Company Registration No. 02716900 (England and Wales)	
UNDERWOOD MEAT COMPANY LIMITED  ANNUAL REPORT AND FINANCIAL STATEMENTS  FOR THE YEAR ENDED 31 OCTOBER 2021	

# **COMPANY INFORMATION**

**Directors** J D Heeley

T M S Bennett K A Jones C P Scothorne

Secretaries A S Heeley

C Bennett

Company number 02716900

Registered office 15 Ashley Business Court

Rawmarsh Rd Rotherham S60 1RU

Auditor BHP LLP

2 Rutland Park Sheffield S10 2PD

Bankers Handelsbanken

10 The Crofts Rotherham S60 2DJ

**Solicitors** Shoosmiths LLP

The XYZ Building 2 Hardman Boulevard

Spinningfields Manchester M3 3AZ

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#### STRATEGIC REPORT

#### FOR THE YEAR ENDED 31 OCTOBER 2021

The directors present the strategic report for the year ended 31 October 2021.

#### Fair review of the business

Our objective is to present a balanced view of group's performance and development during the year and at the year end. The review will seek to address any risks and uncertainties we face.

The group is predominantly a catering butcher, processing and supplying portion control and bespoke meat to the food service industry while continuing to develop its range of retail outlets.

The review is based upon known information available to the directors as at the review date.

#### Principal risks and uncertainties

Our group continues to face competitive pressures and operate in the wider difficult economic climate. As per 2020 and prior, the weakened GBP weighs heavily on margins, although the ongoing investment in efficiency improvements lessens the bottom-line impact.

The group, like most in the Retail and Hospitality sector has continued to be directly affected by the COVID-19 pandemic and forced government lockdowns, losing around two thirds of its annualised turnover. Diverse income streams, the job retention scheme and government grants and reliefs have allowed the business to work through this difficult period, despite the cautious reopening of indoor hospitality during May 2021.

The Board of Directors are mindful of these risks and uncertainties but remains confident that the overall strategy will continue to provide a solid platform for the future.

#### Post balance sheet events

In early December 2021, the government introduced Plan B to reduce the spreading of the COVID-19 Omicron variant which resulted in significant cancellations to planned events, directly impacting on Underwood Meat's supply into foodservice and the hospitality sector. The government had removed Plan B by the end of January 2022, which slowly started to see improvements in the sector.

However, the energy crisis starting late 2021, culminated with the invasion of Ukraine by Russia in February 2022, has seen raw material protein prices hit levels never previously seen as well as overheads such as salaries, packaging and fuel hit record highs.

Underwood Meat has managed the above events by engaging with customers, hedging energy and fuel while ensuring operational investments are maximised to reduce the requirement for additional staff, until growth returns to the industry and stability to business overheads.

Development and performance

Year on year turnover ran fractionally behind previous year, at £44.7m vs £45.8 in 2020 (-2.4%) with almost all of this impacting on GP £6.0m vs £6.9m in 2020 (-13%). Continued tight controls and utilisation of the furlough scheme saw a year-on-year improvement to operating profit at £398k vs £279k in 2020 (+42.7%).

Suppliers were paid on an average of 47 days during the year (+10 days vs 2020 – currently back at average 37 days). Trade debtor receipts also pushed out to an average of 40 days (+10 days vs 2020 – currently back at average 33 days) as the sales mix of retail and food service shifted back towards the latter. Non-essential capex spend was put on hold so investment in the year amounted to just £78k.

## Key performance indicators

The main key performance indicators remain as profitability and cash flow. Both bottom line profitability and cash improved year on year, while ensuring all debt servicing requirements were achieved.

# STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2021

#### S172 Statement

The business considers the views and needs of its stakeholders in all long-term decision making as well as the consequences of these decisions across the entire company.

• The likely consequences of any decision in the long term

The directors of the group operate a fluid, fast acting business model where scenarios are mapped out and decision made quickly. This ensures that long term growth and security is maintained, such as the temporary closing of business units and aggressive furloughing of staff during the pandemic lockdowns.

• The interests of the group's employees

The group values its employees as its best asset and encourage employee participation wherever possible. We have a track record of promoting from within and actively offer training opportunities in specialist areas as well as apprenticeship development.

The need to foster the group's business relationships with suppliers, customers and others

The group engages with all external stakeholders through supply chain audits and ensuring both Underwood Meat and its partners adhere to CSR policies. This helps to strengthen long term business relationships in addition to enhancing the long-term decision-making process.

