Management Report of the Board of Directors to the Shareholders

Introduction

The following management report should be read in conjunction with our audited consolidated and statutory (non-consolidated) financial statements and the related notes. The discussion and analysis covers two areas – first, the consolidated financial statements of the Interbrew Group, and second the statutory annual accounts of Interbrew SA/NV.

Management Report on the consolidated financial statements of the Interbrew Group.

This year, for the first time, the consolidated financial statements have been prepared according to International Accounting Standards (IAS). The translation to IAS was also carried out on last year's figures, to obtain comparable figures over two years. This translation explains any variances between figures for 2000 given here and those disclosed in the Management Discussion & Analysis section of the 2000 annual report.

MAIN TRANSACTIONS FROM 2000 THROUGH 2001, HIGHLIGHTING CHANGES IN SCOPE

A number of acquisitions, divestitures and joint ventures affected our results of operations and financial condition over the past two years.

TRANSACTIONS 2000

	Date	Accounting treatment
Acquisition of Whitbread in UK	May 2000	Consolidated as of June 2000
Acquisition of Bass in UK	August 2000	Consolidated as of September 2000
Acquisition of Rogan in Russia	December 2000	Consolidated as of December 2000
Sale of equity stake in Blue Jays in Canada	December 2000	Asset held for sale

TRANSACTIONS 2001

Increased stake in Luxembourg
In May 2001, the group paid 13.9 million euro to raise its stake in the Luxembourg holding BM Invest from 31% to 50%. As Interbrew already exercised control and fully consolidated this stake, the transaction did not impact the accounting treatment.

Increased stake in Romania
In view of their proposed merger, Interbrew increased its stake in its three existing legal entities in Romania, and now holds 95.9% of Proberco, 97.3% of CDN, and 70.7% of BIB.

Option purchase for a 5% stakeholding in Korea
In June 2001, the group purchased an option to buy, as of 2006, a 5% additional stake in our Korean affiliate, Oriental Breweries. The option is considered a derivative, and is reflected as a long term prepayment in the balance sheet.

Acquisition of Diebels in Germany
In July 2001, Interbrew purchased 80% of the Diebels brewery in Germany, whose major brand is Diebels Alt. The brewery produced and sold 1.5 million hectoliters in 2000. The closing of the acquisition deal was finalised on 31 August 2001 and consequently results were consolidated as from September 2001.

Acquisition of Brauerei Beck in Germany
In August 2001, the company announced a purchase agreement for the Beck & Co brewery in Bremen, conditional on the agreement of shareholders and approval of the competition authorities. The brewery's main brand is the international premium lager Beck's, and total volumes in 2000 amounted to 8.7 million hectoliters. As the transaction did not close until 1 February 2002, Beck & Co was not consolidated in the 2001 accounts.

Sale of Carling Brewers in the UK

In December 2001, Interbrew agreed to sell Carling Brewers to the Adolph Coors Company. Carling is fully consolidated in the 2001 accounts, as completion of the sale is subject to the approval of the UK competition authorities, as required by the Secretary of State for Trade and Industry decision of 18 September 2001. The sale had its origins in the initial decision of the Secretary of State on 3 January 2001, which vetoed Interbrew's proposed merger of the UK brewing operations of Bass Brewers and the Whitbread Beer Company, and required the company to divest the UK beer business of Bass Brewers. On 2 February 2001, Interbrew applied in the UK for a judicial review of this decision in the High Court of Justice. In May 2001, the High Court decided in favour of Interbrew, and asked for a review of the decision. Public consultation on several remedies was carried out by the Office of Fair Trading (OFT). In September 2001, the UK Secretary of State endorsed the remedy which included the sale of Carling Brewers. Under this resolution Interbrew retained Bass Brewers' businesses in Scotland and Northern Ireland, as well as the global rights to the brands Bass Ale and Tennent's, and the subsidiary in Italy. Not at issue was the Prague Brewery (which produces Staropramen) which had already been integrated into the Interbrew family.

MATURE MARKETS AND EMERGING MARKETS

The businesses we acquire in the emerging markets typically have a lower net turnover per hectoliter and lower operating margins. The ratio of volume in mature and emerging markets is, respectively, 57% and 43% in 2000, and 61% and 39% in 2001. The emerging market figures include 30% of the Mexican FEMSA volumes, in line with our stake.

IMPACT OF FOREIGN CURRENCIES

Foreign currency exchange rates have a significant impact on both our financial condition and results of operations. The most significant foreign currencies for us are the Canadian dollar, the US dollar, the South Korean won, the pound sterling and the Mexican peso. In 2001, turnover in these currencies contributed to our net turnover as follows: Canadian dollars 17.3%, US dollars 7.8%, South Korean won 7.0%, and pounds sterling 38.9%.

On 2001 operating profit, we realize a negative currency impact of (13.8) million euro, of which (9.0) million euro is due to the won – euro evolution. Currency impacts on our net results of operations are generally mitigated by the fact that we incur the substantial majority of our operating expenses in the countries concerned and generally obtain financing in local currency. As a result of our large minority interest in FEMSA Cerveza, Mexican peso-denominated earnings accounted for 9.9% of our net profit (share of the Group) from ordinary activities in 2001.

SELECTED FINANCIAL FIGURES

We calculate "net turnover" as turnover less excise taxes. It forms the largest component of operating revenue. In many jurisdictions, excise taxes make up a large proportion of the cost of beer charged to our customers.

The table below sets out the components of our operating income and our operating expenses, as well as certain other data.

	Year ended 31 December 2000	2001
	(in million euro)	
Net turnover	5,656.6	7,302.8
Other (1)	(18.6)	(15.6)
Other operating income	237.4	215.2
Operating income	**5,875.4**	**7,502.4**
Operating expenses	5,342.2	6,618.4
Raw material, consumables and goods for sale (excluding excise taxes)	1,937.8	2,428.8
Services and other goods	1,542.2	2,038.2
Payroll and benefits	1,010.0	1,264.3
Depreciation and amortisation	544.0	569.5
Other (2)	308.2	317.6
Operating profit	**533.2**	**884.0**
Other data:		
EBITDA	1,156.0	1,533.3
ROIC (3)	11.4%	11.4%

(1) Consists of increase (decrease) in inventory of finished goods, work and contracts in progress and operating expenses capitalized to capital assets.
(2) Consists of increase (decrease) in provisions, other operating expenses and amortisation/impairment of goodwill.
(3) Operating profit (EBIT) on invested capital including goodwill.

The table below sets out the key income statement items as a percentage of operating income.

	Year ended 31 December 2000	2001
	(in %)	
Operating income	100.0	100.0
Operating expenses	90.9	88.2
Raw material, consumables and goods for sale (excluding excise taxes)	33.0	32.4
Services and other goods	26.2	27.2
Payroll and benefits	17.2	16.9
Depreciation and amortization (including amortization of goodwill)	10.6	8.7
Operating profit	**9.1***	**11.8**
Profit before tax	5.5	10.4
Net profit & loss from ordinary activities	4.6	7.2

* Before IAS exceptional charges 2000: 10.7%

FINANCIAL PERFORMANCE OF THE GROUP

OPERATING INCOME

Our net turnover increased by 1,646.2 million euro, or 29.1%, from 5,656.6 million euro in 2000 to 7,302.8 million euro in 2001. Of this increase, 1,248.3 million euro is attributable to businesses acquired in 2001, or the impact of including the full 12 months of operations for businesses acquired in 2000. Further, (104.6) million euro is attributable to fluctuations in foreign exchange rates, and 502.5 million euro, or 8.9%, to internal growth arising from increased volume and prices, the latter coming from all zones, mature and emerging.

OPERATING EXPENSES

Operating expenses (excluding excise taxes) increased by 1,276.2 million euro, or 23.9%, from 5,342.2 million euro (90.9% of operating income) in 2000 to 6,618.4 million euro (88.2%) in 2001. Raw materials and consumables as a percentage of operating income decreased from 33.0% in 2000 to 32.4% in 2001. As a percentage of operating income, marketing expenses increased, whereas other operating services and goods fell. Payroll and benefits continued to drop as a percentage of operating income. Depreciation and amortization as a percentage of operating income decreased as a result of the inclusion of the UK businesses and the effect of the extraordinary reduction in asset value, booked in 2000. The lower depreciation in the UK more than offset the higher depreciation charges in the emerging markets, especially in Eastern Europe.

EBITDA (Operating profit before depreciation and amortisation)

Operating profit before depreciation and amortisation increased by 377.3 million euro or 32.6%, from 1,156.0 million euro (19.7% of operating income) to 1,533.3 million euro (20.5% of operating income). Of this increase, 248.2 million euro is attributable to businesses acquired in 2001, or the impact of including the full 12 months of operations for businesses acquired in 2000. Further, (25.3) million euro is attributable to fluctuations in foreign exchange rates, and 154.4 million euro, or 13.4%, to internal growth. This growth is impacted by the reclassification in 2000 of extraordinary items in EBITDA for an amount of (20.2) million euro. Without the IAS adjustments (including this reclassification), internal growth would amount to 126.1 million euro, or 10.5%.

OPERATING PROFIT

Operating profit increased by 350.8 million euro, or 65.8%, from 533.2 million euro (9.1% of operating income) in 2000, to 884.0 million euro (11.8% of operating income) in 2001. Of this increase, 101.0 million euro is attributable to businesses acquired in 2001, or the impact of including the full 12 months of operations for businesses acquired in 2000. Further, (13.8) million euro is attributable to fluctuations in foreign exchange rates and 263.5 million euro, or 49.4%, to internal growth. This growth is also impacted by the 2000 IAS adjustments, including the (20.2) million euro on EBITDA and the extraordinary depreciation due to an impairment adjustment in Korea and China for an amount of (74.2) million euro. Excluding the IAS adjustments, internal growth amounts to 172.4 million euro, or 26.8%.

NET FINANCIAL INCOME (expenses)

The net financial income (expenses) was (176.0) million euro in 2001 as compared to the (258.9) million euro in 2000. The main reason for the reduced net financial expense is the full impact in 2001 of the proceeds of the IPO realised in late 2000. The IPO resulted in the reduction of the net financial debt of the group.

INCOME TAXES

Income taxes on ordinary profit (current and deferred) were 75 million euro in 2000, or 27.3% of the ordinary profit of the year before income taxes, equity income and minority income, and 180 million euro in 2001, or 25.3% of the ordinary profit of the year before income taxes, equity income and minority income. The 2001 tax rate on the ordinary profit of the year before income taxes, equity income and minority income is 29.7% when we exclude the recognition of deferred tax assets on tax losses in the Czech Republic, and the effect of the tax rate decrease in Russia from 35% to 24%.

SHARE IN RESULT OF ASSOCIATED COMPANIES

Our share in the results of the associated companies was 50.4 million euro in 2000 and 67.3 million euro in 2001. FEMSA Cerveza represents the main share of the equity pick-up. In 2001 FEMSA delivered stable net results and operating results compared to 2000. For 2000 and 2001, our share in the result of associated companies also includes our minority positions in TradeTeam (49%) and Grolsch UK (49%), acquired via the Bass deal.

EXTRAORDINARY INCOME (expenses)

Under IAS, most items considered as extraordinary results according to Belgian GAAP, are classified as operating income or expense. However, the goodwill impairment for (1,234.7) million euro recorded in 2000 with respect to Bass goodwill continues to be considered as extraordinary under IAS. In 2001, due to the OFT decision, a reversal of 360.0 million euro occurred, partially offset by (198.8) million euro deal costs.

NET PROFIT/LOSS (share of Group)

Net profit (share of Group) of ordinary activities increased from 270.5 million euro in 2000 to 536.8 million euro in 2001. The minority interest moved from 20.5 million euro in 2000 to (58.7) million euro in 2001. This results from the better operating results in Russia and Korea, and from the deferred tax bookings in Korea.

OPERATING ACTIVITIES BY ZONE

The table on the next page shows our total worldwide sales volumes by zone and country. Volumes include small amounts of beverages other than beer. Total volumes include not only brands that we own or license, but also third party brands that we brew as a subcontractor and third party products that we sell through our distribution network, particularly in Western Europe. Volumes for Western Europe also include exports to countries where we do not operate breweries, as well as Interbrew brands brewed by third parties under license.

We also show our pro rata share of volume brewed by our Mexican company, not including Mexican beer imported and sold in Canada and the United States by Labatt and Labatt USA.

INTERBREW WORLDWIDE SALES VOLUME (HECTOLITERS IN MILLIONS)

	2000	2001
Western Europe (1)	**23.1**	**27.2**
United Kingdom	8.3	10.9
Belgium	6.5	6.4
Netherlands	2.6	2.7
France	2.7	2.7
Luxembourg	0.3	0.3
Germany	–	0.5
Licenses	0.4	0.3
Export	2.3	3.4
North America	**14.2**	**14.6**
Canada	9.0	9.1
USA	4.6	4.8
Cuba	0.6	0.7
Emerging Markets	**26.0**	**31.3**
Central Europe	8.0	10.0
Hungary	2.1	2.2
Bulgaria	1.4	1.3
Croatia	1.6	1.7
Romania	1.4	1.5
Montenegro	0.6	0.6
Bosnia	0.1	0.1
Czech Republic	0.8	2.6
Eastern Europe	9.9	12.9
Russia	7.9	7.9
Ukraine	2.0	5.0
Australasia	8.1	8.4
South Korea	7.7	8.0
China	0.4	0.4
Total (excluding Mexico & Bass)	**63.3**	**73.1**
Mexico	6.6	6.7
Total excluding Bass	**69.9**	**79.8**
Bass	6.5	17.1
TOTAL	**76.4**	**96.9**

(1) Includes Subcontracting/Commercial Products: 5.1 million Hl in 2000; 6.5 million Hl in 2001

We discuss below net turnover, EBITDA and operating profit for our operations in North America, Western Europe, Bass and the Emerging Markets for the period 2000 - 2001. The amounts presented and discussed below do not reflect the operations of holding companies and of our global export business. For 2001, this export business includes the export business of the Bass brands, which we acquired in 2000. For the years 2000 and 2001, holding companies & global export accounted for (29.8) million euro and 14.0 million euro in EBITDA, respectively and (108.3) million euro and 9.2 million euro in operating profit respectively.

The figures presented are according to IAS. The major IAS adjustments of 2000, referred to above, are allocated to the holding companies in order not to impact the comparative analysis on operational results of the zone. Additionally, the implementation of a new Interbrew service fee and royalty system results in variances in EBITDA and operating result when comparing 2001 to 2000. We considered this impact on zone level as scope variance so that it does not impact the organic growth figures shown below.

NORTH AMERICA

The following table shows key financial statistics for North America for the past two years.

	2000	2001	Change 2000/2001
Net turnover	1,689.3	1,830.3	8.3%
EBITDA	406.9	429.3	5.5%
Operating profit	274.3	312.3	13.8%
ROIC (*)	13.5%	15.4%	188 bp
ROIC (excluding FEMSA stake)	20.6%	25.8%	521 bp

* North America's ROIC includes the invested capital for the minority stake in FEMSA, but does not include the share in the related operating profit.

The net turnover increases by 141.0 million euro, notwithstanding a decrease of (16.1) million euro attributable to changes in foreign exchange rates, due to the strengthening of the euro versus the Canadian dollar. The net increase of 157.1 million euro is thus fully attributable to internal growth, mainly fuelled by volume growth in US, and price increases in Canada and the US.

Of the 37.9 million euro increase in operating profit, 49.5 million euro is attributable to internal growth fuelled by volume and price increases, partly reinvested in the markets as marketing support to the brands. Changes in foreign exchange rates decreased the operating profit by (2.9) million euro and the impact of change in service fee is (8.7) million euro.

WESTERN EUROPE

The following table shows key financial statistics for Western Europe for the past two years. Western Europe includes the results of our business in the UK via Interbrew UK, formerly called Whitbread. The results of the Bass business in the UK are shown separately in the next section.

	2000	2001	Change 2000/2001
Net turnover	2,130.7	2,504.4	17.5%
EBITDA	381.1	412.6	8.3%
Operating profit	209.2	224.0	7.1%
ROIC	14.8%	20.5%	569 bp

The 373.7 million euro increase in net turnover is mainly attributable to the impact of a full year Interbrew UK and partially to volume and price increases, especially in the Netherlands and UK.

The 14.8 million euro increase in operating profit includes a negative currency impact of (0.6) million euro and a scope variance of (62.0) million euro. This scope variance is the combined effect of the 12 month inclusion of Interbrew UK business in 2001 and the change in Group service fees & royalty agreements. The remaining variance of 77.4 million euro represents the organic growth, being 37.0%. This is however impacted by the reclassification under IAS of a non-recurring increase in provisions booked in 2000, for an amount 9.2 million euro, which gives rise to an organic growth of 68.2 million euro or 32.6%.

BASS

The following table shows key financial statistics for the UK Bass businesses acquired in 2000.

	2000	2001	Change 2000/2001
Net turnover	694.9	1,541.3	121.8%
EBITDA	116.9	339.9	190.8%
Operating profit	51.1	176.3	245.0%
ROIC	3.9%	6.5%	263 bp

These figures cover the Bass business for 4 months in 2000 and for 12 months in 2001. The increase on the different performance levels is thus split in scope evolution for a period of 8 months and internal growth for the last 4 months 2001 versus same period in 2000.

The net turnover increases by 846.4 million euro, of which 746.9 million euro is attributable to scope change, hence internal growth accounts for 113.7 million euro or 16.4%. The latter is especially thanks to a strong last quarter sales in 2001. Changes in foreign currencies decreased sales by (14.2) million euro as the pound sterling weakened versus the euro.

The operating profit increases by 125.2 million euro, attributable to scope changes of 74.7 million euro and to internal growth for 52.2 million euro or 102.2%. The above mentioned sales growth is due to improved margins and strong overhead costs management resulting in improved operating results. Brand support remained in 2001 on the same level as 2000. Changes in foreign currencies decreased the operating profit by (1.7) million euro.

