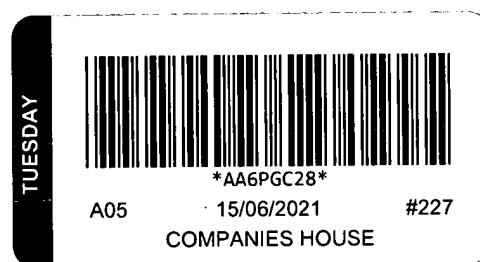


**EHB HOLDCO 123 LIMITED
DIRECTORS' REPORT AND
FINANCIAL STATEMENTS
FOR THE PERIOD 1 JULY 2019 TO 27 SEPTEMBER 2020**



EHB Holdco 123 Limited
Directors' Report and Financial Statements
For the Period 1 July 2019 to 27 September 2020

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EHB Holdco 123 Limited
Company Information
For the Period 1 July 2019 to 27 September 2020

Directors	Mr Andrew Campbell Mr William Ainscough
Secretary	Mr Roland Grant
Company Number	00471493
Registered Office	Unit 2 Exeter International Office Park Clyst Honiton Exeter EX5 2HL
Auditor	KPMG LLP 1 St Peter's Square Manchester M2 3AE

The directors present their report and the financial statements for the period ended 27 September 2020.

Statement of Directors' Responsibilities

The directors are responsible for preparing 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 applicable law and Section 1A of FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (UK Generally Accepted Accounting Practice applicable to Smaller Entities).

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 estimates that are reasonable and prudent; and
- 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.

Change of accounting period.

On the 21st September 2020 the company changed its year end from 30 June to 30 September as a result of the disruption caused by the Covid-19 pandemic and the financial statements are drawn up for the 65 weeks ended 27 September 2020 and the comparatives are for a period of 52 weeks ended 30 June 2019.

Statement of Disclosure of Information to Auditors

The directors of the company who held office at the date of approval of this annual report confirm that:

- so far as they are aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Principal Activity

The company had no trade in the period and just incurred limited admin expenses.

The directors' report included in the accounts of Wain Group Limited, which is the ultimate parent undertaking of ECC Holdco 123 Limited, presents a detailed review of the group's financial performance and affairs.

Directors

The directors who held office during the period and up to the date of the approval of these financial statements were as follows:

Mr Andrew Campbell

Mr William F Ainscough

Mr William Ainscough

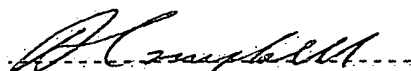
RESIGNED

22/05/2019

Small Company Rules

This report has been prepared in accordance with the special provisions relating to companies subject to the small companies regime within Part 15 of the Companies Act 2006.

On behalf of the board



Mr Andrew Campbell

Director

9 June 2021

**Independent Auditor's Report
to the Members of
EHB Holdco 123 Limited**

Independent Auditor's Report to the Members of EHB Holdco 123 Limited

Opinion

We have audited the financial statements of EHB Holdco 123 Limited ("the company") for the period ended 27th September 2020 which comprise the Profit and Loss Account and Other Comprehensive Income, Balance Sheet, Statement of Changes in Equity 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 27th September 2020 and of its loss for the period then ended;
- have been properly prepared in accordance with UK accounting standards applicable to smaller entities, including Section 1A of 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.

Going concern basis of preparation

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the company or to cease its operations, and as they have concluded that the company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

In our evaluation of the directors' conclusions, we considered the inherent risks to the company's business model and analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period.

Our conclusions based on this work:

- we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate;
- we have not identified, and concur with the directors' assessment that there is not, a material uncertainty related to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for the going concern period.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the above conclusions are not a guarantee that the company will continue in operation.

Strategic report and directors' report

The directors are responsible for the strategic report and the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and 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 strategic report and the directors' report;
- in our opinion the information given in those reports that report for the financial period is consistent with the financial statements; and
- in our opinion those reports have 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.
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies exemption from the requirement to prepare a strategic report.

We have nothing to report in these respects.

**Independent Auditor's Report
to the Members of
EHB Holdco 123 Limited**

Directors' responsibilities

As explained more fully in their statement set out on page 2, 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.

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.



Will Baker (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
8 Princes Parade, Liverpool, L3 1QH

Date: 10 June 2021

EHB Holdco 123 Limited
Profit and Loss Account
For the Period 1 July 2019 to 27 September 2020

	Notes	15 month period ended 27 September 2020 £	12 month period ended 30 June 2019 £
TURNOVER		-	20,000
GROSS PROFIT		-	20,000
Administrative expenses		(1,000)	(22,000)
Profit before tax		(1,000)	(2,000)
 Tax on profit	4	-	-
Profit after taxation being total comprehensive income		(1,000)	(2,000)

The notes on pages 7 to 9 form part of these financial statements.