. The impact of the group's operations on the community and the environment

The group tries where possible to employ from the local community. To minimise its environment impact, the group has introduced a number of initiatives to encourage the reduction of waste and recycle where possible.

The desirability of the company maintaining a reputation for high standards of business conduct

The group strives to maintain its reputation for high standards by adhering to its Conflicts of Interest policy and actively promoting anonymous whistleblowing via a dedicated line and feedback boxes. This ensures conduct, governance, integrity and ethics are maintained throughout.

• The need to act fairly as between members of the group

As a privately owned group, the shareholders are equally split between 2 families. All decisions are agreed accordingly at board level with the group Finance Director to ensure fair balance, integrity and a strong level of corporate governance.

On behalf of the board

K A Jones **Director** 

27 May 2022

## **DIRECTORS' REPORT**

#### FOR THE YEAR ENDED 31 OCTOBER 2021

The directors present their annual report and financial statements for the year ended 31 October 2021.

#### Principal activities

The principal activity of the company continued to be that of catering butchers and meat distributors.

## Results and dividends

The results for the year are set out on page 9.

Ordinary dividends were paid amounting to £682,000. The directors do not recommend payment of a final dividend.

#### **Directors**

The directors who held office during the year and up to the date of signature of the financial statements were as follows:

J D Heeley

T M S Bennett

K A Jones

R L Mather C P Scothorne (Resigned 11 April 2021)

#### Auditor

The auditor, BHP LLP, is deemed to be reappointed under section 487(2) of the Companies Act 2006.

# **DIRECTORS' REPORT (CONTINUED)**

#### FOR THE YEAR ENDED 31 OCTOBER 2021

#### Energy and carbon report

This Streamlined Energy Carbon Report ("SECR") relates to the activities of the company for the year ended 31 October 2021.

Energy consumption Aggregate of energy consumption in the year	kWh	kWh
- Gas combustion	2,802,231	
- Fuel consumed for transport	3,011,721	
- Electricity purchased	18,078	
		5,832,030
		====
Emissions of CO2 equivalent	Metric	Metric
	tonnes	tonnes
Scope 1 - direct emissions		
- Gas combustion	40.00	
- Fuel consumed for owned transport	655.00	
		695.00
Scope 2 - indirect emissions		
- Electricity purchased		639.00
Scope 3 - other indirect emissions		
- Fuel consumed for transport not owned by the company		4.00
Total gross emissions		1,338.00
Intensity ratio		
Tonnes CO2e per employee		28.3

### Quantification and reporting methodology

The group has followed the 2019 HM Government Environmental Reporting Guidelines. The group has also used the GHG Reporting Protocol – Corporate Standard and have used the 2020 UK Government's Conversion Factors for Company Reporting

### Intensity measurement

The chosen intensity measurement ratio is total gross emissions in metric tonnes CO2e per £m turnover, the recommended ratio for the sector.

### Measures taken to improve energy efficiency

During the reporting period, the business actively reduced travel between sites by utilising video conferencing. In addition to this, we conducted a fleet review and began a process of replacing older, inefficient vehicles with newer and more fuel-efficient models.

The business has taken a closer look at office heating and lighting, reducing the number of areas being heated / lit unnecessarily whilst also replacing fluorescent strip lighting with LED tubes.

# DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2021

#### Statement of directors' responsibilities

The directors are responsible for preparing the Strategic Report, the Directors' Report and the 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 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 company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company 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 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

#### Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

On behalf of the board

K A Jones Director

27 May 2022

#### INDEPENDENT AUDITOR'S REPORT

#### TO THE MEMBERS OF UNDERWOOD MEAT COMPANY LIMITED

#### Opinion

We have audited the financial statements of Underwood Meat Company Limited (the 'company') for the year ended 31 October 2021 which comprise the statement of comprehensive income, the balance sheet, the statement of changes in equity, the statement of cash flows and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 October 2021 and of its profit for the year 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.

#### Basis for opinion

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 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.

#### 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 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.

#### Other information

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. 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.

### Opinions on other matters prescribed by the Companies Act 2006

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

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

# INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF UNDERWOOD MEAT COMPANY LIMITED

#### Matters on which we are required to report by exception

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

We have nothing to report in respect of the following matters where 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 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 set out on page 3, 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 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 company or to cease operations, or have no realistic alternative but to do so.

