ALLEN & GINTER (UK) LIMITED

Registered Number 02207091

Annual report and financial statements

For the year ended 31 December 2022

Contents

Strategic Report

The Directors present their Strategic Report on Allen & Ginter (UK) Limited ("the Company") for the year ended 31 December 2022.

Principal activities

The Company acts as an investment holding company in associated undertakings that are members of the British American Tobacco p.l.c. group of companies (the "Group") which are active in the tobacco and nicotine industry.

Review of the year ended 31 December 2022

The profit for the financial year attributable to the Company's shareholder after deduction of all charges and the provision of taxation amounted to £112,750,000 (2021: £75,866,000).

The Directors expect the Company's activities to continue on a similar basis in the foreseeable future.

Key performance indicators

Given the nature of the Company's activities, the Company's Directors believe that key performance indicators are not necessary or appropriate for an understanding of the Company's specific development, performance, or the position of its business. However, key performance indicators relevant to the Group, and which may be relevant to the Company, are disclosed in the Strategic Report in British American Tobacco p.l.c.'s 2022 Annual Report and Form 20-F ("BAT ARA & 20-F") and do not form part of this report.

Principal risks and uncertainties

The principal risks and uncertainties of the Company, including financial risk management, are integrated with the principal risks of the Group, and are monitored by audit committees to provide a framework for identifying, evaluating and managing risks faced by the Group. Accordingly, the key Group risk factors that may be relevant to the Company are disclosed in the BAT ARA & 20-F and do not form part of this report.

UK Companies Act 2006: Section 172(1) Statement

The Company is part of the Group and is ultimately owned by British American Tobacco p.l.c. As set out above in the Company's Strategic Report, the Company's principal activity is to act as the holding company of a group of companies which are operating in the tobacco and nicotine industry on behalf of the Group.

Under Section 172(1) of the UK Companies Act 2006 ("the Act") and as part of the Directors' duty to the Company's shareholder to act as they consider most likely to promote the success of the Company, the Directors must have regard for the likely long-term consequences of decisions and the desirability of maintaining a reputation for high standards of business conduct. The Directors must also have regard for the business relationships with the Company's wider stakeholders and the impact of the Company's operations on the environment and communities in which it operates. Consideration of these factors and other relevant matters is embedded into all Board decision-making and risk assessments throughout the year.

The Company's key stakeholders are Group undertakings, including its shareholder. The Company does not have any employees, or customers or suppliers outside of the Group.

The Company engages with other Group undertakings, including its shareholder through regular meetings, intra-group management activities and ongoing dialogue. There is regular engagement within the Group on finance-related matters, which is taken into account in the Company's decision-making.

Where the Directors do not engage directly with the Company's stakeholders, they are kept updated on stakeholder perspectives, including through the use of management reporting and Board notes relating to matters presented to the Board during the year which set out stakeholder considerations as applicable to matters under consideration. This enables the Directors to maintain an effective understanding of what matters to those stakeholders and to draw on these perspectives in Board decision-making.

In accordance with the Group's overall governance and internal controls framework and in support of the Company's purpose as part of the Group, the Company applies and the Directors have due regard to all applicable Group policies and procedures, including the Group Statement of Delegated Authorities ("SoDA"), and the Group Standards of Business Conduct, International Marketing Principles, Health and Safety Policy, and Environment Policy as set out on pages 45 and 91 of the BAT ARA & 20-F. As a Group company, the Company acts in accordance with the Group's policies in relation to the safeguarding of human rights and community relationships, which are set out on page 45 of the BAT ARA & 20-F.

Strategic Report (continued)

UK Companies Act 2006: Section 172(1) Statement (continued)

Certain authorities for decision-making are delegated to management under the SoDA, part of the Group's governance and internal controls framework through which robust corporate governance, risk management and internal control are promoted within the Group. Application of the SoDA does not derogate from any requirement for Board review, oversight or approval in relation to the Company's activities.

