB-Wokingham	F	Other countries	GBP	0.3	100.0
	-	<u>'</u>		GBP	0.2	100.0
Absolute Beauty Solutions Ltd. Ondal France S.à.r.l	GB-Wokingham	F	Other countries Other countries	EUR	1'000.0	100.0
	FR-Sarreguemines		Other countries	EUN	1 000.0	100.0
Micarna SA incl. Micarna AG, Bazenheid branch	Courtepin	F	Switzerland	CHF	10'000.0	100.0
Centravo Holding AG	Zurich	E	Switzerland	CHF	2'040.0	29.2
Favorit Geflügel AG	Lyss	F	Switzerland	CHF	500.0	100.0
	DE-Schirgiswald-					
KM Seafood GmbH	Kirschau	F	Other countries	EUR	25.0	74.9
Mérat & Cie. AG	Berne	F	Switzerland	CHF	50.0	100.0
Tipesca SA	Sigirno	F	Switzerland	CHF	100.0	100.0
Rudolf Schär AG	Thal	F	Switzerland	CHF	960.0	100.0
Schlachtbetrieb St. Gallen AG	Gossau SG	Е	Switzerland	CHF	9'000.0	46.2
Oberschwäbische Geflügel GmbH	DE-Betzenweiler	F	Other countries	EUR	125.0	100.0
TMF Extraktionswerk AG	Kirchberg SG	E	Switzerland	CHF	1'200.0	15.0
Midor Ltd	Meilen	F	Switzerland	CHF	2'000.0	100.0
Mifa AG Frenkendorf	Frenkendorf	F	Switzerland	CHF	2'000.0	100.0
Mifroma SA	Ursy	F	Switzerland	CHF	3'000.0	100.0
Dörig Käsehandel AG	Urnäsch	F	Switzerland	CHF	200.0	100.0
Mifroma France SA	FR-Chalamont	F	Other countries	EUR	1'105.0	100.0
M-Industrie Ltd	Zurich	F	Switzerland	CHF	10'000.0	100.0
M Industry Canada Inc.	CA-Saint John NB	F	Other countries	CAD	300.0	100.0
M-Industry China LLC	CN-Shanghai	F	Other countries	CNY	895.6	100.0
M-Industrie Deutschland GmbH	DE-Bensheim	F	Other countries	EUR	225.0	100.0
M Industrie France SAS	FR-Paris	F	Other countries	EUR	1'900.0	100.0
M-Industry International Ltd.	UK-Bradford	F	Other countries	GBP	100.0	100.0
M Industry Japan K.K.	JP-Tokyo	F	Other countries	YEN	74'000.0	100.0
M-Industry Netherlands B.V.	NL-Rotterdam	F	Other countries	EUR	100.0	100.0
M Industry USA Inc.	US-Delaware	F	Other countries	USD	700.0	100.0
Riseria Taverne SA	Torricella-Taverne	F	Switzerland	CHF	100.0	100.0
Saviva AG	Regensdorf	F	Switzerland	CHF	8'000.0	100.0
L+S Holding AG	Appenzell	<u>.</u>	Switzerland	CHF	800.0	100.0
Lüchinger + Schmid AG, Eier & Eiprodukte	Kloten	 F	Switzerland	CHF	5'600.0	100.0
Farmoo AG	Köniz	<u>.</u> F	Switzerland	CHF	1'036.0	70.1
LABEYE SA	Etagnières	<u>'</u>	Switzerland	CHF	100.0	100.0
SCG Swiss Consumer Goods GmbH	DE-Bensheim	F	Other countries	EUR	25.0	100.0
		<u>:</u>				
Financial Services  Migros Bank AG	Zurich	F	Switzerland	CHF	700'000.0	100.0
CSL Immobilien AG	Zurich	F	Switzerland	CHF	158.7	70.0
		·····•				
CSL Invest Ltd	Zurich	F	Switzerland	CHF	200.0	70.0
Swisslease AG	Wallisellen	F	Switzerland	CHF	100.0	100.0
Travel						
Hotelplan Holding Ltd	Opfikon	F	Switzerland	CHF	10'000.0	100.0
incl. subsidiaries:						
Adventure Travel Experience Inc.	US-New Castle	Е	Other countries	USD	-	48.0
BF International Services kft.	HU-Budapest	F	Other countries	HUF	3'000.0	100.0
BF International Travel Ltd	Opfikon	F	Switzerland	CHF	100.0	100.0
	Steinhausen	F	Switzerland	CHF	100.0	100.0

