REGISTERED NUMBER 01123082

ROADCHEF MOTORWAYS LIMITED

REPORTS AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 29 DECEMBER 2019

ROADCHEF MOTORWAYS LIMITED

COMPANY INFORMATION

DIRECTORS	M Fox S Turl I McKay R Tindale J Muirhead D Wade
SECRETARY	M Hedditch
REGISTERED OFFICE	Roadchef House Norton Canes MSA Betty's Lane Norton Canes Cannock Staffordshire WS11 9UX
INDEPENDENT AUDITORS	PricewaterhouseCoopers LLP One Chamberlain Square Birmingham B3 3AX
BANKERS	Barclays Bank Plc 1 Churchill Place London E14 5HP

ROADCHEF MOTORWAYS LIMITED

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ROADCHEF MOTORWAYS LIMITED

STRATEGIC REPORT
FOR THE YEAR ENDED 29 DECEMBER 2019

The directors present their Strategic Report for the year ended 29 December 2019. The comparative period was the year ended 30 December 2018.

Review of the business

Principal activity
Roadchef Motorways Limited ("the Company") operated 13 Motorway Service Areas over 18 sides of the motorway in the United Kingdom for the year ended 29 December 2019. We do not anticipate the principal activities of the business to change in the foreseeable future.

The results for the Company show an operating profit of £10,991,000 (30 December 2018: £6,367,000) and a profit before taxation of £8,230,000 (30 December 2018: £5,360,000).

Refinancing
On 31 January 2019 the Roadchef Limited Group ("the Group") refinanced its bank borrowings. Total available bank borrowings of £271.8m have been secured which includes a term loan, a capital expenditure facility, and a revolving credit facility. The new facilities support the Group's growth initiatives and optimise cash generation through significantly lower financing costs and extended maturity to 2024. Finance costs associated with the refinanced bank debt have been amortised in full, with £2,014,000 (30 December 2018: £nil) charged to the Company in the year.

Business environment and strategy

The following narrative relates to the underlying trade of the Group which the directors consider to be the primary drivers of the business.

The UK Motorway Service Area market is concentrated in the hands of three major operators and several smaller operators. With an annual turnover of more than £197m, the Group operates roadside service areas at 30 key locations across the UK. The Group's sites are located at strategic positions on the UK motorway network.

There are approximately 50 million visits to the Group's sites in a year and 77% of these visits result in the visitor being converted to a customer. Recent investment in the catering offering at key sites has proven to improve the level of conversion.

The Group's strategies to achieve this objective are as follows:-

- Service our customers in as friendly and efficient a manner as possible;
- Ensure that the brand and services that the Group offers are what our customers want and that the standards are what they expect or better;
- Ensure that products, staff and tills are available to serve customers;
- Close management of key performance indicators, such as growth in amenity building sales; and
- Competitively priced within the motorway service industry.

Investing in brands and services aligned to customer wants
Management believes that the consistency and quality offered by well-known high street brands drives sales growth.

Since a change in ownership in 2014, the Group has progressed through a multi-million pound development plan of the Motorway Service Areas. Management has been committed to increasing the variety of offerings to its customers with new catering outlets, as well as enhancing the quality of experience for customers through the refurbishment of existing outlets. Alongside this, management have invested in enhancing the general amenity building space and facilities throughout the estate.

The Group's drive to add variety and choice of quality brands for customers has been at the forefront of efforts in recent years, and management were delighted to introduce the first Leon on the UK's motorway network at Strensham Southbound in 2017, shortly followed by a further unit at Norton Canes. Leon has an emphasis on bringing customers good tasting, healthy fast food and adds an exciting diversity to the Group's portfolio of catering outlets. The Group has continued a roll out of Leon units in 2019, including an opening at Rownhams South during the year.

Following the success of the Group's opening of the first Costa Drive Thru on the UK's motorway network in 2016, the Group has continued a roll out of new units with 21 units having been opened by the end of 2019.

Management continually assess the suitability and success of the Group's offerings and have made further investments to enhance the estate during 2020, including the opening of two further Leon units.

Review of the business (continued)

The board monitors progress on the Company strategy and the individual strategic elements by reference to the following key performance indicators:

	29 December 2019	30 December 2018	Definition, method of calculation and analysis
Growth in amenity building and drive thru sales (%)	**4.1%**	3.5%	Year-on-year sales growth expressed as a percentage. The continued growth in the current year is due to the various new unit openings made in both the current and previous year.
Gross margin in the amenity building and drive thru (%)	**60.8%**	60.4%	The amenity building gross margin is the ratio of gross profit to sales expressed as a percentage. The gross margin is comparable year-on-year and is judged to be at a good level.
Amenity building and drive thru transactions (m)	**18.6**	18.0	This is the actual number of transactions recorded in the Company's retail and catering outlets. Transactions this year have increased by 0.6m and are being driven by the strength in popularity of the offerings in place.
Spend per transaction (£)	**£5.18**	£5.13	This is the sale of goods (as given in note 3) divided by the number of transactions. The average spend per transaction has increased during the year, which the directors take as a key indicator of customer satisfaction with offerings and products available.

In addition to the amenity building sales discussed above, the Company has significant revenues generated from the provision of services and rental income from forecourts. Revenue from the provision of services includes revenue from hotels, parking and gaming.

Principal risks and uncertainties

Post year end coronavirus pandemic

The Group has been a reliably positive cash generating business with consistently strong revenue growth year-on-year.

Since year end, the emergence of the global coronavirus pandemic has had a serious, short term impact on the Group's ability to trade.

Following the UK lockdown in March 2020, the Group's sites remained open, with limited offerings, in order to provide an essential and safe service to those who did need to continue using the motorway network. Footfall and revenue were significantly lower during this time.