EMERGING MARKETS

The following table shows key financial statistics for the emerging markets for each of the past two years.

	2000	2001	Change 2000/2001
Net turnover	1,141.7	1,310.6	14.8%
EBITDA	280.8	337.5	20.2%
Operating profit	106.9	162.2	51.7%
ROIC	6.1%	9.0%	290 bp

Of the 168.9 million euro increase in net turnover, 94.8 million euro is attributable to businesses acquired in 2001, or the impact of including the 12 months of operation for businesses acquired in 2000. A further 129.3 million euro is attributable to internal growth, thanks to both volume and price increases. Changes in foreign currencies decreased sales by 55.2 million euro due to the weakened Korean won against the euro. In 2001, we consolidated the full year of Czech business, acquired in August 2000, as well as the Rogan business in Ukraine acquired in December 2000.

The 55.3 million euro increase in operating profit is attributable as follows: (7.2) million euro to new businesses acquired in 2000, (8.0) million euro to changes in foreign exchange rates, and 70.5 million euro to internal growth. The Eastern European and Australasian markets enjoyed substantial volume and value increase.

DETAIL OF EMERGING MARKETS

Central Europe

The following table shows key financial statistics for Central Europe for each of the past two years.

	2000	2001	Change 2000/2001
Net turnover	320.2	396.2	23.7%
EBITDA	86.2	104.6	21.4%
Operating profit	57.6	70.4	22.3%

Net turnover increased by 76.0 million euro, or 23.7%, from 320.2 million euro in 2000 to 396.2 million euro in 2001. An increase of 52.3 million euro is attributable to the new business acquired in the Czech Republic. Currency gains were 2.9 million euro and organic growth (volume and price increases) pushed net turnover expressed in euro up by 20.8 million, or 6.5%.

Operating profit grew by 12.8 million euro, or 22.3%, from 57.6 million euro in 2000 to 70.4 million euro in 2001. This increase results from a currency impact of 1.0 million euro, a scope impact of (7.7) million euro and an organic growth of 19.5 million euro, or 33.9%. The organic growth was partially contributed by the new Czech business and by the other countries where we were already present. The latter mainly realized in Croatia and Hungary with strong sales resulting in share gain and improved profitability.

Eastern Europe

The following table shows key financial statistics for Eastern Europe for each of the past two years.

	2000	2001	Change 2000/2001
Net turnover	283.0	393.1	38.9%
EBITDA	62.3	96.1	54.2%
Operating profit	22.6	34.3	51.8%

Net turnover increased by 110.1 million euro from 283.0 million euro in 2000 to 393.1 million euro in 2001. Of this increase, 42.5 million euro is attributable to new businesses acquired, or the impact of including the full 12 months for operations acquired in 2000. A further 67.6 million euro, or 23.9%, is attributable to internal growth mainly driven by volume and price increases above the level of inflation required to reposition our brands as mainstream lagers.

Operating profit increased by 11.7 million euro from 22.6 million euro in 2000 to 34.3 million euro in 2001. Of this increase, (0.4) million euro is attributable to scope changes. 12.1 million euro or 53.8% is organic growth.

Australasia

The following table shows key financial statistics for Australasia for each of the past two years.

	2000	2001	Change 2000/2001
Net turnover	538.5	521.3	(3.2)%
EBITDA	132.3	136.8	3.4%
Operating profit	26.7	57.5	115.3%

Net turnover decreased by (17.2) million euro from 538.5 million euro in 2000 to 521.3 million euro in 2001. Changes in foreign exchange rates (mainly the negative evolution of the won versus the euro) decreased net turnover by (58.1) million euro. An increase of 40.9 million euro, or 7.6%, is attributable to organic growth. In Korea, for the third consecutive year, prices were increased (in combination with lower excise duties). This resulted in an organic 43.5 million euro net turnover increase. In China, net turnover decreased by (2.6) million euro organically as a result of volume loss and competitive pricing.

Operating profit increased by 30.8 million euro, from 26.7 million euro in 2000 to 57.5 million euro in 2001. Of this increase, (9.0) million euro is currency impact, and 38.9 million euro, or 145.6%, is attributable to organic growth. This strong growth is the combined result of volume growth, price increase and cost management.

LIQUIDITY POSITION AND CAPITAL RESOURCES OF THE GROUP

We have generally funded our working capital and capital expenditure needs from our operations. From time to time, however, we have financed major acquisitions with loans from banks. Our expansion in emerging markets typically involved not only the acquisition of brewing assets and creation of joint ventures with local partners, but also substantial planned capital expenditures targeted at improving product quality and increasing capacity. Cash flows from operations in mature markets has generally enabled us to fund these capital expenditures in Emerging markets.

CASH FLOWS

Our operating cash flow amounted to 871 million euro in 2000 and 1,053 million euro 2001. The increase of 182 million euro is mainly attributable to the growth in results before depreciation and amortization, and before the non-cash gain on disposal of capital assets and investments and the movements in deferred taxes. The cash used in investment activities ((5,132) million euro in 2000 and (640) million euro in 2001) includes acquisition of investments (Bass, Whitbread and Rogan) and capital assets, and increase in term deposits. The financing activities for 2000 were significantly influenced by the IPO proceeds and the increased debt to finance the acquisitions. The impact of the IPO proceeds in 2001 resulted in a reduction of net financial expenses.

CAPITAL EXPENDITURES AND ACQUISITIONS

Capital expenditures represent the acquisition of specific assets which are intended to be used either directly in the brewing or distribution process or in an administrative or supportive role. Investments consist of acquisitions of all or part of another business.

We spent 487.0 million euro in 2000 and 559.0 million euro in 2001 on acquiring capital assets. The increase is mainly due to the impact of full year inclusion of businesses acquired in 2000. The investment in the Eastern European region was in line with 2000. Out of the total capital expenditures, approximately 56% was used to improve our production facilities and/or the purchase of returnable packaging; while 30% was used for logistics and commercial investments reflecting mainly investment in our primary and secondary logistic facilities and outlet material for the on trade business. Finally, 14% was used for improving administrative capabilities and purchase of hardware and software, especially to develop further the worldwide network.

We spent 4,511.2 million euro in 2000 and 191.3 million euro in 2001 on acquiring businesses. Our principal investments in 2000 included Whitbread and Bass in the UK and Rogan in Ukraine. Our principal investments in 2001 include Diebels in Germany and the option for an increased share in Korea.

CAPITAL RESOURCES

Our net debt (long- and short-term debt, cash and deposits) as at 31 December 2001 was 2,661.7 million euro as compared with a 2000 net debt of 2,906 million euro. The main reason for the reduced debt base is the repayment of some of the UK debt from the proceeds of the IPO received at the end of 2000. Furthermore, there are the normal repayments on the existing loans.

EQUITY

The consolidated equity (share of the Group) amounts to 4,818 million euro or, an increase of 752 million euro versus 2000. Equity was mainly increased by the net result (share of the Group) and the Employee Share Purchase Plan.

Managing market risk

The principal categories of market risk we face are changes in interest rates, foreign exchange and commodity prices. Our risk management committee, which consists of our Chief Financial Officer, the Chief Planning & Performance Officer, our Internal Audit Director and other senior corporate officers from Treasury, Procurement and Controlling, meets at least semi-annually and is responsible for reviewing the results of our risk assessment, approving recommended risk management strategies, monitoring compliance with our risk management policy and reporting to the audit committee. Our risk management committee also sets policy for our balance sheet structure and the investment of our short-term liquid funds.
Please refer to note 28 of the consolidated financial statements for more information.

Management Report on the statutory (non-consolidated) Annual Accounts of Interbrew SA/NV

The corporate objective of Interbrew S.A. is to manage and control the companies of the Group.

Comments on the statutory annual accounts

COMMENTS ON THE BALANCE SHEET

INTANGIBLE FIXED ASSETS
There were no additions during the year.

TANGIBLE FIXED ASSETS
The net decrease of the tangible fixed assets is the result of the yearly depreciation of furniture and vehicles.

FINANCIAL FIXED ASSETS
The increase of the financial fixed assets is the result of several transactions that took place in the course of the year:
- subscription of 166,144 Cobrew shares through capital increases on 12 January 2001 and 31 May 2001;
- purchase of 5,500 B.M. Investment shares on 12 June 2001;
- purchase of 27,000 Interbrew Belgium shares from Immobrew N.V. on 17 December 2001;
- split of 1,284 Brasserie de Luxembourg-Diekirch shares into 1,284 Brasserie de Luxembourg shares and 1,284 M Immobilier shares on 12 June 2001;
- several purchases of Immobrew shares at an exchange counterpart of 4.16 during the months of September, October and December 2001.

RECEIVABLES DUE AFTER ONE YEAR
Other receivables decreased by 19.7 million euro mainly following the repayment of group loans.

RECEIVABLES DUE WITHIN ONE YEAR
Trade receivables increased by 26.2 million euro mainly by invoicing of service fees to our subsidiaries.

Other receivables decreased by 306.7 million euro mainly as a result of the repayment of a loan granted to Cobrew N.V. for an amount of 317.5 million euro.

CAPITAL AND RESERVES
The net increase of capital and reserves originates from 3 kinds of changes:
- 13 capital increases for a total amount of 2.866 million euro increasing the number of outstanding shares to 431,125,962. Additionally, the share premium account increased by 13.911 million euro;
- the result of the year, and
- the payment of a dividend.

FINANCIAL DEBT PAYABLE AFTER ONE YEAR
Financial debt payable after one year decreased following the repayment of a group loan for an amount of 5.5 million euro and following a partial repayment of loans from credit institutions for an amount of 7,3 million euro.

AMOUNTS PAYABLE WITHIN ONE YEAR
The increase in amounts payable within one year mainly results from an increase in the current account with Cobrew for an amount of 39.4 million euro.

COMMENTS ON THE INCOME STATEMENT

The result of the year 2001 is a profit after taxes of 133.952 million euro, versus a loss after taxes of 113.985 million euro in 2000.

The implementation of a new group costing method results in an increase of the turnover for an amount of 83.6 million euro.

The increase in operating expenses by 70.6 million euro results from the costs of the recent acquisitions as well as the costs relating to the growing Group.

A significant part of the increase in financial income relates to the dividends received from affiliated companies for an amount of 125.0 million euro.

Subsequent Events

We refer to note 33 of the Consolidated Financial Statements.

Research and Development

Innovation was achieved in the areas of process optimization, especially as it pertains to capacity, new product developments and packaging initiatives primarily in Eastern and Central Europe. In 2001, we invested 7.6 million euro in research and development compared to 6.6 million euro in 2000. Our research and development centers are located at headquarters in Leuven, Belgium and breweries in Canada, the United Kingdom and South Korea.

Knowledge management and learning is also an integral part of research and development and thus a lot of value is placed on collaborations with universities, outside institutes and other industries to continuously enhance our knowledge.

Issuance of subscription rights – Long Term Incentive Program

Further to the authorization given by the General Shareholders' Meeting of 24 June 1999 to the Board of Directors in order to increase the corporate capital of the company by means of the authorized capital, the Board decided on 13 March, 23 April, 4 September and 11 December 2001:

- to suppress the preferential subscription right for the benefit of key management employees of the company or of its subsidiaries, to be determined by the "Human Resources and Nominating Committee" or by the "Chief Executive Officer", and (Board decisions of 23 April and 11 December 2001) for the benefit of the independent directors of the Company;
- to issue for the benefit of those same key management employees 1,092,315 subscription rights for a price of 30.23 euro per subscription right (decision of 13 March 2001), 266,400 subscription rights for a price of 29.74 euro (decision of 23 April 2001), 51,320 subscription rights for a price of 28.70 euro (decision of 4 September 2001) and 1,703,357 subscription rights for a price of 28.87 euro (decision of 11 December 2001), and
- to issue for the benefit of the independent directors of the Company 56,700 subscription rights for a price of 29.74 euro per subscription right (decision of 23 April 2001) and 48,600 subscription rights for a price of 28.87 euro (decision of 11 December 2001).

The abovementioned numbers of subscription rights are the aggregate numbers accepted by the grantees. All are registered subscription rights.

Each subscription right gives the right to subscribe to one ordinary share of the Company.

The rights issued on 13 March, 24 April and 4 September 2001 may be exercised, in principle, as from 1 May 2005 until the tenth anniversary of their respective dates of issuance.

The rights issued on 11 December 2001 may be exercised as follows: a first third of the subscription rights may be exercised form 1 January 2003 to 10 December 2011. A second third may be exercised form 1 January 2004 to 10 December 2011. The last third may be exercised from 1 January 2005 to 10 December 2011.

The issues of rights described above are in accordance with the interest of the Company with a view to the development of its activities in the long run.

Considering the number of shares representing the capital, the issues of rights described above are relatively moderate and shall, in case of exercise of the subscription rights, only result in a limited dilution of the holding of the current shareholders. Hence, the suppression of the preferential subscription right has only a slight impact for the shareholders, among others, with regard to their share in the profits and proper funds.

Report on conflicts of interests (article 523 of the Company Code)

Pursuant to the Company Code, a director having a conflicting interest in a decision of the Board of Directors, is not allowed to attend the discussions and deliberations preceding the Board's decision, nor is he allowed to participate in the vote. Moreover, he must inform the auditor of the company about his conflicting interest.

During the year 2001, this procedure has been applied twice. Below is reported the content of the minutes with regard to these decisions of the Board, indicating the reasons for the conflicting interest, the nature of the decision, its justification and its patrimonial consequences for the company.

1. On the occasion of the decision of the Board of Directors of 23 April 2001 to issue subscription rights within the framework of the authorized capital for the benefit of management employees of the company or of its subsidiaries, as well as secondarily for the benefit of the independent directors of the company, Baron Paul de Keersmaeker declared, as a beneficiary of the subscription rights, he had a conflicting interest. Consequently he did not participate to the deliberations of the Board, nor to the vote. He declared that he informed the auditor about the aforementioned. After Baron Paul de Keersmaeker had left, the meeting continued under the presidency of Mr Arnoud de Pret Roose de Calesberg.

   Pursuant to article 523, paragraph 1, section 2 of the Company Code, the Chairman explains the following elements. Each subscription right gives the right to subscribe to a new ordinary share of the company for a price of 29.74 euro per subscription right. The subscription rights are offered within the Long Term Incentive plan of the company. The offer is principally reserved for management employees of the company and its subsidiaries and, secondarily, for directors of the company. The offer aims at lining up the interests of the shareholders and the interests of the management employees and, hence, at involving the latter more in the long term strategy of the company. It also aims at a greater loyalty due to the expiration of a certain period. Finally, and more particularly with regard to Baron Paul de Keersmaeker, it takes into consideration the services rendered to the company. The issue of a certain number of subscription rights for the benefit of independent directors of the company is made in accordance with previous offerings of subscription rights within the Long Term Incentive plan since 1999. A total of 56,700 subscription rights will be offered to this director at the occasion of the present issue.

   Considering the number of shares representing the capital, the issue of subscription rights for the benefit of directors is relatively moderate and shall, in case of exercise of the subscription rights, only result in a limited dilution of the holding of the current shareholders. Indeed, if all subscription rights the Board intends to issue today for the benefit of directors were exercised, the new shares that would result from this exercise would only represent a minimal percentage of the existing shares today. The issue could also entail a financial dilution for the shareholders, resulting from the difference between the exercise price of the subscription rights and the value of the share of the company at the moment of exercise. This financial dilution will in any case be limited, having regard to the number of subscription rights issued. Hence, this issue will only have a slight impact for the shareholders, among others, as regards their share in the profits and proper funds.

2. On the occasion of the decision of the Board of Directors of 11 December 2001 to issue subscription rights within the framework of the authorized capital for the benefit of management employees of the company or of its subsidiaries, as well as secondarily for the benefit of the independent directors of the company, Mr. Pierre Jean Everaert, Mr. Jean-Luc Dehaene, Mr. Allan Chapin, Mr. Harald Einsmann and Mr. Bernard Hanon declared, as beneficiaries of the subscription rights, they had a conflicting interest. Consequently they did not participate to the deliberations of the Board, nor to the vote. They declared that they informed the auditor about the aforementioned. Given the absence of Mr. Pierre Jean Everaert, Mr. Philippe de Spoelberch chaired the meeting.

Pursuant to article 523, paragraph 1, section 2 of the Company Code, the Chairman explains the following elements. Each subscription right gives the right to subscribe to a new ordinary share of the company for a price of 28.87 euro per subscription right. The subscription rights are offered within the Long Term Incentive plan of the company. The offer is principally reserved for management employees of the company and its subsidiaries and, secondarily, for directors of the company. The offer aims at lining up the interests of the shareholders and the interests of the management employees and, hence, at involving the latter more in the long term strategy of the company. It also aims at a greater loyalty due to the expiration of a certain period.

The issue of a certain number of subscription rights for the benefit of independent directors of the company is made in accordance with previous offerings of subscription rights within the Long Term Incentive plan since 1999. A total of 48,600 subscription rights will be offered to these directors at the occasion of the present issue.

Considering the number of shares representing the capital, the issue of subscription rights for the benefit of directors is relatively moderate and shall, in case of exercise of the subscription rights, only result in a limited dilution of the holding of the current shareholders. Indeed, if all subscription rights the Board intends to issue today for the benefit of directors were exercised, the new shares that would result from this exercise would only represent a minimal percentage of the existing shares today. The issue could also entail a financial dilution for the shareholders, resulting from the difference between the exercise price of the subscription rights and the value of the share of the company at the moment of exercise. This financial dilution will in any case be limited, having regard to the number of subscription rights issued. Hence, this issue will only have a slight impact for the shareholders, among others, as regards their share in the profits and proper funds.

