

**Southwark Bridge Holdings
Limited**

Annual Report and Financial Statements

52 Week Period Ended

31 March 2023

Company Number 09769423

This is the parent company accounts
of Pw Fine Foods Limited whose company
number is 11492973



Southwark Bridge Holdings Limited

Contents

	Page
Company Information	
Group Strategic Report	1 - 3
Directors' Report	4 - 5
Directors' Responsibilities Statement	6
Independent Auditor's Report	7 - 10
Consolidated Statement of Comprehensive Income	11
Consolidated Balance Sheet	12
Company Balance Sheet	13
Consolidated Statement of Changes in Equity	14
Company Statement of Changes in Equity	15
Consolidated Statement of Cash Flows	16 - 17
Notes to the Financial Statements	18 - 40

Company Information

Directors	S M Linehan J Potter G M Reynolds
Company secretary	S M Linehan
Registered number	09769423
Registered office	Walworth Business Park Livingstone Road Andover Hampshire SP10 5NS
Independent auditor	BDO LLP Arcadia House Maritime Walk Ocean Village Southampton SO14 3TL

Southwark Bridge Holdings Limited

Group Strategic Report For the 52 Week Period Ended 31 March 2023

The directors present their strategic report together with the audited financial statements for the 52 week period ended 31 March 2023.

Principal activities

The group provides sales, marketing, warehousing, and distribution services for UK and overseas manufacturers of premium quality food, drink and confectionery, gift and non-food brands.

Working with these brand owners the group supplies a wide range of sectors including Multiple Retailers, Independent Sector, Travel Retail, Cash & Carry, Delivered Wholesale, Health and Food Service. These sectors are served throughout the UK and Republic of Ireland, as well as a developing Export business.

In addition, the group owns and is a licensee of a number of brands, the largest of which is Epicure, which it has owned for 130 years. A significant amount of investment and energy is being put into growing the share of these brands within the portfolio in order to ensure the business enhances control of its portfolio in the future.

Results and business review

This year with group sales of almost £62.2m we have seen growth in top line sales versus prior year approaching 6% (£3m). Unlike recent years there has been significant food price inflation which has impacted volumes on many of our quality branded product however we have managed to maintain and enhance our operating profit margins growing them by over £200k or over 14%.

The impact of Brexit and the Ukrainian invasion continues to create significant supply chain challenges. We have experienced increases across the board in finished goods pricing, raw materials & packaging and freight & logistics costs.

We continue to invest heavily in carrying additional stocks on key products to help meet customer needs and to flatten out fluctuations in the supply chain. We have consolidated our position as a 'go to' supplier with many major multiple customers where we have grown significantly. Major multiples now represent over 50% of sales. As a result, we saw significant new listings throughout the year and we are working on many new product development projects which will continue our growth in this sector. Very importantly, much of this growth has come in brands that we own or license which continues to be at the forefront of our corporate strategy.

We continue to review our operational infrastructure to mitigate some of these global logistical challenges. We are now fully operational on 2 key consolidation sites for all products, giving us capacity enhancement for current and future growth as well as a far more efficient distribution network. Additional cost of storage are being offset by lower transport costs. We now supply over 90% of our products to Southern Ireland direct from Europe. We have committed to a complete new business system which will go live in the coming year. This, coupled with our significant capacity increases, will be a step change in our ability to meet our growth aspirations.

We expect the trading environment to remain volatile but our ability to remain agile, invest in innovation and supply chain efficiency will keep us in good shape for continued profitable growth.

Management of working capital is supported through an invoice discount facility secured on the company's debtor book, this represents the only debt in the group. Part of our investment and due to the growth in our business our stock levels have increased which is being supported by that facility.

The group operates a closed defined benefits pension scheme. In accordance with FRS102 the scheme shows a surplus of £975k, consistent with prior year. Over time the scheme assets have been moved to safe investments to reflect the maturity of the scheme and resulting in a significantly reduced volatility whilst maintaining its self-funding status.

Southwark Bridge Holdings Limited

Group Strategic Report (continued) For the 52 Week Period Ended 31 March 2023

Financial key performance indicators

	2023 £'000	2022 £'000
Turnover	62,180	58,885
Trading margin*	12,682	11,685
Stock	7,351	8,295
Trade debtors	9,814	7,884
Trade creditors	8,065	9,191

*Trading margin is the gross margin after being adjusted for non-trading income and expenditure, except for foreign exchange impacts.

The directors also monitor non-financial key performance indicators which include employee turnover and absences.

Principal risks and uncertainties

The group gives appropriate consideration to risk management and objectives and policies. Facilities are in place to deal with cash flow and liquidity risk. Risk to pricing is mitigated by a diverse supplier portfolio. Credit risk is managed through adoption of a rigorous credit policy.

Liquidity risk

The group manages its cash and borrowing requirements centrally to maximise interest income and minimise interest expense whilst ensuring that the group has sufficient liquid resources to meet the operating needs of its business.

Interest rate risk

The group is exposed to cash flow interest rate risk on floating rate deposits, bank overdrafts and invoice discounting arrangements but this is considered to be low risk.

Foreign currency risk

The group's principal foreign currency exposures arise from overseas purchases of goods. The group has not hedged against these transactions through use of forward exchange contracts as the volume of purchases and volatility in currency has not warranted this. However, the group keeps movements on exchanged rates under close review and will use hedges when deemed necessary.

Credit risk

Investment of cash surpluses, and borrowings, are made through banks and companies which must fulfil credit rating criteria approved by the board.

All customers who wish to trade on credit terms are subject to credit verification procedures. Debtor balances are monitored on an ongoing basis and provision is made for doubtful debts are necessary.

Southwark Bridge Holdings Limited

Group Strategic Report (continued)
For the 52 Week Period Ended 31 March 2023

Section 172 statement

Corporate governance within the group provides a framework to not only demonstrate how the board makes decisions for the long-term success of the group and its stakeholders, but also has regard to how the board ensures the companies within the group comply with the requirements of Section 172 of the Companies Act 2006.

