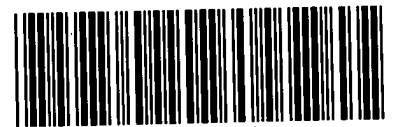


Company Registration No. 00024795 (England and Wales)

**MARSTON'S ACQUISITIONS LIMITED**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**FOR THE PERIOD ENDED 30 SEPTEMBER 2023**

FRIDAY



\*BCVIMU7K\*

B23

26/01/2024

#15

COMPANIES HOUSE

# MARSTON'S ACQUISITIONS LIMITED

## COMPANY INFORMATION

---

<b>Directors</b>	Edward Hancock Robert Leach Hayleigh Lupino Justin Platt	(Appointed 12 January 2024)
<b>Secretary</b>	Bethan Raybould	
<b>Company number</b>	00024795	
<b>Registered office</b>	St Johns House St Johns Square Wolverhampton WV2 4BH	

---

# MARSTON'S ACQUISITIONS LIMITED

## CONTENTS

---

	<b>Page</b>
Directors' report	1 - 2
Directors' responsibilities statement	3
Independent auditor's report	4 - 7
Statement of income and retained earnings	8
Balance sheet	9
Notes to the financial statements	10 - 17

---

# MARSTON'S ACQUISITIONS LIMITED

## DIRECTORS' REPORT

### FOR THE PERIOD ENDED 30 SEPTEMBER 2023

---

The Directors present their report and the financial statements for the period ended 30 September 2023.

The financial statements of the Company cover the 52 weeks ended 30 September 2023 (2022: 52 weeks ended 1 October 2022).

#### Principal activities and review of the business

The principal activity of the Company is the acquisition of companies on behalf of the Marston's Group and the leasing of plant, fixtures and fittings to other companies in the Group.

In the Group's base case forecast, no covenants are forecast to be breached within the next 12 months and the Group has adequate liquidity throughout the going concern period. In a severe but plausible downside scenario only, the Group would be required to amend solely the Interest Cover covenant to its banking and private placement facilities in the outer quarters of the going concern period. Given the Group's experiences to date the Directors would be very confident of securing this where necessary. This has been disclosed as a material uncertainty in the financial statements.

#### Directors

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

Andrew Andrea	(Resigned 17 November 2023)
Edward Hancock	
Robert Leach	
Hayleigh Lupino	
Justin Platt	(Appointed 12 January 2024)

#### Results and dividends

The results for the period are set out on page 8.

No ordinary dividends were paid. The Directors do not recommend payment of a final dividend.

#### Qualifying third party indemnity provisions

In accordance with the Company's Articles of Association and to the extent permitted by law, the Company has indemnified its Directors against certain liabilities that may be incurred as a result of their position.

#### Financial instruments

##### Financial risk management

Financial risk management is undertaken at a Group level and as such the financial risk management of the Company reflects that of the Marston's Group. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance. Risk management is carried out by a central treasury department under policies approved by the Board of Marston's PLC. The key financial risks for the Group are interest rate risk, credit risk and liquidity risk.

Further details of the Group's financial risk exposure, and the management objectives and policies thereon, are presented within the Annual Report and Accounts of Marston's PLC.

#### Future developments

No changes are anticipated in the nature of the business in the foreseeable future.

#### Auditor

A formal audit tender process was completed during the period, with RSM UK Audit LLP appointed as auditor to replace KPMG LLP who will resign following completion of the audit for the 52 week period ended 30 September 2023.

# MARSTON'S ACQUISITIONS LIMITED

## DIRECTORS' REPORT (CONTINUED)

**FOR THE PERIOD ENDED 30 SEPTEMBER 2023**

---

### **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.

### **Energy and carbon report**

Marston's PLC, which is the parent undertaking of the largest group to consolidate the financial statements of Marston's Acquisitions Limited, has included the activities of this Company within its energy and carbon reporting for the 52 weeks ended 30 September 2023.