The Directors receive training in relation to their role and duties as a Director on a periodic basis. All newly appointed Directors receive training in respect of their roles and duties on appointment, including on directors' duties under Section 172 of the Act. Director training is provided through the Company Secretary.

The principal decisions made by the Directors during the year included the review and approval of an interim dividend payment to the shareholder as set out in the Directors' Report below. The Board considered, amongst other relevant factors, the Company's capital position, the amount of its distributable reserves, its cash position, and the Company's actual and contingent liabilities and its ability to pay its debts as they fell due. Principal decisions are those decisions and discussions by the Board that are strategic or material to the Company and those of significance to any of Company's key stakeholders.

By Order of the Board

DocuSigned by:

Saminda Fernando

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Halahawaduge Kasun Saminda Fernando **4 July 2023**

Director

Directors' Report

The Directors present their report together with the audited financial statements of the Company for the year ended 31 December 2022.

In accordance with Section 414C(11) of the Act, the Directors have provided an indication of likely future developments in the business of the Company in the Strategic Report under the heading "Review of the year ended 31 December 2022".

Dividends

During the year the Company paid dividends amounting to £70,000,000 (2021: £100,000,000).

Board of Directors

The names of the persons who served as Directors of the Company during the period 1 January 2022 to the date of this report are as follows:

	Appointments in the period	Resignations in the period
Gregory Aris		07 September 2022
David Patrick Ian Booth		
Halahawaduge Kasun Saminda Fernando	31 May 2022	
Carola Wiegand		30 May 2022
Ridirectors Limited		

Research and development

No research and development expenditure has been incurred during the year (2021: £nil).

Employee

The average number of employees employed by the Company during the year was nil (2021: nil).

Auditor

Pursuant to Section 487 of the Act, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

Statement of Directors' Responsibilities

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

Applicable law requires the Directors to prepare financial statements for each financial year. Under applicable law they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (UK Generally Accepted Accounting Practice), including Financial Reporting Standard ("FRS") 101 *Reduced Disclosure Framework.*

Under applicable law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these financial statements, the Directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and estimates that are reasonable and prudent;
- state whether applicable UK accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations or have no realistic alternative but to do so.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Act. They are responsible for

Directors' Report (continued)

Statement of Directors' Responsibilities (continued)

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

Directors' declaration in relation to relevant audit information

Having made appropriate enquiries, each of the Directors who held office at the date of approval of this report confirms that:

(a) to the best of their knowledge and belief, there is no relevant audit information of which the Company's auditor is unaware; and

(b) they have taken all steps that a Director might reasonably be expected to have taken in order to make themselves aware of relevant audit information and to establish that the Company's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of Section 418 of the Act.

By Order of the Board

DocuSigned by:

Saminda Fernando

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Halahawaduge Kasun Saminda Fernando **4 July 2023**

Director

Independent Auditor's Report to the members of Allen & Ginter (UK) Limited

Opinion

We have audited the financial statements of Allen & Ginter (UK) Limited ("the Company") for the year ended 31 December 2022 which comprise the Profit and loss account, Statement of changes in equity, Balance sheet and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 *Reduced Disclosure Framework*; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Going concern

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

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

Our conclusions based on this work:

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

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

Independent Auditor's Report to the members of Allen & Ginter (UK) Limited

Fraud and breaches of laws and regulations – ability to detect

Identifying and responding to risks of material misstatement due to fraud

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

- Enquiring of directors and inspection of policy documentation as to the Company's policies and procedures to prevent and detect fraud as well as whether they have knowledge of any actual, suspected or alleged fraud.
- Reading Board minutes.
- Using analytical procedures to identify any unusual or unexpected relationships.

As required by auditing standards, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because there are no revenue transactions. Other income from fellow Group undertakings is not considered complex and no material estimation or manual intervention is required. We did not identify any additional fraud risks.

We also performed procedures including identifying journal entries to test based on risk criteria and comparing the identified entries to supporting documentation.These included those posted by individuals who typically do not post journal entries or are not authorised to do so and posted to unrelated, unusual, or seldom used accounts.