The availability of support from the Government and key suppliers enabled the Group to continue trading through the peak of the crisis. Liquidity remained healthy and the majority of the Group's employees have been retained, which has been key to provide a platform for the Group's recovery.

As a result of this trading environment a waiver request was required from the Group's lenders in respect of all financial covenants and other potential default events up to and including 31 December 2020. This request has been granted, providing the Group with sufficient time to recover profitability. Management have performed a review of forecasts, and do not forecast there to be any breach of financial covenants or any default events for a period in excess of 12 months from the date of approval of these financial statements.

Following significant low points during lockdown, sales have recovered to 75% of normal levels during August 2020.

Operational change and business response

A key priority for the Group has been to ensure that all premises provide a safe environment for customers and employees. The Group has invested in making all areas 'Covid Secure' and training employees in accordance with the latest Government advice.

Following the start of the pandemic, the Group's discretionary capital development programme has been suspended, and other discretionary spend areas planned for 2020 have been cancelled.

Financial outlook

Management have considered a range of recovery scenarios through to December 2021, forecasting EBITDA, liquidity and financial covenant positions.

It is Management's view that, following a significant decline in revenue through the second quarter of the year, the Group will experience a smooth recovery through the remainder of 2020, with revenue levels back to normal through 2021. This would result in a c15% revenue decline for the 12 months to June 2021, however, Summer trading has recovered strongly and is already ahead of expectations.

More protracted recovery scenarios have also been considered. Trading through lockdown so far in 2020 suggests that a more severe scenario for the same period would be limited to a c25% revenue decline.

Management are confident that, with strong cash management and cost reduction, the Group can withstand this level of decline and that a going concern basis of preparation for the financial statements remains appropriate.

Principal risks and uncertainties (continued)

Other risks:

Competition: Currently a government programme of new road building is not in focus, with government policy leaning towards road widening and the use of the hard shoulder. As this policy will not result in additional motorway service stations being built, there is not the competition risk associated with new roads.

UK withdrawal from the EU: The majority of the Group's direct suppliers are based in the UK and management work closely with these to secure competitive pricing. The Group's customer base is the travelling public in the UK. Whilst there is uncertainty in the impact that a UK exit from the EU will have on the economy, management are confident that the Group's operations are robust enough to deal with the challenges that this could bring.

Management continually assess the composition of EU nationals as part of the Group's overall workforce and are working to assist employees applying to the EU Settlement Scheme.

Financial risk management policies
The Company's principal financial instruments comprise cash and cash equivalents, trade and other receivables, trade and other payables, finance leases and equity instruments.

The Company is exposed to a number of risks associated with these financial instruments. In particular the Company is exposed to credit risk, liquidity risk and interest rate risk. The Company operates solely within the United Kingdom and has minimal exposure to foreign currency transactions, which eliminates exposure to foreign exchange risk. The Company's management team oversees the management of these risks and is supported on a day-to-day basis by the treasury function.

The treasury function is provided centrally for the Group as a whole. The treasury objective is to ensure that risks are reduced to a minimum. the Group does not use complex financial instruments in the management of these exposures. The exposures and measures taken by the Group to mitigate them are reviewed by the board of the Group on a regular basis. The Group does not enter into transactions of a speculative nature, nor trades in financial instruments.

Credit risk
Credit risk is the risk of financial loss to the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Company's principal financial assets are trade receivables of £2,617,000 (30 December 2018: £2,252,000), which represent the Company's maximum exposure to credit risk in relation to financial assets.

Trade receivables are made up of credit card receivables and invoiced sales not yet collected. Credit card receivables are held with blue-chip companies and are collected in 3-5 days after a sale being recorded; card receivables represent a low level of credit risk to the business. Invoiced sales are generally on 30 day terms from point of billing. Customers who do not pay within their terms of credit are individually assessed by management and a provision for impairment made as necessary. Historic experience of invoiced sales would indicate a low level of credit risk to the business. No collateral or other credit enhancements are held.

Interest rate risk
Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Company's exposure to the risk of changes in market interest rates relates primarily to the Company's long-term debt obligations with fixed interest rates.

The Group as a whole manages its interest rate risk by maintaining a balanced portfolio of fixed to floating rate borrowings, with varying rates of maturity. For long-term borrowings subject to floating rates of interest, interest rate swaps are used to fix at least 70% of variable rate debt held.

Liquidity risk
Liquidity risk is the risk that the Company will encounter difficulty in meeting its financial obligations as they fall due.

The Group's objective is to manage maturity of its borrowing arrangements to ensure sufficient cash is available to meet liabilities as they fall due. The Group uses forecasts and projections by way of a detailed 12 month cash flow forecast as well as a five year business plan to identify future cash requirements. the Group also seeks to reduce liquidity risk by fixing a proportion of its borrowings to bring more certainty over future cash flows.

Capital management
Capital consists of equity attributable to the equity holders of the Company. The Company does not have a complex capital structure and the directors do not anticipate any changes to capital in the foreseeable future.

On behalf of the board

J Muirhead
Director

Date: 23 September 2020

The directors present their report and audited financial statements for the year ended 29 December 2019.

The Company is a private limited company and is incorporated and domiciled in the UK.

Directors
Details of all the directors who have held office since 30 December 2018 are given below:

M Fox
S Turl
I McKay
R Tindale
J Muirhead
D Wade (appointed 30 September 2019)

Results and dividends
The results for the year are set out on page 9. The directors do not recommend the payment of a dividend (30 December 2018: £nil).

Future developments
The principal activities, organisational structure and debt structure of the Company are not anticipated to change in the foreseeable future. Management plans to develop the existing portfolio of Motorway Service Areas, and will explore further opportunities as the Group recovers from the coronavirus pandemic.