#### 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.

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.

We gained an understanding of the legal and regulatory framework applicable to the company and the industry in which it operates, and considered the risk of such regulations, including fraud. We designed audit procedures to respond to the risk, 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.

We focussed on laws and regulations relevant to the company which could give rise to a material misstatement in the financial statements. Our testing included discussions with management and directors with direct responsibility for the compliance of laws and regulations and agreeing financial statement disclosures to underlying supporting documentation. There are inherent limitations in the audit procedures described 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 would become aware of it.

As part of our audit, we addressed the risk of management override of internal controls, including testing of journals and review of the nominal ledger. We evaluated whether there was evidence of bias by the directors that represented a risk of material misstatement due to fraud.

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

# INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF UNDERWOOD MEAT COMPANY LIMITED

# Use of our report

This report is made solely to the 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 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 company and the company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

John Warner (Senior Statutory Auditor) For and on behalf of BHP LLP

28 May 2022

**Chartered Accountants Statutory Auditor** 

2 Rutland Park Sheffield S10 2PD

# STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 OCTOBER 2021

		2021	2020
	Notes	£	£
Turnover	3	44,655,588	45,783,800
Cost of sales		(38,620,029)	(38,851,879)
Gross profit		6,035,559	6,931,921
Distribution costs		(3,066,934)	(3,679,078)
Administrative expenses		(3,408,853)	(3,680,662)
Other operating income		879,611	706,344
Exceptional items	4	(40,944)	-
Operating profit	5	398,439	278,525
Interest receivable and similar income	9	18,228	27,971
Interest payable and similar expenses	10	(123,506)	(133,058)
Profit before taxation		293,161	173,438
Tax on profit	11	(116,492)	(67,703)
Profit for the financial year		176,669	105,735

BALANCE SHEET
AS AT 31 OCTOBER 2021

	2021		21	202	20
	Notes	£	£	£	£
Fixed assets					
Goodwill	13		218,603		271,439
Tangible assets	14		3,223,782		3,697,757
			3,442,385		3,969,196
Current assets					
Stocks	18	2,817,301		1,835,353	
Debtors	19	8,094,150		6,916,891	
Cash at bank and in hand		67,319		34,640	
		10,978,770		8,786,884	
Creditors: amounts falling due within one year	20	(9,333,312)		(6,766,917)	
Net current assets			1,645,458		2,019,967
Total assets less current liabilities			5,087,843		5,989,163
Creditors: amounts falling due after more than one year	21		(642,052)		(1,033,541
Provisions for liabilities					
Deferred tax liability	24	<b>1</b> 58,900		163,400	
			(158,900)		(163,400
Net assets			4,286,891		4,792,222
0					
Capital and reserves Called up share capital	26		100		100
Capital redemption reserve	20		50,000		50,000
Profit and loss reserves			4,236,791		4,742,122
Front and ioss reserves					
Total equity			4,286,891		4,792,222

The financial statements were approved by the board of directors and authorised for issue on 27 May 2022 and are signed on its behalf by:

K A Jones

Director

Company Registration No. 02716900

# STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 OCTOBER 2021

	Notes	Share capital	Capital redemptionlo reserve £	Profit and oss reserves	Total £
Balance at 1 November 2019		100	50,000	5,376,387	5,426,487
Year ended 31 October 2020: Profit and total comprehensive income for the year Dividends  Balance at 31 October 2020	12		50,000	105,735 (740,000) 	105,735 (740,000) 4,792,222
Year ended 31 October 2021: Profit and total comprehensive income for the year Dividends  Balance at 31 October 2021	12	100	50,000	176,669 (682,000) 4,236,791	176,669 (682,000) 4,286,891

# STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 OCTOBER 2021

		2021		2021		202	20
	Notes	£	£	£	£		
Cash flows from operating activities							
Cash (absorbed by)/generated from operations							
			(142,332)		2,915,934		
Interest paid			(123,506)		(133,058)		
Income taxes paid			(93,940)		(31,356)		
Net cash (outflow)/inflow from operating activ	vities						
, , , , , , , , , , , , , , , , , , , ,			(359,778)		2,751,520		
Investing activities							
Purchase of tangible fixed assets		(77,730)		(270,463)			
Proceeds on disposal of tangible fixed assets		28,352		4 <b>1</b> ,961			
Receipts arising from loans made		300,453		(103,579)			
Interest received		18,228		27,971			
Net cash generated from/(used in) investing							
activities			269,303		(304,110)		
Financing activities							
Repayment of bank loans		(472,507)		(376,622)			
Invoice factoring facility		2,502,959		-			
Payment of finance leases obligations		(164,867)		(142,956)			
Dividends paid		(682,000)		(740,000)			
Net cash generated from/(used in) financing							
activities			1,183,585		(1,259,578)		
Net increase in cash and cash equivalents			1,093,110		1,187,832		
Cash and cash equivalents at beginning of year			(1,230,765)		(2,418,597)		
Cash and cash equivalents at end of year			(137,655)		(1,230,765)		
Relating to:							
Cash at bank and in hand			67,319		34,640		
Bank overdrafts included in creditors payable							
within one year			(204,974)		(1,265,405)		

# NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 OCTOBER 2021

#### 1 Accounting policies

#### Company information

Underwood Meat Company Limited is a private company limited by shares incorporated in England and Wales. The registered office is 15 Ashley Business Court, Rawmarsh Rd, Rotherham, S60 1RU.

#### 1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary a mounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

This company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements:

- Section 7 'Statement of Cash Flows' Presentation of a statement of cash flow and related notes and disclosures:
- Section 33 'Related Party Disclosures' Compensation for key management personnel.

The company has taken advantage of the exemption under section 400 of the Companies Act 2006 not to prepare consolidated accounts. The financial statements present information about the company as an individual entity and not about its group.

Underwood Meat Company Limited is a wholly owned subsidiary of Underwood Meat (Holdings) Limited and the results of Underwood Meat Company Limited are included in the consolidated financial statements of Underwood Meat (Holdings) Limited which are available from its registered office or can be obtained from Companies House.

#### 1.2 Going concern

At the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Thus the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

## 1.3 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer (usually on dispatch of the goods), the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

#### FOR THE YEAR ENDED 31 OCTOBER 2021

#### 1 Accounting policies

(Continued)

#### 1.4 Intangible fixed assets - goodwill

Goodwill represents the excess of the cost of acquisition of unincorporated businesses over the fair value of net assets acquired. It is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is considered to have a finite useful life and is amortised on a systematic basis over its expected life, which is 10 years.

For the purposes of impairment testing, goodwill is allocated to the cash-generating units expected to benefit from the acquisition. Cash-generating units to which goodwill has been allocated are tested for impairment at least annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit.

#### 1.5 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Freehold land and buildings 2% - 5% straight line
Leasehold land and buildings over the term of the lease
Plant and machinery 10% - 25% straight line
Motor vehicles 25% straight line

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

# 1.6 Impairment of fixed assets

At each reporting period end date, the company reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss.

#### 1.7 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

### 1.8 Cash and cash equivalents

Cash at bank and in hand are basic financial assets and include cash in hand, deposits held at call with banks, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2021

#### 1 Accounting policies

(Continued)

#### 1.9 Financial instruments

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with the net amounts presented in the financial statements, when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

#### Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

#### Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

#### Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

### Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the company transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

#### Classification of financial liabilities

Financial liabilities are classified according to the substance of the contractual arrangements entered into.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2021

#### 1 Accounting policies

(Continued)

#### Basic financial liabilities

Basic financial liabilities, including creditors, bank loans and loans from fellow group companies are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

#### Other financial liabilities

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value though profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

#### Derecognition of financial liabilities

Financial liabilities are derecognised when the company's contractual obligations expire or are discharged or cancelled.

#### 1.10 Equity instruments

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs.

#### 1.11 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

#### Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

#### Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

### 1.12 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock.

### 1.13 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2021

#### 1 Accounting policies

(Continued)

#### 1.14 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets at the lower of the assets fair value at the date of inception and the present value of the minimum lease payments. The related liability is included in the balance sheet as a finance lease obligation. Lease payments are treated as consisting of capital and interest elements. The interest is charged to profit or loss so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leases asset are consumed.

#### 1.15 Government grants

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

A grant that specifies performance conditions is recognised in income when the performance conditions are met. Where a grant does not specify performance conditions it is recognised in income when the proceeds are received or receivable. A grant received before the recognition criteria are satisfied is recognised as a liability.

#### 1.16 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

### 2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

# FOR THE YEAR ENDED 31 OCTOBER 2021

#### 2 Judgements and key sources of estimation uncertainty

(Continued)

#### Key sources of estimation uncertainty

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are as follows.