Identifying and responding to risks of material misstatement related to compliance with laws and regulations

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

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

Whilst the Company is subject to many other laws and regulations, we did not identify any others where the consequences of non-compliance alone could have a material effect on amounts or disclosures in the financial statements.

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

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

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

Independent Auditor's Report to the members of Allen & Ginter (UK) Limited

Strategic report and directors' report

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

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

- we have not identified material misstatements in the strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

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

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

We have nothing to report in these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 4 and 5, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and using the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at

www.frc.org.uk/auditorsresponsibilities.

Independent Auditor's Report to the members of Allen & Ginter (UK) Limited

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

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.

DocuSigned by:
Nicole Price.
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Nicole Price (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
15 Canada Square
London
E14 5GL

4 July 2023

Profit and loss account for the year ended 31 December 2022

	Notes	2022 £'000	2021 £'000
Continuing operations			
Other operating expenses	2	—	(77,484)
Operating loss		—	(77,484)
Income from shares in Group undertakings	3	**111,500**	153,350
Interest receivable and similar income	4	**1,250**	—
Profit before tax		**112,750**	75,866
Taxation	5	—	—
Profit for the financial year		**112,750**	75,866

There are no recognised gains or losses other than the profit for the financial year and therefore no Statement of other comprehensive income has been presented.

Statement of changes in equity for the year ended 31 December 2022

	Called up share capital £'000	Share premium account £'000	Profit and loss account £'000	Total Equity £'000
1 January 2021	**2**	**1,071,572**	**22,864**	**1,094,438**
Profit for the financial year	—	—	75,866	75,866
Dividends paid	—	—	(100,000)	(100,000)
31 December 2021	**2**	**1,071,572**	**(1,270)**	**1,070,304**
Profit for the financial year	—	—	112,750	112,750
Dividends paid	—	—	(70,000)	(70,000)
31 December 2022	**2**	**1,071,572**	**41,480**	**1,113,054**

The accompanying notes are an integral part of the financial statements.

Balance sheet as at 31 December 2022

	Notes	2022 £'000	2021 £'000
Fixed assets			
Investments in Group undertakings	6	**994,090**	994,090
		994,090	994,090
Current assets			
Debtors: amounts falling due within one year	7	**118,964**	76,214
Net current assets		**118,964**	76,214
Net assets		**1,113,054**	1,070,304
Capital and reserves			
Called up share capital	8a	**2**	2
Share premium account	8b	**1,071,572**	1,071,572
Profit and loss account	8c	**41,480**	(1,270)
Total shareholder funds		**1,113,054**	1,070,304

The financial statements on pages 10 to 19 were approved by the Directors on 4 July 2023 and signed on behalf of the Board.

DocuSigned by:

Saminda Fernando

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Halahawaduge Kasun Saminda Fernando

Director

Registered number
02207091

The accompanying notes are an integral part of the financial statements.

Notes to the financial statements for the year ended 31 December 2022

1 Accounting policies

Basis of accounting

The Company is a private company incorporated, domiciled and registered in England and Wales in the UK. The registered number is 02207091 and the registered address is Globe House, 1 Water street, London, WC2R 3LA.

The financial statements of the Company have been prepared in accordance with the Act and in accordance with FRS 101 *Reduced Disclosure Framework.*

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of UK-adopted international accounting standards but makes amendments where necessary in order to comply with the Act, and has taken advantage of certain disclosure exemptions available under FRS 101, including those relating to the preparation of a cash flow statement or disclosures regarding financial instruments and transactions with related parties.

The financial statements are prepared on a going concern basis which the Directors believe to be appropriate for the following reasons. The Company has adequate resources to continue in operational existence for 12 months following the signing of these accounts. Additionally, no going concern indicators have been identified as part of the going concern assessment that was carried out and the Company's operations are supported by the Group in case of any change in local business conditions. As part of an internal project which aims at rationalising the Group's legal entity hierarchy, a due diligence process review is expected to be initiated in the near future. The Directors may make a decision to liquidate the Company as part of this process, however, no decision has been made or finalised.