Disabled employees
Applications for employment by disabled persons are always fully considered, bearing in mind the aptitudes of the applicant concerned. In the event of members of staff becoming disabled, every effort is made to ensure that their employment with the Company continues and that appropriate training is arranged. It is the policy of the Company that the training, career development and promotion of disabled persons should, as far as possible, be identical with that of other employees.

Equal opportunities
The Company is an equal opportunities employer. Its policy is to ensure that recruitment, selection, training, development and promotion procedures result in no applicant or employee receiving less favourable and discriminatory treatment on the grounds of sex, age, race, nationality, creed, ethnic origin, disability, sexual orientation, marital status or by conditions or requirements which cannot be shown to be justifiable.

Employee involvement
The Company places considerable value on the involvement of its employees and continues to keep them informed on matters affecting them as employees and on the various factors affecting the performance of the Company. The Company makes use of an annual employee engagement survey to collect the views and opinions of its employees. The Company also encourages all levels of staff to fulfil their own potential and offers internal training, secondment and promotion opportunities to enable this. The Group is one of the few hospitality businesses with a Gold Investors in People accreditation, demonstrating the exceptional standards and commitment that the business maintains as an employer.

Going concern
The Company's business activities, financial risk policies and exposures, together with the factors likely to affect its future development, performance and position are set out in the Strategic Report. The key sensitivity is the level of trading it achieves which is dependent on a number of factors outside the Company's control, including fuel prices and the wider economy. Trading is actively monitored by the board of directors through the use of daily and weekly sales statistics. This level and frequency of information ensures that the board is able to make quick short-term decisions to drive volume growth or to formulate more long-term strategic decisions.

The Group meets its day-to-day working capital requirements through an overdraft facility. In addition, the Group has bank debt and intercompany borrowings which it uses to finance the activities. The Company is party to the Group arrangements or the recipient of the on-lending of these borrowings.

The impact of Coronavirus on the Group is discussed in the Strategic Report. The Group's forecasts and projections, taking account of reasonable possible changes in trading performance, including a severe but plausible downside scenario in light of the coronavirus pandemic, show that the Group expects to operate within the level of its current facilities and to meet minimum covenant requirements in respect of these facilities.

The Company has net assets of £212,800,000 (30 December 2018: £205,802,000). The directors are of the opinion that, having regard to the funding available from Roadchef Bidco Limited and other Group companies, the Company has sufficient funds to continue in operational existence for at least 12 months from the date of approval of the financial statements. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

Directors' liability insurance and indemnity
Roadchef Limited, a parent company in the United Kingdom, has granted an indemnity to one or more of its directors against its liability in respect of proceedings brought by third parties, subject to the conditions set out in the Companies Act 2006. Such qualifying third party indemnity provision remains the same as at the date of approving the Directors' Report.

Directors' statement as to disclosure of information to the auditors
The directors who were members of the board at the time of approving the Directors' Report are listed on page 4. Having made enquiries of fellow directors and of the Company's auditors, each of these directors confirms that:

• To the best of each director's knowledge and belief, there is no information (that is, information needed by the Company's auditors in connection with preparing their report) of which the Company's auditors are unaware; and

• Each director had taken all the steps a director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the auditors were aware of that information.

Independent auditors
In accordance with section 485 of the Companies Act 2006, a resolution proposing that PricewaterhouseCoopers LLP be reappointed auditors of the Company will be put to the Annual General Meeting.

On behalf of the board

James Muirhead

J Muirhead
Director

Date: 23 September 2020

ROADCHEF MOTORWAYS LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES
FOR THE YEAR ENDED 29 DECEMBER 2019

Statement of directors' responsibilities in respect of the financial statements
The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", 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 the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- 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 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.

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.

On behalf of the board

J Muirhead
Director

Date: 23 September 2020

Independent auditors' report to the members of Roadchef Motorways Limited

Report on the audit of the financial statements

Opinion

In our opinion, Roadchef Motorways Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 29 December 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Reports and Financial Statements (the "Annual Report"), which comprise: the balance sheet as at 29 December 2019; the income statement, the statement of other comprehensive income, and the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

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

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, 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 audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. 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 based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Strategic Report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 29 December 2019 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

Independent auditors' report to the members of Roadchef Motorways Limited (continued)

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of Directors' Responsibilities, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also 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.

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.

Auditors' 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 auditors' 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.

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our auditors' report.

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

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

We have no exceptions to report arising from this responsibility.

Steven Kentish (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Birmingham

Date: 23 September 2020

ROADCHEF MOTORWAYS LIMITED

INCOME STATEMENT
FOR THE YEAR ENDED 29 DECEMBER 2019

	Note	**Year ended 29 December 2019 £'000**	Year ended 30 December 2018 £'000
Revenue	3	**116,815**	112,766
Cost of sales		**(39,342)**	(38,964)
Gross profit		**77,473**	73,802
Administrative expenses:			
Before exceptional items and property impairments		**(66,323)**	(64,537)
Property impairments		**-**	(1,676)
Exceptional items	6	**(159)**	(1,222)
		(66,482)	(67,435)
Operating profit		**10,991**	6,367
Loss on disposal of property, plant and equipment	13	**(31)**	(32)
Exceptional finance costs	9	**(2,014)**	-
Finance costs	10	**(716)**	(975)
Profit before taxation		**8,230**	5,360
Taxation	11	**(1,232)**	(338)
Profit for the financial year	23	**6,998**	5,022

The income statement has been prepared on the basis that all operations are continuing operations.