#### Stock provision

Stocks are stated at the lower of cost and net realisable value. The directors will assess the requirement for any provision for obsolete stock, stock utilisation patterns, regular inspection and counting of physical items.

#### Bad debt provision

Bad debt provisions are stated based upon known situations, such as persistent late payments, credit reference agency monitoring and regular credit control reviews.

#### 3 Turnover and other revenue

An analysis of the company's turnover is as follows:

	2021	2020
	£	£
Turnover analysed by class of business		
Catering butchers and meat distributors	44,655,588	45,783,800
	2021	2020
	£	£
Turnover analysed by geographical market		
United Kingdom	44,560,342	45,695,365
Europe	95,246	88,435
	44,655,588	45,783,800
	2021	2020
	£	£
Other significant revenue	-	-
Interest income	18,228	27,971
Grants received	879,611	706,344
Exceptional item		
	2021	2020
	£	£
Expenditure		
Exceptional costs	40,944	-

The exceptional items were restructuring costs related to Rotherham site.

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

# FOR THE YEAR ENDED 31 OCTOBER 2021

5	Operating profit		
	•	2021	2020
	Operating profit for the year is stated after charging/(crediting):	£	£
	Government grants	(879,611)	(706,344)
	Depreciation of owned tangible fixed assets	507,472	549,577
	Depreciation of tangible fixed assets held under finance leases	31,514	31,514
	Profit on disposal of tangible fixed assets	(15,633)	(39,461)
	Amortisation of intangible assets	52,836	52,836
	Operating lease charges	319,366	324,820
6	Auditor's remuneration		
6		2021	2020
6	Auditor's remuneration  Fees payable to the company's auditor and associates:	2021 £	2020 £
6			
6	Fees payable to the company's auditor and associates:		
6	Fees payable to the company's auditor and associates:  For audit services	£	£
6	Fees payable to the company's auditor and associates:  For audit services	£	£
6	Fees payable to the company's auditor and associates:  For audit services  Audit of the financial statements of the company	£	£

# 7 Employees

The average monthly number of persons (including directors) employed by the company during the year was:

	2021	2020
	Number	Number
Production	107	148
Selling and distribution	92	113
Administration	31	29
	230	290
Their aggregate remuneration comprised:		
	2021	2020
	£	£
Wages and salaries	5,604,392	6,127,930
Social security costs	370,421	460,745
Pension costs	141,282	194,366
	6,116,095	6,783,041

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2021

8	Directors' remuneration		
		2021 £	2020 £
	Remuneration for qualifying services	174,983	191,585
	Company pension contributions to defined contribution schemes	10,122	30,200
		185,105 ———	221,785
	The number of directors for whom retirement benefits are accruing under defined cont to 4 (2020 - 4).	ribution schemes	amounted
9	Interest receivable and similar income		
		2021 £	2020 £
	Interest income Other interest income	18,228	27,971
	Otter interest income	====	=====
10	Interest payable and similar expenses		
		2021 £	2020 £
	Interest on financial liabilities measured at amortised cost:	-	
	Interest on bank overdrafts and loans Other interest on financial liabilities	57,045 33,703	98,692
	Other finance costs:	90,748	98,692
	Interest on finance leases and hire purchase contracts	32,758	34,366
		123,506	133,058
11	Taxation		
		2021 £	2020 £
	Current tax	400.000	22.004
	UK corporation tax on profits for the current period  Adjustments in respect of prior periods	120,992	68,621 (9,718)
	Total current tax	120,992	58,903
	Deferred tax		
	Origination and reversal of timing differences	(4,500) ———	8,800
	Total tax charge	116,492	67,703

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2021

11	Taxation	(Continued)	į
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The actual charge for the year can be reconciled to the expected charge for the year based on the profit or loss and the standard rate of tax as follows:

		2021 £	2020 £
	Profit before taxation	293,161	173,438
	Expected tax charge based on the standard rate of corporation tax in the UK of		
	19.00% (2020: 19.00%)	55,701	32,953
	Tax effect of expenses that are not deductible in determining taxable profit	4,838	3,533
	Chargeable gain	50	-
	Adjustments in respect of prior years	-	(9,718)
	Other permanent differences	18,914	22,726
	Effect of change in deferred tax rates	38,118	18,187
	Deferred tax not recognised	38	22
	Taxation charge for the year	117,659	67,703
	Taxation charge in the financial statements	116,492	67,703
	Taxasi orange in the illinoisti statellione	====	====
12	Dividends		
		2021	2020
		£	£
	Interim paid	682,000	740,000
13	Intangible fixed assets		
	intuligible linea deserts		Goodwill
			£
	Cost		745.200
	At 1 November 2020 and 31 October 2021		745,388
	Amortisation and impairment		
	At 1 November 2020		473,949
	Amortisation charged for the year		52,836
	At 31 October 2021		526,785
	Carrying amount		-
	At 31 October 2021		218,603
	At 31 October 2020		271,439

