Registered Number: 1529002

The Big Food Group Limited
Report and Accounts
For the 52 weeks ended
24 March 2017

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Contents

Page

- 2 Strategic Report
- 3 Directors' Report
- 4 Statement of director's responsibilities
- 5 Independent auditor's report to the members of The Big Food Group Limited
- 6 Profit and Loss Account and Other Comprehensive Income
- 7 Balance Sheet
- 8 Statement of Changes in Equity
- 9 16 Notes to the Accounts

Strategic Report

The director presents his Strategic Report for the 52 weeks ended 24 March 2017.

Principal activities

The principal activity of the company is that of an intermediate holding company and principal employer to the Group's defined benefit pension scheme.

Results

The company made a loss in the period of £1.2m (2016: loss of £0.6m).

Review of business

It is the intention of the directors that the company will continue to act as the principal employer to the Group's defined benefit pension scheme for the foreseeable future.

Risks and uncertainties

The Company may be affected by a number of risks and uncertainties, not all of which are in our control. Actual results may differ materially from anticipated results because of a variety of risk factors, including changes in competitive, political, economic, business, and regulatory forces.

Risks are managed at a Group level, rather than at an individual subsidiary level. The principal risks and uncertainties of Booker Group plc, which include those of the Company, include the following:

- Competition
- Regulation
- Economic and political environment
- Product quality and safety
- Health and safety
- Information technology
- · Employee engagement and retention
- Supplier credit
- Pension funding
- Resource management and energy efficiency

These risks, along with mitigations in place, are discussed in full on pages 15 to 16 of the Group's Annual Report and Accounts 2017.

Signed on behalf of the Board

Jonathan/Prentis

Date: 22 September 2017

Director's Report

The director presents his Directors' Report for the 52 weeks ended 24 March 2017.

Directors

The following director held office during the period: Jonathan Prentis

The ultimate parent company, Booker Group plc, maintains insurance for directors of the group, indemnifying them against certain liabilities incurred by them when acting on behalf of the group.

Dividend

The directors do not recommend the payment of a dividend (2016: £nil).

Political contributions

The company made no political donations during the period (2016: £nil).

Going concern

The financial statements have been prepared on the going concern basis which the directors believe to be appropriate for the reasons set out in note 1.

Disclosure of information to auditor

The director who held office at the date of approval of this Director's Report confirm that, so far as he is aware, there is no relevant audit information of which the Company's auditor is unaware; and the director has taken all the steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be re-appointed and KPMG LLP will therefore continue in office.

By order of the Board

Mark Chilton

Company Secretary

Date: 2.2 September 2017 Company number: 1529002 Registered Office Equity House, Irthlingborough Road

equity House, Irthlingborough Road: Wellingborough Northants, NN8 1LT

Statement of director's responsibilities in respect of the Strategic Report, the Director's Report and the financial statements

The director is responsible for preparing the Strategic Report, Directors' Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law he has elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS101 'Reduced Disclosure Framework'.

Under company law the director must not approve the financial statements unless he is 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 director is are required to:

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

The director is 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. He has general responsibility for taking such steps as are reasonably open to him to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

Independent auditor's report to the members of The Big Food Group Limited

We have audited the financial statements of The Big Food Group Limited for the 52 weeks ended 24 March 2017 set out on pages 6 to 16. The financial reporting framework that has been applied in their preparation is applicable law and UK Accounting Standards (UK Generally Accepted Accounting Practice), including FRS101 'Reduced Disclosure Framework'.

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.

Respective responsibilities of directors and auditor

As explained more fully in the Director's Responsibilities Statement set out on page 4, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit, and express an opinion on, the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

Scope of the audit of the financial statements

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at www.frc.org.uk/auditscopeukprivate.

Opinion on financial statements

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 24 March 2017 and of its loss for the 52 weeks then ended;
- · have been properly prepared in accordance with UK Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Opinion on other matter prescribed by the Companies Act 2006

In our opinion the information given in the Strategic Report and the Director's Report for the financial period is consistent with the financial statements.