Segment/Company	Domicile	Accounting method <sup>1</sup>	Switzerland / Other countries	Currency	Registered capital in 1000	Equity interest in % <sup>2</sup>
Belvoy Holding AG	Opfikon	F	Switzerland	CHF	100.0	100.0
Finass Travel Ltd	Wetzikon (ZH)	F	Switzerland	CHF	200.0	100.0
Explore Aviation Ltd.	GB-Farnborough	F	Other countries	GBP	2.0	100.0
Explore Worldwide Ltd.	GB-Farnborough	F	Other countries	GBP	100.0	100.0
Explore Worldwide Adventures Ltd.	CA-Vancouver	F	Other countries	CAD	0.0	100.0
HHD Ltd	Opfikon	F	Switzerland	CHF	4'500.0	100.0
HHD B.V.	NL-Rijswijk	F	Other countries	EUR	70.0	100.0
HHD d.o.o.	HR-Jurdani (Rijeka)	F	Other countries	HRK	20.0	100.0
HHD GesmbH	AT-Innsbruck	F	Other countries	EUR	80.0	100.0
HHD GmbH	DE-Freiburg i.B.	F	Other countries	EUR	25.6	100.0
HHD Ltd.	GB-London	F	Other countries	GBP	50.0	100.0
HHD NV		F	Other countries	EUR	126.0	100.0
HHD Rentals S.L.	BE-Diegem ES-Barcelona	F		EUR	70.0	······································
HHD Sarl	FR-Paris	F	Other countries	EUR		100.0
		F	Other countries		130.8	······································
HHD Service AB	SE-Stockholm	F	Other countries	SEK	100.0	100.0
HHD Service GmbH	DE-Norden- Norddeich	F	Other countries	EUR	25.0	100.0
HHD Sp. z.o.o.	PL-Warsaw	F	Other countries	PLN	200.5	100.0
HHD S.r.I.	IT-Milan	F	Other countries	EUR	30.0	100.0
HHD s.r.o.	CZ-Prague	F	Other countries	CZK	4'000.0	100.0
IHOM Sp z oo	PL-Warsaw	F	Other countries	PLN	1'000.5	96.8
Inghams Canada Ltd.	CA-Banff	<u>'</u>	Other countries	CAD	0.1	100.0
Inntravel Ltd.	GB-Godalming	<u>'</u>	Other countries	GBP	224.6	100.0
Inter Chalet Ferienhaus AG	Opfikon	F	Switzerland	CHF	100.0	100.0
Inter Chalet j.d.o.o.	HR-Rijeka	F	Other countries	HRK	0.0	100.0
Interhome GmbH	DE-Düren	F	Other countries	EUR	31.0	100.0
	FI-Helsinki	NC	Other countries	EUR	16.8	20.0
Interhome Oy						
Itinerary Ltd.	GB-York	F	Other countries	GBP	40.0	100.0
LLC HHD	RU-Moscow	F	Other countries	RUB	10.0	80.0
Horizonte Club España sl	ES-Barcelona	F	Other countries	EUR	274.0	100.0
Horizontes Club Holidays Ltd.	GR-Athens	F	Other countries	EUR	17.6	100.0
Hotelplan CC Services GmbH	DE-Inzlingen	F	Other countries	EUR	307.6	100.0
Hotelplan (Transport) Ltd.	GB-Godalming	F -	Other countries	GBP	2.0	100.0
Hotelplan (UK Group) Ltd.	GB-Godalming	F	Other countries	GBP	1'100.0	100.0
Hotelplan Intern. Reiseorganisation GmbH	AT-Innsbruck	F	Other countries	EUR	36.3	100.0
Hotelplan Ltd.	GB-Godalming	F	Other countries	GBP	1'000.0	100.0
Hotelplan Management Ltd	Opfikon	F	Switzerland	CHF	500.0	100.0
Hotelplan Travel s.r.l.	IT-Torino	F	Other countries	EUR	10.0	100.0
Mount Lavinia Hotels & Ressorts Ltd.3	MV-Male	E	Other countries	MVR	87'380.0	50.0
MTCH Ltd	Opfikon	F	Switzerland	CHF	2'400.0	100.0
Náttúra-Yurtel ehf.	ISL-Garöabaer	F	Other countries	ISK	500.0	100.0
Tour Operator 2018 Ltd.	GB-Ely	F	Other countries	GBP	125.0	100.0
TW Ltd	Spiez	F	Switzerland	CHF	100.0	100.0
Others						
Ferrovia Monte Generoso SA	Mendrisio	NC	Switzerland	CHF	3'500.0	100.0
Liegenschaften-Betrieb AG	Wallisellen	F	Switzerland	CHF	18'000.0	100.0
Mitreva Ltd	Zurich	NC	Switzerland	CHF	200.0	100.0