EHB Holdco 123 Limited
Balance Sheet
As at 27 September 2020

Company No: 00471493

		27 September 2020		30 June 2019	
	Notes	£	£	£	£
CURRENT ASSETS					
Debtors (includes amounts due after one year of £551,000, 2019: £552,000)	5	551,000		552,000	
		<u>551,000</u>		<u>552,000</u>	
Creditors: Amounts Falling Due Within One Year	6	(287,000)		(287,000)	
NET CURRENT ASSETS			<u>264,000</u>		<u>265,000</u>
TOTAL ASSETS LESS CURRENT LIABILITIES			<u>264,000</u>		<u>265,000</u>
NET ASSETS			<u>264,000</u>		<u>265,000</u>
CAPITAL AND RESERVES					
Called up share capital	7		301,000		301,000
Share premium account			16,000		16,000
Profit and Loss Account			(53,000)		(52,000)
SHAREHOLDERS' FUNDS			<u>264,000</u>		<u>265,000</u>

Directors' responsibilities:

- These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

On behalf of the board



Mr. Andrew Campbell
 Director

9 June 2021

The notes on pages 7 to 9 form part of these financial statements.

1. Accounting Policies

1.1. Basis of Preparation of Financial Statements

EHB Holdco 123 Limited (the "Company") is a private company limited by shares and incorporated and domiciled in the UK.

The financial statements are prepared under the historical cost convention and in accordance with the FRS 102 Section 1A Small Entities - The Financial Reporting Standard applicable in the UK and Republic of Ireland and the Companies Act 2006.

The presentation currency of these financial statements is sterling to the nearest thousand.

The Company's ultimate parent undertaking, Wain Group Limited, includes the Company in its consolidated financial statements. The consolidated financial statements of Wain Group Holdings Limited are available to the public and may be obtained from Kelburn Court, Daten Park, Birchwood, Warrington, WA3 6UT. In these financial statements, the Company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the period;
- Cash Flow Statement and related notes; and
- Key Management Personnel compensation.

The Company proposes to continue to adopt the reduced disclosure framework of FRS 102 in its next financial statements.

1.2. Change of accounting reference date

On the 21st September 2020 the company changed its year end from 30 June to 30 September as a result of the disruption caused by the Covid-19 pandemic and the financial statements are drawn up for the 65 weeks ended 27 September 2020 and the comparatives are for a period of 52 weeks ended 30 June 2019. The company has taken the option to prepare accounts to 27th September 2020 which is within 7 days of the year end.

1.3. Going Concern Disclosure

The Company's business activities, together with factors which the directors consider are likely to affect its development, financial performance and financial position are set out in the Strategic Report.

The financial statements have been prepared on a going concern basis which the directors consider to be appropriate as the company has no forecast cash requirements for a period of at least 12 months from the date of approval of these financial statements.

Accordingly, the directors have a reasonable expectation that the Company has adequate resources to continue in operational existence for at least 12 months from the date of approval of the financial statements, and consequently they consider that it is appropriate to adopt the going concern basis of preparation.

1.4. Turnover

Turnover is measured at the fair value of the consideration received or receivable, net of discounts and value added taxes. Turnover includes revenue earned from the sale of goods and from the rendering of services. Turnover is reduced for estimated customer returns, rebates and other similar allowances.

1.5. Key accounting judgements and estimations

Management consider that the accurate estimation of required accruals is the only area of key accounting judgement/estimation.

2. Operating Loss

The Directors do not receive remuneration for their services for this company (2019: £nil).

The directors of the company were remunerated by another group company and are disclosed within the consolidated accounts of Wain Group Limited, the immediate parent undertaking.

3. Average Number of Employees

Average number of employees, including directors, during the year was: 2 (2019: 2)

EHB Holdco 123 Limited
Notes to the Financial Statements (continued)
For the Period 1 July 2019 to 27 September 2020

4. Tax on Profit

	15 months ended 27 September 2020 £	12 months ended 30 June 2019 £
UK Corporation Tax	-	-
Loss before tax	(1,000)	(2,000)
Breakdown of Tax Charge is:		
Tax on profit at 19% (UK standard rate)	(190)	(380)
Group relief	190	380
Total tax charge for the period	-	-

Factors that may affect future tax charges

A reduction in the UK corporation tax rate from 21% to 20% (effective from 1 April 2015) was substantively enacted on 2 July 2013. A further reduction to 19% (effective from 1 April 2018) was substantively enacted on 26 October 2015. This will reduce the company's future current tax charge accordingly. The deferred tax liability at 27 September 2020 has been calculated based on these rates.

5. Debtors

	27 September 2020 £	30 June 2019 £
Due within one year		
Amounts owed by group undertakings	551,000	552,000
	551,000	552,000

Amounts owed by group undertakings are repayable on demand. The amounts are disclosed as due within one year, however the directors state there is currently no intention to ask for repayment.

6. Creditors: Amounts Falling Due Within One Year

	27 September 2020 £	30 June 2019 £
Accruals and deferred income	287,000	287,000
	287,000	287,000

7. Share Capital

	27 September 2020	30 June 2019
301,000 ordinary shares at £1 each. All shares rank pari passu in terms of voting rights and distributions.		
Allotted, Called up and fully paid	301,000	301,000

8. Ultimate Controlling Party

The ultimate holding company is Wain Group Limited incorporated in Great Britain and registered in England and Wales.

The largest group in which the results of the company are consolidated is that headed by Wain Group Limited, incorporated in Great Britain and registered in England and Wales.

The Secretary
Exchange House
Kelburn Court
Birchwood
Warrington
WA3 6UT

9. General Information

EHB Holdco 123 Limited is a private company, limited by shares, incorporated in England & Wales, registered number 471493. The registered office is Unit 2 Exeter International Office Park, Clyst Honiton, Exeter, EX5 2HL.