Based solely on the work required to be undertaken in the course of the audit of the financial statements and from reading the the Strategic Report and the Director's Report:

- · we have not identified material misstatements in those reports; 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

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

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

Stuart Burdass (Senior Statutory Auditor) for and on behalf of KPMG LLP, Statutory Auditor

Chartered Accountants

1 St Peter's Square, Manchester, M2 3AE

Chal Kalon

Date: 22 September 2017

Profit and Loss Account and Other Comprehensive Income For the 52 weeks ended 24 March 2017

		52 weeks ended 24 March 2017	52 weeks ended 25 March 2016
	Note	£m	£m
Administration costs		-	-
Operating profit	2 – 3	-	
Interest payable	4	(1.5)	(0.7)
Loss on before taxation		(1.5)	(0.7)
Tax on loss	5	0.3	0.1
Loss for the period		(1.2) ======	(0.6)
Other comprehensive income			
Remeasurements of the pension scheme Tax on pension scheme remeasurements		(20.7) 3.3	(24.8) 4.1
Other comprehensive expenses for the period, net of tax		(17.4)	(20.7)
Total comprehensive expense for the period		(18.6) =====	(21.3) =====

The notes on pages 9 to 16 form part of these financial statements.

Balance Sheet At 24 March 2017

	Note	24 March 2017 £m	25 March 2016 £m
Fixed assets	.,,,,	~	~111
Investments	6	-	-
Current assets			
Debtors due within one year	7	287.2	287.2
Deferred tax asset due after more than one year	8	11.7	8.1
		298.9	295.3
Creditors due within one year	9	(85.4)	(85.4)
Net current assets		213.5	209.9
Net pension liability	11	(67.4)	(45.2)
Net assets		 146.1	 164.7
Net assets		======	======
Capital and reserves			
Called-up share capital	10	35.0	35.0
Merger reserve		330.4	330.4
Profit and loss account		(219.3)	(200.7)
Shareholders' funds		146.1	164.7
		======	=====

The notes on pages 9 to 16 form part of these financial statements.

These financial statements were approved by the Board and signed on its behalf by:

Jonathan Prentis Director

Date: 22 September 2017

Company number 1529002

Statement of Changes in Equity

For the	52 weeks	habna s	24 N	larch	2017
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For the 32 weeks ended 24 March 2017				
	Share	Merger	Profit and	Total
	capital	reserve	loss account	equity
	£m	£m	£m	£m
	æ111	Zm	2111	2111
At 25 March 2016	35.0	330.4	(200.7)	164.7
Loss for the period	-	_	(1.2)	(1.2)
Remeasurements of the pension scheme	-	-	(20.7)	(20.7)
Tax on pension scheme remeasurements	_	_	3.3	3.3
rax on ponsion scheme remeasurements		~		
At 24 March 2017	35.0	330.4	(219.3)	146.1
	=====	R=====	=====	=====
For the 52 weeks ended 25 March 2016	Share capital £m	Merger reserve £m	Profit and loss account £m	Total equity £m
	2111	2.111	2111	2111
At 28 March 2015	35.0	330.4	(179.4)	186.0
Loss for the period	-	-	(0.6)	(0.6)
Remeasurements of the pension scheme	-	-	(24.8)	(24.8)
Tax on pension scheme remeasurements	-	-	4.1	4.1
At 25 March 2016	35.0	330.4	(200.7)	164.7 ======

The notes on pages 9 to 16 form part of these financial statements.

1. Accounting policies

Overview

The Big Food Group Limited (the "Company") is a company incorporated and domiciled in the UK.

These financial statements were prepared in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' ("FRS101"). The amendments to FRS101 (2014/15 Cycle) issued in July 2015 a have been applied.

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ('Adopted IFRSs'), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS101 disclosure exemptions has been taken.

Basis of preparation

The Company's ultimate parent undertaking, Booker Group plc, includes the Company in its consolidated financial statements. The consolidated financial statements of Booker Group plc are prepared in accordance with International Financial Reporting Standards and are available to the public and may be obtained from the website www.bookergroup.com.

In these financial statements, the company has applied the exemptions available under FRS101 in respect of the following disclosures:

- a Cash Flow Statement and related notes;
- disclosures in respect of capital management;
- comparative period reconciliations for share capital;
- disclosures in respect of transactions with wholly owned subsidiaries;
- · the effects of new but not yet effective IFRSs; and
- disclosure in respect of the compensation of key management personnel.

As the consolidated financial statements of Booker Group plc include the equivalent disclosures, the Company has also taken the exemptions under FRS101 available in respect of certain disclosures required by IFRS13 'Fair Value Measurement' and the disclosures required by IFRS7 'Financial Instrument Disclosures'.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements.