 $<sup>^{1}\,</sup>$  Accounting method: F = fully consolidated/E = accounted for under the equity method/NC = not consolidated  $^{2}\,$  Interest: P = parent company

<sup>&</sup>lt;sup>3</sup> Joint ventures

# Report of the statutory auditor

Report of the statutory auditor to the Board of Directors of Federation of Migros Cooperatives Zurich

#### Report on the audit of the consolidated financial statements

#### **Opinion**

We have audited the consolidated financial statements of the Migros Group (the Group) as at 31 December 2019, which comprise the income statement of the Migros Group for the year ending on 31 December 2019, the balance sheet of the Migros Group as at 31 December 2019, the statement of changes in equity and the cash flow statement of the Migros Group for the year then ended and notes to the annual financial statements of the Migros Group, including a summary of significant accounting policies.

In our opinion, the accompanying consolidated financial statements (pages 30 to 111) give a true and fair view of the consolidated financial position of the Group as at 31 December 2019 and its consolidated financial performance and its consolidated cash flows for the year then ended in accordance with Swiss GAAP FER and comply with Swiss law.

#### **Basis for the opinion**

We conducted our audit in accordance with Swiss law and Swiss Auditing Standards. Our responsibilities under those provisions and standards are further described in the "Auditor's responsibilities for the audit of the consolidated financial statements" section of our report.

We are independent of the Group in accordance with the provisions of Swiss law and the requirements of the Swiss audit profession and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

#### Our audit approach

#### **Overview**



Materiality: CHF 100 million, which represents approx.  $0.4\,\%$  of total income.

We concluded full scope audit work at 19 Group companies in three countries. These Group companies contributed 67.2% of the Group's revenues. Additionally, specified audit procedures were performed at a further Group company in Switzerland.

As key audit matters, the following areas of focus have been identified:

Impairment of intangible assets
Impairment of fixed assets
Impairment of mortgages and other customer receivables of
Migros Bank AG

#### **Materiality**

The scope of our audit was influenced by our application of materiality. Our audit opinion aims to provide reasonable assurance that the consolidated financial statements are free from material misstatement. Misstatements may arise due to fraud or error. They are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the consolidated financial statements.

Based on our professional judgement, we determined certain quantitative thresholds for materiality, including the overall Group materiality for the consolidated financial statements as a whole as set out in the table below. These, together with qualitative considerations, helped us to determine the scope of our audit and the nature, timing and extent of our audit procedures and to evaluate the effect of misstatements, both individually and in aggregate, on the consolidated financial statements as a whole.

Overall Group materiality	CHF 100 million
How we determined it	0.4% of total income
Rationale for the materiality benchmark applied	We chose the proceeds of the Migros Group as the benchmark because the Migros Group is not primarily capital-market oriented. The owners of Migros (i.e. the cooperative members) do not provide risk capital and Migros has no obligation to pay a dividend to members. Furthermore, it is a generally accepted benchmark.