ROADCHEF MOTORWAYS LIMITED

STATEMENT OF OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 29 DECEMBER 2019

	Note	**Year ended 29 December 2019 £'000**	Year ended 30 December 2018 £'000
Profit for the financial year	23	**6,998**	5,022
Items that will not be reclassified to the income statement:			
Property impairments		-	(4,603)
Taxation on components of other comprehensive income	11	-	783
Other comprehensive expense for the year		-	(3,820)
Total comprehensive income for the year		**6,998**	1,202

ROADCHEF MOTORWAYS LIMITED

BALANCE SHEET
AS AT 29 DECEMBER 2019

	Note	29 December 2019 £'000	30 December 2018 £'000
Assets			
Non-current assets			
Intangible assets	12	**39**	51
Property, plant and equipment	13	**224,253**	231,564
Investments in subsidiaries	14	**1**	1
Other assets	15	**1,714**	862
		226,007	232,478
Current assets			
Inventories	16	**2,038**	2,070
Debtors - amounts falling due within one year	17	**18,588**	25,577
Cash and cash equivalents	18	**4,903**	2,895
		25,529	30,542
Total assets		**251,536**	263,020
Liabilities			
Current liabilities			
Creditors - amounts falling due within one year	19	**(11,605)**	(28,423)
Loans and borrowings	20	**(831)**	(889)
Deferred revenue	21	**(495)**	(495)
		(12,931)	(29,807)
Non-current liabilities			
Loans and borrowings	20	**(743)**	(1,572)
Deferred revenue	21	**(6,587)**	(7,082)
Deferred tax liabilities	11	**(18,475)**	(18,757)
		(25,805)	(27,411)
Total liabilities		**(38,736)**	(57,218)
Net assets		**212,800**	205,802
Equity			
Ordinary shares	22	**1,045**	1,045
Share premium account	23	**17**	17
Revaluation reserve	23	**71,781**	74,295
Retained earnings	23	**139,957**	130,445
Total equity		**212,800**	205,802

The financial statements on pages 9 to 27 were approved by the board of directors and authorised for issue on 23 September 2020 and were signed on its behalf.

James Muirhead

J Muirhead
Director

Registered Number 01123082

The notes on pages 13 to 27 are an integral part of these financial statements.

ROADCHEF MOTORWAYS LIMITED

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 29 DECEMBER 2019

	Note	Ordinary shares £'000	Share premium £'000	Revaluation reserve £'000	Retained earnings £'000	Total equity £'000
At 1 January 2018		1,045	17	80,689	122,849	204,600
Profit for the financial year		-	-	-	5,022	5,022
Other comprehensive expense		-	-	(3,820)	-	(3,820)
Reserve transfer		-	-	(2,574)	2,574	-
At 30 December 2018		**1,045**	**17**	**74,295**	**130,445**	**205,802**
Profit for the financial year	23	-	-	-	6,998	6,998
Other comprehensive expense	23	-	-	-	-	-
Reserve transfer	23	-	-	(2,514)	2,514	-
At 29 December 2019		**1,045**	**17**	**71,781**	**139,957**	**212,800**

1 Accounting policies

Basis of preparation
The financial statements have been prepared for the year ended 29 December 2019. The comparative period was the year ended 30 December 2018.

The financial statements have been prepared under the historical cost convention and in accordance with the Companies Act 2006 as applicable to companies using Financial Reporting Standards 101 'Reduced Disclosure Framework' (FRS 101).

The principal accounting policies are set out below.

The Company has taken advantage of the following disclosure exemptions under FRS 101:

(a) the requirements of IFRS 7 *Financial Instruments: Disclosures;*

(b) the requirements of paragraphs 10 (d), 16, 38 A to D, 111, and 134 to 136 of IAS 1 *Presentation of Financial Statements;*

(c) the requirements of paragraphs 38 of IAS 1 *Presentation of Financial Statements* to present comparative information in respect of paragraph 79(a)(iv) of IAS 1;

(d) the requirements of IAS 7 *Statement of Cash Flows;*

(e) the requirements of paragraph 17 of IAS 24 *Related Party Disclosures*;

(f) the requirements in IAS 24 to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member;

(g) the requirements of paragraphs 30 and 31 of IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors; and*

(h) the requirements of paragraphs 91-99 of IFRS 13 *Fair Value Measurement.*

(i) The requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 *Revenue from Contracts with Customers*.

Consolidated financial statements
The Company is a wholly owned subsidiary of a parent undertaking established under the law of an EEA state. It is included within the consolidated financial statements of Roadchef Limited and Roadchef Topco Limited, which are publicly available. The registered address of these companies is Roadchef House, Norton Canes MSA, Betty's Lane, Norton Canes, Cannock, Staffordshire, WS11 9UX. Therefore the Company is exempt by virtue of section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements.

Going concern
The Company's business activities, financial risk policies and exposures, together with the factors likely to affect its future development, performance and position are set out in the Strategic Report. The key sensitivity is the level of trading it achieves which is dependent on a number of factors outside the Company's control, including fuel prices and the wider economy. Trading is actively monitored by the board of directors through the use of daily and weekly sales statistics. This level and frequency of information ensures that the board is able to make quick short-term decisions to drive volume growth or to formulate more long-term strategic decisions.

The Group meets its day-to-day working capital requirements through an overdraft facility. In addition, the Group has bank debt and intercompany borrowings which it uses to finance the activities. The Company is party to the Group arrangements or the recipient of the on-lending of these borrowings.

The impact of Coronavirus on the Group is discussed in the Strategic Report. The Group's forecasts and projections, taking account of reasonable possible changes in trading performance, including a severe but plausible downside scenario in light of the coronavirus pandemic, show that the Group expects to operate within the level of its current facilities and to meet minimum covenant

The Company has net assets of £212,800,000 (30 December 2018: £205,802,000). The directors are of the opinion that, having regard to the funding available from Roadchef Bidco Limited and other Group companies, the Company has sufficient funds to continue in operational existence for at least 12 months from the date of approval of the financial statements. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

Cash and cash equivalents
Cash and cash equivalents comprise of cash at bank and in hand and bank overdrafts held.