Information on the Auditors' assignments and related fees

Our statutory auditor is KPMG Reviseurs d'Entreprises, represented by Erik Helsen, partner. Recurring audit fees are determined by the General Meeting of Shareholders after review and approval by the Company's Audit Committee and Board of Directors. Audit and other fees relating to the year 2001 in relation to services offered by KPMG on a worldwide basis amount to 8,439,000 euro, of which 7,379,000 euro is in relation to recurring audit work (3,047,000 euro) and other audit services (4,332,000 euro: mainly due diligence work and vendor due diligence work in the UK and in Germany), 258,000 euro to tax advice, 693,000 euro to IT consulting and 109,000 euro to other services. In its main countries KPMG already separated its audit and consultancy practice but we nevertheless include fees paid to KPMG consulting (or to KCI Inc. the consulting group created in the USA out of the former KPMG Consulting practice) in the period until separation also takes place in Belgium.

Discharge of the Directors and the Auditor

We recommend the approval of the financial statements as presented to you and, by special vote, the discharge of the Directors and the Auditor in respect of the execution of their mandate during the past accounting year.

Appropriation of Results

We propose to pay a gross dividend of 0.29 euro per share, or a total dividend distribution of 125,026,565.23 euro.
If approved, the net dividend of 0.22 euro per share will be payable as of 2 May 2002 against delivery of coupon number 2, attached to the company's new bearer shares or a net dividend of 0.25 euro per share when "VVPR strip" number 2 is additionally attached.

12 March 2002

Consolidated IAS financial statements and notes

Preliminary note: Information on Transition to International Accounting Standards ("IAS")

During 2001, Interbrew fulfilled its commitment of transitioning to IAS. Previously Interbrew reported in accordance with the requirements of Belgian accounting legislation which did not comply with all requirements of IAS. The 2001 consolidated financial statements have been prepared in accordance with IAS, and the comparative 2000 consolidated financial statements have been reworked to be in accordance with IAS.

During this year of transition, the consolidated financial statements reflect the following:

- For the 2000 Income Statement and Balance Sheet, the figures reported in last year's annual report are produced in the first column, followed by IAS restatements and reclassification columns, to arrive at the 2000 IAS figures.

- The 2000 Cash Flow Statement is presented in IAS format only, due to the impracticality of following the same presentation as described above for the Income Statement and Balance Sheet.

- The 2000 and 2001 Income Statements are presented "by nature" which is acceptable under IAS. The preferred IAS presentation is "by function" however it was impracticable to rework the 2000 Income Statement by function. Hence, in this year of transition, the 2001 Income Statement by function is included in the notes as additional information, and in 2002, by function will become the basis of presentation for Interbrew's consolidated financial statements.

Consolidated financial statements are presented for 2001 with comparatives for 2000, however comparatives for 1999 are not presented due to the impracticality of reworking 1999 figures in accordance with IAS.

Consolidated Income Statement

Expressed in million euro (except per share figures)

For the year ended 31 December	Note	2000 As reported	IAS Restatements	IAS Reclassi- fications	2000 IAS	2001 IAS
Turnover	2	8,000	–	(2,343) [1]	5,657	7,303
Changes in inventories of finished goods and work in progress		(19)	–	–	(19)	(16)
Other operating income	4	186	–	51	237	215
Operating income		**8,167**	**–**	**(2,292)**	**5,875**	**7,502**
Raw materials and consumables		4,281	–	(2,343) [1]	1,938	2,428
Services and other goods		1,542	1	–	1,543	2,038
Payroll and related benefits	6	1,010	–	–	1,010	1,264
Depreciation and amortisation		482	–	62	544	570
Inventory provisions and bad debt expense		23	(1)	–	22	23
Increase (decrease) in provisions		(30)	(1)	31	–	–
Amortisation/impairment of goodwill		72	–	7	79	80
Other operating expenses	5	143	–	63	206	215
Operating expenses		**7,523**	**(1)**	**(2,180)**	**5,342**	**6,618**
Operating profit (loss)		**644**	**1**	**(112)**	**533**	**884**
Financial income	7	292	–	(94)	198	181
Financial expenses	8	(585)	(3)	132	(456)	(357)
Share in result of associated Companies		59	(9)	–	50	67
Profit (loss) before tax		410	(11)	(74)	325	775
Income tax expense	9	16	47	12	75	179
Profit (loss) after tax		394	(58)	(86)	250	596
Minority interests		21	–	–	21	(59)
Net profit (loss) from ordinary activities		415	(58)	(86)	271	537
Extraordinary items	10	(1,325)	4	86	(1,235)	161
Net profit (loss) of the year		**(910)**	**(54)**	**(0)**	**(964)**	**698**
Basic earnings per share		(2.73)			(2.88)	1.63
Diluted earnings per share		(2.09)			(2.81)	1.61
Cash earnings per share (ordinary) [2]		1.21			1.04	1.44
Cash earnings per share (diluted) [3]		0.92			1.02	1.42

[1] Represents excise duties
[2] Net profit from ordinary activities plus amortisation/impairment of goodwill, divided by the average number of shares
[3] Net profit from ordinary activities plus amortisation/impairment of goodwill, divided by the fully diluted number of shares

Consolidated Statement of recognised gains and losses

For the year ended 31 December	Expressed in million euro 2000 IAS	2001 IAS
Foreign exchange translation differences	137	101
Cash flow hedges:		
Effective portion of the changes in fair value	–	(9)
Transferred to the income statement	–	1
Included in cost of recognised asset/liability	–	–
Other items recognised directly in equity	–	(1)
Net profit recognised directly in equity	137	92
Net profit/(loss) for the year	**(964)**	**698**
Total recognised gains and (losses)	(827)	790
Effect of changes in accounting policy	134	35

Consolidated Balance Sheet

As at 31 December	Note	2000 As reported	IAS Restate-ments	IAS Reclassi-fications	2000 IAS	2001 IAS
			Expressed in million euro			
ASSETS						
Non-current assets						
Property, Plant and Equipment	11	3,725	–	–	3,725	3,800
Goodwill	12	2,738	–	–	2,738	3,145
Intangible assets other than goodwill	13	59	(2)	–	57	114
Interest bearing loans granted		–	–	15	15	14
Investments in associates	14	629	50	–	679	784
Investment securities	15	–	–	168	168	196
Deferred tax assets	17	–	(13)	158	145	149
Employee benefits	25	–	–	252	252	310
Other financial assets		163	–	(163)	–	–
Long-term receivables	16	742	(1)	(315)	426	405
		8,056	34	115	8,205	8,917
Current assets						
Interest bearing loans granted		–	–	–	–	7
Investment securities	15	–	–	29	29	–
Inventories	18	452	37	–	489	556
Income tax receivable		–	–	31	31	76
Trade and other receivables	19	1,692	–	(1)	1,691	1,944
Prepayments and deferred expenses		143	–	(143)	–	–
Short-term investments		399	–	(399)	–	–
Cash and cash equivalents	20	417	–	368	785	401
		3,103	37	(115)	3,025	2,984
Total assets		**11,159**	**71**	**0**	**11,230**	**11,901**

Consolidated Balance Sheet (continued)

As at 31 December	Note	Expressed in million euro 2000 As reported	IAS Restate- ments	IAS Reclassifi- cations	2000 IAS	2001 IAS
EQUITY AND LIABILITIES						
Capital and reserves						
Issued capital	21	329	–	–	329	332
Share premium	21	3,195	–	–	3,195	3,209
Reserves	21	385	67	–	452	525
Retained Earnings	21	(14)	13	91	90	752
Deferred government grants		4	–	(4)	–	–
		3,899	80	87	4,066	4,818
Minority interest		416	(2)	–	414	497
Non-current liabilities						
Interest bearing loans and borrowings	24	2,753	–	–	2,753	2,006
Other long-term liabilities		172	–	(172)	–	–
Employee benefits	25	–	–	296	296	304
Pension and similar obligations		316	–	(316)	–	–
Deferred government grants		–	–	4	4	3
Trade and other payables		–	–	4	4	6
Provisions other than pensions and similar obligations	26	258	(27)	45	276	250
Deferred tax liabilities	17	230	21	(8)	243	276
		3,729	(6)	(147)	3,576	2,845
Current liabilities						
Current portion of long-term liabilities		835	–	(835)	–	–
Bank overdrafts		158	–	(36)	122	52
Interest bearing loans and borrowings	24	–	–	862	862	1,028
Income tax payables		–	–	100	100	131
Trade and other payables	27	896	–	1,193	2,089	2,510
Provisions current		–	–	1	1	20
Social and tax liabilities		846	–	(846)	–	–
Other payables		193	–	(193)	–	–
Accrued charges and deferred income		187	(1)	(186)	–	–
		3,115	(1)	60	3,174	3,741
Total liabilities		**11,159**	**71**	**0**	**11,230**	**11,901**

Consolidated Cash Flow Statement

For the year ended 31 December	Expressed in million euro 2000 IAS	2001 IAS
OPERATING ACTIVITIES		
Net profit from ordinary activities	271	537
Depreciation	451	550
Amortization	100	100
Write-offs on non-current and current assets	28	1
(Reversal of) Impairment losses	71	–
Foreign exchange losses/(gains)	9	(14)
Interest income	(29)	(38)
Investment income	(32)	(43)
Interest expense	267	218
Investment expense	–	32
Loss/(gain) on sale of plant and equipment	–	19
Loss/(gain) on sale of intangible assets	–	(5)
Deferred government grants	(1)	–
Income tax expense	75	179
Income from associates	(50)	(67)
Minority interests	(21)	59
Operating profit before changes in WC and provisions	1,139	1,528
Decrease/(Increase) in trade and other receivables	19	(138)
Decrease/(Increase) in inventories	(61)	(51)
Increase/(Decrease) in trade and other payables	89	105
Increase/(Decrease) in provisions	9	(95)
Cash generated from the operations	1,195	1,349
Interest paid	(251)	(211)
Interest received	20	33
Dividends received	24	34
Income tax paid/received	(117)	(145)
Cash flows before extraordinary activities	871	1,060
Extraordinary items, net of tax	–	(7)
CASH FLOW FROM OPERATING ACTIVITIES	**871**	**1,053**
INVESTING ACTIVITIES		
Proceeds from sale of property, plant and equipment	59	65
Proceeds from sale of intangible assets	3	7
Proceeds from sale of investments	205	34
Repayments of loans granted	–	4
Sale of subsidiary, net of cash disposed of	–	13
Acquisition of subsidiary, net of cash acquired	(4,445)	(148)
Acquisition of property, plant and equipment	(465)	(535)
Acquisition of intangible assets	(22)	(24)
Acquisition of other investments	(65)	(43)
Payments of loans granted	(402)	(13)
CASH FLOWS FROM INVESTING ACTIVITIES	**(5,132)**	**(640)**

Consolidated Cash Flow Statement (continued)

For the year ended 31 December	Expressed in million euro 2000 IAS	2001 IAS
FINANCING ACTIVITIES		
Proceeds from the issue of share capital	3,224	17
Proceeds from other borrowings	5,647	421
Proceeds from sale of treasury shares	143	–
Repayment of borrowings	(4,223)	(1,057)
Payment of finance lease liabilities	–	(7)
Payment of transaction costs	(117)	–
Dividends paid	(80)	(106)
CASH FLOWS FROM FINANCING ACTIVITIES	**4,594**	**(732)**
Net increase in cash and cash equivalents	**333**	**(319)**
Cash and cash equivalents at the beginning of the year	321	663
Effect of exchange rate fluctuations on cash held	9	5
Cash and cash equivalents at the end of the year	**663**	**349**

Notes to the consolidated financial statements

1. SIGNIFICANT ACCOUNTING POLICIES

Interbrew NV is a company domiciled in Belgium. The consolidated financial statements of the Company for the year ended 31 December 2001 comprise the Company and its subsidiaries (together referred to as the “Group”) and the Group’s interest in associates. The financial statements were authorised for issue by the Board of Directors on 12 March 2002.

(A) STATEMENT OF COMPLIANCE

The consolidated financial statements have been prepared in accordance with International Accounting Standards (IAS) issued by the International Accounting Standards Board (IASB), and interpretations issued by the Standing Interpretations Committee of the IASB. The consolidated financial statements have been prepared on this basis for the first time in the current year. The application of IAS was approved by the Belgian Banking and Finance Commission on 19 December 2000. The applied accounting standards comply, in all material aspects, with the European Union’s Directives on financial statements.

(B) BASIS OF PREPARATION

The financial statements are presented in euro, rounded to the nearest million. They are prepared on the historical cost basis except for derivative financial instruments, investments held for trading and investments available-for-sale which are stated at fair value. Investments in equity instruments or derivatives linked to and to be settled by delivery of an equity instrument are stated at cost as and when such equity instrument does not have a quoted market price in an active market and for which other methods of reasonably estimating fair value are clearly inappropriate or unworkable. Recognised assets and liabilities that are hedged are stated at fair value in respect of the risk that is hedged.

The consolidated financial statements are prepared as of and for the period ending on 31 December 2001.

They are presented before the effect of the profit appropriation of the parent company proposed to the General Assembly of Shareholders.

Comparative information has been restated in accordance with IAS.

(C) PRINCIPLES OF CONSOLIDATION

Subsidiaries are those companies in which the Group, directly or indirectly, has an interest of more than one half of the voting rights or otherwise has power, directly or indirectly, to exercise control over the operations so as to obtain benefits from its activities. The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

Associates are undertakings in which the Group has significant influence over the financial and operating policies, but which it does not control. This is generally evidenced by ownership of between 20% and 50% of the voting rights. They are accounted for by the equity method of accounting, from the date that significant influence commences until the date that significant influence ceases. When the Group’s share of losses exceeds the carrying amount of the associate, the carrying amount is reduced to nil and recognition of further losses is discontinued except to the extent that the Group has incurred obligations in respect of the associate.

All intercompany transactions, balances and unrealised gains and losses on transactions between Group Companies have been eliminated.

A listing of the Group’s significant subsidiaries and associates is set out in note 35.

(D) SCOPE OF CONSOLIDATION

The only major company which is included for the first time in the Group’s consolidated financial statements as of and for the period ending on 31 December 2001, is Diebels GmbH & Co. KG in Germany.

(E) FOREIGN CURRENCIES

(1) Foreign currency transactions

Foreign currency transactions are accounted for at exchange rates prevailing at the date of the transactions. Monetary assets and liabilities denominated in foreign currencies are translated at the balance sheet date rate. Gains and losses resulting from the settlement of foreign currency transactions and from the translation of monetary assets and liabilities denominated in foreign currencies, are recognised in the income statement. Non-monetary assets and liabilities denominated in foreign currencies are translated at the foreign exchange rate prevailing at the date of the transaction.

(2) Financial statements of foreign operations

The Group's foreign operations are not considered as an integral part of the Company's operations. Accordingly, assets and liabilities of foreign entities are translated to euro at foreign exchange rates prevailing at the balance sheet date. Income statements of foreign entities, excluding foreign entities in hyperinflationary economies, are translated to euro at exchange rates for the year approximating the foreign exchange rates ruling at the dates of the transactions. The components of shareholders' equity are translated at historical rates. Exchange differences arising from the translation of shareholders' equity to euro at year-end exchange rates are taken to "Translation reserves" in shareholders' equity.

In hyperinflationary economies, re-measurement of the local currency denominated non-monetary assets, liabilities, related income statement accounts as well as equity accounts is made by applying a general price index*. These re-measured accounts are used for conversion into euro at the closing exchange rate. For subsidiaries and associated companies in countries with hyperinflation where a general price index method is not yet stabilized and does not provide reliable results, the financial statements are re-measured into euro as if it was the operation's measurement currency. As a result, non-monetary assets, liabilities and related income statement accounts are re-measured using historical rates in order to produce the same result in terms of the reporting currency that would have occurred if the underlying transaction was initially recorded in this currency.

* Method currently applied for the main businesses operating in hyperinflationary economies (see also note 23)

(3) Exchange rates

The following exchange rates have been used in preparing the financial statements:

1 euro equals to:

Currency		Closing rate 2000	Closing rate 2001	Average rate 2000	Average rate 2001
Canadian Dollar	CAD	1.396492	1.407697	1.370533	1.382694
Pound Sterling	GBP	0.624100	0.608498	0.607424	0.620496
US Dollar	USD	0.930501	0.881298	0.923052	0.894950
Korean Won	KRW	1,177.856	1,161.440	1,034.126	1,152.074
Mexican Peso	MXN	8.911068	8.087998	8.739807	8.364351
Russian Rouble	RUB	26.13695	26.49007	25.95245	25.98077
Ukrainian Hryvnia	UAH	5.045943	4.669620	5.006208	4.822058
Hungarian Forint	HUF	264.9708	245.1581	259.6728	257.5992
Bulgarian Lev	BGN	1.955799	1.955830	1.955799	1.955830
Romanian Lei	ROL	24,390.24	27,855.15	19,607.84	25,703.208
Chinese Yuan	CNY	7.704160	7.293946	7.648067	7.408615
Croatian Kuna	HRK	7.598207	7.370283	7.668947	7.492938

(F) INTANGIBLE ASSETS

(1)Research and development

Expenditure on research activities, undertaken with the prospect of gaining new scientific or technical knowledge and understanding, is recognised in the income statement as an expense as incurred.

Expenditure on development activities, whereby research findings are applied to a plan or design for the production of new or substantially improved products and processes, is capitalised if the product or process is technically and commercially feasible and the Group has sufficient resources to complete development. The expenditure capitalised includes the cost of materials, direct labour and an appropriate proportion of overheads. Other development expenditure is recognised in the income statement as an expense as incurred. Capitalised development expenditure is stated at cost less accumulated amortisation (see below) and impairment losses (refer accounting policy N).

(2) Other intangible assets

Other intangible assets, acquired by the Group, are stated at cost less accumulated amortisation (see below) and impairment losses (refer accounting policy N). Expenditure on internally generated goodwill and brands is recognised in the income statement as an expense as incurred.