During the reported financial period the key decisions taken by the board included:

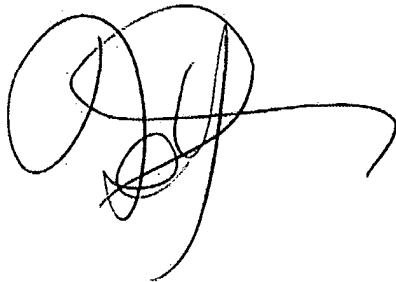
- Secured new supply partners to ensure future growth of the group;
- Investment in owned and licensed brands to ensure continued profitable growth;
- Stock management decisions to accommodate uncertainties around Brexit and Covid;
- Investing in our employees including introducing flexible benefits at the beginning of the period in addition to our already extensive benefits packages; and
- Investing in our infra-structure to maintain and enhance the long-term viability of our working environment;

Future developments

Significant investment continues to be made in enhancing our customer relationships, commercial resource and brand development. We have refreshed and refined our website to make it even easier for customers to trade with us and giving us the platform to speed up the process of signing thousands of new customers. We continue to invest in targeted trade shows increasing the profile of our brands, business and the Pettywood.direct website. Our biggest investment remains developing innovative products targeted at securing listings with partner customers. This innovation and excitement continues to differentiate us in the market.

This report was approved by the board on 7th August 2023 and signed on its behalf.

J Potter
Director



Southwark Bridge Holdings Limited

Directors' Report For the 52 Week Period Ended 31 March 2023

The directors present their report together with the audited financial statements for the 52 week period ended 31 March 2023.

Results and dividends

The profit for the 52 week period, after taxation, amounted to £1,304,428 (52 week period ended 1 April 2022 - £1,140,618).

A final dividend of £500,000 (52 week period ended 1 April 2022 - £500,000) is voted for the year.

Directors

The directors who served during the 52 week period were:

S M Linehan
J Potter
G M Reynolds

Matters covered in the group strategic report

Principal risks and uncertainties and key performance indicators are not shown in the directors report as this information is included in the strategic report under S414C (11) of the Companies Act 2006.

Disclosure of information to auditor

Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the company and the group's auditor is unaware; and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company and the group's auditor is aware of that information.

Going concern

The financial statements have been prepared on a going concern basis as the directors have prepared detailed budgets for a period of at least 12 months from the date of signing the accounts which show that the group is expected to be able to meet all its liabilities as they fall due.

Importantly the group retains sufficient flexibility in its business operations to alter its plan at short notice to account for material factors impacting it. With such a diverse product and customer portfolio no one event would materially undermine our financial viability. Indeed the nature of our business is such that we experience one-off events, both good and bad, routinely and weather them accordingly. Our only external funding is through invoice discounting so we have limited bank covenants and our facility is based on a bigger business than we are currently trading at, so any downturn would be covered provided we manage and flex our business to reflect any change in trade.

Statement on energy and carbon reporting

We have reported on all the measured emissions sources for the period 1st April 2022 to 31st March 2023, as required under The Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013 and The Companies (Directors' Report) and Limited Liability Partnerships (Energy and Carbon Report) Regulations, except where stated

Our methodology has been based on the principals of the Greenhouse Gas Protocol, taking account of the 2015 amendment which sets out a 'dual reporting' methodology for the reporting of Scope 2 emissions. In the 'Total Footprint' summaries above, purchased electricity is reported on the location-based method.

Southwark Bridge Holdings Limited

Directors' Report (continued) For the 52 Week Period Ended 31 March 2023

Statement on energy and carbon reporting (continued)

The report includes all emissions under Scopes 1 and 2 (gas & fuel used in transport; purchased electricity), except where stated. Scope 3 emissions are excluded from this report.

Conversion factors for UK electricity (location-based methodology), gas and other emissions are those published by the Department for Environment, Food and Rural Affairs for 2020. Conversion factors for UK electricity (market-based methodology) are provided by the relevant supplier.

No actions have been taken in the period covered by the report to address energy efficiency, however all purchased electricity is purchased on a renewable tariff.

Emissions data in respect of the 2022-23 reporting period, based on financial control is as follows:

Emission type	2023	2022
Total energy consumption -used for emission calculation (kW)	818,355	1,017,396
Scope 1: Operation of facilities (tCO ₂ e)	N/A	N/A
Scope 1: Combustion (tCO ₂ e)	102.68	147.27
Scope 2: Purchased energy (tCO ₂ e)	66.91	69.03
Scope 3: Indirect energy use (tCO ₂ e)	N/A	N/A
Total Emissions	169.59	216.30
Intensity ratios		
Turnover	£62.8m	£58.9m
Intensity ratio (tCO ₂ e/turnover)	2.7	3.67

Post balance sheet events

There are no reportable post balance sheet events.

Auditor

The auditor, BDO LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board on

7th August 2023

and signed on its behalf.

J Potter
Director



Southwark Bridge Holdings Limited

Directors' Responsibilities Statement For the 52 Week Period Ended 31 March 2023

The directors are responsible for preparing the group strategic report, the directors' report and the consolidated financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the group and company financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the group and company and of the profit or loss of the group for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies for the group's financial statements and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and the group and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and the group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Southwark Bridge Holdings Limited

Independent Auditor's Report to the Members of Southwark Bridge Holdings Limited

Opinion on the financial statements

In our opinion, the financial statements:

- give a true and fair view of the state of the group's and the parent company's affairs as at 31 March 2023 and of the group's profit for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements of Southwark Bridge Holdings Limited ("the parent company") and its subsidiaries ("the group") for the 52 week period ended 31 March 2023 which comprise the consolidated statement of comprehensive income, the consolidated and company balance sheet, the consolidated and company statement of changes in equity, the consolidated statement of cash flows and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

Basis for opinion on the financial statements

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the group and the parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remain independent of the group and the parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's and company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Southwark Bridge Holdings Limited

Independent Auditor's Report to the Members of Southwark Bridge Holdings Limited (continued)

Other information

The directors are responsible for the other information. The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Other Companies Act 2006 reporting

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and directors' report have been prepared in accordance with applicable legal requirements.