1 Accounting policies (continued)

Revenue
Revenue consists of the amounts received from customers in the UK from the Company's continuing activity, excluding Value Added Tax. As detailed in note 3, revenue on catering, grocery, retail and hotel sales is recognised when goods are transferred to customer and performance obligations met.

Deferred revenue, being advances received from various third parties in respect of lease incentives, is amortised to revenue over the period of each agreement.

Interest and finance costs
Interest on loans drawn specifically for new developments, incurred up to the date of practical completion, is capitalised as part of the cost of construction. Financing costs associated with new borrowings are recognised in the income statement over the term of the borrowings at a constant rate on the carrying amount. Finance costs represent the difference between the total amount of the payments that will have to be made in respect of the borrowing instrument and the fair value of the consideration received on the issue of the instrument after deduction of costs that have been incurred and which are directly associated with the issue of that instrument and which would not have arisen had the instrument not been issued.

Vendor allowances
The Company receives various types of vendor allowances. These take the form of upfront payments such as lump sum payments or prepaid amounts, rebates, in the form of cash or credits, and other forms of payments. These amounts are shown as a reduction in the cost of sales as the Company becomes entitled to them.

Costs of development and pre-opening expenses
External costs of development are capitalised if the cost can be reliably measured and it is probable that future economic benefits associated with the item will flow to the entity. Otherwise they are written off to the income statement as incurred.

Pre-opening expenses incurred prior to the opening of new motorway service area outlets are written off in the period in which they arise. These are presented within exceptional items due to their non-recurring nature.

Intangible assets
Intangible assets are stated at cost less any accumulated amortisation and any provision for impairment, and are written off over their expected useful lives on a straight line basis as follows:

Computer software	*5 years*
Licences	Over the period of the licence

Amortisation of intangible assets is charged to administrative expense in the income statement.

Property, plant and equipment
Property, plant and equipment is stated at cost (including capitalised interest) or deemed cost, net of depreciation and any provision for impairment, and are written off over their expected useful lives on a straight line basis as follows:

Freehold and long leasehold buildings	50 years
Long leasehold land	Over the term of the lease
Short leasehold land and buildings	Over the term of the lease

Plant and machinery, fixtures and fittings and computer equipment are all included within 'Fixtures, fittings and equipment' in note 13 and are written off over their expected useful lives on a straight line basis as follows:

Plant and machinery	5 - 25 years
Fixtures and fittings	5 - 7 years
Computer equipment	3 - 5 years

Assets in the course of construction are not depreciated until the date of completion.

1 Accounting policies (continued)

Impairment of non-financial assets
The Company's non-financial assets include property, plant and equipment and investments in subsidiaries. At each reporting date, the Company reviews the carrying amounts of non-financial assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, an impairment is calculated as the difference between the carrying value and the recoverable value of the asset, or cash-generating unit. Recoverable value is the higher of net realisable value and estimated value in use at the date the impairment loss is recognised. Value in use represents the present value of expected future discounted cash flows. Impairment losses are recognised through the income statement.

Impairment of financial assets
The Company considers at each reporting date whether there is any objective evidence that a financial asset or a group of financial assets is impaired. Impairment is calculated subject to an expected credit loss model. Disclosures relating to the impairment of financial assets are given in the Strategic report.

Investments in subsidiaries
Investments in subsidiaries are stated at cost less provision for impairment.

Inventories
Inventories are stated at the lower of cost, on a standard costing basis, and net realisable value. There is no inclusion of overheads in inventories.

Loans and borrowings
Loans and borrowings are initially stated at fair value, net of directly attributable transaction costs. After initial recognition, loans and borrowings are subsequently measured at amortised cost using the effective interest rate method.

Pensions
The amount charged to the income statement in respect of personal money purchase pension schemes is the contributions payable in the period. Differences between contributions payable in the period and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

Deferred tax
Deferred tax is provided using the liability method on temporary differences between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes at the reporting date.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

• When the deferred tax liability arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;

• In respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint arrangements, when the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, the carry forward of unused tax credits and any unused tax losses. Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised, except:

• When the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss;

• In respect of deductible temporary differences associated with investments in subsidiaries, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

Deferred tax items are recognised in correlation to the underlying transaction, either in the income statement or other comprehensive income.

Deferred tax assets and deferred tax liabilities are offset if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if new information about facts and circumstances change. The adjustment is either treated as a reduction in goodwill (as long as it does not exceed goodwill) if it was incurred during the measurement period or recognised in profit or loss.

1 Accounting policies (continued)

Exceptional items
Exceptional items comprise events or transactions which by virtue of their size and incidence the directors consider to be exceptional in nature and have been disclosed separately, in order to improve a reader's understanding of the financial statements.

Amounts owed by group companies
Amounts owed by group companies are initially recognised at fair value and subsequently measured at this value less loss allowances, calculated using the three stage IFRS 9 model.

Leased assets: Lessor
Rentals received under operating leases are credited to revenue on a straight line basis over each lease term.

Leased assets: Lessee
Rentals paid under operating leases are charged to administrative expenses on a straight line basis over each lease term.

Assets held under finance leases are capitalised in the statement of financial position and depreciated over their useful lives. The capital element of future obligations under finance leases are included as liabilities in the balance sheet. The interest element of the rental obligations are charged in finance costs over the period of the lease.

2 Significant accounting judgements, estimates and assumptions

The preparation of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are described below. The Company based its assumptions and estimates on parameters available when the financial statements were prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances arising beyond the control of the Company. Such changes are reflected in the assumptions when they occur.