We agreed with the Audit Committee that we would report to them misstatements above CHF 2 million identified during our audit as well as any misstatements below that amount which, in our view, warranted reporting for qualitative reasons.

#### **Audit scope**

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

The audit strategy for the audit of consolidated financial statements was determined taking into account the work performed by the Group auditor and the component auditors in the PwC network. The Group auditor performed the audit of the consolidation and the presentation of the consolidated financial statements as well as of intangible assets, like goodwill, and intangible assets from acquisitions. As the Group editor, we were adequately involved in the work of the component auditors in order to assess whether sufficient appropriate audit evidence was obtained on the financial information of the components to provide a basis for our opinion. Our involvement comprised communicating the risks identified at Group level, specifying the materiality thresholds to be applied, examining the reporting, conducting conference calls with component auditors during interim audit and year-end audit and participating in the closing meetings of the year-end audits of the two largest companies abroad.

#### **Key audit matters**

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the consolidated financial statements of the current period. These matters were addressed in the context of our audit of the consolidated financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### Impairment of intangible assets

#### Key audit matter

Intangible assets on the balance sheet amount to CHF 695 million. Besides software, this item comprises primarily acquired goodwill (CHF 228 million) as well as brands, licences, patents and contractual rights (CHF 260 million) stemming from acquisitions of business units by the Migros Group. If there are indications of impairment, they are subject to impairment tests.

We consider the valuation of intangible assets to be a key audit matter because the nature of such assets means that significant judgement is required to assess whether there are indications of impairment and to derive the values in use relevant for the impairment tests

We identified the following key factors that could lead to the incorrect valuation of the intangible assets:

- Cashflows, which are derived from internal budgets and financial plans, used to calculate the value in use.
- Discount rate used for the related business units.
- Underlying data and derivation when using multiples.

Please refer to pages 64 and 65 (Critical accounting estimates and judgements) and pages 88 and 89 (Notes to the financial statements).

#### How our audit addressed the key audit matter

We performed the following audit procedures:

- Evaluated the Group's internal processes and controls relating to the identification of indications of impairment and the performance of impairment tests.
- Compared the assumptions used to calculate the value in use based on the approved budgets and financial plans/strategic plans of the business units concerned with economic and industry information as well as with the developments in previous financial years. Additionally, we assessed by means of sensitivity analyses the impact of the assumptions on the value drivers of the valuation model.
- Assessed, with the support of valuation experts, the derivation of the applied discount rates taking into account the industry- and country-specific circumstances compared with external data.
- Tested the mathematical accuracy of the calculation in the valuation models used.
- Compared the multiples for the business units for which these valuation methods are applied with the appropriate external data sources.
- Tested that the costs relating to impairment were correctly accounted for and disclosed in the consolidated financial statements.

Overall, on the basis of our own analyses, we consider the principles and the assumptions applied by Management to test for the impairment of intangible assets to be acceptable.

#### Impairment of fixed assets

#### Key audit matter

Fixed assets are recognised at the historical or acquisition cost less the accumulated depreciation. At a recognised value of CHF 12.5 billion, fixed assets represent a significant portion of the balance sheet total

In the year under review, impairment of CHF 139 million has been booked against fixed assets.

We consider the impairment of fixed assets to be a key audit matter because the assessment of impairment indicators and of recoverable amounts of the assets requires Management to apply significant judgement. In particular, this concerns the Group's business units that are start-ups or turnaround entities and whose future development is subject to a high degree of uncertainty.

We identified the following key factors that could lead to the incorrect valuation of the fixed assets:

- Cashflows, which are derived from internal budgets and financial plans, used to calculate the value in use.
- Discount rates used for the related business units.
- Underlying data source and derivation of the recoverable amounts and the assumptions used.

Please refer to pages 64 and 65 (Critical accounting estimates and judgements) and pages 86 and 87 (Notes to the financial statements).