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2021

4	Tangible fixed assets	Freehold land Le	المعالمة المعاممة	Diant and	Motor vehicles	Total
			asenoid land and buildings	machinery	Motor venicles	Total
		£	£	£	£	£
	Cost					
	At 1 November 2020	1,705,728	870,000	6,374,645	883,276	9,833,649
	Additions	-	-	64,780	12,950	77,730
	Disposals	-	-	-	(153,395)	(153,395)
	At 31 October 2021	1,705,728	870,000	6,439,425	742,831	9,757,984
	Depreciation and impairment					
	At 1 November 2020	653,930	94,250	4,622,098	765,614	6,135,892
	Depreciation charged in the year	45,702	43,500	383,589	66,195	538,986
	Eliminated in respect of disposals	-	-	-	(140,676)	(140,676)
	At 31 October 2021	699,632	137,750	5,005,687	691,133	6,534,202
	Carrying amount					
	At 31 October 2021	1,006,096	732,250	1,433,738	51,698	3,223,782
	At 31 October 2020	1,051,798	775,750	1,752,547	117,662	3,697,757
	The net carrying value of tangible fixed a	assets includes the fo	llowing in resp	pect of assets	held under fina	nce leases
	or hire purchase contracts.				2021	2020
					£	£
	Plant and machinery			,	638,842	1,051,801
5	Fixed asset investments					
					2021	2020
			No	tes	£	£
	Investments in subsidiaries		1	6	300,000	300,000
	Loans to subsidiaries		1	6	(300,000)	(300,000)
				•		
					-	-

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2021

#### 16 Subsidiaries

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Details of the company's subsidiaries at 31 October 2021 are as follows:

	betains of the company a sub-	aldianes at 51 O	clober 2021 are as follows.				
	Name of undertaking	Registered office	Nature of business		ass of ares held		leld Indirect
	Manor Farm Sausage Co Limited	England	Dormant	Ord	dinary	100	0
	Northern Catering Butchers Limited	England	Dormant	Ord	dinary	100	0
,	Financial instruments						
	All financial assets and liabilit	ties are measure	ed at amortised cost.				
1	Stocks						
					202	1 £	2020 £
	Finished goods and goods fo	r resale			2,817,30	1 ·	1,835,353
ł	Debtors						
	Amounts falling due within	one year:			202	21 £	2020 £
	Trade debtors				5,027,32	20 3	3,704,990
	Amounts owed by group under	ertakings			2,146,25		2,146,255
	Other debtors				619,77		860,744
	Prepayments and accrued inc	come			300,80	)0 — –	204,902
					8,094,15	50 <del>(</del>	6,916,891
1	Creditors: amounts falling	due within one	vear				
	Orcaliors, amounts laming	auc within one	you		202	21	2020
			N	otes		£	£
	Bank loans and overdrafts			22	2,707,90	)3	1,511,260
	Obligations under finance lea	ises		23	155,75		155,751
	Trade creditors				5,560,84		1,326,855
	Corporation tax				179,82		152,775
	Other taxation and social sec Accruals and deferred income	,			118,80		231,580
	Accidate and deterred income	е			610,17		388,696
					9,333,31	12 6	5,766,917

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2021

21	Creditors: amounts falling due after more than one year			
			2021	2020
		Notes	£	£
	Bank loans and overdrafts	22	158,961	385,583
	Obligations under finance leases	23	483,091	647,958
			642,052	1,033,541
	For details of security see note 22.			
22	Loans and overdrafts			
			2021	2020
			£	£
	Bank loans		2,661,890	631,438
	Bank overdrafts		204,974	1,265,405
			2,866,864	1,896,843
	Payable within one year		2,707,903	1,511,260
	Payable after one year		158,961 ————	385,583

The long-term loans are secured by a debenture over all the assets of the company, by a first legal charge over the company's freehold properties at Ashley Industrial Estate Rotherham and Holmewood Industrial Estate Chesterfield, and by cross debenture and guarantees between the company and Underwood Meat (Holdings) Limited.