Estimates

Impairment of non-financial assets
An impairment exists when the carrying value of an asset or cash generating unit ("CGU") exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length for similar assets or observable market prices less incremental costs for disposing of the asset. The value in use calculation is based on a discounted cash flow ("DCF") model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Company is not yet committed to or significant future investments that will enhance the asset's performance of the CGU being tested. The recoverable amount is most sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

Judgements

Taxes
Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits, together with future tax planning strategies.

Further details on taxes are disclosed in note 11.

3 Revenue

	Year ended 29 December 2019 £'000	Year ended 30 December 2018 £'000
Sale of goods	**96,181**	92,341
Provision of services	**15,548**	15,878
Rental income	**5,086**	4,547
	116,815	112,766

Revenue from the sale of goods and provision of services is recognised when goods are transferred to customer and performance obligations met. Payment from customers is taken at the point in which performance obligations have been met, which is typically on transfer of goods or rendering of a service to customers.

The balance of contract assets and liabilities at 29 December 2019 is £nil (30 December 2018: £nil).

There are no outstanding performance obligations associated with contracts with customers at 29 December 2019 (30 December 2018: none).

4 Cost of sales

Cost of sales includes:	Year ended 29 December 2019 £'000	Year ended 30 December 2018 £'000
Costs of inventories recognised as an expense	30,106	29,469
Franchise fees	5,112	4,831
Consumables, disposables and distribution costs	3,352	3,226

5 Administrative expenses

Administrative expenses include:	Year ended 29 December 2019 £'000	Year ended 30 December 2018 £'000
Depreciation of property, plant and equipment (note 13):		
- owned assets	10,100	9,630
- leased assets	5,207	5,497
Amortisation of intangible assets (note 12)	12	34
Operating lease rentals:		
- land and buildings	32	26
- plant and machinery	36	18
Repairs and maintenance	1,990	1,842
Utilities	3,413	3,196
Employee benefit expenses (note 7)	29,147	29,126
Auditors' remuneration - audit of the financial statements	25	23

For the year ended 29 December 2019, the Company's audit fee of £25,000 (30 December 2018: £23,000) was borne by Roadchef Limited, an intermediate parent company in the United Kingdom, and recharged to the Company.

6 Exceptional items

	Year ended 29 December 2019 £'000	Year ended 30 December 2018 £'000
Restructuring costs	-	250
Pre-opening expenses	122	821
Onerous contract costs	-	151
Other	37	-
	159	1,222

Restructuring costs in the prior year related to costs following an internal reorganisation.

Pre-opening expenses related to non-capital costs associated with the opening of a new units, which included a Costa Drive Thru, McDonald's Drive Thru and a Leon unit during the year.

Onerous contract costs were incurred in the prior year on the termination of certain contracts.

The cash impact of exceptional items is materially consistent with the amounts as presented above.

The tax impact of the above items has been to reduce the current tax charge by £30,000 (30 December 2018: £232,000).

7 Employee benefit expenses

The average monthly number of employees during the year was made up as follows:

	Year ended 29 December 2019 Number	Year ended 30 December 2018 Number
Operational	1,820	1,863
Management and administration	230	242
	2,050	2,105

Their payroll costs comprised:

	£'000	£'000
Wages and salaries	27,287	27,285
Social security costs	1,467	1,484
Other pension costs (note 24)	393	357
	29,147	29,126

Employee numbers and costs included in the above include certain employees whose contracts of employment are held with other group companies and recharged to this entity.

8 Directors' remuneration

	Year ended 29 December 2019 £'000	Year ended 30 December 2018 £'000
Short-term employee benefits	436	436
Post-employment pension benefits	9	8
	Number	Number
Number of directors accruing benefits under money purchase schemes	4	3
	£'000	£'000
In respect of the highest paid director:		
Short-term employee benefits	125	165
Post-employment pension benefits	2	3

There were no directors (30 December 2018: none) who were members of a defined benefit pension scheme.

9 Exceptional finance costs

Exceptional finance costs of £2,014,000 (30 December 2018: £nil) were recharged to the Company in the year following the refinancing of bank loans held by fellow group companies.

10 Finance costs

	Year ended 29 December 2019 £'000	Year ended 30 December 2018 £'000
Finance costs		
Finance costs of loans from other group companies	578	796
Finance costs payable under finance leases	103	128
Other interest	35	51
	716	975

11 Taxation

	Year ended 29 December 2019 £'000	Year ended 30 December 2018 £'000
Corporation tax		
Current tax on profit for the year	**1,614**	1,083
Adjustments in respect of prior periods	**(100)**	(325)
Total current tax	**1,514**	758
Deferred tax		
Origination and reversal of timing differences	**(268)**	(509)
Adjustments in respect of prior periods	**(42)**	35
Effect of changes in tax rates on deferred tax balance	**28**	54
Total tax charged to income statement	**1,232**	338

Tax through statement of other comprehensive income:

	Year ended 29 December 2019 £'000	Year ended 30 December 2018 £'000
Deferred tax		
Deferred tax related to items recognised in other comprehensive income during the year:		
Property impairments	-	(783)
Total tax credited to other comprehensive income	-	(783)

The total tax charge is different to the standard rate of corporation tax in the United Kingdom of 19.00% (30 December 2018: 19.00%). The material differences are reconciled below:

	Year ended 29 December 2019 £'000	Year ended 30 December 2018 £'000
Profit before taxation	**8,230**	5,360
Profit before taxation multiplied by the UK tax rate of 19.00% (30 December 2018: 19.00%)	**1,564**	1,018
Transfer pricing and WWDC adjustments	**9**	15
Effect of changes in tax rates on deferred tax balance	**28**	54
Adjustments in respect of prior periods	**(142)**	(290)
Group relief claimed not paid for	**(942)**	(1,138)
Expenses not deductible for tax purposes	**715**	679
Total tax charged to income statement	**1,232**	338