By order of the board



Bethan Raybould

**Secretary**

19 January 2024

# **MARSTON'S ACQUISITIONS LIMITED**

## **DIRECTORS' RESPONSIBILITIES STATEMENT**

***FOR THE PERIOD ENDED 30 SEPTEMBER 2023***

---

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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

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;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

# MARSTON'S ACQUISITIONS LIMITED

## INDEPENDENT AUDITOR'S REPORT

### TO THE MEMBERS OF MARSTON'S ACQUISITIONS LIMITED

---

#### Opinion

We have audited the financial statements of Marston's Acquisitions Limited ('the Company') for the period ended 30 September 2023, which comprise the balance sheet, statement of income and retained earnings, and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 30 September 2023 and of its profit for the period then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

#### Material uncertainty related to going concern

We draw attention to note 1 to the financial statements which indicates that the Company is reliant on support from the Company's ultimate parent, Marston's PLC, to continue to operate as a going concern and therefore the ability of the Company to operate as a going concern is linked to that of the wider Group. The financial statements of Marston's PLC include a material uncertainty related to going concern as a result of the potential requirement to obtain covenant amendments in the severe but plausible downside scenario. These events and conditions, along with the other matters explained in note 1, constitute a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern.

Our opinion is not modified in respect of this matter.

#### Going concern basis of preparation

The Directors have prepared the financial statements on the going concern basis. As stated above, they have concluded that a material uncertainty related to going concern exists.

Our conclusion based on our financial statements audit work: we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

#### Fraud and breaches of laws and regulations – ability to detect

##### *Identifying and responding to risks of material misstatement due to fraud*

To identify risks of material misstatement due to fraud ('fraud risks') we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included:

- Enquiring of Directors as to the Company's high-level policies and procedures to prevent and detect fraud, including the internal audit function, and the Company's channel for 'whistleblowing', as well as whether they have knowledge of any actual, suspected or alleged fraud.
- Reading board minutes.
- Considering remuneration incentive schemes and performance targets; and
- Using analytical procedures to identify any unusual or unexpected relationships.

# MARSTON'S ACQUISITIONS LIMITED

## INDEPENDENT AUDITOR'S REPORT (CONTINUED)

### TO THE MEMBERS OF MARSTON'S ACQUISITIONS LIMITED

---

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because of the existence of limited opportunities to make inappropriate accounting entries in relation to revenue.

We did not identify any additional fraud risks.

We performed procedures including identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation. These included journal entries made to unusual accounts related to revenue, cash and loans and borrowings and those posted by privileged users.

#### *Identifying and responding to risks of material misstatement due to non-compliance with laws and regulations*

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience, and through discussion with the Directors and other management (as required by auditing standards), and discussed with the Directors and other management the policies and procedures regarding compliance with laws and regulations.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

Firstly, the Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation and taxation legislation. We assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Secondly, the Company is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect: the Pubs Code, health and safety, GDPR compliance, anti-bribery, employment law, Payment Card Industry compliance, money laundering, environmental protection, consumer rights, misrepresentation, and certain aspects of company legislation recognising the nature of the Company's activities. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the Directors and other management and inspection of regulatory and legal correspondence, if any. Therefore if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

#### *Context of the ability of the audit to detect fraud or breaches of law or regulation*

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.



# **MARSTON'S ACQUISITIONS LIMITED**

## **INDEPENDENT AUDITOR'S REPORT (CONTINUED)**

### **TO THE MEMBERS OF MARSTON'S ACQUISITIONS LIMITED**

---

#### **Directors' report**

The Directors are responsible for the Directors' report. Our opinion on the financial statements does not cover that report and we do not express an audit opinion thereon.

Our responsibility is to read the Directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the Directors' report;
- in our opinion the information given in that report for the financial period is consistent with the financial statements; and
- in our opinion that report has been prepared in accordance with the Companies Act 2006.

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

Under the Companies Act 2006 we are required 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; or
- the Directors were not entitled to take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

#### **Directors' responsibilities**

As explained more fully in their 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; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

#### **Auditor's responsibilities**

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities).

# MARSTON'S ACQUISITIONS LIMITED

## INDEPENDENT AUDITOR'S REPORT (CONTINUED)

### TO THE MEMBERS OF MARSTON'S ACQUISITIONS LIMITED

---

#### **The purpose of our audit work and to whom we owe our responsibilities**

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 Leech (Senior Statutory Auditor)**  
**for and on behalf of KPMG LLP, Statutory Auditor**  
*Chartered Accountants*  
One Snowhill  
Snow Hill Queensway  
Birmingham  
B4 6GH  
United Kingdom  
19 January 2024