Going concern

The financial statements have been prepared on the going concern basis which the directors believe to be appropriate for the following reasons. The company is dependent for its working capital on funds provided to it by the company's ultimate parent Booker Group pic and the financing facilities that it has in place. Booker Group pic has indicated that for at least 12 months from the date of approval of these financial statements, it will continue to make available such funds as are needed by the company. The directors consider that this should enable the company to continue in operational existence for the foreseeable future by meeting its liabilities as they fall due for payment.

investments

Investments are stated at cost less any provision for impairment in value. The carrying values of investments are reviewed for impairment if events or changes in circumstances indicate the carrying values may not be recoverable.

1. Accounting policies (continued)

Taxation

Tax expense included in the in the Profit and Loss Account comprises current and deferred tax.

Current tax is the expected tax payable on the taxable income for the period, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous periods. Tax is recognised in the income statement except to the extent it relates to items recognised directly in equity, in

which case it is recognised in other comprehensive income, in which case it is recognised in other comprehensive income, in which case it is recognised in other comprehensive income, in which case it is recognised in other comprehensive income.

Deferred tax is provided using the Balance Sheet liability method, providing for temporary differences between the carrying amounts of assets (excluding goodwill) and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill and the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax is charged or credited in the Income Statement, except when it relates to items charged or credited directly to equity, in which case deferred tax is also dealt with in equity. Deferred tax assets are only recognised to the extent that, following an assessment of the quantum and timing of future taxable profits, it is probable that future taxable profits will be available against which deductible temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each balance sheet date and the amount which is recognised is increased or reduced to the extent that it is then probable or no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax assets and liabilities are offset against each other when they relate to income taxes levied by the same tax jurisdiction and when the Group intends to settle its current tax assets and liabilities on a net basis.

Pension

The company is the sponsoring employer of a group wide defined benefit pension plan. As there is no contractual agreement or stated group policy for charging the net defined benefit obligation of the plan to participating entities, the net defined benefit obligation of the pension plan is recognised fully by the sponsoring employer, which is the company.

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Company's net obligation in respect of defined benefit pension plans is calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any plan assets (at bid price) are deducted. The Company determines the net interest on the net defined benefit liability for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the net defined benefit liability.

The discount rate is the yield at the reporting date on bonds that have a credit rating of at least AA that have maturity dates approximating the terms of the Company's obligations and that are denominated in the currency in which the benefits are expected to be paid.

Remeasurements arising from defined benefit plans comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest). The Company recognises them immediately in other comprehensive income and all other expenses related to defined benefit plans in employee benefit expenses in profit or loss.

The calculation of the defined benefit obligations is performed by a qualified actuary using the projected unit credit method. When the calculation results in a benefit to the Company, the recognised asset is limited to the present value of benefits available in the form of any future refunds from the plan or reductions in future contributions and takes into account the adverse effect of any minimum funding requirements.

2. Operating profit

Auditor's remuneration of £500 (2016: £500) was borne by another group undertaking without recharge.

3. Employee costs and directors' emoluments

(a) Employee information

The company had no employees throughout this or the previous period, other than the director.

(b) Directors' emoluments

No remuneration or fees were paid by the company to its director during this or the previous period.

4. Interest	2017 £m	2016 £m
Expected return on pension scheme assets (note 11) Interest on pension scheme liabilities (note 11)	20.3 (21.8)	21.3 (22.0)
	(1.5) =====	(0.7) =====
5. Tax on profit Current tax UK corporation tax	2017 £m -	2016 £m
Deferred Tax Movement in pension scheme deferred tax asset Total tax credit for the period	0.3 0.3	0.1 0.1

Reconciliation of the tax credit

The tax assessed for the period differs to the standard rate of tax of 20% (2016: 20%) in the UK. The differences are explained below:

Loss before tax	(1.5)	(0.7)
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Tax on loss at 20% (2016: 20%) Group transfer pricing adjustment	0.3	0.1 0.3
Group relief surrendered for nil consideration	- -	(0.3)
Tax credit for the period	0.3	0.1
	#===	= =

Factors that may affect future current and total tax charge:

Reductions in the UK corporation tax rate from 20% to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015, and an additional reduction to 17% (effective 1 April 2020) was substantively enacted on 6 September 2016. This will reduce the company's future current tax charge accordingly. The deferred tax assets and liabilities as at 24 March 2017 have been calculated based on these rates.