In the light of the knowledge and understanding of the group and parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the directors' report.

We have nothing to report in respect of the following matters in relation to which the Companies Act 2006 requires us to report to you if, in our opinion:

- adequate accounting records have not been kept, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of directors

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the group's and the parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the group or the parent company or to cease operations, or have no realistic alternative but to do so.

Southwark Bridge Holdings Limited

Independent Auditor's Report to the Members of Southwark Bridge Holdings Limited (continued)

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Extent to which the audit was capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- discussions with management regarding known or suspected instances of non-compliance with laws and regulations;
- obtaining an understanding of controls designed to prevent and detect irregularities, including specific consideration of controls and accounting policies relating to significant accounting estimates;
- obtaining an understanding of the significant laws and regulations impacting the group;
- communicating relevant laws and regulations and potential fraud risks to all engagement team members and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit;
- reviewing minutes of meetings of those charged with governance to identify any instances of non-compliance with laws and regulations;
- assessing journals entries as part of our planned audit approach, with a particular focus on journal entries to key financial statement areas such as revenue and inventories and journals raised after the year end; and
- consideration of significant management judgements, particularly in respect of the underlying assumptions in estimating the defined pension benefit liability.

Our audit procedures were designed to respond to risks of material misstatement in the financial statements, recognising that the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery, misrepresentations or through collusion. There are inherent limitations in the audit procedures performed and the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it.

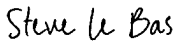
A further description of our responsibilities is available on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditor's report.

Southwark Bridge Holdings Limited

Independent Auditor's Report to the Members of Southwark Bridge Holdings Limited (continued)

Use of our report

This report is made solely to the parent company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the parent company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the parent company and the parent company's members as a body, for our audit work, for this report, or for the opinions we have formed.

DocuSigned by:

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Stephen Le Bas (Senior Statutory Auditor)
For and on behalf of BDO LLP, Statutory Auditor
Southampton
United Kingdom
09 August 2023

BDO LLP is a limited liability partnership registered in England and Wales (with registered number OC305127).

Southwark Bridge Holdings Limited

Consolidated Statement of Comprehensive Income For the 52 Week Period Ended 31 March 2023

	Note	31 March 2023 £	1 April 2022 £
Turnover	4	62,179,979	58,885,063
Cost of sales		(50,055,568)	(48,091,267)
Gross profit		12,124,411	10,793,796
Distribution costs		(6,782,588)	(5,817,247)
Administrative expenses		(3,539,026)	(3,487,449)
Other operating income	5	-	90,000
Operating profit	6	1,802,797	1,579,100
Interest receivable and similar income	10	2,785	-
Interest payable and similar charges	11	(168,652)	(74,845)
Other finance income	12	25,000	7,000
Profit before taxation		1,661,930	1,511,255
Tax on profit	13	(357,502)	(370,637)
Profit for the financial 52 week period		1,304,428	1,140,618
Actuarial (losses)/gains on defined benefit pension scheme		(18,000)	580,000
Movement of deferred tax relating to pension surplus/(deficit)		4,500	(168,110)
Other comprehensive (loss)/income for the 52 week period		(13,500)	411,890
Total comprehensive income for the 52 week period		1,290,928	1,552,508

The notes on pages 18 to 40 form part of these financial statements.

Southwark Bridge Holdings Limited

Registered number: 09769423

Consolidated Balance Sheet As at 31 March 2023

	Note	2023 £	2023 £	2022 £	2022 £
Fixed assets					
Intangible assets	15		3,017,501		3,397,983
Tangible assets	16		149,347		121,361
			<u>3,166,848</u>		<u>3,519,344</u>
Current assets					
Stocks	18	7,351,018		8,294,686	
Debtors: amounts falling due within one year	19	10,666,843		8,531,733	
Cash at bank and in hand	20	126,291		181,899	
		<u>18,144,152</u>		<u>17,008,318</u>	
Creditors: amounts falling due within one year	21	(14,923,212)		(14,895,482)	
Net current assets			<u>3,220,940</u>		<u>2,112,836</u>
Total assets less current liabilities			<u>6,387,788</u>		<u>5,632,180</u>
Provisions for liabilities					
Deferred taxation	22		(420,731)		(449,051)
Net assets excluding pension asset			<u>5,967,057</u>		<u>5,183,129</u>
Pension asset	23		975,000		968,000
Net assets			<u><u>6,942,057</u></u>		<u><u>6,151,129</u></u>
Capital and reserves					
Called up share capital	25		2,025,559		2,025,559
Profit and loss account	26		4,916,498		4,125,570
Total equity			<u><u>6,942,057</u></u>		<u><u>6,151,129</u></u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on

7th August 2023

J Potter
Director

The notes on pages 18 to 40 form part of these financial statements.

Southwark Bridge Holdings Limited

Registered number: 09769423

Company Balance Sheet As at 31 March 2023

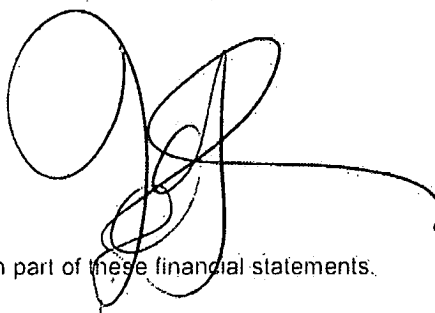
	Note	2023 £	2023 £	2022 £	2022 £
Fixed assets					
Investments	17		10,739,570		10,739,570
Creditors: amounts falling due within one year	21	(8,713,913)		(8,713,913)	
Net current liabilities			(8,713,913)		(8,713,913)
Net assets			<u>2,025,657</u>		<u>2,025,657</u>
Capital and reserves					
Called up share capital	25		2,025,559		2,025,559
Profit and loss account	26		98		98
Total equity			<u>2,025,657</u>		<u>2,025,657</u>

The company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own statement of income and retained earnings in these financial statements. The profit after tax for the parent company was £500,000 (52 week period ended 1 April 2022 - £500,000).