# MARSTON'S ACQUISITIONS LIMITED

## STATEMENT OF INCOME AND RETAINED EARNINGS FOR THE PERIOD ENDED 30 SEPTEMBER 2023

		Period ended 30 September 2023 £m	Period ended 1 October 2022 £m
	Notes		
Interest receivable and similar income	4	2.6	19.5
Interest payable and similar charges	5	-	(0.1)
Other gains and losses	6	-	(13.6)
<b>Profit before taxation</b>		<b>2.6</b>	<b>5.8</b>
Taxation	7	(0.4)	-
<b>Profit for the financial period</b>		<b>2.2</b>	<b>5.8</b>
<b>Other comprehensive income</b>		<b>-</b>	<b>-</b>
<b>Total comprehensive income for the period</b>		<b>2.2</b>	<b>5.8</b>
Profit and loss reserves at beginning of period		22.4	16.6
Profit and loss reserves at end of period		24.6	22.4

The results for the current period reflect the 52 weeks ended 30 September 2023 and the results for the prior period reflect the 52 weeks ended 1 October 2022.

All results relate to continuing operations.

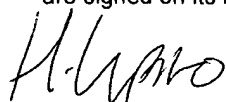
# MARSTON'S ACQUISITIONS LIMITED

## BALANCE SHEET

AS AT 30 SEPTEMBER 2023

	Notes	30 September 2023 £m	£m	1 October 2022 £m	£m
<b>Current assets</b>					
Debtors falling due after one year	8	3.9		13.3	
Debtors falling due within one year	8	40.8		29.7	
		<u>44.7</u>		<u>43.0</u>	
<b>Creditors: amounts falling due within one year</b>	10	<u>(1.8)</u>		<u>(0.9)</u>	
<b>Net current assets</b>			42.9		42.1
<b>Creditors: amounts falling due after more than one year</b>	11		(0.1)		(0.1)
<b>Provisions for liabilities</b>	12		<u>(1.8)</u>		<u>(3.2)</u>
<b>Net assets</b>			<u>41.0</u>		<u>38.8</u>
<b>Capital and reserves</b>					
Called up share capital	14		2.7		2.7
Share premium account	15		5.8		5.8
Other reserves	16		7.9		7.9
Profit and loss reserves			<u>24.6</u>		<u>22.4</u>
<b>Total equity</b>			<u>41.0</u>		<u>38.8</u>

The financial statements were approved by the board of Directors and authorised for issue on 19 January 2024 and are signed on its behalf by:

  
Hayleigh Lupino  
Director

Company Registration No. 00024795

# MARSTON'S ACQUISITIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

**FOR THE PERIOD ENDED 30 SEPTEMBER 2023**

---

### **1 Accounting policies**

#### **Company information**

Marston's Acquisitions Limited is a private company limited by shares incorporated in England and Wales. The registered office is St Johns House, St Johns Square, Wolverhampton, WV2 4BH.

#### **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 amounts in these financial statements are rounded to the nearest £0.1m.

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

The Company is a qualifying entity for the purposes of FRS 102, as Marston's PLC prepares publicly available consolidated financial statements, including the Company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the Group (note 17). The Company has therefore taken advantage of the exemptions from the following disclosure requirements in FRS 102:

- Section 7 'Statement of Cash Flows' – Presentation of a statement of cash flows and related notes and disclosures;
- Section 11 'Basic Financial Instruments' – Interest income/expense and net gains/losses for each category of financial instrument not measured at fair value through profit or loss, impairment losses for each class of financial asset and information that enables users to evaluate the significance of financial instruments;
- Section 33 'Related Party Disclosures' – Compensation for key management personnel.

# MARSTON'S ACQUISITIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE PERIOD ENDED 30 SEPTEMBER 2023

---

#### 1 Accounting policies

(Continued)

##### 1.2 Going concern

The financial statements have been prepared on a going concern basis which the Directors consider to be appropriate for the following reasons.

The Directors have prepared cash flow forecasts for a period of 12 months from the date of approval of these financial statements which indicate that, taking account of reasonably possible downsides, the Company will have sufficient funds, through funding from its ultimate parent company, Marston's PLC, to meet its liabilities as they fall due for that period.

Those forecasts are dependent on Marston's PLC providing additional financial support during that period. Marston's PLC has indicated its intention to continue to make available such funds as are needed by the Company for the period covered by the forecasts. As with any company placing reliance on other group entities for financial support, the Directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

However, continued support is dependent on the ability of the Group (i.e. Marston's PLC and its subsidiaries) being able to settle its liabilities as they fall due. The financial statements of Marston's PLC include a material uncertainty related to going concern as a result of the potential requirement to obtain covenant amendments in the severe but plausible downside scenario. Further details are provided in the financial statements of Marston's PLC, which are publicly available.