11 Taxation (continued)

Reconciliation of deferred taxes

	Balance sheet		Income statement	
			Year ended	Year ended
	29 December 2019	30 December 2018	29 December 2019	30 December 2018
	£'000	£'000	£'000	£'000
Property, plant and equipment	(19,647)	(20,010)	363	580
Other short term timing differences	1,172	1,253	(81)	(160)
Deferred tax credit through income statement			282	420
Net deferred tax liability	(18,475)	(18,757)		
Reflected as:				
Deferred tax liabilities	(18,475)	(18,757)		
	(18,475)	(18,757)		

Movements in net deferred tax liability:	29 December 2019	30 December 2018
	£'000	£'000
Net deferred tax liability		
Opening liability	(18,757)	(19,960)
Credit through income statement	282	420
Credit through other comprehensive income	-	783
Closing liability	(18,475)	(18,757)

Factors that may affect future tax charges

The current standard rate of taxation in the UK is 19%. Changes to the UK corporation tax rates were substantively enacted on 6 September 2017 as part of the Finance Bill 2017, to reduce the main rate to 17% from 1 April 2020. The deferred tax balances above have been calculated with reference to the corporation tax rate of 17% substantively enacted at the balance sheet date. As announced in the Budget on 11 March 2020 the Corporation Tax rate will now remain at 19% from 1 April 2020. Whilst this change has not yet been substantively enacted, were the deferred tax position to be recalculated at 19% this would give a deferred tax liability of £20,648,000 a difference of £2,173,000.

12 Intangible assets

	Computer Software £'000	Licences £'000	Total £'000
Cost			
At 31 December 2018	57	214	271
Disposals	-	(211)	(211)
At 29 December 2019	57	3	60
Accumulated amortisation			
At 31 December 2018	9	211	220
Charge for year	11	1	12
Disposals	-	(211)	(211)
At 29 December 2019	20	1	21
Net book value			
At 29 December 2019	**37**	**2**	**39**
At 30 December 2018	48	3	51

13 Property, plant and equipment

	Land and buildings			Fixtures, fittings and equipment £'000	Total £'000
	Freehold £'000	Long leasehold £'000	Short leasehold £'000		
Cost or deemed cost					
At 31 December 2018	77,062	37,941	126,137	70,807	311,947
Additions	171	13	17	7,865	8,066
Disposals	-	-	-	(2,932)	(2,932)
Transfers to group companies	-	-	-	(39)	(39)
At 29 December 2019	77,233	37,954	126,154	75,701	317,042
Accumulated depreciation or impairment					
At 31 December 2018	9,922	6,527	33,895	30,039	80,383
Charge for year	789	477	4,624	9,417	15,307
Disposals	-	-	-	(2,901)	(2,901)
At 29 December 2019	10,711	7,004	38,519	36,555	92,789
Net book value					
At 29 December 2019	**66,522**	**30,950**	**87,635**	**39,146**	**224,253**
At 30 December 2018	67,140	31,414	92,242	40,768	231,564

Property, plant and equipment includes assets in the course of construction with a cost of £209,000 (30 December 2018: £nil).

Fixtures, fittings and equipment includes assets with a cost of £2,051,000 (30 December 2018: £2,547,000) and net book value of £694,000 (30 December 2018: £816,000) subject to finance leases. The finance leases under which certain of these amounts are leased are held in Roadchef Limited.

The leasehold land and buildings were professionally valued by external valuers Cushman & Wakefield, as at 17 December 2018, on an open market for existing use basis, in accordance with the Royal Institution of Chartered Surveyors Appraisal and Valuation manual, and based upon a multiple of projected future earnings before interest, taxation, depreciation and amortisation ("EBITDA"). The recoverable amount calculated falls into level 3 of the fair value hierarchy. The market value of property, plant and equipment at 17 December 2018 was £269,600,000.

At 29 December 2019, the Company had unprovided capital commitments of £413,000 (30 December 2018: £631,000).

14 Investments in subsidiaries

	Subsidiary undertaking £'000
Cost and net book value	
At 30 December 2018 and 29 December 2019	**1**

The Company's subsidiaries are listed below. These companies are wholly owned, non-trading and the shareholdings are in ordinary shares. The registered address of these companies is Roadchef House, Norton Canes MSA, Betty's Lane, Norton Canes, Cannock, Staffordshire, WS11 9UX.

RoadChef (Chester) Limited
RoadChef (Clacket Lane) Limited
RoadChef (Durham) Limited
RoadChef (Killington) Limited
RoadChef Costa Coffee Limited
Superlodge Limited
RoadChef (Pont Abraham) Limited
RoadChef (Rownhams) Limited
RoadChef (Sandbach) Limited
RoadChef (Sedgemoor) Limited
RoadChef (Taunton) Limited

15 Other assets

	29 December 2019 £'000	30 December 2018 £'000
Long term prepayments	**1,714**	862

Long term prepayments relate to payments made to enter call option agreements which give the Company the right to purchase undeveloped land.

16 Inventories

	29 December 2019 £'000	30 December 2018 £'000
Raw materials and consumables	**194**	178
Goods for resale	**1,844**	1,892
	2,038	2,070

The replacement value of stock is not materially different to its cost in either year.