The financial statements were approved and authorised for issue by the board and were signed on its behalf on

7th August 2023

J Potter
Director



The notes on pages 18 to 40 form part of these financial statements.

Southwark Bridge Holdings Limited

Consolidated Statement of Changes in Equity For the 52 Week Period Ended 31 March 2023

	Called up share capital £	Profit and loss account £	Total equity £
At 2 April 2021	2,025,559	3,073,062	5,098,621
Comprehensive income for the period			
Profit for the period	-	1,140,618	1,140,618
Actuarial gains on pension scheme (net of deferred tax)	-	411,890	411,890
Total comprehensive income for the period	-	1,552,508	1,552,508
Dividends: Equity capital	-	(500,000)	(500,000)
At 1 April 2022	2,025,559	4,125,570	6,151,129
Comprehensive income for the period			
Profit for the period	-	1,304,428	1,304,428
Actuarial losses on pension scheme (net of deferred tax)	-	(13,500)	(13,500)
Total comprehensive income for the period	-	1,290,928	1,290,928
Dividends: Equity capital	-	(500,000)	(500,000)
At 31 March 2023	2,025,559	4,916,498	6,942,057

The notes on pages 18 to 40 form part of these financial statements.

Southwark Bridge Holdings Limited

Company Statement of Changes in Equity For the 52 Week Period Ended 31 March 2023

	Called up share capital £	Profit and loss account £	Total equity £
At 2 April 2021	2,025,559	98	2,025,657
Comprehensive income for the period			
Profit for the period	-	500,000	500,000
	-	500,000	500,000
Total comprehensive income for the period			
Dividends: Equity capital	-	(500,000)	(500,000)
At 1 April 2022	2,025,559	98	2,025,657
Comprehensive income for the period			
Profit for the period	-	500,000	500,000
	-	500,000	500,000
Total comprehensive income for the period			
Dividends: Equity capital	-	(500,000)	(500,000)
At 31 March 2023	2,025,559	98	2,025,657

The notes on pages 18 to 40 form part of these financial statements.

Southwark Bridge Holdings Limited

Consolidated Statement of Cash Flows For the 52 Week Period Ended 31 March 2023

	2023 £	2022 £
Cash flows from operating activities		
Profit for the financial 52 week period	1,304,428	1,140,618
Adjustments for:		
Amortisation of intangible assets	380,482	380,557
Depreciation of tangible assets	70,186	64,529
Interest paid	168,652	74,845
Interest received	(2,785)	-
Other finance income	(25,000)	(7,000)
Taxation (credit)/charge	357,502	370,637
Decrease/(increase) in stocks	943,668	(1,496,710)
(Increase)/decrease in debtors	(2,267,107)	359,051
(Decrease)/increase in creditors	(1,221,280)	1,159,800
Corporation tax (paid)	(249,325)	(532,112)
Net cash (used in)/generated from operating activities	(540,579)	1,514,215
Cash flows from investing activities		
Purchase of tangible fixed assets	(98,172)	(43,210)
Interest received	2,785	-
Net cash used in investing activities	(95,387)	(43,210)
Cash flows from financing activities		
Dividends paid	(500,000)	(400,000)
Interest paid	(168,652)	(74,845)
Increase/(decrease) in invoice discounting facility	1,249,010	(1,147,036)
Net cash generated from/(used in) financing activities	580,358	(1,621,881)

Southwark Bridge Holdings Limited

Consolidated Statement of Cash Flows (continued) For the 52 Week Period Ended 31 March 2023

	2023 £	2022 £
Net (decrease) in cash and cash equivalents	(55,608)	(150,876)
Cash and cash equivalents at beginning of 52 week period	181,899	332,775
Cash and cash equivalents at the end of 52 week period	126,291	181,899
Cash and cash equivalents at the end of 52 week period comprise:		
Cash at bank and in hand	126,291	181,899

The notes on pages 18 to 40 form part of these financial statements.

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

1. General information

Southwark Bridge Holdings Limited is a private company, limited by shares, incorporated in England and Wales under the Companies Act 2006. The address of the registered office can be found on the company information page and the nature of the company's operations and its principal activities are set out in the strategic report.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own statement of comprehensive income in these financial statements.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires group management to exercise judgement in applying the group's accounting policies (see note 3).

The presentational and functional currency of these financial statements is GBP. Values are rounded to the nearest pound.

The following principal accounting policies have been applied:

2.2 Parent company disclosure exemptions

In preparing the separate financial statements of the parent company, advantage has been taken of the following disclosure exemptions available in FRS 102:

- Only one reconciliation of the number of shares outstanding at the beginning and end of the period has been presented as the reconciliation's for the group and the company would be identical.
- No cash flow statement has been presented for the parent company.
- No disclosure has been given for the aggregate remuneration of the key management personnel of the parent company as their remuneration is included in the totals for the group as a whole.
- Disclosures in respect of the parent company's financial instruments have not been presented as equivalent disclosures have been provided in respect of the group as a whole.

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

2. Accounting policies (continued)

2.3 Basis of consolidation

The consolidated financial statements present the results of the company and its own subsidiaries ("the group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the balance sheet, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the consolidated statement of comprehensive income from the date on which control is obtained. They are deconsolidated from the date control ceases.

2.4 Revenue

Turnover represents the value, net of the value added tax and discounts, of goods provided to customers and work carried out in respect of services provided to customers. Turnover and profit before tax are attributable to one continuing activity being the sales, marketing and distribution of premium quality food, drink and non-food products.

2.5 Intangible assets

Goodwill

Goodwill represents the excess of the the cost of a business combination over the fair value of the group's share of the net identifiable assets of the acquired subsidiary at the date of acquisition and separately identified intangible assets valued at the date of acquisition. Goodwill on acquisitions of subsidiaries is included in 'intangible assets'. Goodwill is carried at cost less accumulated amortisation and accumulated impairment losses. Goodwill amortisation is calculated by applying the straight line method to its estimated useful life which the directors have assessed to be 20 years.