(3) Subsequent expenditure

Subsequent expenditure on capitalised intangible assets is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is expensed as incurred.

(4) Amortisation

Intangible assets are amortised using the straight line method over their useful lives with a maximum of 5 years.

(G) GOODWILL

(1) Goodwill

Goodwill represents the excess of the cost of an acquisition over the fair value of the Group's share of the net identifiable assets of the acquired subsidiary/associate at the date of acquisition.

Goodwill is amortised using the straight-line method over its estimated useful life. Goodwill arising on the acquisition of breweries is generally amortised over 20 years. Goodwill arising on the acquisition of distribution companies is generally amortised over 5 years. The goodwill which arose from the acquisitions of Labatt Brewing Company Ltd., Interbrew UK Ltd. (ex-Whitbread), Bass Holding Ltd./Bass Beers Worldwide Ltd. (ex-Bass) and Diebels GmbH & Co. KG are amortised over 40 years due to the strategic importance of these acquisitions to the long term development of the Group, the nature and stability of the markets in which these companies operate and their position on these markets.

Goodwill is expressed in the currency of the subsidiary to which it relates (except for subsidiaries operating in highly inflationary economies) and is translated to euro using the year-end exchange rate.

Goodwill is stated at cost less accumulated amortisation and impairment losses (refer accounting policy N).

In respect of associates, the carrying amount of goodwill is included in the carrying amount of the investment in the associate.

(2) Negative goodwill

Negative goodwill represents the excess of the fair value of the Group's share of the net identifiable assets acquired over the cost of acquisition.

To the extent that negative goodwill relates to an expectation of future losses and expenses which are identified in the plan of acquisition and can be measured reliably, but which have not yet been recognised, it is recognised in the income statement when the future losses and expenses are recognised. Any remaining negative goodwill, but not exceeding the fair values of the non-monetary assets acquired, is recognised in the income statement over the weighted average useful life of those assets that are depreciable/amortisable. Negative goodwill in excess of the fair values of the non-monetary assets acquired is recognised immediately in the income statement.

The carrying amount of negative goodwill is deducted from the carrying amount of goodwill.

In respect of associates, the carrying amount of negative goodwill is included in the carrying amount of the investment in the associate

(H) PROPERTY, PLANT AND EQUIPMENT

(1) Owned assets

All property, plant and equipment is recorded at historical cost less accumulated depreciation and impairment losses (refer accounting policy N). Cost includes the purchase price and other direct acquisition costs (e.g. non refundable taxes, transport). The cost of self-constructed assets includes the cost of materials, direct labour and an appropriate proportion of production overheads.

(2) Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the item of property, plant and equipment. Repairs and maintenance, which do not increase the future economic benefits of the asset to which they relate, are expensed as incurred.

(3) Depreciation

Depreciation is calculated from the date the asset is available for use, using the straight-line method over the estimated useful life of the assets.

The rates used are as follows:

Industrial buildings	20 years
Production plant and equipment:	
- Production equipment	15 years
- Storage and packaging equipment	7 years
- Handling and other equipment	5 years
- Duotanks	7 years
Identified reusable packaging:	
- Kegs	10 years
- Bottles	5 years
- Crates	10 years
Point of sale furniture and equipment	5 years
Vehicles	5 years
Information processing equipment	3 or 5 years
Other real estate properties	33 years

Land is not depreciated as it is deemed to have an infinite life.

(I) ACCOUNTING FOR LEASES

Leases of property, plant and equipment where the Group assumes substantially all the risks and rewards of ownership are classified as finance leases. Finance leases are capitalised at the lower of fair value and the estimated present value of the minimum lease payments at inception of the lease, less accumulated depreciation (refer accounting policy H) and impairment losses (refer accounting policy N).

Each lease payment is allocated between the liability and finance charges so as to achieve a constant periodic rate of interest on the finance balance outstanding. The corresponding rental obligations, net of finance charges, are included in other long-term payables. The interest element of the finance charge is charged to the income statement over the lease period. Property, plant and equipment acquired under finance leasing contracts is depreciated over the useful life of the asset (refer accounting policy H).

Leases of assets under which all the risks and rewards of ownership are effectively retained by the lessor are classified as operating leases. Payments made under operating leases are charged to the income statement on a straight-line basis over the term of the lease.

When an operating lease is terminated before the lease period has expired, any payment required to be made to the lessor by way of penalty is recognised as an expense in the period in which termination takes place.

(J) INVESTMENTS

(1) Investments in equity securities

Investments in equity securities comprise non-consolidated associated companies and companies in which the Company holds less than 20% of the voting rights. These investments do not have a quoted market price in an active market and their fair value cannot be reliably measured and are therefore carried at cost less impairment losses. On disposal of an investment, the difference between the net disposal proceeds and the carrying amount is charged or credited to income.

(2) Investments in debt securities

Investments in debt securities are classified as trading or as being available-for-sale and are stated at fair value, with any resultant gain or loss recognised in the income statement.

The fair value of investments in debt securities held for trading and investments in debt securities available-for-sale is their quoted bid price at the balance sheet date.

(3) Other investments

Other investments held by the Group are classified as being available-for-sale and are stated at fair value, with any resultant gain or loss being recognised in the income statement.

(K) INVENTORIES

Inventories are valued at the lower of cost and net realisable value. Cost is determined by the weighted average method.

The cost of finished products and work in progress comprises raw materials, other production materials, direct labour, other direct cost and an allocation of fixed and variable overhead based on normal operating capacity. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and selling costs.

(L) TRADE RECEIVABLES

Trade receivables are carried at cost less impairment losses. An estimate is made for doubtful receivables based on a review of all outstanding amounts at the year-end. Bad debts are written off during the year in which they are identified.

(M) CASH AND CASH EQUIVALENTS

Cash and cash equivalents comprises cash balances and call deposits. For the purpose of the statement of cash flows, cash and cash equivalents are presented net of bank overdrafts.

(N) IMPAIRMENT

The carrying amounts of the Group's assets, other than inventories (refer accounting policy K) and deferred tax assets (refer accounting policy T), are reviewed at each balance sheet date to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. For intangible assets that are not yet available for use, and for goodwill amortised over a period exceeding twenty years from initial recognition, the recoverable amount is estimated at each balance sheet date. An impairment loss is recognised whenever the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognised in the income statement.

(1) Calculation of recoverable amount

The recoverable amount of the Group's investments in held-to-maturity securities and receivables is calculated as the present value of expected future cash flows, discounted at the original effective interest rate inherent in the asset. Receivables with a short duration are not discounted.

The recoverable amount of other assets is the greater of their net selling price and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. For an asset that does not generate largely independent cash inflows, the recoverable amount is determined for the cash-generating unit to which the asset belongs.

(2) Reversal of impairment

An impairment loss in respect of a held-to-maturity security or receivable is reversed if the subsequent increase in recoverable amount can be related objectively to an event occurring after the impairment loss was recognised.

An impairment loss in respect of goodwill is not reversed unless the loss was caused by a specific external event of an exceptional nature, which is not expected to recur, and the increase in recoverable amount relates clearly to the reversal of the effect of that specific event.

In respect of other assets, an impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

(O) SHARE CAPITAL

(1) Repurchase of share capital

When share capital recognised as equity is repurchased, the amount of the consideration paid, including directly attributable costs, is recognised as a change in equity. Repurchased shares are classified as treasury shares and presented as a deduction from total equity.

(2) Dividends

Dividends are recognised as a liability in the period in which they are declared.

(P) PROVISIONS

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount of the obligation can be made. If the effect is material, provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and, where appropriate, the risks specific to the liability.

(1) Restructuring

A provision for restructuring is recognised when the Group has approved a detailed and formal restructuring plan, and the restructuring has either commenced or has been announced publicly. Costs relating to the ongoing activities of the Group are not provided for.

(2) Onerous contracts
A provision for onerous contracts is recognised when the expected benefits to be derived by the Group from a contract are lower than the unavoidable cost of meeting its obligations under the contract.

(Q) EMPLOYEE BENEFITS
(1) Pension obligations
The Group operates a number of defined benefit and defined contribution plans throughout the world, the assets of which are generally held in separate trustee-administered funds. The pension plans are generally funded by payments from employees and by the relevant Group companies, taking account of the recommendations of independent qualified actuaries.

For defined benefit plans, the pension accounting costs are assessed separately for each plan using the projected unit credit method. Under this method, the cost of providing pensions is charged to the income statement so as to spread the regular cost over the service lives of employees in accordance with the advice of qualified actuaries who carry out a full valuation of the plans each year. The pension obligations are measured as the present value of the estimated future cash outflows using interest rates of high quality corporate bonds, which have terms to maturity approximating the terms of the related liability, and the fair value of plan assets is deducted. All actuarial gains and losses exceeding a corridor of 10% of the higher of the fair value of plan assets and the present value of the defined benefit obligations are recognised in the income statement over the average remaining service lives of employees participating in the plan.

Where the calculation results in a benefit to the Group, the recognised asset is limited to the net total of any unrecognised actuarial losses and past service costs and the present value of any future refunds from the plan or reductions in future contributions to the plan.

The Group's obligations for contributions to the defined contribution pension plans are charged to the income statement as incurred.

(2) Other Post-Retirement Obligations
Some Group companies provide post-retirement healthcare benefits to their retirees. The entitlement to these benefits is usually based on the employee remaining in service up to retirement age. The expected costs of these benefits are accrued over the period of employment, using an accounting methodology similar to that for defined benefit pension plans and determined by independent qualified actuaries.

(3) Equity and Equity-Related Compensation Benefits
Different stock option programmes allow Group employees, Group senior management and members of the Board to acquire shares of the Company. The option exercise price equals the market price of the underlying shares at the date of the grant and no compensation cost or obligation is recognised. When the options are exercised, equity is increased by the amount of the proceeds received.

(4) Bonuses
Bonuses received by Group senior management are based on target financial key indicators. The estimated amount of the bonus is recognised as an expense based on an estimation at balance sheet date.

(R) INTEREST-BEARING LOANS AND BORROWINGS
Interest-bearing loans and borrowings are recognised initially at cost, less attributable transaction costs. Subsequent to initial recognition, interest-bearing loans and borrowings are stated at amortised cost with any difference between cost and redemption value being recognised in the income statement over the period of borrowings on an effective interest basis.

(S) TRADE AND OTHER PAYABLES
Trade and other payables are stated at cost.

(T) INCOME TAXES

Income tax on the profit or loss for the year comprises current and deferred tax. Income tax is recognised in the income statement except to the extent that it relates to items recognised directly to equity, in which case it is recognised in equity.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred income taxes are provided, using the liability method, for all temporary differences arising between the tax bases of assets and liabilities and their carrying values for financial reporting purposes. Currently enacted tax rates are used to determine deferred income tax.

Under this method the Group is required to make a provision for deferred income taxes on the difference between the fair values of the net assets acquired and their tax base as a result of a business combination.

The following temporary differences are not provided for: goodwill not deductible for tax purposes, the initial recognition of assets or liabilities that affect neither accounting nor taxable profit, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the asset can be utilised. Deferred tax assets are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

(U) REVENUE

(1) Goods sold and services rendered

In relation to the sale of goods, revenue is recognised when the significant risks and rewards of ownership have been transferred to the buyer, and no significant uncertainties remain regarding recovery of the consideration due, associated costs or the possible return of goods.

(2) Rental income

Rental income is recognised in the income statement on a straight-line basis over the term of the lease.

(3) Financial income (Interests, royalties and dividends)

Financial income comprises interests receivable on funds invested, dividend income, royalty income, foreign exchange gains and gains on hedging instruments that are recognised in the income statement (refer accounting policy W).
Interest, royalties and dividends arising from the use by others of the Company's resources are recognised when it is probable that the economic benefits associated with the transaction will flow to the Company and the revenue can be measured reliably. Interest income is recognised as it accrues (taking into account the effective yield on the asset) unless collectibility is in doubt. Royalty income is recognised on an accrual basis in accordance with the substance of the relevant agreement. Dividend income is recognised in the income statement on the date that the dividend is declared.

(4) Government grants

A government grant is recognised in the balance sheet initially as deferred income when there is reasonable assurance that it will be received and that the Group will comply with the conditions attached to it. Grants that compensate the Group for expenses incurred are recognised as revenue in the income statement on a systematic basis in the same periods in which the expenses are incurred. Grants that compensate the Group for the cost of an asset are recognised in the income statement as revenue on a systematic basis over the useful life of the asset.

(V) EXPENSES

(1) Financial expenses

Financial expenses comprise interest payable on borrowings, foreign exchange losses, and losses on hedging instruments that are recognised in the income statement (refer accounting policy W).

All interest and other costs incurred in connection with borrowings are expensed as incurred as part of financial expenses. The interest expense component of finance lease payments is recognised in the income statement using the effective interest rate method.

(2) Research and Development, Advertising and Promotional Costs and Systems Development Costs

Research, advertising and promotional costs are expensed in the year in which these costs are incurred. Development costs and systems development costs are expensed in the year in which these costs are incurred if they do not meet the criteria for capitalisation (refer accounting policy F).

(W) DERIVATIVE FINANCIAL INSTRUMENTS

The Group uses derivative financial instruments primarily to reduce the exposure to adverse fluctuations in interest rates, foreign exchange rates, commodity prices and other market risks. The Group's policy prohibits the use of derivatives for speculation. The Group does not hold or issue financial instruments for trading purposes.

Derivative financial instruments are recognized initially at cost. Subsequent to initial recognition, derivative financial instruments are stated at fair value. Recognition of any resultant unrealised gain or loss depends on the nature of the item being hedged.

The fair value of interest rate swaps is the estimated amount that the Group would receive or pay to terminate the swap at the balance sheet date, taking into account current interest rates and the current creditworthiness of the swap counterparties. The fair value of forward exchange contracts is their quoted market price at the balance sheet date, being the present value of the quoted forward price.

(1) Cash flow hedges

Where a derivative financial instrument hedges the variability in cash flows of a recognised liability, a firm commitment or a forecasted transaction, the effective part of any resultant gain or loss on the derivative financial instrument is recognised directly in equity. When the firm commitment or the forecasted transaction results in the recognition of an asset or liability, the cumulative gain or loss is removed from equity and included in the initial measurement of the asset or liability. Otherwise the cumulative gain or loss is removed from equity and recognised in the income statement at the same time as the hedged transaction. The ineffective part of any gain or loss is recognised in the income statement. Any gain or loss arising from the time value of the derivative financial instrument is recognised in the income statement.

When a hedging instrument or hedge relationship is terminated but the hedged transaction is still expected to occur, the cumulative unrealised gain or loss (at that point) remains in equity and is recognised in accordance with the above policy when the transaction occurs.

If the hedged transaction is no longer probable, the cumulative unrealised gain or loss recognised in equity is recognised in the income statement immediately.

(2) Hedging of recognised assets and liabilities

Where a derivative financial instrument hedges the variability in fair value of a recognised receivable or payable, any resultant gain or loss on the hedging instrument is recognised in the income statement. The hedged item is also stated at fair value in respect of the risk being hedged, with any gain or loss being recognised in the income statement.

The fair values of the hedged items, in respect of the risk being hedged, are their carrying amounts at the balance sheet date translated to euro, at the foreign exchange rate ruling at that date.

(3) Hedging of net investment in foreign operations
Where a foreign currency liability hedges a net investment in a foreign operation, foreign exchange differences arising on translation of the liability to euro are recognised directly in "Translation reserves" in shareholders' equity.

Where a derivative financial instrument hedges a net investment in a foreign operation, the portion of the gain or the loss on the hedging instrument that is determined to be an effective hedge is recognised directly in "Translation reserves" in shareholders' equity, the ineffective portion is reported in the income statement.

(X) SEGMENT REPORTING
A segment is a distinguishable component of the Group that is engaged in providing products or services within a particular economic environment (geographical segment), which is subject to risks and rewards that are different from those of other segments. The Group is a single product business, products or services provided other than beer representing less than 10% (actual percentage for 2001: 7.2%) of the Group's activities, which is why its chosen segment reporting format is geographical segments. Making a segmentation between the different beers produced is not part of the internally reported financial information and is not feasible especially while the same installations are used to produce the different types of beer and while brand differential between "premium", "specialties" and "standard lager" is different from one geographical market to another for the same brand.

(Y) DISCONTINUING OPERATIONS
A discontinuing operation is a clearly distinguishable component of the Group's business that is abandoned or terminated pursuant to a single plan, and which represents a separate major line of business or geographical area of operations.

2. SEGMENT REPORTING

Segment information is presented in respect of the Group's geographical segments based on location of customers. Amounts reported for holding companies include customers in countries where the Company has no industrial platform. Inter-segment pricing is determined on an arm's length basis.

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

Segment capital expenditure is the total cost incurred during the period to acquire segment assets that are expected to be used for more than one period.