17 Debtors - amounts falling due within one year

	29 December 2019 £'000	30 December 2018 £'000
Trade receivables	**2,617**	2,252
Amounts owed by group companies	**12,883**	20,303
Other receivables	**135**	15
Prepayments and accrued income	**2,953**	3,007
	18,588	25,577

As at 29 December 2019, trade receivables of £173,000 (30 December 2018: £87,000) were past due. The ageing analysis of these receivables is as follows:

	29 December 2019 £'000	30 December 2018 £'000
Past due		
1-30 days	**142**	42
31-60 days	**-**	21
> 60 days	**31**	24
	173	87

There is provision for impairment against trade receivables at 29 December 2019 of £4,000 (30 December 2018: £6,000). Based upon historical experience in collecting from past due receivables, along with an assessment of individual customers abilities to make payments, the Company believes that the allowance for doubtful receivables is sufficient to cover the risk of default.

Amounts owed by other group companies are non-interest bearing and contractually repayable on demand. The likelihood of default on amounts owed by other group companies has been considered with no provision required at 29 December 2019 (30 December 2018: £nil).

18 Cash and cash equivalents

	29 December 2019 £'000	30 December 2018 £'000
Cash and cash equivalents	**4,903**	2,895

19 Creditors - amounts falling due within one year

	29 December 2019 £'000	30 December 2018 £'000
Trade payables	**4,025**	4,342
Amounts owed to group companies	**-**	16,637
Other taxes and social security	**2,848**	2,430
Other payables	**686**	363
Accruals	**4,046**	4,651
	11,605	28,423

Amounts owed to group companies at 29 December 2019 are unsecured, non-interest bearing and contractually repayable on demand.

20 Loans and borrowings

	29 December 2019 £'000	30 December 2018 £'000
Unsecured loans	**276**	643
Finance leases	**1,298**	1,818
	1,574	2,461

Unsecured loans

	29 December 2019 £'000	30 December 2018 £'000
Unsecured loan maturity:		
Repayable in more than one year but not more than two years	**-**	275
	-	275
Repayable in one year or less	**276**	368
	276	643

The unsecured loan is repayable in equal monthly instalments of £31,000 until September 2020. No interest is charged on the unsecured loan.

20 Loans and borrowings (continued)

Finance leases

	29 December 2019 £'000	30 December 2018 £'000
Finance lease maturity:		
Repayable in more than one year but not more than two years	465	555
Repayable in more than two years but not more than five years	278	742
	743	1,297
Repayable in one year or less	555	521
	1,298	1,818

The finance leases are repayable as follows:

	29 December 2019 £'000	30 December 2018 £'000
6-7% finance leases repayable January 2011 to October 2023	1,418	2,042
Less finance costs allocated to future periods	(120)	(224)
	1,298	1,818

The finance leases are secured by charges over specific related assets.

The Company's financial risk management policies for liquidity and interest rate risks associated with financial liabilities are discussed in the Strategic Report.

21 Deferred revenue

	29 December 2019 £'000	30 December 2018 £'000
Opening balance	7,577	8,072
Credited to income statement	(495)	(495)
Closing balance	7,082	7,577

	29 December 2019 £'000	31 December 2017 £'000
Current	495	495
Non-current	6,587	7,082
	7,082	7,577

22 Ordinary shares

	29 December 2019 £'000	30 December 2018 £'000
Authorised, called up and fully paid		
1,045,000 (30 December 2018: 1,045,000) ordinary shares of £1 each	1,045	1,045

There are no restrictions on the voting rights or economic rights of issued capital.

23 Reserves

	Share premium £'000	Revaluation reserve £'000	Retained earnings £'000	Total £'000
At 30 December 2018	17	74,295	130,445	204,757
Profit for the financial year	-	-	6,998	6,998
Reserve transfer	-	(2,514)	2,514	-
At 29 December 2019	**17**	**71,781**	**139,957**	**211,755**

24 Pension schemes

Defined contribution schemes
The Company operates defined contribution pension schemes. The assets of these schemes are held separately from those of the Group in independently administered funds. The pension charge for the year for these schemes amounted to £393,000 (30 December 2018: £357,000). An amount of £nil (30 December 2018: £nil) is owed to the pension schemes at the year end.

25 Financial commitments

The Company receives contingent rental income on a forecourt leased to a third party under a non-cancellable operating lease. The total contingent rents recognised as income during the year is £4,200,000 (30 December 2018: £3,662,000). Contingent rentals are linked to the sales and gross margin performance of the lessee. Future minimum rentals receivable under non-cancellable operating leases are as follows:

	29 December 2019 Land and buildings £'000	30 December 2018 Land and buildings £'000
Expiry date:		
Within one year	**886**	886
Between one and five years	**3,545**	3,545
After more than five years	**11,829**	12,713
	16,260	17,144

The Company is a lessee with future minimum rentals payable under non-cancellable operating leases as follows:

	29 December 2019		30 December 2018	
	Land and buildings £'000	Plant and machinery £'000	Land and buildings £'000	Plant and machinery £'000
Within one year	**21**	**29**	21	16
Between one and five years	**84**	**99**	83	3
After more than five years	**2,622**	**-**	2,569	-
	2,727	**128**	2,673	19

26 Contingent liabilities

Along with other group companies, the Company has guaranteed the bank loans and overdrafts of certain fellow group companies. The aggregate amount outstanding as at 29 December 2019 was £246,808,000 (30 December 2018: £219,000,000). The directors consider the likelihood of any financial liability arising in respect of these to be remote.

27 Control

The immediate parent company is Roadchef Motorways Holdings Limited, a company registered in England and Wales.

The largest group in which the results of the Company are consolidated is that headed by Roadchef Topco Limited, the smallest is Roadchef Limited. Copies of both these financial statements can be obtained from Companies House, Crown Way, Maindy, Cardiff, CF14 3UZ.

As at 29 December 2019, Antin Infrastructure Partners Luxembourg III S.a.r.l is considered to be the ultimate controlling party, a company registered in Luxembourg.