Consequently, the directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore the Directors believe it remains appropriate to prepare the financial statements on a going concern basis.

The Company is included in the consolidated financial statements of British American Tobacco p.l.c. which is incorporated in the United Kingdom and registered in England and Wales. Consequently, the Company has taken advantage of the exemption from preparing consolidated financial statements under the terms of Section 400 of the Act.

The preparation of the financial statements requires the Directors to make estimates and assumptions that affect the reported amounts of income, expenses, assets and liabilities, and the disclosure of contingent liabilities at the date of the financial statements. The key estimates and assumptions are set out in the accounting policies below, together with the related notes to the financial statements.

The most significant items include the review of asset values and impairment testing of financial assets.

Such estimates and assumptions are based on historical experience and various other factors that are believed to be reasonable in the circumstances and constitute management's best judgment at the date of the financial statements. In the future, actual experience may deviate from these estimates and assumptions, which could affect the financial statements as the original estimates and assumptions are modified, as appropriate, in the year in which the circumstances change.

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

Foreign currencies

The functional currency of the Company is Sterling. Transactions arising in currencies other than Sterling are translated at the rate of exchange ruling on the date of the transaction. Monetary assets and liabilities expressed in currencies other than Sterling are translated at rates of exchange ruling at the end of the financial year.

Operating expenses

Operating expenses are recorded in period they relate to and are generated in the normal business operations of the Company.

Notes to the financial statements for the year ended 31 December 2022

1 Accounting policies (continued)

Income

Income is recognised in the profit and loss account when all contractual or other applicable conditions for recognition have been met.

Taxation

Taxation is that chargeable on the profits for the period, together with deferred taxation.

Tax is recognised in the profit and loss account except to the extent that it relates to items recognised in other comprehensive income or directly in equity, in which case it is recognised in other comprehensive income or changes in equity.

Any liabilities or assets recognised for exposures in respect of the payment or recovery of a number of taxes are recognised at such time as an outcome becomes probable and when the amount can reasonably be estimated.

As a UK resident wholly-owned subsidiary within the Group, the Company is eligible to surrender tax losses to, or claim tax losses from, fellow members of the same UK Group for the purposes of calculating corporation tax due in the UK ("Group Relief").

It is Group policy that tax losses are surrendered unless the entity generating the losses has a particular requirement to carry the losses forward. It is also Group policy not to reimburse entities for Group Relief surrendered unless, on a stand-alone basis and assuming the entity were not in the Group, those losses are judged to have value to the entity generating the loss.

Investments in Group undertakings

As permitted by International Financial Reporting Standard ("IFRS") 9, investments in Group undertakings are stated at cost, together with subsequent capital contributions, less provisions for any impairment in value, where appropriate. An impairment loss is recognised to the extent that the carrying value exceeds the recoverable amount which is the higher of the assets' fair value less costs to sell and its value in use. Impairments are reversed when the value in use exceeds the carrying amount of the investment.

Dividends

Final dividend distributions to the Company's shareholder are recognised as a liability in the Company's financial statements in the period in which the dividends are approved by the Company's shareholder, while interim dividend distributions are recognised in the period in which the dividends are paid.

Financial instruments

The Company's business model for managing financial assets is set out in the BAT Group Treasury Manual which notes that the primary objective with regard to the management of cash and investments is to protect against the loss of principal. The majority of financial assets are held in order to collect contractual cash flows (typically cash and cash equivalents and loans and other receivables) but some assets (typically investments) are held for investment potential.

With the exception of investments in Group undertakings and derivative financial instruments, financial assets and financial liabilities are recognised when the Company becomes party to the contractual provisions of the relevant instrument and derecognised when it ceases to be a party to such provisions. Such assets and liabilities are classified as current if they are expected to be realised or settled within 12 months after the balance sheet date. If not, they are classified as non-current.