6. Investments	Subsidiary undertakings £m
Cost At start and end of period	90.0
Provision At start and end of period	90.0
Net book value At start and end of period	-

The Company's subsidiary undertakings at 25 March 2016 and 27 March 2015, which are wholly owned, are as follows:

Name of company		Principal activity	Incorporation
BF Ltd	*	Holding company	UK
Giant Booker Ltd		Holding company	UK
IRTH (15) Ltd		Finance company	UK
J Smylie & Sons Ltd		Property company	Isle of Man
Booker Cash & Carry Ltd		Dormant	UK
IRTH (19) Ltd		Finance company	UK

^{*} Direct subsidiary of The Big Food Group Limited

For those companies registered in the United Kingdom, the registered office is Equity House, Irthlingborough Road, Wellingborough, Northants, NN8 1LT, England.

For J Smylie & Sons (IOM) Ltd the registered office is PO Box 237, Peregrine House, Peel Road, Douglas, Isle of Man, IM99 1SU.

7. Debtors due within one year	2017 £m	2016 £m
Amounts owed by subsidiary undertakings	287.2 ====	287.2 ====

Amounts due from group undertakings are all unsecured, interest free and repayable on demand.

8. Deferred tax asset	2017 £m	2016 £m
At start of period Credit to income statement Credit to equity	8.1 0.3 3.3	3.9 0.1 4.1
At end of period	11.7 =====	8.1 ====

The deferred tax asset relates to the defined benefit scheme and is not considered as being recoverable within one year.

The Big Food Group Limited

Report and Accounts 2017

Notes to the Accounts

9. Creditors due within one year	2017 £m	2016 £m
Amounts owed to subsidiary undertakings Accruals and deferred income	85.3 0.1	85.3 0.1
	85.4	85.4
	37223	=====

Amounts owed to group undertakings are unsecured, interest free and repayable on demand.

10. Share capital	2017 £m	2016 £m
Called up and fully paid 350,385,320 ordinary shares of 10p each	35.0	35.0
	====	=====

11. Post-employment benefits

The Booker Pension Scheme ('the Scheme') is a funded pension arrangement based on final salary and was closed to new entrants in 2001 with benefits ceasing to accrue from 2002. However, active members' benefits retain a link to their final salaries. The assets of the scheme are held separately from those of the company and are invested by independent fund managers appointed by the Trustees. The information disclosed below is in respect of the whole of the plan for which the company is the sponsoring employer.

The benefit obligations as at 24 March 2017 have been calculated by an independent actuary on an FRS101 basis using the results of the 31 March 2016 triennial actuarial valuation which has then been updated to 24 March 2017.

The present value of the defined benefit obligation has been calculated using the projected unit credit method.

(a) Major assumptions used by the actuary

		2017	2016
Discount rate	:	2.70%	3.50%
RPI inflation	;	3.20%	3.00%
CPI inflation		2.20%	2.00%
Rate of increase in salaries	;	2.20%	2.00%
Pension increases in payment	;	3.20%	2.95%
The average life expectancy in years of a member is as follo	ws:	2017	2016
		2017	2016
Aged 65 retiring immediately (current pensioner)	Male	21.6	21.6
	Female	23.8	23.9
Aged 40 retiring at 65 (future pensioner)	Male	23.0	23.4
	Female	25.4	25.8

The average duration of the defined benefit obligation is 17 years.

11. Post-employment benefits (continued)

(b) The amounts recognised in the balance sheet

	2017 £m	2016 £m
Equities	116.3	99.8
Other growth assets	152.8	143.7
Bonds	327.4	303.1
Property	44.6	44.6
Cash	3.9	3.8
Fair value of Scheme assets	645.0	595.0
Present value of Scheme liabilities	(712.4)	(640.2)
Net liability	(67.4)	(45.2)
·		=====

The bid value of the assets was provided by each of the various fund managers in which the schemes are invested. All scheme assets have quoted prices in active markets. Around £91m of the equity allocation relates to an equity liability driven investment. This provides a long term expected return in line with equities but with asset value movements which respond to changes to bond yields and inflation expectations – this helps smooth the funding level compared to holding a traditional equity investment.