Expressed in million euro

	Western Europe		North America		Emerging markets		Bass		Holding Companies		Consolidated	
	2000	2001	2000	2001	2000	2001	2000	2001	2000	2001	2000	2001
Net turnover	2,131	2,505	1,689	1,830	1,142	1,311	695	1,541	–	116	5,657	7,303
EBITDA (*)	381	412	407	429	281	338	117	340	(30)	14	1,156	1,533
Operating profit (loss)	209	224	274	313	107	162	51	176	(108)	9	533	884
Net financial income (expenses)											(258)	(176)
Share in the result of associated companies											50	67
Income tax expense											(75)	(179)
Minority interest											21	(59)
Extraordinary items											(1,235)	161
Net profit (loss) of the year											(964)	698
Segment assets	2,408	2,593	1,896	1,926	2,228	2,378	2,997	3,271	946	904	10,475	11,072
Investment in associated companies											679	784
Inter-segment eliminations											(280)	(321)
Non segmented assets											356	366
Total assets											11,230	11,901
Segment liabilities	1,308	1,466	595	613	508	550	553	652	181	308	3,145	3,589
Inter-segment eliminations											(257)	(317)
Non segmented liabilities											8,342	8,629
Total liabilities											11,230	11,901
Gross capital expenditure	113	159	105	87	198	203	61	108	10	2	487	559
Impairment losses	–	–	–	–	71	–	1,235	–	–	–	1,306	–
Impairment losses reversed	–	–	–	–	–	–	–	360	–	–	–	360
Depreciation	148	171	96	87	160	166	47	125	–	1	451	550
Amortisation	24	22	38	31	14	10	19	23	5	14	100	100

(*) EBITDA is defined as earnings before depreciation and amortisation, financial result and income taxes and excludes profit on intersegmental transactions

3. ACQUISITIONS AND DISPOSALS OF SUBSIDIARIES

Expressed in million euro

	2000 Acquisition	2001 Acquisition	2001 Disposal
Property, plant and equipment	1,292	60	(18)
Intangible assets other than goodwill	10	49	–
Interest bearing loans granted, non-current	–	1	–
Investments in associates	23	–	–
Investment securities, non-current	3	–	–
Deferred tax assets	7	–	–
Employee benefits	240	–	–
Receivables, non-current	342	26	–
Inventories, current	186	6	(2)
Income tax receivable	–	1	–
Trade and other receivables	901	18	(2)
Cash and cash equivalents	95	10	–
Deferred government grants	(4)	–	–
Minority interests	(4)	(22)	3
Interest bearing loans and borrowings, non-current	(21)	(3)	–
Employee benefits	(3)	(11)	–
Provisions, non-current	(8)	–	–
Deferred tax liabilities	(133)	(1)	–
Interest bearing loans and borrowings, current	(3)	(1)	2
Income tax payables	–	(1)	–
Trade and other payables	(1,002)	(36)	2
Net identifiable assets and liabilities	1,921	96	(15)
Goodwill on acquisition	2,619	33	5
Goodwill on shareholdings increases	–	19	–
Decrease of minority shareholdings	–	10	–
Consideration paid/(received), satisfied in cash	4,540	158	(13)
Cash (acquired)/disposed of	(95)	(10)	–
Net cash outflow/(inflow)	**4,445**	**148**	**(13)**

On 28 August 2001, Interbrew acquired 79.98% of the Diebels brewery in Germany for an amount of 108 million euro (including subsequent price adjustment). The acquisition was accounted for using the purchase method. In the four months up to 31 December 2001, the subsidiary contributed net profit of 2.1 million euro to the consolidated net profit of the year. Other acquisitions relate to additional shares purchased from minority shareholders in Central Europe and in Luxembourg as well as investments made to acquire small distribution companies in France and Belgium.

Investments made in 2000 relate to the acquisition of Whitbread (UK) on 25 May 2000 for a consideration of 649 million euro, of Bass (UK) on 24 August 2000 for 3,841 million euro and of Rogan (Ukraine) on 1 December 2000 for 46 million euro. The remaining amount of 4 million euro relates mainly to the acquisition of distribution companies in Belgium. These acquisitions were all accounted for using the purchase method.

4. OTHER OPERATING INCOME

Expressed in million euro	2000	2001
Release of unused provisions	42	48
Gain on disposal of property, plant and equipment	9	18
Rent income	80	74
Other operating income	106	75
	237	**215**

The decrease in other operating income as compared to 2000, is mainly due to the sale of material and waste (28 million euro in 2000), which in 2001 is shown as a reduction of cost of sales (raw materials and consumables).

5. OTHER OPERATING EXPENSES

Expressed in million euro	2000	2001
Rent cost	54	47
Losses from sale of tangible assets	12	32
Addition other provisions	49	95
Other operating expenses	91	41
	206	**215**
Research and development expenses as incurred	10	10

6. PAYROLL AND RELATED BENEFITS

Expressed in million euro	2000	2001
Wages and salaries	776	957
Compulsory social security contributions	127	175
Other personnel cost	69	96
Contributions to defined contribution plans	7	6
Increase in liability for defined benefit plans	31	44
Movement in asset for defined benefit plans	–	(14)
	1,010	**1,264**
Full Time Equivalents during the year	36,463	37,617

The increase in 2001 of total payroll cost of 254 million euro as compared to 2000, is mainly scope driven; in 2000 the Interbrew UK payroll costs are only included for 7 months, and the Bass payroll costs are only included for 4 months, while in 2001 both companies' payroll costs are included for 12 months.

7. FINANCIAL INCOME

Expressed in million euro	2000	2001
Interest income	29	38
Dividend income, non-consolidated companies	6	5
Foreign exchange gains	130	88
Gain on disposal of financial investments	25	–
Revaluation to fair value of derivatives	–	39
Hyperinflation gains	8	2
Other	–	9
	198	**181**

8. FINANCIAL EXPENSES

Expressed in million euro	2000	2001
Interest expense	(267)	(218)
Foreign exchange losses	(143)	(85)
Revaluation to fair value of derivatives	–	(32)
Bank fees	(38)	(11)
Expenses on financial instruments	(1)	(11)
Other	(7)	–
	(456)	**(357)**

The impact of the IAS 39 implementation, gross of tax, amounts to 7 million euro: 39 million euro as financial income, and 32 million euro as financial expenses (revaluation to fair value of derivatives). In the 2002 presentation of financial statements by function, only the net financing cost and thus only the net IAS 39 effect will be shown.

9. INCOME TAX EXPENSE

Expressed in million euro	2000	2001
Recognised in the income statement		
Current tax expense		
Current year	140	150
Under/(over) provided in prior years	7	9
Current year's tax expense	147	159
Deferred tax expense/(income)		
Origination and reversal of temporary differences	(10)	34
Deferred tax asset recognition/utilisation on prior years' losses	(16)	(5)
Deferred tax on current year's losses	(46)	(9)
	(72)	**20**
Total income tax expense in income statement	75	179
Reconciliation of effective tax rate		
Profit before tax	325	775
Deduct share in result of associated companies	(50)	(67)
Profit before tax consolidated group companies	275	708
Adjustments on taxable basis		
Non-deductible amortization of goodwill and intangibles	76	77
Cumulative translation difference on return of investment	3	–
Untaxed capital gain on sale of investment	(14)	–
Expenses not deductible for tax purposes	38	67
Non-taxable dividends from investments in non-group companies	(1)	(8)
Non-taxable financial and other income	(48)	(28)
	329	**816**
Aggregated weighted tax rate for the group	*34.55%*	*34.56%*
Tax at average rate	114	282
Adjustments on tax expenses		
Utilisation/(recognition) of tax losses not previously recognised	12	(17)
Under/(over) provided in prior years	(9)	9
Tax savings from tax credits	(1)	–
Tax savings from special tax status	(57)	(95)
Change in tax rate	–	(12)
Other tax adjustments, mainly withholding tax	16	12
	75	**179**
Effective tax rate of the year	*27.27%*	*25.28%*

The aggregated weighted tax rate for the group is calculated by applying the statutory tax rate of the country on the profit before tax and any extraordinary items of each entity of the Group and by dividing the resulting tax charge by the total profit before tax and extraordinary items of the Group.

Expressed in million euro

DEFERRED TAX EXPENSE (INCOME) RECOGNISED DIRECTLY IN EQUITY	2000	2001
Relating to deductible transaction costs of the initial public offer directly attributed to equity	(47)	–
Impact of first time application of IAS as the primary basis of accounting	34	–
Change in accounting policy	–	(14)
	(13)	**(14)**

The proceeds of the December 2000 Initial Public Offer of Interbrew were directly attributed to share capital as were the corresponding transaction costs and their relating tax impact of 47 million euro.

As a result of Interbrew's first application of IAS, opening retained earnings were increased by an amount of 80 million euro net of deferred tax expenses of 34 million euro. The former amount of 80 million euro is prior to the additional corrections of 90 million euro dividend declared in 2001, which is included in equity whereas in the local Belgian accounts the amount was already deducted, as well as to the capital gain on sale of own shares and initial public offer costs directly attributed to equity.

10. EXTRAORDINARY ITEMS

Expressed in million euro

	2000	2001
Extraordinary income before tax	–	360
Extraordinary expense before tax	(1,235)	(215)
Income tax credit	–	16
Extraordinary expense after tax	**(1,235)**	**161**

The 2000 extraordinary expense relates to the impairment loss on the Bass goodwill, following the January 2001 OFT decision.

The 19 September 2001 decision of the British Minister of Trade, which allowed Interbrew to keep a part of the Bass business, qualifies as an external event (IAS 36, § 109) which requires the reversal of the relevant portion of the impairment loss recognized in 2000. Consequently, 360 million euro is reversed in 2001 to reflect the final outcome of the disposal of the assets to be sold as a result of this decision. In addition, de-merger costs for the retained business, disposal costs and fees for the Carling Brewers sale and deal-related provisions amounting to 199 million euro, net of tax, were charged to the 2001 income statement.

11. PROPERTY, PLANT AND EQUIPMENT

Expressed in million euro

	Land and Buildings	Plant and Equipment	Fixtures and fittings	Under Construction	Total
Acquisition cost					
Balance at the end of the previous year	1,716	4,122	1,441	110	7,389
Change in accounting policy	–	91	–	–	91
Balance as restated	1,716	4,213	1,441	110	7,480
Effect of movements in foreign exchange	22	52	23	1	98
Acquisitions through business combinations	23	31	27	1	82
Other acquisitions	33	263	182	57	535
Transfer to other asset categories	5	(20)	40	(56)	(31)
Disposals through business transactions	(8)	(12)	(1)	(1)	(22)
Disposals	(36)	(62)	(51)	–	(149)
Other movements	2	(11)	(3)	1	(11)
Balance at the end of the year	1,757	4,454	1,658	113	7,982
Depreciation and impairment losses					
Balance at the end of the previous year	(471)	(2,233)	(960)	–	(3,664)
Change in accounting policy	–	–	–	–	–
Balance as restated	(471)	(2,233)	(960)	–	(3,664)
Effect of movements in foreign exchange	(4)	(26)	(15)	–	(45)
Acquisitions through business combinations	(1)	(1)	(20)	–	(22)
Depreciation charge for the year	(61)	(329)	(160)	–	(550)
Disposals through business transactions	1	2	–	–	3
Transfer to other asset categories	2	36	(18)	–	20
Disposals	8	30	28	–	66
Other movements	1	9	–	–	10
Balance at the end of the year	(525)	(2,512)	(1,145)	–	(4,182)
Carrying amount					
at January 1, 2001	1,245	1,889	481	110	3,725
at December 31, 2001	1,232	1,942	513	113	3,800

Leased assets

The Group leases land and buildings as well as equipment under a number of finance lease agreements. At the end of each of the leases the Group has the option to purchase the equipment at a beneficial price. At 31 December 2001 the net carrying amount of leased land and buildings was 15.4 million euro and leased plant and equipment was 12.7 million euro.

12. GOODWILL

	Expressed in million euro
Cost	
Balance at the end of the previous year	4,196
Acquisitions through business combinations	66
Effect of movements in foreign exchange	58
Adjustments arising from subsequent identification or changes in value of identifiable assets and liabilities	19
Disposals	5
Other	2
Balance at the end of the year	4,346
Amortisation and impairment losses	
Balance at the end of the previous year	(1,458)
Amortisation charge	(80)
Impairment losses for the year	–
Effect of movements in foreign exchange	(23)
Reversal of impairment losses	360
Disposals	–
Balance at the end of the year	(1,201)
Carrying amount	
At January 1, 2001	2,738
At December 31, 2001	3,145

During the year, the Group acquired Diebels in Germany (voting share 79.98%). Diebels is fully consolidated as from 1 September 2001 onwards.

As explained in note 10, 360 million euro impairment loss on Bass has been reversed.

13. INTANGIBLE ASSETS OTHER THAN GOODWILL

	Expressed in million euro		
	Patents Licenses	Devel. Costs	Total
Acquisition cost			
Balance at the end of the previous year	196	4	200
Effect of movements in foreign exchange	2	–	2
Acquisitions through business combinations	56	–	56
Acquisitions	24	–	24
Disposals	(26)	–	(26)
Transfers to other categories	2	–	2
Other movements	2	–	2
Balance at the end of the year	256	4	260
Amortisation and impairment losses			
Balance at the end of the previous year	(139)	(4)	(143)
Effect of movements in foreign exchange	(1)	–	(1)
Acquisitions through business combinations	(7)	–	(7)
Depreciation charge for the year	(20)	–	(20)
Disposals	24	–	24
Transfers to other categories	2	–	2
Other movements	(1)	–	(1)
Balance at the end of the year	(142)	(4)	(146)
Carrying value			
at January 1, 2001	57	–	57
at December 31, 2001	114	–	114

14. INVESTMENTS IN ASSOCIATES

The Group has the following significant investments in associates:

	Country	Ownership
Femsa Cerveza	Mexico	30%
Femsa Logistica	Mexico	30%
Grolsch UK Limited	United Kingdom	49%
TradeTeam Limited	United Kingdom	49%

These investments are accounted for under the equity method.

15. INVESTMENT SECURITIES

	2000	2001
	Expressed in million euro	
Non-current investments		
Non-current equity securities available for sale	166	194
Non-current debt securities held to maturity	2	2
	168	196
Current investments		
Current debt securities held to maturity	29	–
	29	**–**

With the adoption of IAS 39 (refer note 28), the Group now states available-for-sale investments at fair value. The fair value of these investments at 1 January 2001 was adjusted against the opening balance of retained earnings at that date.

16. LONG TERM RECEIVABLES

	2000	2001
	Expressed in million euro	
Trade receivables long term	3	3
Cash guarantees	26	24
Other receivables long term	397	378
	426	**405**

The option to buy as of 2006 a 5% additional stakeholding in our Korean affiliate, Oriental Breweries, is included in the other receivables long term, for an amount of 30 million euro.

Doosan Corporation transferred to Hops Coöperative U.A., a co-operative incorporated in the Netherlands, all of its rights, title and interests and benefits in a stake of approximately 45% in Oriental Breweries.

Interbrew sold to Merrill Lynch International a European-style put option and Merrill Lynch International sold to Interbrew an American-style call option on the Hops shares. The put option is automatically exercisable on 2 January 2004 and has a strike price of 612 million euro. The call option becomes exercisable at any time beginning three months after 26 June 2001 up to 2 January 2006, excluding 2 January 2004 and the eight business days preceding 2 January 2004 and has a strike price of 642 million euro.

Under IAS, these options are considered as a derivative. Nevertheless, these options are recorded at cost, because no quoted market price in an active market is available and because other methods of estimating the fair market value are dependent on the application of benchmark criteria and multipliers which can make the change in value so big that their usefulness for accounting purposes is highly questionable.

17. DEFERRED TAX ASSETS AND LIABILITIES

Expressed in million euro

RECOGNISED DEFERRED TAX ASSETS AND LIABILITIES	Assets		Liabilities		Net	
	2000	2001	2000	2001	2000	2001
Property, plant and equipment	34	52	257	244	223	192
Intangible assets	20	3	15	27	(5)	24
Other investments	4	–	15	45	11	45
Inventories	2	2	9	9	7	7
Interest bearing loans and borrowings	1	1	–	6	(1)	5
Employee benefits	81	107	69	91	(12)	(16)
Deferred government grants	–	–	2	1	2	1
Provisions	70	39	1	6	(69)	(33)
Other items	6	12	27	6	21	(6)
Tax value of loss carry-forwards utilised	79	92	–	–	(79)	(92)
Tax assets/liabilities	297	308	395	435	98	127
Set off of tax	(152)	(159)	(152)	(159)	–	–
Net tax assets/liabilities	**145**	**149**	**243**	**276**	**98**	**127**

Expressed in million euro

TEMPORARY DIFFERENCES FOR WHICH NO DEFERRED TAX ASSET IS RECOGNISED	2000	2001
Investments in affiliated companies (taxable)	193	226
Unused tax losses, tax credits and other items	198	145

Tax losses begin to expire in 2005. The deductible temporary differences do not expire under current tax legislation. Deferred tax assets have not been recognised on these items because it is not probable that future taxable profit will be available against which the affiliates can utilise the benefits therefrom.

18. INVENTORIES

Expressed in million euro

	2000	2001
Prepayments	2	21
Raw materials and consumables	239	281
Work in progress	77	72
Finished goods	96	97
Goods purchased for resale	75	85
	489	**556**
Inventories other than WIP		
Inventories stated at NRV	–	1
Carrying amount of inventories subject to retention of title clauses	–	6

19. TRADE AND OTHER RECEIVABLES

Expressed in million euro	2000	2001
Trade receivables	1,314	1,502
Interest receivable	2	8
Non-income tax receivable	11	57
Derivative financial instruments with positive fair values	–	27
Other receivables	364	350
	1,691	**1,944**

20. CASH AND CASH EQUIVALENTS

Expressed in million euro	2000	2001
Short term bank deposits	369	90
Bank current accounts	416	307
Cash	–	4
Cash and cash equivalents	785	401
Bank overdrafts	(122)	(52)
	663	**349**

21. CAPITAL AND RESERVES

Expressed in million euro

	Issued capital	Share premium	Translation Reserves	Hedging Reserves	Reserves own shares	Retained Earnings	Total
RECONCILIATION OF MOVEMENTS IN CAPITAL AND RESERVES							
As per January 1, 2000	252	48	248	–	–	1,046	1,594
Restatements as a result of first time application IAS	–	–	67	–	–	67	134
Recognised gains and losses for the period	–	–	137	–	–	(964)	(827)
Shares issued	77	3,147	–	–	–		3,224
Dividends to shareholders	–	–	–	–	–	(59)	(59)
As per December 31, 2000	329	3,195	452	–	–	90	4,066
As per January 1, 2001	329	3,195	452	–	–	90	4,066
Restatements as a result of changes in accounting policies (IAS 29 / SIC-19)	–	–	(20)	–	–	60	40
Adjustement as a result of adopting IAS 39							
Impact on opening balance	–	–	–	–	–	(5)	(5)
CTA	–	–	(3)	–	–	–	(3)
Income Statement	–	–	–	–	–	5	5
Through reserves (effective portion of cash flow hedges)	–	–	–	(8)	–	–	(8)
Recognised gains and losses for the period	–	–	104	–	–	693	797
Other item recognised directly in equity	–	–	–	–	–	(1)	(1)
Shares issued	3	14	–	–	–	–	17
Dividends to shareholders	–	–	–	–	–	(90)	(90)
As per December 31, 2001	332	3,209	533	(8)	–	752	4,818

Expressed in thousands of shares

SHARE CAPITAL AND SHARE PREMIUM	2000	2001
On issue at January 1	163,560	427,404
Issued for cash	1,358	3,466
Stock split	164,918	–
IPO	88,200	–
Greenshoe	8,913	–
Employee shares	455	256
On issue at December 31- fully paid	**427,404**	**431,126**

The authorised share capital comprises 643,896,104 ordinary shares. The shares have no par value.
Employee shares were granted with a discount of 20% on each lot of 5 shares acquired (plan 2000) and with a discount of 33.33% for each 15 shares bought up to 30 shares and 20% discount on each lot of 5 shares acquired above 30 shares (plan 2001). The issue price was determined based on the IPO introduction price of 33 euro per share for the employee stock purchase plan 2000 and on the average market value of the share over the last three months prior to 4 October 2001 (28.4 euro per share) for the employee stock purchase plan 2001.