Financial instruments are initially recognised at fair value plus directly attributable transaction costs where applicable, with subsequent measurement set out below. The Company's loans and receivable, Amounts owed by Group undertakings and Other debtors are non-derivative financial assets with fixed or determinable payments that are held in order to collect contractual cash flows and are subsequently carried at amortised cost. Non-derivative financial liabilities, including creditors, are subsequently carried at amortised cost using the effective interest method.

Where interest bearing receivables and payables have their floating rates based on benchmark rates, such as London Interbank Offered Rate ("LIBOR"), the Company accounted for the application of replacement benchmark rates in accordance with the Amendments to IFRS 9 *Financial Instruments* published in 2019

Notes to the financial statements for the year ended 31 December 2022

1 Accounting policies (continued)

Financial instruments (continued)

(phase 1) and 2020 (phase 2) when applicable. The replacement rate Sterling Overnight Index Average ("SONIA") has been applied since August 2021.

Impairment of financial assets held at amortised cost

Loss allowances for expected credit losses on financial assets which are held at amortised cost are recognised on the initial recognition of the underlying asset. Allowances in respect of loans and other receivables (debtors) are initially recognised at an amount equal to 12-month expected credit losses. Where the credit risk on the receivables has increased significantly since initial recognition, allowances are measured at an amount equal to the lifetime expected credit loss.

2 Other operating expenses

Auditor's fees of £3,500 were borne by a fellow Group undertaking (2021: £2,500).

There were no employees (2021: none) and no staff costs during the year (2021: £nil).

None of the Directors received any remuneration in respect of their services as a Director of the Company during the year (2021: £nil). The Company considers that there is no practicable method to allocate a portion of the emoluments the Directors receive from their respective Group company employer for any qualifying services in respect of the Company, as these are considered to be incidental and part of the Directors overall management responsibilities within the Group.

3 Income from shares in Group undertakings

	2022	2021
	£'000	£'000
Income from shares in Group undertakings	**111,500**	153,350

Income from shares in Group undertakings represent the dividends received from British American Tobacco Holdings (Australia) B.V. in amount of £111,500,000 (2021: £153,350,000).

4 Interest receivable and similar income

	2022	2021
	£'000	£'000
Interest receivable from Group undertakings	**1,250**	—

Notes to the financial statements for the year ended 31 December 2022

5 Taxation

(a) Factors affecting the taxation charge

An increase in the UK corporation rate from 19% to 25% (effective 1 April 2023) was substantively enacted on 24 May 2021.This will increase the Company's future current tax charge accordingly.

The taxation charge for the year differs from the charge that would be expected based on the statutory 19% (2021: 19%) rate of corporation taxation in the UK. The major causes of this difference are listed below:

	2022	2021
	£'000	£'000
Profit for the financial year	**112,750**	75,866
Total tax expense	**—**	—
Profit before tax	**112,750**	75,866
Tax using the UK corporation tax rate of 19% (2021: 19%)	**21,423**	14,415
Non–deductible expenses	**—**	14,722
Tax exempt revenues	**(21,185)**	(29,137)
Group Relief (claimed)/surrendered for nil consideration	**(236)**	3
Transfer pricing adjustments	**(2)**	(3)
Total tax charge	**—**	—