Intangible assets and trademarks

An intangible asset acquired in a business combination is recognised as an asset because its fair value can be measured with sufficient reliability. An intangible asset acquired in a business combination is not recognised when it arises from legal or other contractual rights and there is no history of evidence of exchange transactions for the same or similar assets, and otherwise estimating fair value could be dependent on immeasurable variables.

Intangible assets relate to customer relationships, the brand and trademarks.

Trademarks are included at cost and are amortised over the life of the trademark licence.

The customer relationships and the brand are carried at cost less accumulated amortisation and any accumulated impairment losses. Amortisation is calculated by applying the straight line method to its estimated useful life which the directors have assessed to be 10 years for customer relationships and 20 years for the brand (see note 15).

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

2. Accounting policies (continued)

2.6 Going concern

The financial statements have been prepared on a going concern basis as the directors have prepared detailed budgets for a period of at least 12 months from the date of signing the accounts which show that the group is expected to be able to meet all its liabilities as they fall due.

Importantly the group retains sufficient flexibility in its business operations to alter its plan at short notice to account for material factors impacting it. With such a diverse product and customer portfolio no one event would materially undermine our financial viability. Indeed the nature of our business is such that we experience one-off events, both good and bad, routinely and weather them accordingly. Our only external funding is through invoice discounting so we have limited bank covenants and our facility is based on a bigger business than we are currently trading at, so any downturn would be covered provided we manage and flex our business to reflect any change in trade.

2.7 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The group adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the group. The carrying amount of the replaced part is derecognised. Repairs and maintenance are charged to the consolidated statement of comprehensive income during the period in which they are incurred.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Plant and machinery	-	20%
Fixtures and fittings	-	15% - 20%
Computer equipment	-	33%

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the consolidated statement of comprehensive income.

2.8 Impairment of fixed assets and goodwill

Assets that are subject to depreciation or amortisation are assessed at each reporting date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset (or cash-generating unit ('CGU') to which the asset has been allocated) is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's (or CGU's) fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs).

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

2. Accounting policies (continued)

2.9 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

2.10 Stocks

Stocks, being finished goods for resale, are stated at the lower of cost incurred in bringing each product to its present location and condition and net realisable value, on a first-in, first-out basis.

Net realisable value is based on estimated selling price less any further costs expected to be incurred to completion and disposal.

2.11 Financial instruments

The group only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties and loans to related parties.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the consolidated statement of comprehensive income.

2.12 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to the consolidated statement of comprehensive income at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in the consolidated statement of comprehensive income in the same period as the related expenditure.

2.13 Foreign currency translation

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

2.14 Finance costs

Finance costs are charged to the consolidated statement of comprehensive income over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

2. Accounting policies (continued)

2.15 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

2.16 Pensions

Defined contribution pension plan

The group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the group pays fixed contributions into a separate entity. Once the contributions have been paid the group has no further payment obligations.

The contributions are recognised as an expense in the consolidated statement of comprehensive income when they fall due. Amounts not paid are shown in accruals as a liability in the balance sheet. The assets of the plan are held separately from the group in independently administered funds.

Defined benefit pension plan

The group operates a defined benefit plan for certain employees. A defined benefit plan defines the pension benefit that the employee will receive on retirement, usually dependent upon several factors including but not limited to age, length of service and remuneration. A defined benefit plan is a pension plan that is not a defined contribution plan.

The liability recognised in the balance sheet in respect of the defined benefit plan is the present value of the defined benefit obligation at the end of the balance sheet date less the fair value of plan assets at the balance sheet date (if any) out of which the obligations are to be settled.

The defined benefit obligation is calculated using the projected unit credit method. Annually the company engages independent actuaries to calculate the obligation. The present value is determined by discounting the estimated future payments using market yields on high quality corporate bonds that are denominated in sterling and that have terms approximating to the estimated period of the future payments ('discount rate').

The fair value of plan assets is measured in accordance with the FRS 102 fair value hierarchy and in accordance with the group's policy for similarly held assets. This includes the use of appropriate valuation techniques.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited to other comprehensive income. These amounts together with the return on plan assets, less amounts included in net interest, are disclosed as 'Remeasurement of net defined benefit liability'.

The cost of the defined benefit plan, recognised in the consolidated statement of comprehensive income as employee costs, except where included in the cost of an asset, comprises:

- a) the increase in net pension benefit liability arising from employee service during the period; and
- b) the cost of plan introductions, benefit changes, curtailments and settlements.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is recognised in the consolidated statement of comprehensive income as a finance expense. From April 2013, the pension scheme was closed to future accrual.

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

2. Accounting policies (continued)

2.17 Operating leases: the group as lessee

Rentals paid under operating leases are charged to the consolidated statement of comprehensive income on a straight-line basis over the lease term.

2.18 Current and deferred taxation

The tax expense for the period comprises current and deferred tax. Tax is recognised in the consolidated statement of comprehensive income except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the company and the group operate and generate income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

3. Judgements in applying accounting policies and key sources of estimation uncertainty

In preparing these financial statements, the directors have made the following judgements:

- Determine whether there are indicators of impairment of the group's tangible and intangible assets, including goodwill. Factors taken into consideration in reaching such a decision include the economic viability and expected future financial performance of the asset and where it is a component of a larger cash-generating unit, the viability and expected future performance of that unit.
- Determine whether the acquired intangible assets are identifiable in terms of being separable and arise from contractual or legal rights. This should be determined on a basis that reflects an amount that the group would have paid for the asset in an arm's length transaction between knowledgeable and willing parties, based on the best information available. If the fair value cannot be measured reliably, the asset is not recognised as a separate intangible asset, but is included in goodwill.
- Determine whether the defined benefit schemes best estimate including key financial demographic assumptions are based on advice from actuaries.

Key assumptions include:

Operating cash flows

The main assumptions, which are derived from past experience and external information, within the forecast operating cash flows include the achievements of future sale prices and volumes, material input costs, changes in sales mix and the level of ongoing capital expenditure.

Discount rates

The discount rate is a pre-tax adjusted discount rate and reflects management's estimate of the company's weighted average cost of capital.

