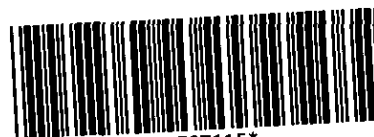


ACCOLADE WINES UK LIMITED

**Report and Accounts for the
period ended 30 June 2023**

Registered Number 2661275

WEDNESDAY



ACZST11E

A18

27/03/2024

#353

COMPANIES HOUSE

ACCOLADE WINES UK LIMITED

Directors' Report

The Directors present their report and the financial statements for the year ended 30 June 2023.

Principal Activities

The Company has been dormant, as defined in section 480 of the Companies Act 2006, throughout the current and preceding year.

Directors and Directors' Interests

The Directors who held office during the period were as follows:-

C Thompson-Hill (resigned 15 February 2024)

C J Shrimplin (resigned 24 August 2022)

T Singh

D W Nicol (appointed 15 February 2024)

None of the Directors who held office during the financial period had any interests in the shares of the Company.

Auditors

In accordance with Section 485(1) of the Companies Act 2006, the directors have reasonably resolved that audited accounts are not required, and therefore the appointment of auditors has not been required for the current financial period.

By order of the Board



D W Nicol

Director

Date: 25th March 2024

Registered Office: Thomas Hardy House, 2 Heath Road, Weybridge, Surrey KT13 8TB

ACCOLADE WINES UK LIMITED

Balance Sheet as at 30 June 2023

	<i>Note</i>	30 June 2023	30 June 2022
Current Assets			
Amounts owed by group undertakings		4	4
		<hr/>	<hr/>
		4	4
Capital and Reserves	3	4	4
Called up share capital			
Profit and loss reserve		-	-
		<hr/>	<hr/>
		4	4

The Company did not trade during the current or preceding year and has made neither profit nor loss, nor any other recognised gain or loss.

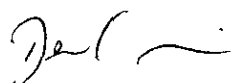
For the period ended 30 June 2023 the Company was entitled to exemption from audit under section 480 of the Companies Act 2006 relating to dormant companies.

Directors' responsibilities:

- (a) The members have not required the Company to obtain an audit of its accounts for the year in question in accordance with section 476,
- (b) The Directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

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

These financial statements were approved by the Board of Directors on 25th March 2024.



D W Nicol
Director

ACCOLADE WINES UK LIMITED

Notes to the Financial Statements

1. Accounting Policies

The financial statements have been prepared under the historical cost convention and in accordance with applicable accounting standards.

2. Profit and Loss Account

During the financial period the Company did not trade and received no income and incurred no expenditure. Consequently, during the period the Company made neither a profit nor a loss.

3. Share Capital

	30 June 2023	30 June 2022
<i>Authorised</i>		
Ordinary Shares of £0.000000001 each	4	4
<i>Allotted called up and fully paid</i>		
Ordinary Shares of £0.000000001 each	4	4

4. Ultimate Parent Undertaking

The Company is a subsidiary undertaking of Accolade Wines Europe No. 2 Limited (registered in England and Wales).

The group's ultimate controlling party is Amphora Group Limited whose registered address is Thomas Hardy House, 2 Heath Road, Weybridge, Surrey, England, KT13 8TB. Amphora Group Limited is owned by Carlyle Asia Partners IV L.P., Cap IV Coinvestment L.P. and Carlyle Amphora Partners L.P., who collectively own 100% of the issued ordinary shares in Accolade Wines Holdings Europe Limited.

The smallest and largest group financial statements which include the Company are Amphora Group Limited which produces publically available financial statements. These financial statements are available on request from its registered office.

ACCOLADE WINES UK LIMITED

Notes to the Financial Statements

5. Post balance sheet events

After 30 June 2023, the parent company, Amphora Group Limited (the Group), entered into good faith discussions with its largest senior lenders (the “Senior Lenders”) with a view to agreeing terms for a restructuring of the group debt made available under the Senior Facilities Agreement (the “Senior Debt”) and a recapitalisation of the Group. As part of this process, the Senior Lenders have also granted certain interest deferrals in respect of the Senior Debt and extended the time period for delivery of annual and quarterly financial statements and accompanying compliance certificates.

These discussions have been successful and the relevant members of the Group and Senior Lenders holding in aggregate over 93% of the principal amount of the Senior Debt have entered into a binding “lock-up agreement” on 31 January 2024 (the “Lock-up Agreement”).