Notes to the financial statements for the year ended 31 December 2022

6 Investments

(1) Shares in Group undertakings

Country	Address	Company	Share Class	Direct interest(%)	Subsidiary interest(%)	Attributable interest(%)
Australia	166 William Street, Woolloomooloo, NSW 2011, Australia	British American Tobacco South East Asia Pty Ltd	Ordinary	0.00	100.00	100.00
Australia	166 William Street, Woolloomooloo, NSW 2011, Australia	British American Tobacco Australasia Limited	Ordinary	0.00	100.00	100.00
Australia	166 William Street, Woolloomooloo, NSW 2011, Australia	British American Tobacco Australia Limited	Ordinary	0.00	100.00	100.00
Australia	166 William Street, Woolloomooloo, NSW 2011, Australia	British American Tobacco Australia Overseas Pty Limited	Ordinary	0.00	100.00	100.00
Australia	166 William Street, Woolloomooloo, NSW 2011, Australia	British American Tobacco Australia Services Limited	Ordinary	0.00	100.00	100.00
Australia	166 William Street, Woolloomooloo, NSW 2011, Australia	Rothmans Asia Pacific Limited	Ordinary	0.00	100.00	100.00
Australia	166 William Street, Woolloomooloo, NSW 2011, Australia	Rothmans Asia Pacific Limited	Redeemable pref A$1.00	0.00	100.00	100.00
Australia	166 William Street, Woolloomooloo, NSW 2011, Australia	The Benson & Hedges Company Pty. Limited	Ordinary	0.00	100.00	100.00
Australia	166 William Street, Woolloomooloo, NSW 2011, Australia	W.D. & H.O. Wills Holdings Limited	Ordinary	0.00	100.00	100.00
Fiji	Lady Maria Road, Nabua, Suva, Fiji	Central Manufacturing Company Pte Limited	Ordinary	0.00	85.00	85.00
Fiji	Lady Maria Road, Nabua, Suva, Fiji	Rothmans of Pall Mall (Fiji) Pte Limited	Ordinary	0.00	100.00	100.00
Fiji	Lady Maria Road, Nabua, Suva, Fiji	British American Tobacco (Fiji) Marketing Pte Limited	Ordinary	0.00	50.00	50.00
Malaysia	Level 19, Guoco Tower, Damansara City, No. 6 Jalan Damanlela, Bukit Damansara, 50490 Kuala Lumpur, Malaysia	British American Tobacco (Malaysia) Berhad	Ordinary	0.00	50.00	17.52
Malaysia	Level 19, Guoco Tower, Damansara City, No. 6 Jalan Damanlela, Bukit Damansara, 50490 Kuala Lumpur, Malaysia	Commercial Marketers and Distributors Sdn. Bhd.	Ordinary	0.00	100.00	17.52
Malaysia	Level 19, Guoco Tower, Damansara City, No. 6 Jalan Damanlela, Bukit Damansara, 50490 Kuala Lumpur, Malaysia	Rothmans Brands Sdn. Bhd. (100%) (50%) (In Liquidation).	Ordinary	0.00	100.00	17.52
Malaysia	Level 19, Guoco Tower, Damansara City, No. 6 Jalan Damanlela, Bukit Damansara, 50490 Kuala Lumpur, Malaysia	Tobacco Importers and Manufacturers Sdn. Bhd.	Ordinary	0.00	100.00	17.52
Netherlands	Handelsweg 53 A, 1181 ZA, Amstelveen, Netherlands	British American Tobacco Holdings (Australia) B.V.	Ordinary	100.00	0.00	100.00
Netherlands	Handelsweg 53 A, 1181 ZA, Amstelveen, Netherlands	British American Tobacco Holdings (Malaysia) B.V.	Ordinary	0.00	35.03	35.03
New Zealand	2 Watt Street, Pame/1, Auckland, 1052, New Zealand	BAT (New Zealand) Limited	Ordinary	0.00	100.00	100.00
New Zealand	2 Watt Street, Pame/1, Auckland, 1052, New Zealand	BAT Holdings (New Zealand) Limited	Ordinary NZ$	0.00	100.00	100.00
Papua New Guinea	Ashurst Png, Level 11 Mrdc Haus, Cnr Of Musgrave Street And Champion Parade, Port Moresby, National Capital District, Papua New Guinea	British American Tobacco (P.N.G) Limited	Ordinary	0.00	100.00	100.00
Papua New Guinea	Ashurst Png, Level 11 Mrdc Haus, Cnr Of Musgrave Street And Champion Parade, Port Moresby, National Capital District, Papua New Guinea	Rothmans of Pall Mall (P.N.G.) Limited	A' Ordinary	0.00	100.00	100.00

Notes to the financial statements for the year ended 31 December 2022

6 Investments (continued)

(1) Shares in Group undertakings (continued)