The scheme does not hold any of the company's financial instruments or property as plan assets.

(c) Movement in the fair value of the scheme assets

(-,	2017 £m	2016 £m
At start of period	595.0	649.5
Employer contributions	-	-
Interest income (note 4)	20.3	21.3
Return on assets (less amount included in interest income)	61.1	(36.7)
Benefits paid	(31.4)	(39.1)
At end of the period	645.0	595.0
	=====	=====
(d) Movement in the present value of the defined benefit obligation		
	2017	2016
	£m	£m
At start of period	(640.2)	(669.2)
Interest cost (note 4)	(21.8)	(22.0)
Remeasurement gains/(losses):		
From changes in financial assumptions	(95.8)	3.7
From changes in demographic assumptions	3.3	(0.9)
From experience adjustments	10.7	9.1
Benefits paid	31.4	39.1
At end of the period	(712.4)	(640.2)
· · · · · · · · · · · · · · · · · · ·	=====	======

11. Post-employment benefits (continued)

(e) Movement in the net defined benefit liability

,	2017 £m	2016 £m
At start of period Employer contributions	(45.2)	(19.7)

At start of period	(45.2)	(19.7)
Employer contributions	-	-
Net charge recognised in the profit and loss account	(1.5)	(0.7)
Total remeasurements included in statement of other	•	. ,
comprehensive income	(20.7)	(24.8)
•		
At end of the period	(67.4)	(45.2)
·	=====	======

(f) Amounts recognised in the profit and loss account

	2017 £m	2016 £m
Expected return on pension scheme assets Interest on pension scheme liabilities	20.3 (21.8)	21.3 (22.0)
Net interest expense on defined benefit obligation	(1.5) =====	(0.7) =====

(g) Risks associated with defined benefit pension schemes

The list below summarises the principal risks associated with the defined benefit pension arrangements. The Company is not exposed to any unusual, entity specific or scheme specific risks.

Investment Risk: The present value of defined benefit liabilities is calculated using a discount rate set by reference to high quality corporate bond yields. To the extent that the return on plan assets is lower than the discount rate, the pension deficit may increase.

Interest Rate Risk: A fall in bond yields would increase the value of the liabilities. This would be partially offset by an increase in the value of bond investments held.

Inflation Risk: An increase in inflation would increase the value of pension liabilities. This would be partially offset by an increase in the value of index-linked bond investments held.

Longevity Risk: The present value of the defined benefit liabilities is calculated having regards to a best estimate of the mortality of scheme members. If members actually live longer than assumed, this will increase the liabilities.

(h) Sensitivities

Significant actuarial assumptions for the determination of the defined benefit obligation are the discount rate, RPI inflation, salary increases, pension increases, and life expectancy. The sensitivity analysis below shows the impact on the defined benefit obligation at the end of the reporting period of reasonably possible changes in these assumptions, which have been determined in isolation whilst holding all other assumptions constant:

Discount rate	+/~ 0.1%	Decrease/increase in liabilities by £11m
RPI inflation rate	+/~ 0.1%	Increase/decrease in liabilities by £8m
Rate of increases in salaries	+/- 0.1%	Increase/decrease in liabilities by £0.3m
Pension increases in payment	+/- 0.1%	Increase/decrease in liabilities by £5m
Life expectancy for current and future pensioners	+/- 1 year	Increase/decrease in liabilities by £23m

Changes in RPI inflation impact CPI inflation and pension increases both before retirement and in payment.

11. Post-employment benefits (continued)

(i) Contributions to be paid

The last actuarial funding valuation was carried out 31 March 2016 triennial of the Scheme, which revealed a shortfall of £41.1m at this date. This shortfall is expected to be recovered through Company deficit contributions of £5.4m per annum payable for six years with effect from 1 April 2017 and the returns achievable on the assets of the Scheme.

12. Ultimate parent undertaking

At 24 March 2017, the immediate parent undertaking was Giant Bidco Limited, whose registered office is Equity House, Irthlingborough Road, Wellingborough, Northants, NN8 1LT, England.

The ultimate parent undertaking was Booker Group plc, whose registered office is Equity House, Irthlingborough Road, Wellingborough, Northants, NN8 1LT, England.

Booker Group plc was the parent undertaking of the only group, of which the company was a member, to consolidate these accounts and a copy of the consolidated accounts is available from the website www.bookergroup.com.