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at shareholders' meetings of the Company.

Warrants
On 31 December 2001, 4,272 warrants for an aggregate of 1,708,800 shares were outstanding at a weighted average exercise price of 4.018 euro per share. The issuances must be within the authorised capital and must satisfy the conditions for limitation or cancellation of shareholders' preferential rights.

Dividends
After the balance sheet date, a dividend of 125 million euro, or 0.29 euro per share, is proposed by the Board of Directors. The dividend has not been recorded in the 2001 Financial Statements.

Translation reserve
The translation reserve comprises all foreign exchange differences arising from the translation of the financial statements of foreign operations that are not integral to the operations of the Company, as well as from the translation of liabilities and the fair value adjustment of derivative financial instruments that hedge the Company's net investment in foreign subsidiaries.

Hedging reserve
The hedging reserve comprises the cumulative net change in the fair value of cash flow hedges where the hedged transaction has not yet occurred.

22. EARNINGS PER SHARE

Basic earnings per share:
The calculation of basic earnings per share is based on the net profit of 698 million euro (2000: net loss of 964 million euro) attributable to ordinary shareholders and a weighted average number of ordinary shares outstanding during the period of 428,866 (2000: 334,872), calculated as follows:

Expressed in million euro

NET PROFIT ATTRIBUTABLE TO ORDINARY SHAREHOLDERS	2000	2001
Net profit/(loss) for the year	(964)	698
Net profit attributable to ordinary shareholders	**(964)**	**698**

Expressed in thousands of shares

WEIGHTED AVERAGE NUMBER OF ORDINARY SHARES	2000	2001
Issued ordinary shares at January 1	163,560	427,404
Stock split	163,560	0
Effect of shares issued	7,752	1,462
Weighted average number of ordinary shares at December 31	**334,872**	**428,866**

Diluted earnings per share
The calculation of diluted earnings per share is based on net profit attributable to ordinary shareholders of 698 million euro (2000: (964) million euro) and a weighted average number of ordinary shares (diluted) outstanding during the period of 434,156 (2000: 342,785), calculated as follows:

NET PROFIT ATTRIBUTABLE TO ORDINARY SHAREHOLDERS (DILUTED)	Expressed in million euro 2000	2001
Net profit/(loss) attributable to ordinary shareholders	(964)	698
Net profit attributable to ordinary shareholders (diluted)	**(964)**	**698**

WEIGHTED AVERAGE NUMBER OF ORDINARY SHARES (DILUTED)	Expressed in thousands of shares 2000	2001
Weighted average number of ordinary shares at December 31	334,872	428,866
Effect of share option on issue	7,913	5,290
Weighted average number of ordinary shares (diluted) December 31	**342,785**	**434,156**

23. CHANGES IN ACCOUNTING POLICY

On 19 December 2000 the "Commissie voor het Bank- en Financiewezen/Commission Bancaire et Financière", decided, in accordance with article 8 of the Royal Decree of 1 September 1986 and based on a formal request, to allow Interbrew to present its financial statements in accordance with IAS. As a result of such decision the 31 December 2001 financial statements are presented in full compliance with IAS.

In the current year the Group adopted IAS 39 *Financial Instruments: Recognition and Measurement*.

The adoption of IAS 39 has resulted in the Group recognising available-for-sale investments at fair value and recognising all derivative financial instruments as assets or liabilities (refer note 28). This change has been accounted for by adjusting the opening balance of retained earnings at 1 January 2001; comparatives have not been restated.
The adoption of IAS 39 in 2001 had the following impact (net of tax) on retained earnings:

	Expressed in million euro Retained earnings 2001
Opening balance as previously reported	90
Impact of adopting IAS 39	(5)
Restated balance	85

Net profit for the year has been increased by 5 million euro, net after tax, relating to the adoption of IAS 39.

Interpretation SIC-19 (Reporting Currency - Measurement and Presentation of Financial Statements under IAS 21 and IAS 29), imposing the exclusive use of an index reflecting changes in the general purchasing power to restate non monetary assets and liabilities (not stated at net realisable value or fair value) of companies operating in an hyperinflationary economy, became effective for annual financial periods beginning on or after January 1, 2001.

The change has been accounted for by adjusting the opening balance of equity (retained earnings and translation reserves). The comparatives have not been restated because it was impracticable to do so.

The impact of the adoption of SIC-19 (net of tax) can be summarised as follows:

	Expressed in million euro Group	Minorities
Opening retained earnings	60	31
Net profit (loss) for the period	(11)	4
Translation reserves	(20)	(10)

24. INTEREST BEARING LOANS AND BORROWINGS

This note provides information about the contractual terms of the Group's interest bearing loans and borrowings. For more information about the Group's exposure to interest rate and foreign currency risk, refer note 28.

NON-CURRENT LIABILITIES	Expressed in million euro 2000	2001
Unsecured bank loans	2,499	1,732
Unsecured bond issues	210	232
Unsecured other loans	26	27
Finance lease liabilities	18	15
	2,753	**2,006**

CURRENT LIABILITIES	Expressed in million euro 2000	2001
Unsecured bank loans	622	850
Unsecured bond issues	205	139
Unsecured other loans	30	36
Finance lease liabilities	5	3
	862	**1,028**

			Expressed in million euro		
TERMS AND DEBT REPAYMENT SCHEDULE	Total	1 year or less	1-2 years	2-5 years	More than 5 years
Unsecured bank loans	2,582	850	507	1,006	219
Unsecured bond issues	371	139	–	–	232
Unsecured other loans	63	36	3	23	1
Finance lease liabilities	18	3	2	7	6
	3,034	**1,028**	**512**	**1,036**	**458**

				Expressed in million euro		
FINANCE LEASE LIABILITIES	Payments 2000	Interest 2000	Principal 2000	Payments 2001	Interest 2001	Principal 2001
Less than one year	7	2	5	4	1	3
Between one and five years	15	4	11	12	3	9
More than five years	13	6	7	10	4	6
	35	**12**	**23**	**26**	**8**	**18**

25. EMPLOYEE BENEFITS

Expressed in million euro

	2000	2001
Present value of unfunded obligations	(123)	(167)
Present value of funded obligations	(2,591)	(2,598)
Fair value of plan assets	2,799	2,504
Present value of net obligations	85	(261)
Unrecognised actuarial gain	(135)	(26)
Unrecognised actuarial loss	7	293
Unrecognised past service cost	(1)	–
Net liability recognised in the balance sheet	**(44)**	**6**
Liability amount recognised in the balance sheet	(296)	(304)
Asset amount recognised in the balance sheet	252	310
	(44)	**6**

Liability for defined benefit obligations
The Group makes contributions to 37 defined benefit plans of which most are retirement plans in the form of final pay programs and 10 plans are medical cost plans for employees upon retirement.

The plan assets do not include ordinary shares issued by the Company or any property occupied by the Group companies.

The present value of obligations for 2001 includes the full impact of Bass, amounting to 63 million GBP.

Expressed in million euro

MOVEMENTS IN THE NET LIABILITY RECOGNISED IN THE BALANCE SHEET

	2000	2001
Net liability at January 1 as previously reported	259	44
Transitional liability recognised in retained earnings	(195)	9
Net liability at January 1 as restated	64	53
Contributions received	(61)	(85)
Expense recognised in the income statement	31	30
Exchange difference	10	(4)
Net liability/(asset) at December 31	**44**	**(6)**

Expressed in million euro

EXPENSE RECOGNIZED IN THE INCOME STATEMENT

	2000	2001
Current service costs	45	53
Interest on obligation	107	180
Expected return on plan assets	(116)	(208)
Recognised past service cost	–	11
Actuarial gain	(3)	(4)
Gains on settlement or curtailments	(2)	(2)
	31	**30**

The actual return on (decrease of) plan assets during 2001 and 2000 respectively were 328 million euro and (52) million euro.

In the income statement classification of expenses by function (refer note 34), the net periodic pension cost is included in the following line items:

	Expressed in million euro 2001
Cost of sales	9
Distribution expenses	5
Sales expenses	4
Marketing expenses	1
Administrative expenses	12
Other operating expenses	(1)
	30

Liability for defined benefit obligations
Principal actuarial assumptions at the balance sheet date (expressed as weighted averages):

	2000	2001
Discount rate at December 31	6.6%	6.3%
Expected return on plan assets at December 31	7.2%	7.4%
Future salary increases	4.0%	3.7%
Medical cost trend rate	10% p.a. reducing by 1% p.a. down to 5% and 4% for dental claims	9% p.a. reducing by 0.5% p.a. down to 5% and 4% for dental claims
Future pension increases	2.0%	2.3%

Equity compensation benefits
In 1999 the Group established a long term incentive programme for key management employees. Each subscription right gives the right to subscribe to a new ordinary share in the Group. Those rights may be exercised, in principle, as from the expiry of the third calendar year of the notification of their offer, until the expiry of the tenth calendar year of the notification of their offer. The issues of rights are in accordance with the interest of the Group and its shareholders, as the purpose is to motivate management in the long run.

Expressed in numbers of options	2000	2001
Options vested during the year	–	–
Options outstanding at January 1	1,282,400	3,729,048
Options issued during the year	2,637,416	3,170,092
Options exercised during the year	–	–
Options canceled during the year	(190,768)	(82,570)
Options outstanding at December 31	**3,729,048**	**6,816,570**

The weighted average price of options outstanding at 31 December 2001 is 21.03 euro per share (2000: 13.85 euro per share)

26. PROVISIONS OTHER THAN PENSION AND SIMILAR OBLIGATIONS

	Expressed in million euro Restructuring	Disputes	Other	Total
Opening balance	116	12	149	277
Change in accounting policy	–	–	–	–
Restated opening balance	116	12	149	277
Effect of movements in foreign exchange	–	–	1	1
Provisions made during the year	53	5	69	127
Provisions used during the year	(37)	–	(53)	(90)
Provisions reversed during the year	(22)	(1)	(25)	(48)
Other movements	4	1	(2)	3
Closing balance	**114**	**17**	**139**	**270**
Non-current closing balance	110	14	126	250
Current closing balance	4	3	13	20
	114	**17**	**139**	**270**

The restructuring provisions relate to announced restructuring plans, mainly in Canada and in Belgium in respect of the centralisation of distribution and production as well as the closure of the malting operations. In Belgium, these provisions include 36 million euro early retirement provisions discounted at a rate of 5%.

Other provisions relate to provisions for litigations or expected litigations, claims, disputed tax assessments and the negative outcome of commitments in respect of operational activities. These provisions are established based on management's estimate of the expenditure required to settle the present obligation at the balance sheet date.

27. TRADE AND OTHER PAYABLES

	Expressed in million euro 2000	2001
Trade payables	894	958
Payroll and social security payables	143	168
Non-income tax payable	602	612
Interest payable	2	10
Consigned packaging	158	195
Cash guarantees	1	2
Derivative financial instruments with negative fair values	–	32
Dividends	–	3
Other payables	289	530
	2,089	**2,510**

28. FINANCIAL INSTRUMENTS

TERMS, CONDITIONS AND ACCOUNTING POLICIES

Exposure to interest rate, currency, credit and commodity risk arises in the normal course of the Group's business. Derivative financial instruments are used to mitigate those risks. The Group's policy prohibits the use of derivatives in the context of trading.

The main financial instruments used to cover foreign exchange risk are forward exchange contracts and currency swaps. The objective of the Group's use of currency derivatives is to eliminate or mitigate the exposure of its foreign currency denominated receivables, payables and investments.

Interest rate swaps, collars and forward rate agreements are used in order to fix or limit the interest rate paid on existing variable rate debt.

The Group measures commodity risk annually and will hedge the identified risk using a combination of fixed price contracts, exchange traded options or futures and other derivative contracts.

FOREIGN CURRENCY RISK

Impact of exchange rates on the net investment in self-sustaining foreign operations and the net monetary assets of foreign operations in hyperinflationary economies does not represent a true economic risk to the Group unless there is an intent to actually convert the net assets or liabilities to the base currency.

The Group incurs foreign currency risk on sales, purchases and borrowings that are denominated in a currency other than euro. The currencies giving rise to this risk are primarily USD, CAD and GBP. The Group generally hedges net transactional exposures when the amounts are known or can be assessed.

As at 31 December 2001 the Group had entered into forward exchange contracts EUR/CAD for a total amount of 32.8 million euro (forward sales of CAD), forward exchange contracts of EUR/GBP of 339.6 million euro (forward purchases of euro), forward exchange contracts of GBP/USD of 47.4 million GBP (forward purchases of GBP), all maturing in the course of 2002. The Group also entered into forward exchange contracts MXN/USD for a total amount of 5.3 million USD maturing within one month. Of lesser importance are the forward contracts in GBP/SEK, CAD/GBP and EUR/USD.

The Group entered into three cross-currency interest rate swap agreements which effectively convert a 162 million USD denominated fixed rate debt maturing in 2008 into a 236 million CAD floating rate debt. These agreements expire on 23 July 2008.

Hedges of a net investment in a foreign entity

The Group entered into one forward EUR/GBP contract of 616.7 million euro maturing in January 2002 in order to hedge the foreign currency risk of the net investment in Bass.

For new investments, foreign exchange exposures will be analysed and hedging recommendations will be made.

INTEREST RATE RISK

The Group adopts a policy of insuring that at least 45% of its exposure to changes in interest rates of the total debt is hedged on a weighted average term to maturity basis. As per this policy the Group should never have more than 80% of its total debt fixed.

Interest rate risk expressed in euro

In order to hedge the floating rate on a 567 million euro multi currency credit facility agreement (dated 10 June 2000 maturing after 5 years) with an outstanding amount of 200 million euro per 31 December 2001, the Group entered into several interest rate collar agreements, for a total notional contract amount of 200 million euro, maturing over the next 3 years. Some of these collars have a knock-in option included. The collar agreements limit the interest rate to a maximum ranging from 4.25% to 4.50% and to a minimum ranging from 1.98% to 4.25% (the latter figure resulting from the presence of a knock-in option).

In order to hedge the floating rate on a 60.4 million euro long term advance facility agreement (dated 29 April 1998 maturing after 7 years) with an outstanding amount of 60.4 million euro per 31 December 2001, the Group entered into an instalment step up collar agreement of 35 million euro maturing in 2002. The collar agreement limits the interest rate to a maximum of 4.75% or 5.50% and to a minimum ranging from 3.65% to 4.50% (the latter figure resulting from the presence of a knock-in option). The instalment amounts to 0.25%.

In order to hedge the floating rate on a 247.89 million euro roll-over credit facility agreement (dated 25 November 1998 maturing after 10 years) with an outstanding amount of 247.89 million euro per 31 December 2001 the Group entered into the following:

- a strip of three month forward rate agreements for a total amount of 40 million euro from 16 January 2002 till 16 October 2002 and 20 million euro from 16 October 2002 till 16 April 2003. The forward rate agreements are fixing the interest rates to be paid to a range between 3.10% and 3.44%;
- several interest rate collar agreements, for a total notional contract amount of 100 million euro, maturing over the next 3 years. The collar agreements limit the interest rate to a maximum ranging from 4.00% to 4.25% and to a minimum ranging from 2.75% to 3.40%;
- three Interest Rate Swaps with forward start 16 January 2002 and maturing 16 January 2005 for a total notional amount of 30 million euro, paying a fixed interest rate of 3.8%.

Interest rate risk expressed in CAD

In order to hedge the floating rate on a 652 million CAD syndicated loan (dated 15 April 1996 maturing after 7 years) and the floating rate on a synthetic 236 million CAD loan (= 162 million USD private placement with fixed interest rate payments swapped into a 236 million CAD loan with floating interest rate payments), the Group entered into several interest rate swap agreements, interest rate collar agreements and a strip of forward rate agreements.

The total notional contract amount of the interest rate swap agreements is 310 million CAD. The swap agreements have expiry dates ranging from 29 January 2002 to 23 July 2008 and the fixed rate ranges from 5.055% to 5.795%. The total notional contract amount of the interest rate collar agreements is 75 million CAD with maturity 31 January 2004 and 31 January 2006. The interest rate collar agreements limit the interest rate to a maximum of 6% and to a minimum ranging from 4.40% to 4.60%. The strip of three month forward rate agreements fixes the interest rate on 100 million CAD between 23 January 2002 and 23 January 2003. The forward rate agreements are fixing the interest rate to a range between 2.19% (first quarter 2002) and 3.125% (last quarter 2002).