Based on their enquiries the Directors believe that it remains appropriate to prepare the financial statements on a going concern basis. However, these circumstances represent a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern and, therefore, to continue realising its assets and discharging its liabilities in the normal course of business. The financial statements do not include any adjustments that would result from the basis of preparation being inappropriate.

##### 1.3 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 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 are initially measured at the transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method.

##### **Other financial assets**

The Company has no other financial assets.

# MARSTON'S ACQUISITIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE PERIOD ENDED 30 SEPTEMBER 2023

---

#### 1 Accounting policies

(Continued)

##### **Impairment of financial assets**

Financial assets, other than those held at fair value through profit or 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.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal 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.

##### **Classification of financial liabilities**

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities.

##### **Basic financial liabilities**

Basic financial liabilities, comprising amounts owed to Group undertakings and preference shares, are initially recognised at the transaction price and subsequently carried at amortised cost using the effective interest method.

##### **Other financial liabilities**

The Company has no other financial liabilities.

##### **Derecognition of financial liabilities**

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

#### 1.4 Equity instruments

Equity instruments issued by the Company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the Company.

#### 1.5 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 period. Taxable profit differs from net profit as reported in the statement of income and retained earnings because it excludes items of income or expense that are taxable or deductible in other periods 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.

# MARSTON'S ACQUISITIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 30 SEPTEMBER 2023

---

### 1 Accounting policies

(Continued)

#### **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.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset when the Company has a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

#### 1.6 Leases

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

Amounts due from lessees under finance leases are recognised as receivables at the amount of the Company's net investment in the lease. Finance lease income is allocated to accounting periods so as to reflect a constant periodic rate of return on the Company's net investment outstanding in respect of the lease.

#### 1.7 Group undertakings

There is an intra group funding agreement in place between the Company and certain other members of the Marston's Group. This agreement stipulates that all balances outstanding on any intercompany loan account between these companies which exceed £1 are interest bearing at a prescribed rate.

No interest is payable on any amounts owed by/to Group companies who are not party to the intra group funding agreement.

All amounts owed by/to Group undertakings, other than those in respect of finance leases, are unsecured and repayable on demand.

### 2 Auditor's remuneration

Auditor's remuneration was borne by the ultimate parent company, Marston's PLC. The Company incurred no non-audit fees during the current or prior period.

### 3 Employees

The average monthly number of people employed by the Company during the period was nil (2022: nil). The Directors received no remuneration in respect of their services to the Company (2022: £nil).



# MARSTON'S ACQUISITIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 30 SEPTEMBER 2023

### 4 Interest receivable and similar income

	2023 £m	2022 £m
<b>Interest income</b>		
Interest receivable from Group undertakings	2.0	-
Other interest income	0.6	1.1
	<u>2.6</u>	<u>1.1</u>
<b>Total interest income</b>	2.6	1.1
<b>Other income from investments</b>		
Dividends received	-	18.4
	<u>-</u>	<u>18.4</u>
<b>Total income</b>	<u>2.6</u>	<u>19.5</u>

A dividend in kind was received from Wychwood Holdings Limited during the prior period in the form of an intercompany debtor from Marston's Estates Limited.

### 5 Interest payable and similar charges

	2023 £m	2022 £m
Interest payable to Group undertakings	-	0.1
	<u>-</u>	<u>0.1</u>

### 6 Other gains and losses

	2023 £m	2022 £m
Other gains and losses	-	(13.6)
	<u>-</u>	<u>(13.6)</u>

During the prior period, Marston's Acquisitions Limited impaired its investment in Wychwood Holdings Limited by £13.6 million.

### 7 Taxation

	2023 £m	2022 £m
<b>Current tax</b>		
UK corporation tax on results for the current period	1.8	0.9
	<u>1.8</u>	<u>0.9</u>
<b>Deferred tax</b>		
Origination and reversal of timing differences	(1.4)	(0.9)
	<u>(1.4)</u>	<u>(0.9)</u>
<b>Total tax charge</b>	<u>0.4</u>	<u>-</u>

The March 2021 Budget announced that the main rate of corporation tax would change from 19% to 25% with effect from 1 April 2023. As such the Company's results for the current period have been taxed at an effective rate of 22%. This change was substantively enacted on 24 May 2021. This will increase the Company's future current tax charge accordingly. The deferred tax assets and liabilities at 30 September 2023 have been calculated at 25% (2022: 25%).