#### How our audit addressed the key audit matter

We performed the following procedures:

- Evaluated the Group's internal processes and controls relating to the identification of indications of impairment and the performance of impairment tests.
- Compared the assumptions used to calculate the value in use based on the approved budgets and financial plans/strategic plans of the business units concerned with economic and industry-specific information as well as with the developments in previous financial years. In addition, we assessed by means of sensitivity analyses the impact of the assumptions on the value drivers of the valuation model.
- Assessed, with the support of valuation experts, the derivation of the applied discount rates taking into account the industry- and country-specific circumstances compared with external data.
- Tested the mathematical accuracy of the calculation in the valuation models used.
- Tested the derivation and calculation of the market value of objects for which this valuation basis was used
- Checked that the costs relating to impairment (impairment and provisions for onerous rental agreements with third parties) were correctly accounted for and disclosed in the consolidated financial statements.

Overall, based on our own analyses, we consider the principles and the assumptions applied by Management to test for the impairment of tangible fixed assets to be acceptable.

#### Impairment of mortgages and other customer receivables of Migros Bank AG

#### Key audit matter

The core business of Migros Bank AG is the provision of private and corporate loans. Mortgages and other customer receivables are disclosed on the balance sheet in the amount of CHF 40.4 billion.

Migros Bank primarily issues mortgage-based loans for residential and business properties as well as unsecured loans as financing for commercial purposes. Further, the bank provides personal loans to private individuals.

Besides its significance on the balance sheet (59 %), we consider the recoverability of this item to be a key audit matter for the following reasons: changes in market conditions, especially in the property market, and the economic situation can affect the value of the loan portfolio or of individual loans. Further, numerous factors can put at risk the repayment of individual loans.

Please refer to pages 58 to 60 (Credit risks) and pages 78 and 79 (Notes to the financial statements).

#### How our audit addressed the key audit matter

Our audit approach consisted principally of testing effectiveness of the processes and controls implemented by the bank. We tested compliance with the rules and processes as well as the effectiveness of these controls by using risk-based samples. We also performed substantive audit procedures.

We performed the following examinations:

- Tested selected key controls of the Bank relating to the approval, processing and monitoring of loans.
- On a sample basis, tested credit items (including a valuation check of the collateral) for indications of impairment ("impairment triggers") and tested already impaired loans.
- On a sample basis, checked the assessment of the recoverability of loans (credit review).

Overall, based on our audit procedures, we consider the principles and the assumptions applied by Management to test for the impairment of mortgages and other customer loans to be acceptable.

# Responsibilities of the Board of Directors for the consolidated financial statements

The Board of Directors is responsible for the preparation of the consolidated financial statements that give a true and fair view in accordance with Swiss GAAP FER and the provisions of Swiss law, and for such internal control as the Board of Directors determines is necessary to enable the preparation of consolidated financial statements that are free from material misstatement, whether due to fraud or error.

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

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

Our objectives are to obtain reasonable assurance about whether the consolidated financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Swiss law and Swiss Auditing Standards 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 consolidated financial statements.

As part of an audit in accordance with Swiss law and Swiss Auditing Standards, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate 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 Group's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made.
- Conclude on the appropriateness of the Board of Directors' 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 Group'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 consolidated 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 Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated financial statements, including the disclosures, and whether the consolidated financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the consolidated financial statements. We are responsible for the direction, supervision and performance of the Group audit.
   We remain solely responsible for our audit opinion.

We communicate with the Board of Directors or its relevant committee 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 the Board of Directors or its relevant committee 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, related safeguards.

From the matters communicated with the Board of Directors or its relevant committee, we determine those matters that were of most significance in the audit of the consolidated financial statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure 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.

#### Report on other legal and regulatory requirements

In accordance with art. 906 CO in conjunction with art. 728a para. 1 item 3 CO and Swiss Auditing Standard 890, we confirm that an internal control system exists which has been designed for the preparation of consolidated financial statements according to the instructions of the Board of Directors.

We recommend that the consolidated financial statements submitted to you be approved.

PricewaterhouseCoopers AG

Rodolfo Gerber Audit expert Auditor in charge **Aysegül Eyiz Zala** Audit expert

Zurich, 12 March 2020

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FEDERATION OF MIGROS COOPERATIVES	
Legal information	