Country	Address	Company	Share Class	Direct interest(%)	Subsidiary interest(%)	Attributable interest(%)
Papua New Guinea	Ashurst Png, Level 11 Mrdc Haus, Cnr Of Musgrave Street And Champion Parade, Port Moresby, National Capital District, Papua New Guinea	Rothmans of Pall Mall (P.N.G.) Limited	B' Ordinary	0.00	100.00	100.00
Philippines	31 Tayuman Street, Tonda, Manila, Philippines	Alhambra Industries Inc.	Common PHP 1,300 PAR	0.00	100.00	100.00
Philippines	31 Tayuman Street, Tonda, Manila, Philippines	Alhambra Industries Inc.	Pref. PHP 1,300 PAR	0.00	100.00	100.00
Samoa	Vaitele Estate, Vaitele, Samoa	British American Tobacco Company (Samoa) Limited	Ordinary	0.00	100.00	100.00
Singapore	Shenton Way, #33-00 OUE Downtown, Singapore 068809	RHL Investments Pte Limited (in liquidation)	Ordinary	0.00	100.00	100.00
Singapore	Shenton Way, #33-00 OUE Downtown, Singapore 068809	RHL Investments Pte Limited (in liquidation)	Redeemable pref	0.00	100.00	100.00
Solomon Islands	Kukum Highway, Ranadi, Honiara, Honiara, Solomon Islands	Solomon Islands Tobacco Company Limited	Ordinary	0.00	50.00	50.00
United Kingdom	Globe House, 1 Water Street, London, WC2R 3LA, United Kingdom	Chelwood Trading & Investment Company Limited	Ordinary	100.00	0.00	100.00

Notes to the financial statements for the year ended 31 December 2022

6 Investments (continued)

(2) Shareholdings at cost less provisions

	Shareholdings at cost less provision £'000
Cost	
1 January 2022	1,071,574
31 December 2022	**1,071,574**
Impairment provisions	
1 January 2022	(77,484)
31 December 2022	**(77,484)**
Net book value	
1 January 2022	994,090
31 December 2022	**994,090**

In 2021, the Company recorded an impairment of £77,484,000 for investment in Chelwood Trading & Investment Company Limited.

The Directors are of the opinion that the individual investments in the Group undertakings have a value not less than the amount at which they are shown in the balance sheet.

7 Debtors : Amounts falling due within one year

	2022 £'000	2021 £'000
Amounts owed by Group undertakings	**118,964**	76,214

Amounts owed by Group undertakings are unsecured, interest bearing and are repayable on demand. The interest rate is based on LIBOR. The variable interest rate is in accordance with the Group's intercompany lending agreements. During 2021, the standard lending agreements within the Group were revised to take account of global benchmark interest rate reform. Prior to 1 August 2021 the applicable rate was based on "LIBOR" and with effect from this date it is based on "SONIA". Management consider the replacement rates in the revised intercompany agreement to be economically equivalent to those used previously. The impact of the change in rates was not significant to the Company.

8 Capital and reserves

(a) Called up share capital

Ordinary shares of £1 each	**2022**	2021
Allotted, called up and fully paid		
- value	**£1,618**	£1,618
- number	**1,618**	1,618

The called up share capital account records the nominal value of shares issued.

(b) Share Premium

The share premium account includes the difference between the value of shares issued and their nominal value.

(c) Profit and loss account

This includes all current and prior period retained profits and losses. All reserves in respect of profit and loss are distributable reserves.

Notes to the financial statements for the year ended 31 December 2022

9 Related party disclosures

As a wholly owned subsidiary the Company has taken advantage of the exemption under paragraph 8(k)) of FRS 101 from disclosing transactions with other subsidiary undertakings of the Group.

10 Parent undertakings

The Company's ultimate parent undertaking and ultimate controlling party is British American Tobacco p.l.c. being incorporated in the United Kingdom and registered in England and Wales. The Company's immediate parent undertaking is British American Tobacco Holdings (The Netherlands) B.V. Group financial statements are prepared only at Group level and may be obtained from:

The Company Secretary
Globe House
4 Temple Place
London
WC2R 2PG