Interest rate risk expressed in KRW

In order to hedge the floating rate on three syndicated loans of 100,000 million KRW maturing in 2002 and 2003, the Group entered into three interest rate swap agreements for a total notional contract amount of 100,000 million KRW maturing in 2002 and 2003 with fixed rates ranging from 8.00% to 9.77%.

CREDIT RISK

Credit risk represents the risk of loss resulting from counterparty default in relation to on- and off-balance sheet products. Management has a credit policy in place and the exposure to credit risk is monitored. The Group does not require collateral in respect to financial assets. Its investment policy specifically allocates the investment lines to an approved list of counterparties with an established maximum investment for each. All investments are fairly short term (< 1 year) and only in high quality investment grade companies.

At balance sheet date the Group had no significant concentrations of credit risk.

With respect to derivative financial instruments, credit risk exposure is 59.7 million euro. This amount being the total of the positive fair values of derivatives and the maximum loss that could result from non-performance of contractual obligations by these parties.

COMMODITY RISK

The Group essentially uses fixed price contracts to minimize exposure to unfavourable commodity price changes (e.g. glass, cans, crowns, malt, corn syrup, corn grits, hops, labels, corrugated). It is the Group’s policy to hedge a minimum of 20% of commodity exposure.

FAIR VALUE

The fair value is the amount for which an asset could be exchanged, or a liability settled, between knowledgeable, willing parties in an arm’s length transaction. In determining the fair value of its financial assets and financial liabilities, the Group takes into account its current circumstances and the costs that would be incurred to exchange or settle the underlying financial instrument.

FAIR VALUE LOANS

	Carrying amount 2000	Fair Value 2000	Carrying amount 2001	Fair value 2001
		Expressed in million euro		
Financial derivatives				
Forward exchange contracts:				
Assets	–	23	1	1
Liabilities	–	–	(21)	(21)
Interest Rate Swaps:				
Assets	–	2	–	–
Liabilities	–	(3)	(8)	(8)
Forward Rate Agreements:				
Assets	–	–	–	–
Liabilities	–	(1)	–	–
Collars:				
Assets	–	3	1	1
Liabilities	–	–	(2)	(2)
Cross Currency Swaps:				
Assets	–	–	25	25
Liabilities	–	(6)	–	–
Bank loans				
NLG fixed rate loans	(14)	(15)	(3)	(3)
KRW fixed rate loans	–	–	(43)	(44)
Debentures				
CAD fixed rate notes	(36)	(35)	(36)	(37)
USD fixed rate notes	(174)	(179)	(197)	(197)
KRW fixed rate notes	–	–	(139)	(141)
Total	**(224)**	**(211)**	**(422)**	**(426)**
Unrecognised gains/(losses)	**–**	**(13)**	**–**	**4**

The above fair values are based on investment dealer quotes or quotes from the Group's bankers. The fair value of these instruments generally reflects the estimated amounts that the Group would receive on settlement of favourable contracts or be required to pay to terminate unfavourable contracts at the reporting date, and thereby takes into account the current unrealised gains or losses on open contracts.

EFFECTIVE INTEREST RATES AND REPRICING ANALYSIS

In respect of interest-bearing financial liabilities, the following table indicates their effective interest rates at balance sheet date and the periods in which they reprice.

Expressed in million euro

	2000 Effective Interest rate	2000 Total	2000 ≤ 1 years	2000 1 - 5 years	2000 ≥ 5 years	2001 Effective interest rate	2001 Total	2001 ≤ 1 years	2001 1 - 5 years	2001 ≥ 5 years
Bank loans:										
BEF floating rate loans	5.740%	248	248	–	–	–	–	–	–	–
BGN floating rate loans	6.073%	11	11	–	–	11.250%	2	2	–	–
CAD floating rate loans	5.762%	480	480	–	–	4.748%	429	429	–	–
CNY fixed rate loans	6.199%	6	6	–	–	6.274%	9	9	–	–
CZK floating rate loan	–	–	–	–	–	5.090%	3	3	–	–
DEM floating rate loans	7.222%	9	9	–	–	8.000%	7	7	–	–
EUR floating rate loans	5.705%	700	700	–	–	4.072%	574	574	–	–
EUR fixed rate loans	–	–	–	–	–	5.083%	43	23	20	–
GBP floating rate loans	6.968%	1,439	1,439	–	–	5.573%	1,323	1,323	–	–
KRW floating rate loans	5% to 12%	217	217	–	–	6.218%	138	138	–	–
KRW fixed rate loans	–	–	–	–	–	11.000%	43	–	43	–
NLG fixed rate loans	5.961%	14	1	6	7	5.875%	3	–	3	–
ROL floating rate loans	47.600%	11	11	–	–	39.881%	8	8	–	–
RUB fixed rate loans	–	–	–	–	–	19.244%	26	26	–	–
UAH fixed rate loans	27.489%	2	2	–	–	–	–	–	–	–
USD floating rate loans	6.454%	40	40	–	–	4.295%	37	37	–	–
Debentures:										
CAD fixed rate notes	6.070%	36	–	–	36	6.070%	36	–	–	36
KRW floating rate notes	5% to 12%	205	205	–	–	10.000%	139	131	8	–
USD fixed rate notes	6.560%	174	–	–	174	6.560%	196	–	–	196
Bank overdrafts UK	–	77	77	–	–	–	–	–	–	–
Other bank overdrafts	11.937%	45	45	–	–	17.826%	52	52	–	–
Non-subordinated debentures	–	–	–	–	–	–	–	–	–	–
Finance lease liabilities	–	23	5	11	7	–	18	11	7	–
Total	**–**	**3,737**	**3,496**	**17**	**224**	–	**3,086**	**2,773**	**81**	**232**

29. OPERATING LEASES

Leases as lessee

Non-cancellable operating lease rentals are payable as follows:

Expressed in million euro

	2000	2001
Less than one year	71	95
Between one and five years	241	328
More than five years	203	163
	515	**586**

The Group leases a number of warehouse and factory facilities under operating leases. The leases typically run for an initial period of five to ten years, with an option to renew the lease after that date. Lease payments are increased annually to reflect market rentals. None of the leases includes contingent rentals.

During the current year 47 million euro was recognised as an expense in the income statement in respect of operating leases (2000: 54 million euro).

Leases as lessor
The group leases out part of its property under operating leases. Non-cancellable operating lease rentals are receivable as follows:

Expressed in million euro	2000	2001
Less than one year	77	65
Between one and five years	286	266
More than five years	191	116
	554	**447**

During the current year 74 million euro (2000: 80 million euro) was recognised as rental income in the income statement.

30. CAPITAL COMMITMENTS

The Group has entered into contracts to purchase property, plant and equipment for 66 million euro (2000: 57 million euro).

31. CONTINGENCIES

The Group has received claims in the normal course of business, however has rejected most of the claims and an arbitration procedure is going on.

32. RELATED PARTIES

The Group has a related party relationship with its Associates (refer note 14) and with its Directors and Executive Officers.

Transactions with Directors and Executive Officers
Loans to Directors and Executive Officers, amounting to 3.9 million euro (2000: 3.6 million euro) are included in "other receivables" (refer note 16) of which, 3.2 million euro are interest bearing (2000: 2.6 million euro).

In addition to their salaries, the Group also provides non-cash benefits to Executive Committee members, and contributes to a post-employment defined benefit plan on their behalf. In accordance with the terms of the plan, Executive Committee members retire between the age of 60 and 65 and are entitled to receive annual payments ranging up to 70% of their salary (depending on the length of service in the Group) or a corresponding lump sum payment. In case of early retirement the annual payment is reduced based on actuarial calculations and the terms of the pension plan. Executive Officers also participate in the Group's share option program (refer note 25).

Total Directors and Executive Officers remuneration included in "Payroll and related benefits" (refer note 6):

Expressed in million euro	2000	2001
Directors	1	1
Executive officers	8	18
	9	**19**

Directors' payments consist mainly of Directors' fees (tantièmes).

In 2000, the Executive Management Committee was built up gradually over the year. In 2001, the Executive Management Committee was complete for the entire year, hence explaining the increase in expense.

Other related party transactions
Associates did not make material purchases of goods in 2000 and 2001 and accordingly no major trade receivables from Associates are outstanding at the balance sheet dates. Transactions with Associates are priced on an arm's length basis. Dividends were received from Associates for an amount of 29 million euro (2000: 18 million euro).

33. SUBSEQUENT EVENTS

On 1 February 2002, the Group acquired 80.02% of the shares in Brauerei Beck GmbH & Co. KG ("Beck & Co.") for a provisional purchase price of 1.7 billion euro. The remaining 19.98% of shares in Beck & Co. are held by a subsidiary of Beck & Co. A portion (0.96%) of this subsidiary is owned by minority shareholders. Hence, the Group acquired, directly and indirectly, 99.81% of the economic interest in Beck & Co. According to the purchase contract the provisional purchase price is subject to adjustments which will be determined within the next months. The acquisition will be accounted for using the purchase method of consolidation.

Beck & Co. is - directly or indirectly through subsidiaries - in the business of (i) brewing and marketing beer under the brand "Beck's" and other brands, (ii) producing and marketing non-alcoholic beverages and (iii) producing and marketing container glass.

The goodwill on the acquisition of Beck & Co., including the value of the brands acquired, is approximately 1.4 billion euro, subject to adjustments due to the final determination of purchase price and of the fair values of the assets and liabilities acquired. Goodwill and brands will be amortized over a period of 40 years.

Based on the figures currently available the acquisition will have the following impact on the Group's assets and liabilities.

AQUISITION BECK & CO.,BREMEN	Expressed in million euro Estimated impact
Intangibles (other than goodwill)	18
Property, plant and equipment	446
Investments	51
Inventories	65
Trade and other receivables	200
Cash and cash equivalents	26
Minority interest	(25)
Interest-bearing loans and borrowings	(36)
Provisions including employee benefits	(235)
Deferred tax liabilities (net)	(6)
Trade payables	(140)
Net identifiable assets and liabilities	364
Goodwill on acquisition	1.374
Provisional purchase price, paid in cash	1.738
Cash acquired	(26)
Net cash outflow	1.712

34. FUNCTIONAL INCOME STATEMENT

	Expressed in million euro 2001 IAS
Net turnover	**7,303**
Cost of sales	(3,593)
Gross profit	**3,710**
Distribution expenses	(807)
Sales expenses	(767)
Marketing expenses	(608)
Administrative expenses	(566)
Other operating income/expenses	(78)
Profit from operations	**884**
Net financing costs	(176)
Income from associates	67
Profit before taxes	**775**
Income tax expense	(179)
Profit after tax	**596**
Minority interest	(59)
Net profit from ordinary activities	**537**
Extraordinary items	161
Net profit for the year	**698**

35. GROUP COMPANIES

Listed below are the most important Group companies.A complete list of the Group's investments is available at Interbrew S.A., Vaartstraat 94, B-3000 Leuven (Belgium). The total number of companies (fully consolidated and accounted for under the equity method) is 261.

(A) LIST OF MOST IMPORTANT CONSOLIDATED COMPANIES

Name, registered office and, for the companies governed by Belgian law, the V.A.T. number

Name and registered office	V.A.T. No	% of shareholding
BELGIUM		
INTERBREW S.A.		
Grand'Place 1 - 1000 Bruxelles	BE 417.497.106	Consolidating Company
BRASSERIE DE L'ABBAYE DE LEFFE S.A		
Place de l'Abbaye 1 - 5500 Dinant	BE 402.531.885	99
BROUWERIJ VAN HOEGAARDEN N.V		
Stoopkensstraat 46 - 3320 Hoegaarden	BE 421.085.413	100
COBREW N.V.		
Vaartstraat 98 - 3000 Leuven	BE 428.975.372	100
DE WOLF-COSYNS MALTINGS N.V.		
Gentsestraat 80 - Aalst	BE 400.291.482	100
IMMOBREW N.V.		
Industrielaan 21 - 1070 Brussel	BE 405.819.096	99.9
INTERBREW BELGIUM N.V.		
Industrielaan 21 - 1070 Brussel	BE 433.666.709	100
BOSNIA-HERZEGOVINA		
UNILINE d.o.o.		
Ivana Gunduliceva b.b. - 88340 Grude		59
BULGARIA		
KAMENITZA LTD		
Kap. Raitcho Street 95 - 4000 Plovdiv		83.6
PLEVENSKO PIVO AD		
5 Vit St - 5800 Pleven		94.6
CANADA		
LABATT BREWING COMPANY LTD		
Labatt House, Queen's Quay Terminal 207 Queen's Quay West, Suite 299 P.O. Box 133 - M5J 1A7 Toronto, Ontario		100
CHINA		
NANJING JINLING BREWERY COMPANY LTD		
408 Longpan Zhonglu - Nanjing		60
NANJING BREWERY COMPANY LTD		
Qi Li QIAO - 211800 Nanjing		80
CROATIA		
ZAGREBACKA PIVOVARA D.D.		
Ilica 224 - 10000 Zagreb		72
CZECH REPUBLIC		
PRAZSKE PIVOVARY A.S.		
Nadrazni 84 - 150 54 Praha 5 - Smichov		96.8

FRANCE	
AUXINDAL S.A.	
14 avenue Pierre Brossolette BP 9 - 59426 Armentières Cedex	100
INTERBREW FRANCE S.A.	
14 avenue Pierre Brossolette BP 9 - 59426 Armentières Cedex	100
GERMANY	
STAROPRAMEN PRAGER BIER GmbH	
Schwesswitzer Strasse - 06686 Lützen	96.8
DIEBELS GmbH	
Brauerei Diebels Strasse 1 - 47661 Issum	80
GRAND DUCHY OF LUXEMBOURG	
BRASSERIE DE LUXEMBOURG MOUSEL - DIEKIRCH	
1 Rue de la Brasserie - 9214 Diekirch	40.9
HUNGARY	
BORSODI SORGYAR Rt.	
Rackoczi UT 81 - 3574 Böcs	98.7
ROMANIA	
BIANCA INTERBREW BERGENBIER S.A.	
Str. Gh. Baritiu 30b - 3175 Blaj, Jud. Alba	70.7
CDN S.A.	
Av. M. Zorileanu Street 18 - District 1 - Bucarest	97.3
INTERBREW EFES BREWERY	
Gh. Gr. Cantacuzino str. 287 - 2000 - Ploiesti	50
PROBERCO S.A.	
Str. Fabricii 7 - 4800 Baia Mare	95.8
RUSSIA	
SUN INTERBREW LTD	
6 Vorontsovsky Park – 117630 Moscow	66
CJSC KLIN BREWING COMPANY	
28 Moscowskaya Street, Moscow region - 141600 Klin	66
ZAO ROSAR	
27a Solnechnaya Street - 644073 Omsk	52.8
SLOVAK REPUBLIC	
STAROPRAMEN SLOVAKIA s.r.o.	
Nitrianska 32 - 821 08 Bratislava	96.8
SOUTH KOREA	
ORIENTAL BREWERY COMPANY LTD	
18-12 Ulchi-ro 6Ka - Chung-Ku	
Seoul 100-730	50
THE NETHERLANDS	
INTERBREW NEDERLAND N.V.	
Ceresstraat 13 - 4811 CA Breda	100
INTERBREW INTERNATIONAL B.V.	
Ceresstraat 19 - 4811 CA Breda	100

U.S.A.	
LABATT USA INC. CT Corp.- 1209 Orange Street Wilmington, DE 19801	70
LATROBE BREWING COMPANY CT Corp.- 1209 Orange Street Wilmington, DE 19801	70
UKRAINE	
CJSC CHERNIHIV BREWERY DESNA 20 Instrumentalnaya Street - Chernigiv	47.6
OJSC "MYKOLAIV" BREWERY "YANTAR" 320 Yantarna Street - 327050 Nykolayev	35
OJSC BREWERY ROGAN 161 Roganskaya Street - 61161 Kharkiv	57
UNITED KINGDOM	
BASS BEERS WORLDWIDE LTD 14 Dominion Street - EC2M 2TQ London	100
BASS HOLDINGS LTD New Bass House, 137 High Street - DE 14 1JZ Burton-on-Trent	100
INTERBREW UK LTD - BREWERY Porter Tun House, 500 Capability Green - Luton	100
YUGOSLAVIA	
TREBJESA BREWERY 29 Novembra 18 - 81400 Niksic	72.6

(B) LIST OF MOST IMPORTANT COMPANIES ACCOUNTED FOR BY THE EQUITY METHOD

Name and registered office	% of shareholding
MEXICO	
FEMSA CERVEZA S.A. de C.V. Ave. Alfonso Reyes 2202 – Monterrey	30
UNITED KINGDOM	
GROLSCH UK LIMITED 137 High Street - DE14 1JZ Burton-on-Trent	49
TRADETEAM LIMITED The Merton Centre, 45 St. Peter's Street - MK40 2UB Bedford	49

36. ABBREVIATED NON CONSOLIDATED ACCOUNTS OF INTERBREW SA

The following documents are extracts of the statutory annual accounts of Interbrew SA prepared under Belgian GAAP. The management report of the Board of Directors to the General Assembly of Shareholders and the annual accounts of Interbrew SA/NV, as well as the Auditors' Report, will be filed with the National Bank of Belgium within the statutory periods. These documents are available on request from: Interbrew SA/NV, Vaartstraat 94, 3000 Leuven.

Only the consolidated annual financial statements as set forth in the preceding pages present a true and fair view of the financial position and performance of the Interbrew Group.

Since Interbrew SA is essentially a holding company, which records its investments at acquisition cost in its non-consolidated annual financial statements, those statements present no more than a limited view of the Group's financial position. For this reason, the Board of Directors, acting in accordance with article 105 of the Company Code, deemed it advisable to publish only an abbreviated version of the annual financial statements, as at and for the year ended December 31, 2001, namely:

- the Balance Sheet;
- the Income Statement;
- the Valuation Rules;
- the State of Capital.