Loans of £690,000 and £510,000 were obtained in 2013 which are repayable over a 10 year period.

During 2019, 1 new loan was obtained for £120,000 which is repayable over a 4 year period. Interest is charged at the base rate plus 2.95% on this loan.

During the year the company entered into a Invoice financing arrangement. Included within bank loans less than one year at the year end is an amount of £2,277,906 (2021:nil) in respect of Invoice factoring. The Invoice factoring is secured by way of fixed and floating charge against the assets of the company.

## 23 Finance lease obligations

Future minimum lease payments due under finance leases:	2021 £	2020 £
Within one year In two to five years	155,751 374,381	155,710 452,249
In over five years	108,710	195,750
	638,842	803,709

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2021

#### 23 Finance lease obligations

(Continued)

Finance lease payments represent rentals payable by the company for certain items of plant and machinery and buildings. Leases include purchase options at the end of the lease period, and no restrictions are placed on the use of the assets. The lease terms range between 3-10 years. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments. The leases are secured over the assets to which they relate.

#### 24 Deferred taxation

Deferred tax assets and liabilities are offset where the company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	Liabilities	Liabilities
	2021	2020
Balances:	£	£
Accelerated capital allowances	158,900	163,400
		2021
Movements in the year:		£
Liability at 1 November 2020		163,400
Credit to profit or loss		(4,500)
Liability at 31 October 2021		158,900

The deferred tax liability set out relates to accelerated capital allowances and other timing differences that are expected to mature in future accounting periods.

## 25 Retirement benefit schemes

Defined contribution schemes	2021 £	2020 £
Charge to profit or loss in respect of defined contribution schemes	141,282	194,366

The company operates a defined contribution pension scheme for all qualifying employees. The assets of the scheme are held separately from those of the company in an independently administered fund.

## 26 Share capital

	2021	2020
Ordinary share capital	£	£
Issued and fully paid		
100 Ordinary shares of £1 each	100	100

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2021

#### 27 Operating lease commitments

#### Lessee

At the reporting end date the company had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	2021 £	2020 £
Within one year	174,789	198,122
Between two and five years	584,800	584,800
In over five years	293,483	368,683
	1,053,072	1,151,605

#### 28 Related party transactions

The bank facilities are partly secured by assigned life policies over the lives of two of the directors.

Included in other debtors is a loan amounting to £1,587 (2020: £nil) to Lea Trading Limited, a company in which the daughter of Mr J D Heeley is a director and shareholder. During the year the company made sales of £23,131 (2020: £23,500) to Lea Trading Limited.

Included in trade creditors is a loan amount to £209,902 (2020: 336,007) from Fulwood Food Group Ltd, a company in which both Mr T M S Bennett, Mr J D Heeley and C Scothorne are directors. During the year the company made sales of £588,323 (2020: £887,742) and made purchases from Fulwood Food Group Ltd of £5,911,798 (2020: £5,335,768). At the year end a balance of £40,284 (2020: £257,505) is included in trade debtors and a balance of £209,902 (2020: £336,007) is included in trade creditors.

## 29 Directors' transactions

Loans and advances have been granted by the company to its directors as follows:

Description	% Rate	Opening	InteresAmounts repaidClosing balance		
		balance £	charged £	£	£
	2.25	403,128	3,119	(133,507)	272,740
	2.25	440,215	3,022	(173,087)	270,150
		843,343	6,141	(306,594)	542,890

# NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 OCTOBER 2021

## 30 Ultimate controlling party

The ultimate parent company is Underwood Meat (Holdings) Limited, a company registered in England and Wales.

Underwood Meat (Holdings) Limited prepares group financial statements and copies can be obtained from the registered office or Companies House.

# 31 Analysis of changes in net debt

	1 November 2020	Cash flows	31 October 2021
	£	£	£
Cash at bank and in hand	34,640	32,679	67,319
Bank overdrafts	(1,265,405)	1,060,431	(204,974)
	(1,230,765)	1,093,110	(137,655)
Borrowings excluding overdrafts	(631,438)	(2,030,452)	(2,661,890)
Obligations under finance leases	(803,709)	164,867	(638,842)
	(2,665,912)	(772,475)	(3,438,387)

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.