# MARSTON'S ACQUISITIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 30 SEPTEMBER 2023

### 7 Taxation

(Continued)

The charge for the period can be reconciled to the profit per the statement of income and retained earnings as follows:

	2023 £m	2022 £m
Profit before taxation	2.6	5.8
Expected tax based on the standard rate of corporation tax in the UK of 22% (2022: 19%)	0.6	1.1
Tax effect of expenses that are not deductible in determining taxable profit	-	2.6
Tax effect of income not taxable in determining taxable profit	-	(3.5)
Difference between current and deferred tax rates	(0.2)	(0.2)
Tax charge for the period	0.4	-

### 8 Debtors

	2023 £m	2022 £m
<b>Amounts falling due within one year:</b>		
Amounts owed by Group undertakings	31.3	16.2
Finance leases receivable (note 9)	9.5	13.5
	40.8	29.7
<b>Amounts falling due after one year:</b>		
Finance leases receivable (note 9)	3.9	13.3
<b>Total debtors</b>	44.7	43.0

Amounts owed by Group undertakings, other than those in respect of finance leases, are unsecured, non-interest bearing and repayable on demand however the full amount is not expected to be repaid within one year.

# MARSTON'S ACQUISITIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 30 SEPTEMBER 2023

### 9 Finance lease receivables

	2023 £m	2022 £m
Gross amounts receivable under finance leases:		
Within one year	9.7	14.0
In one to five years	4.0	13.6
	<u>13.7</u>	<u>27.6</u>
Unearned finance income	(0.3)	(0.8)
	<u>13.4</u>	<u>26.8</u>
Present value of minimum lease payments receivable	<u>13.4</u>	<u>26.8</u>
The present value is receivable as follows:		
Within one year	9.5	13.5
In one to five years	3.9	13.3
	<u>13.4</u>	<u>26.8</u>

The Company enters into finance leasing arrangements with other members of the Group for various items of plant, fixtures and fittings. The average term of finance leases entered into is five years.

### 10 Creditors: amounts falling due within one year

	2023 £m	2022 £m
Corporation tax	1.8	0.9
	<u>1.8</u>	<u>0.9</u>

### 11 Creditors: amounts falling due after more than one year

	2023 £m	2022 £m
Preference shares	0.1	0.1
	<u>0.1</u>	<u>0.1</u>

The preference shares are irredeemable, carry a right to a fixed preferential dividend and have priority in the event of a winding-up.

### 12 Provisions for liabilities

	Notes	2023 £m	2022 £m
Deferred tax liabilities	13	1.8	3.2
		<u>1.8</u>	<u>3.2</u>

# MARSTON'S ACQUISITIONS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 30 SEPTEMBER 2023

### 13 Deferred taxation

The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	Liabilities 2023 £m	Liabilities 2022 £m
<b>Balances:</b>		
Accelerated capital allowances	1.8	3.2
	<u>1.8</u>	<u>3.2</u>
<b>Movements in the period:</b>		2023 £m
Liability at 2 October 2022		3.2
Credit to profit and loss		(1.4)
		<u>1.8</u>
Liability at 30 September 2023		<u>1.8</u>

### 14 Share capital

	2023 £m	2022 £m
<b>Ordinary share capital</b>		
<b>Issued and fully paid</b>		
10,851,615 ordinary shares of 25p each	2.7	2.7
	<u>2.7</u>	<u>2.7</u>

The ordinary shares have attached to them full voting rights and they do not confer any rights of redemption. They have dividend and capital distribution (including on winding up) rights after payment of preference shareholders.

### 15 Share premium account

The share premium account comprises the amounts in excess of nominal value received for the issue of shares less any transaction costs.

### 16 Other reserves

Other reserves principally comprise the premium on the issue of the Company's shares in consideration for the acquisition of certain subsidiaries.

### 17 Controlling party

The immediate parent undertaking is Marston's Corporate Holdings Limited.

The ultimate parent undertaking and controlling party is Marston's PLC, which is the parent undertaking of the smallest and largest group to consolidate the financial statements of Marston's Acquisitions Limited. The registered office of Marston's PLC is St Johns House, St Johns Square, Wolverhampton, WV2 4BH. Copies of the Group financial statements can be obtained from the General Counsel & Company Secretary at this address.