The statutory auditor's report is unqualified and certifies that the non-consolidated financial statements of Interbrew NV/SA for the year ended 31 December 2001 give a true and fair view of the financial position and results of the company in accordance with all legal and regulatory dispositions.

NON-CONSOLIDATED BALANCE SHEET

Expressed in million euro	2001	2000
ASSETS		
Fixed assets	**4,882**	**4,283**
Tangible assets	–	–
Financial assets	4,882	4,283
Current assets	**250**	**757**
Total assets	**5,132**	**5,040**
LIABILITIES		
Capital and reserves	**4,686**	**4,536**
Capital	332	329
Share premium	3,209	3,195
Legal reserve	33	33
Reserves not available for distribution	1	1
Tax-exempt reserves	4	4
Reserves available for distribution	260	260
Profit carried forward	847	714
Provisions for liabilities & deferred taxes	**2**	**2**
Creditors	**444**	**502**
Amounts payable after more than one year	314	326
Amounts payable within one year, accrued charges and deferred income	130	176
Total liabilities	**5,132**	**5,040**

NON-CONSOLIDATED INCOME STATEMENT

Expressed in million euro	2001	2000
Operating Income	153	73
Operating result	**(18)**	**(27)**
Financial result	**152**	**(70)**
Extraordinary result	**–**	**(17)**
Income taxes	**–**	**–**
Result after taxes	**134**	**(114)**
Net result for the year		
Available for appropriation	**134**	**(114)**

SUMMARY OF MOST SIGNIFICANT VALUATION RULES

The Board of Directors made the following decision in accordance with article 15 of the Royal Decree of 8 October 1976 on the annual accounts of the company:

Tangible and intangible fixed assets

The fixed assets are recorded as an asset in the annual accounts at acquisition value, including the additional costs.

The percentages and methods used for the amortization are those agreed with the tax authorities. The additional costs are added to the fixed assets they are related to, and are amortized at the same rate.

Financial fixed assets

The participations, without the additional costs, are recorded as an asset in the annual accounts at acquisition value.

Corrections are booked in case of permanent value deterioration.

Provision for risks and costs

Provisions are recorded at nominal value.

Foreign currency

Transactions in foreign currency are converted taking into account the exchange rate of the day of the transaction. Monetary assets and liabilities in foreign currency are converted at balance sheet date rate. The exchange rate differences arising from this conversion are reflected in the income statement.

Other

The company has capital commitments in favour of branches that will redeem when certain conditions are fulfilled.

STATE OF CAPITAL

CAPITAL	Amounts in thousands of euro	Number of shares
Issued capital		
At the end of the previous year	329,363	427,404,010
Changes during the year	2,866	3,721,952
	332,229	431,125,962
Capital representation		
Shares without par value	332,229	431,125,962
Registered or bearer shares	–	–
Registered	N/A	251,335,304
Bearer	N/A	179,790,658

COMMITMENTS TO ISSUE SHARES	Amounts in thousands of euro	Number of shares
Pursuant to subscription rights		
Amount of subscription rights outstanding	–	8,554,415
Amount of capital to subscribe	6,587	–
Maximum number of corresponding shares to be issued	–	8,554,415

AUTHORIZED, UNISSUED CAPITAL	Amounts in thousands of euro
	163,571

KPMG

Bedrijfsrevisoren - Reviseurs d'Entreprises

Independent auditor's report

To the Board of Directors and the Shareholders of Interbrew NV

We have audited the accompanying consolidated balance sheets of Interbrew NV and its subsidiaries (the 'Group') as of December 31, 2001 and 2000, and the related consolidated income statements, statements of recognised gains and losses and cash flows statements for the years then ended. These consolidated financial statements are the responsibility of the Company's directors. Our responsibility is to express an opinion on these financial statements based on our audits.

Unqualified audit opinion on the consolidated financial statements

We conducted our audits in accordance with International Standards on Auditing as issued by the International Federation of Accountants. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the consolidated financial statements. An audit also includes assessing the accounting principles used and significant estimates made by the directors, as well as evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the consolidated financial statements give a true and fair view of the financial position of the Group as of December 31, 2001 and 2000, and of the results of its operations and its cash flows for the years then ended in accordance with International Accounting Standards as adopted by the International Accounting Standards Board.

Member of KPMG International, a Swiss association.

Bourgetlaan -
Avenue du Bourget 40
1130 Brussel - Bruxelles
België - Belgique
Tel.: + 32 2 708 43 00
Fax: + 32 2 708 43 99

Bollebergen 2B - bus 13
9052 Gent
België - Belgique
Tel.: + 32 9 241 88 00
Fax: + 32 9 241 88 99

rue Van Opré 76
5100 Jambes
Belgique
Tel.: + 32 81 32 69 80
Fax: + 32 81 32 69 98

Spoorweglaan 3
2610 Antwerpen (Wilrijk)
België - Belgique
Tel.: + 32 3 821 17 00
Fax: + 32 3 825 20 25

Ilgatlaan 7
3500 Hasselt
België - Belgique
Tel.: + 32 11 28 66 10
Fax: + 32 11 28 66 19

De lijst van de vennoten kan in de zetels geraadpleegd worden. La liste des associés peut être consultée aux sièges.

CVBA/SCRL
RBV-RSC:
Brussel-Bruxelles 4141
BTW-TVA:
BE 419.122.548

KPMG

Additional information

The following additional information is provided in order to complete the audit report but does not alter our audit opinion on the consolidated financial statements:

- the consolidated Board of Directors' report contains the information required by law and is in accordance with the consolidated financial statements;
- as indicated in notes 1(A) and 23, the consolidated financial statements have been prepared in accordance with International Accounting Standards as adopted by the International Accounting Standards Board. The decision to apply International Accounting Standards was accepted by the "Commissie voor het Bank- en Financiewezen/Commission Bancaire et Financière" on December 19, 2000. The regulations of the Seventh EU Directive have been substantially complied with, except for some financial instruments which, as described in notes 1(W) and 28, are accounted for at fair value as required under International Accounting Standards.

Leuven, March 12, 2002

Klynveld Peat Marwick Goerdeler Reviseurs d'Entreprises
Statutory auditor

represented by

E. Helsen

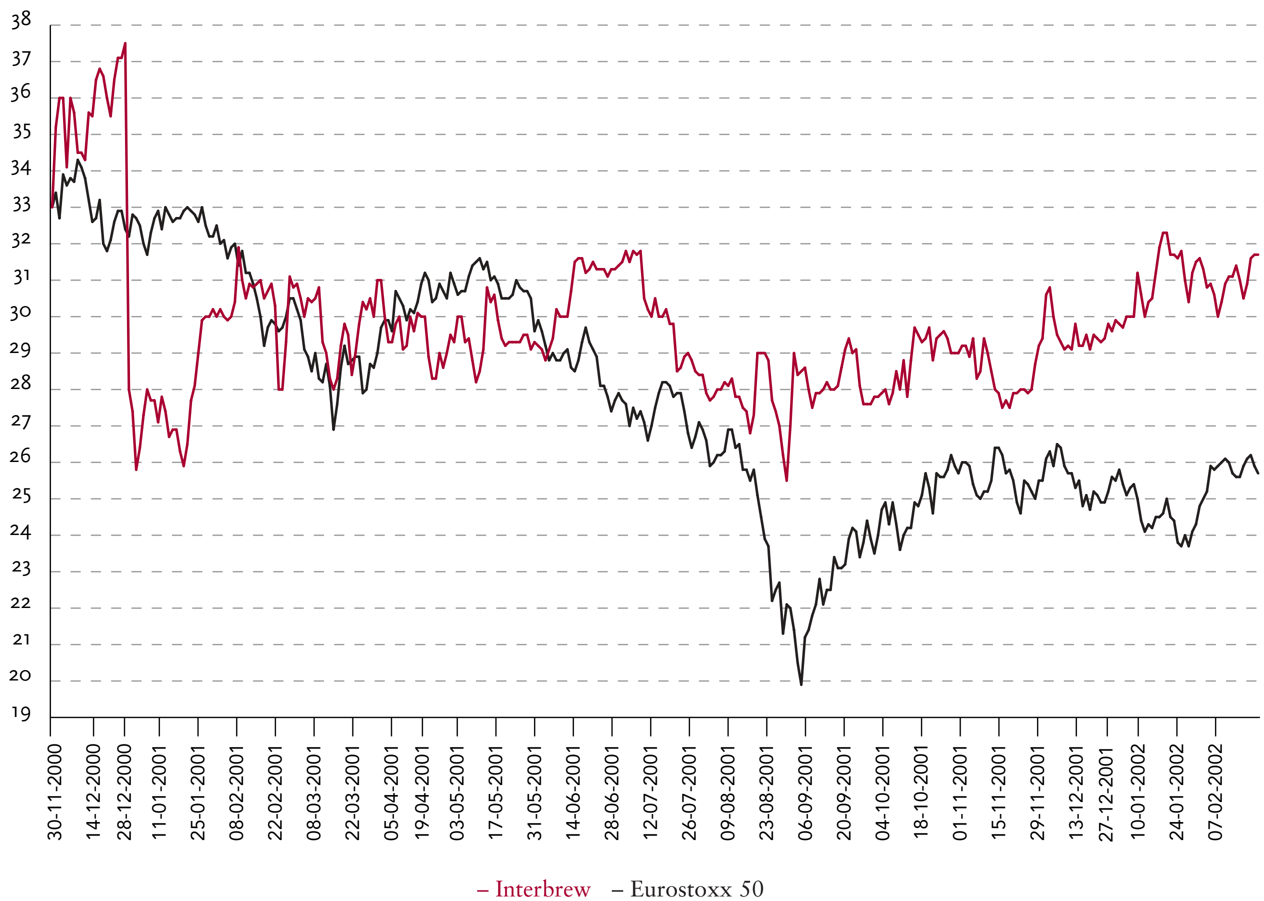
Information to our Shareholders

Earnings, dividends, share and share price

	2001 IAS	2000 IAS	2000	1999	1998	1997
Adjusted net profit per share (1) (2) (euro)	1.44	1.04	1.21	0.82	0.69	0.51
Dividend per share (1) (euro)	0.29	0.21	0.21	0.18	0.15	0.12
Average Number of Shares (in millions)	429	335	333	323	322	322
Fully Diluted Number of Shares (in millions)	434	343	436	332	336	338
Share Price High (euro)	37.5	38.1	38.1	N/A	N/A	N/A
Share Price Low (euro)	25.5	34.0	34.0	N/A	N/A	N/A
Year-end Share Price (euro)	30.75	37.12	37.12	N/A	N/A	N/A

(1) Adjusted for stock splits
(2) Net profit (share of the group) (before extraordinary Bass goodwill impairment) plus amortization of goodwill, divided by the number of shares outstanding

INTERBREW SHARE PRICE EVOLUTION COMPARED TO DOW JONES EURO STOXX 50



Financial Calendar

PUBLICATION OF THE 2001 RESULTS

In line with Interbrew's commitment to equivalence of information for all shareholders, the presentation of the full-year 2001 results to sell-side analysts was webcasted live on Interbrew's website www.interbrew.com on 13th March 2002 at 15.00 CET (09.00 New York time). The webcast will remain accessible in the video archive.

PUBLICATION OF 2001 ANNUAL REPORT AND GENERAL SHAREHOLDERS MEETING

On 25th March 2002, Interbrew's Annual Report 2001 and Statistical Review 1996-2001 are available on www.interbrew.com. A printed version of the annual report is available from 12th April 2002.
On 30th April 2002, Interbrew will hold its General Shareholders Meeting, followed by a press briefing.

DIVIDEND PAYMENT

Interbrew will pay its dividend to shareholders on 2nd May 2002.

FUTURE FINANCIAL RESULTS COMMUNICATIONS

On 4th September 2002, Interbrew's half-year 2002 results will be published.
On 28th October 2002, Interbrew will publish its 9 months trading update.
On 12th March 2003, Interbrew's full-year 2002 results will be published.

Investor relations contact

Patrick Verelst
Vice President Investor Relations
Vaartstraat 94
3000 Leuven
Belgium
Tel: +32-16-31-55-41
E-mail: patrick.verelst@interbrew.com

Contact Details

HEADQUARTERS
Grand'Place 1
1000 Brussels
Belgium
Tel: + 32-2 504 96 60
www.interbrew.com

BELGIUM
S.A. Interbrew Belgium N.V.
Vaartkom 31
3000 Leuven
Tel: + 32-16 24 71 11
Fax: + 32-16 24 74 07

BOSNIA-HERZEGOVINA
Uniline d.o.o.
Ivana Gunduliceva b.b.
88340 Grude
Tel: + 387-88 661 670
Fax: + 387-88 662 700

BULGARIA
Kamenitza A.D.
Kap. Raitcho Str. 95
4000 Plovdiv
Tel: + 359-32 63 20 05
Fax: + 359-32 62 87 06

CANADA
Labatt Brewing Company Ltd
207 Queen's Quay West
Suite 299
P.O. Box 133
Toronto, Ontario
M5J 1A7
Tel: + 1-416 361 50 50
Fax: + 1-416 361 52 00
www.labatt.com

CHINA
Nanjing Jinling Brewery
Company Ltd
408 Longpan Zhonglu
Nanjing
Jiangsu Province, 2/000/ PRC
Tel: + 86-25 458 80 22
Fax: + 86-25 459 71 49

CROATIA
Zagrebacka Pivovara d.d.
Ilica 224
10000 Zagreb
Tel: + 385-1 39 00 199
Fax: + 385-1 37 74 639

CUBA
Cervecería Bucanero S.A.
Ave Kohly # 269 esq a26
Plaza de la Revolución
Ciudad Habana, Cuba
Tel: + 537-8816521, 8816578
Fax: + 537-8816379

CZECH REPUBLIC
Pražské Pivovary a.s.
Nadrazni 84
150 54 Praha 5 - Smichov
Tel: + 42-02 571 91 111
Fax: + 42-02 571 91 288

FRANCE
Interbrew France S.A.
14, Av. Pierre-Brossolette
B.P. 9
59426 Armentières Cedex
Tel: + 33-3 2048 30 30
Fax: + 33-3 2048 31 97

GERMANY
Brauerei Beck & Co
Am Deich 18/19
28199 Bremen
Tel: + 49-421 5094 0
Fax: + 49-421 5094 667

Brauerei Diebels
GmbH & Co KG
Brauerei Diebels Strasse 1
47661 Issum
Tel: + 49-2835 300
Fax: + 49-2835 30 145

HUNGARY
Borsodi Sörgyár Rt.
Rákóczi u. 81
3574 Bőcs
Tel: + 36-46 329 139
Fax: + 36-46 318 481

ITALY
Interbrew Italia SRL
Via Sanvito Silvestro 103
21100 Varese
Tel: + 39-332 825011
Fax: + 39-332 229281

LUXEMBOURG
Brasserie de Luxembourg
Mousel Diekirch S.A.
1, Rue de la Brasserie - BP 148
9214 Diekirch
Tel: + 352-80 21 31 1
Fax: + 352-80 39 23

MEXICO
Cervecería Cuauhtemoc
Moctezuma
S.A. de C.V.
Avenida Alfonso Reyes
2202 Nte, Monterrey, Nuevo León
64442 México
Tel: + 52-8 328 54 30
Fax: + 52-8 328 54 54

ROMANIA
S.C. Compania de Distributie
National S.A.
Str. Av. M. Zorileanu, 18
Sector 1, Bucharest
Tel: + 40-1 224 02 00
Fax: + 40-1 224 02 59

RUSSIA
SUN Interbrew Russia
6 Vorontsovsky Park
Moscow 117630
Tel: + 7-095 960 23 60
Fax: + 7-095 960 23 62

SINGAPORE
Interbrew Asia Pacific
360 Orchard Road
International Building, 11-03
Singapore 238869
Tel: + 65-6738 17 42
Fax: + 65-6737 59 75

SLOVAKIA
Staropramen-Slovakia s.r.o.
Košickà 52
82108 Bratislava
Tel: + 421-2 555 74 772
Fax: + 421-2 555 74 976

SLOVENIA
Pivovarna Union d.d.
Pivovarniška ul. 2
SI - 1000 Ljubljana
Tel: + 386-1 471 72 17
Fax: + 386-1 471 72 55

SOUTH-KOREA
Oriental Brewery Co., Ltd.
18-12, Ulchi-ro 6Ka, Chung-Ku
Seoul 100-730
Tel: + 82-2 3398 52 52
Fax: + 82-2 3398 52 59

SPAIN
Interbrew Spain
Fructuos Gelabert, 2-4, 8° 2ª
Edificio Conata I
08970 Sant Joan Despi
(Barcelona)
Tel: + 34-93 480 83 20
Fax: + 34-93 477 15 40

THE NETHERLANDS
Interbrew Nederland N.V.
Ceresstraat 13
Postbus 3212
4800 MA Breda
Tel: + 31-76 525 24 24
Fax: + 31-76 525 25 05

UKRAINE
SUN Interbrew Ukraine
5A Tereshchenkovskaya str.
01004 Kiev
Tel: + 380-44 490 73 10
Fax: + 380-44 490 73 23

UNITED KINGDOM
Interbrew UK Ltd
Porter Tun House
500 Capability Green, Luton
Bedfordshire LU1 3LS
Tel: + 44-1582 39 11 66
Fax: + 44-1582 39 73 97

UNITED STATES OF AMERICA
Labatt USA
CT Corp.- 1209 Orange Street
Wilmington, DE 19801
Tel: + 1-203 750 66 00
Fax: + 1-203 750 66 99

YUGOSLAVIA
IPS Trebjesa A.D.
Njegoseva 18
81400 Niksic/Montenegro
Tel: + 381-83 242 433
Fax: + 381-83 243 866