Long term growth rates

The management forecast are extrapolated using growth assumptions relevant for the business sector and based on industry research.

Estimated pension liabilities (see note 23)

The group operates a defined benefit pension scheme, in accordance with the accounting policy as stated above. The future pension liabilities that will arise and the expected return on scheme assets are based upon various assumptions such as mortality rates, investment returns and future inflation. The calculations require the use of estimates.

Bad debt provision (see note 19)

Provision for bad debts is made in respect of debtor accounts in dispute or where doubt exists regarding a customer's ability to pay.

Stock provision (see note 18)

The level of inventory provision is dependent upon material resource planning driven current requirements of production inventory and the age profile of the inventory which is in excess of these requirements. In addition, a general review of the provision is made in order to supplement the formula based methodology to ensure that it is both reasonable and prudent.

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

4. Turnover

Analysis of turnover by country of destination:

	31 March 2023 £	1 April 2022 £
United Kingdom	60,276,648	56,890,103
Rest of Europe	1,434,152	1,532,596
Rest of the world	469,179	462,364
	<u>62,179,979</u>	<u>58,885,063</u>

5. Other operating income

	31 March 2023 £	1 April 2022 £
Compensation following the exit of a brand principal	-	90,000
	<u>-</u>	<u>90,000</u>

6. Operating profit

The operating profit is stated after charging/(crediting):

	31 March 2023 £	1 April 2022 £
Depreciation of tangible fixed assets	70,186	64,529
Amortisation of intangible assets, including goodwill	380,482	380,557
Other operating lease rentals	617,719	573,993
Cost of defined contribution scheme	194,136	190,313
Exchange differences	(400,831)	(556,597)
Compensation following the exit of a brand principal	-	(90,000)
	<u>-</u>	<u>(90,000)</u>

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

7. Auditor's remuneration

	31 March 2023 £	1 April 2022 £
Fees payable to the group's auditor and its associates for the audit of the group's annual financial statements	40,130	33,960
Fees payable to the group's auditor and its associates in respect of:		
Taxation compliance services	17,875	13,500
Other non-audit services	34,546	5,700
	52,421	19,200

8. Employees

Staff costs, including directors' remuneration, were as follows:

	31 March 2023 £	1 April 2022 £	31 March 2023 £	1 April 2022 £
Wages and salaries	3,877,849	3,721,139	-	-
Social security costs	427,909	335,989	-	-
Cost of defined contribution scheme	194,136	190,313	-	-
	4,499,894	4,247,441	-	-

The average monthly number of employees, including the directors, during the 52 week period was as follows:

	31 March 2023 No.	1 April 2022 No.
Management	3	3
Administration	30	30
Sales and distribution	61	56
	94	89

The company has no employees other than the directors.

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

9. Directors' remuneration

	31 March 2023 £	1 April 2022 £
Directors' emoluments	465,247	467,912
Company contributions to defined contribution pension schemes	30,785	30,624
	<u>496,032</u>	<u>498,536</u>

During the 52 week period retirement benefits were accruing to 3 directors (52 week period ended 1 April 2022 - 3) in respect of defined contribution pension schemes.

The highest paid director received remuneration of £211,514 (52 week period ended 1 April 2022 - £223,759).

The value of the group's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £13,481 (52 week period ended 1 April 2022 - £13,824).

10. Interest receivable

	31 March 2023 £	1 April 2022 £
Other interest receivable	<u>2,785</u>	<u>-</u>

11. Interest payable and similar charges

	31 March 2023 £	1 April 2022 £
Bank interest payable	<u>168,652</u>	<u>74,845</u>

12. Other finance income

	31 March 2023 £	1 April 2022 £
Net interest on net defined benefit asset	<u>25,000</u>	<u>7,000</u>

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

13. Taxation

	31 March 2023 £	1 April 2022 £
Corporation tax		
Current tax on profits for the year	381,322	353,775
Adjustments in respect of previous periods	-	3,062
Total current tax	381,322	356,837
Deferred tax		
Origination and reversal of timing differences	(48,006)	(45,150)
Changes to tax rates	528	60,888
Adjustment in respect of previous periods	23,658	(1,938)
Total deferred tax	(23,820)	13,800
Taxation on profit on ordinary activities	357,502	370,637

Factors affecting tax (credit)/charge for the period

The tax assessed for the 52 week period is higher than (52 week period ended 1 April 2022 - higher than) the standard rate of corporation tax in the UK of 19% (52 week period ended 1 April 2022 - 19%). The differences are explained below:

	31 March 2023 £	1 April 2022 £
Profit on ordinary activities before tax	1,661,930	1,511,255
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (52 week period ended 1 April 2022 - 19%)	315,767	287,138
Effects of:		
Expenses not deductible for tax purposes	17,549	32,379
Change in tax rates	528	50,054
Adjustments in respect of prior periods	23,658	1,124
Deferred tax not recognised	-	(58)
Total tax charge for the 52 week period	357,502	370,637

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

13. Taxation (continued)

Factors that may affect future tax charges

For further information on deferred tax balances see note 22.

The Finance Act 2021 was substantively enacted in May 2021 and has increased the corporation tax rate from 19% to 25% with effect from 1 April 2023. The deferred taxation balances have been measured using the rates expected to apply in the reporting periods when the timing differences reverse.

14. Dividends

	2023 £	2022 £
Dividends on ordinary shares	500,000	500,000

15. Intangible assets

Group

	Brand £	Customer Relationships £	Trademarks £	Goodwill £	Total £
Cost					
At 1 April 2022	411,000	1,769,000	11,982	3,636,972	5,828,954
At 31 March 2023	411,000	1,769,000	11,982	3,636,972	5,828,954
Amortisation					
At 1 April 2022	131,006	1,127,812	11,982	1,160,171	2,430,971
Charge for the 52 week period	20,550	178,083	-	181,849	380,482
At 31 March 2023	151,556	1,305,895	11,982	1,342,020	2,811,453
Net book value					
At 31 March 2023	259,444	463,105	-	2,294,952	3,017,501
At 1 April 2022	279,994	641,188	-	2,476,801	3,397,983

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

15. Intangible assets (continued)

Acquisition-related intangible assets that are acquired by the group are stated at cost less accumulated amortisation and impairment losses.

When an intangible asset is acquired in a business combination, its cost is the fair value at the date of its acquisition. This cost is determined on a basis that reflects an amount that the entity would have paid for the asset in an arm's length transaction between knowledgeable and willing parties, based on the best information available. If the fair value cannot be measured reliably, the assets are not recognised as a separate intangible asset, but are included in goodwill.

Amortisation of acquisition-related intangible assets is charged to total operating expenses on a straight line basis over their estimated useful lives, from the date they are available for use.

The residual values and useful lives are reviewed at each balance sheet date and adjusted, if appropriate.

Estimated useful lives on acquisition-related intangible assets:

	Term
Goodwill	Life of 20 years
Trademarks	Life of Trademark Licence
Brand	Estimated life of 20 years
Customer Relationships	Estimated life of 10 years

Impairments if any can be a result of either the evidence that the assumptions for determining the estimating useful lives are incorrect or the annual impairment test of the cash-generating unit to which the acquisition-related intangible assets are related.

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

16. Tangible fixed assets

Group

	Plant and machinery £	Fixtures and fittings £	Computer equipment £	Total £
Cost or valuation				
At 1 April 2022	52,171	177,578	97,051	326,800
Additions	6,865	9,810	81,497	98,172
At 31 March 2023	<u>59,036</u>	<u>187,388</u>	<u>178,548</u>	<u>424,972</u>
Depreciation				
At 1 April 2022	37,179	112,902	55,358	205,439
Charge for the 52 week period	4,133	35,463	30,590	70,186
At 31 March 2023	<u>41,312</u>	<u>148,365</u>	<u>85,948</u>	<u>275,625</u>
Net book value				
At 31 March 2023	<u>17,724</u>	<u>39,023</u>	<u>92,600</u>	<u>149,347</u>
At 1 April 2022	<u>14,992</u>	<u>64,676</u>	<u>41,693</u>	<u>121,361</u>

Southwark Bridge Holdings Limited

Notes to the Financial Statements
For the 52 Week Period Ended 31 March 2023

17. Fixed asset investments

Company

	Investments in subsidiary companies £
Cost or valuation	
At 1 April 2022	10,739,570
At 31 March 2023	10,739,570
Net book value	
At 31 March 2023	10,739,570
At 1 April 2022	10,739,570

Direct subsidiary undertaking

The following was a direct subsidiary undertaking of the company:

Name	Principal activity	Class of shares	Holding
PW Creative Limited	Dormant	Ordinary	100%
Petty, Wood & Co Limited	Sales, marketing, warehousing and distribution of premium quality food	Ordinary	100%
Food Sales Limited	Food sales and commission agents	Ordinary	100%
PW Fine Foods Limited	Sales, marketing and distribution of quality foods	Ordinary	100%
Petty Wood (Europe) Limited	Non-trading	Ordinary	100%

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

17. Fixed asset investments (continued)

Indirect subsidiary undertakings

The following were indirect subsidiary undertakings of the company:

Name	Principal activity	Class of shares	Holding
Universe Food Service Limited	Dormant	Ordinary	100%
The Piccadilly Tea and Produce Company Limited	Dormant	Ordinary	100%
The London Biscuit Company Limited	Dormant	Ordinary	100%
The London Town Chocolate Company Limited	Dormant	Ordinary	100%
The London Town Food Group Limited	Dormant	Ordinary	100%
Brands of Distinction Limited	Dormant	Ordinary	100%
Burnt Sugar Limited	Dormant	Ordinary	100%
Epicure Limited	Dormant	Ordinary	100%

The registered office of Food Sales Limited is Summit House, 4-5 Mitchell Street, Edinburgh, Scotland EH6 7BD. The registered office of Petty Wood (Europe) Limited is 5th Floor, Beaux Lane House Mercer Street Lower, Dublin 2 D02 DH60, Dublin 2, Dublin, Ireland. The registered office of all other subsidiary undertakings is Walworth Business Park, Livingstone Road, Andover, Hampshire, SP10 5NS.

PW Fine Foods Limited (registered number 11492973) is exempt from the requirements of the Act relating to the audit of accounts under section 479A of the Companies Act 2006.

18. Stocks

	Group 2023 £	Group 2022 £
Finished goods and goods for resale	7,351,018	8,294,686

There is no material difference between the replacement cost of stock and the amounts stated above.

19. Debtors: amounts falling due within one year

	Group 2023 £	Group 2022 £
Trade debtors	9,813,896	7,883,874
Other debtors	395,177	131,931
Prepayments and accrued income	404,666	330,827
Tax recoverable	53,104	185,101
	<u>10,666,843</u>	<u>8,531,733</u>

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

19. Debtors: amounts falling due within one year (continued)

The impairment gain/loss recognised in the consolidated statement of comprehensive income for the period in respect of bad and doubtful trade debtors was £188,808 gain (52 week period ended 1 April 2022 - £180,914 loss).

20. Cash and cash equivalents

	Group 2023 £	Group 2022 £
Cash at bank and in hand	126,291	181,899

21. Creditors: amounts falling due within one year

	Group 2023 £	Group 2022 £	Company 2023 £	Company 2022 £
Other loans	4,340,874	3,091,864	-	-
Trade creditors	8,064,753	9,190,757	-	-
Amounts owed to group undertakings	-	-	8,212,342	8,213,913
Other taxation and social security	142,757	110,329	-	-
Other creditors	1,095,545	1,198,719	501,571	500,000
Accruals and deferred income	1,279,283	1,303,813	-	-
	14,923,212	14,895,482	8,713,913	8,713,913

Within other loans is an invoice discounting facility totalling £4,340,874 (52 week period ended 1 April 2022 - £3,091,864) which is secured against the assets to which it relates.

Included within other creditors are proposed dividends totalling £500,000 (52 week period ended 1 April 2022 - £500,000) which were voted prior to the year end.

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

22. Deferred taxation

Group

	2023 £
At beginning of period	449,051
Credited to profit or loss	(23,820)
Credited to other comprehensive income	(4,500)
At end of period	<u>420,731</u>

The provision for deferred taxation is made up as follows:

	Group 2023 £	Group 2022 £
Accelerated capital allowances	24,758	14,454
Intangible assets	180,637	230,314
Pension surplus	243,750	242,250
Other timing differences	(28,414)	(37,967)
	<u>420,731</u>	<u>449,051</u>

There is no deferred tax liability in the parent company.

23. Pension commitments

The group operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the group in an independently administered fund. The pension charge amounted to £194,136 (52 week period ended 1 April 2022 - £190,313). At the period end there were outstanding contributions of £1,168 (52 week period ended 1 April 2022 - £1,168).

The group operates a Defined Benefit Pension Scheme.

The group operates a Defined Benefit Pension Scheme. From April 2013, the pension scheme was closed to future accrual.

A subsidiary company, Petty, Wood & Co. Limited, operates a defined benefit pension scheme. The assets of the scheme are held in separate trustee administered funds. Contributions to the scheme are charged to the income statement so as to spread the costs of the pensions over employee's working lives with that subsidiary.

A full actuarial valuation of the defined benefit scheme was carried out at 31 May 2020 by a qualified independent actuary on an FRS 102 section 28 basis.

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

23. Pension commitments (continued)

There were no changes to the scheme during the period.

Reconciliation of present value of plan liabilities:

	2023 £	2022 £
Reconciliation of present value of plan liabilities		
At the beginning of the period	(14,342,000)	(15,231,000)
Interest cost	(366,000)	(285,000)
Actuarial gains	3,144,000	689,000
Benefits paid	546,000	485,000
At the end of the period	(11,018,000)	(14,342,000)

Reconciliation of present value of plan assets:

	2023 £	2022 £
At the beginning of the period	15,310,000	15,612,000
Interest income on plan assets	391,000	292,000
Remeasurement – return on plan assets excluding interest loss	(3,162,000)	(109,000)
Benefits paid	(546,000)	(485,000)
At the end of the period	11,993,000	15,310,000

Composition of plan assets:

	2023 £	2022 £
Annuity policies	242,000	301,000
European bonds	3,866,000	4,173,000
Cash	57,000	53,000
Liability Driven Investment Strategies	2,100,000	2,427,000
Diversified Growth Funds	5,728,000	8,356,000
Total plan assets	11,993,000	15,310,000

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

23. Pension commitments (continued)

	2023 £	2022 £
Fair value of plan assets	11,993,000	15,310,000
Present value of plan liabilities	(11,018,000)	(14,342,000)
Net pension scheme asset	975,000	968,000

The amounts recognised in profit or loss are as follows:

	2023 £	2022 £
Interest on asset	25,000	7,000

The amounts recognised in the profit or loss and other comprehensive income:

	2023 £	2022 £
Interest/(income)/cost	(25,000)	(7,000)
Actuarial losses/(gains)	18,000	(580,000)

The cumulative amount of actuarial gains and losses recognised in the consolidated statement of comprehensive income was £777,000 (52 week period ended 1 April 2022 - £795,000).

The group expects to contribute £Nil to its Defined Benefit Pension Scheme in 2024.

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

23. Pension commitments (continued)

Principal actuarial assumptions at the balance sheet date (expressed as weighted averages):

	31 March 2023 %	1 April 2022 %
Discount rate	4.60	2.60
RPI inflation rate	3.30	3.80
CPI inflation rate	2.60	3.00
Increases to pensions in deferment	2.20	2.30
Future pension increases	3.20	3.50
Post-retirement mortality:		
- base table	S3PA	S3PA
- mortality projections	CMI 2022	CMI 2021
- long term rate of improvement	1.25	1.25
Commutation	5.00	5.00
Life expectancies from age 65:		
- male currently aged 65	87	87
- female currently aged 65	89	89
- male currently aged 45	88	88
- female currently aged 45	90	90

No employees of the parent company were members of the defined benefit scheme.

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

24. Commitments under operating leases

At 31 March 2023 the group had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	Group 2023 £	Group 2022 £
Not later than 1 year	712,419	699,398
Later than 1 year and not later than 5 years	2,234,360	2,018,494
Later than 5 years	4,874,850	5,400,000
	<u>7,821,629</u>	<u>8,117,892</u>

There is a guarantee of £250,000 (52 week period ended 1 April 2022 - £125,000) to HM Revenue & Customs arising in the ordinary course of business.

25. Share capital

	2023 £	2022 £
Allotted, called up and fully paid		
100,000 ordinary A shares of £1 each	100,000	100,000
1,925,559 ordinary B shares of £1 each	1,925,559	1,925,559
	<u>2,025,559</u>	<u>2,025,559</u>

Both classes of shares rank pari passu except for the 'B' ordinary shares have no voting rights and are not entitled to receive dividends.

26. Reserves

The group and company's capital and reserves are as follows:

Called up share capital

Called up share capital represents the nominal value of the shares issued.

Profit and loss account

The profit and loss account represents accumulated comprehensive income for the period.

Southwark Bridge Holdings Limited

Notes to the Financial Statements For the 52 Week Period Ended 31 March 2023

27. Analysis of net debt

	At 1 April 2022 £	Cash flows £	At 31 March 2023 £
Cash at bank and in hand	181,899	(55,608)	126,291
Debt due within 1 year	(3,091,864)	(1,249,010)	(4,340,874)
	<u>(2,909,965)</u>	<u>(1,304,618)</u>	<u>(4,214,583)</u>

28. Related party transactions

The company has taken advantage of the exemption conferred by FRS 102 not to disclose transactions with its wholly owned subsidiaries.

During the year dividends totalling £500,000 (52 week period ended 1 April 2022 - £400,000) were paid to the directors and £500,000 (52 week period ended 1 April 2022 - £500,000) were accrued at year end.

29. Controlling party

The company is controlled by the directors by virtue of their respective shareholdings in the company.