

Company registration number 03554199 (England and Wales)

WINDMILL ORGANICS LIMITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022

WINDMILL ORGANICS LIMITED

COMPANY INFORMATION

Director	Mr N. McDonald
Secretary	Ms. D. Berger
Company number	03554199
Registered office	Mill House 6a Lower Teddington Road Kingston upon Thames Surrey KT1 4ER
Auditor	Arthur G Mead Limited Fourth Floor Fitzrovia House 153-157 Cleveland Street London W1T 6QW
Business address	Mill House 6a Lower Teddington Road Kingston upon Thames Surrey KT1 4ER

WINDMILL ORGANICS LIMITED

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WINDMILL ORGANICS LIMITED

STRATEGIC REPORT

FOR THE YEAR ENDED 31 DECEMBER 2022

The director presents the strategic report for the year ended 31 December 2022.

Review of the business

The director reviewed the results for the year, results were down in the year but is emphasis on new products and markets, that 2023 should be an improvement on 2022.

Principal risks and uncertainties

Exchange rate risk is the biggest uncertainty for the company. To mitigate this risk the company buys currency at times when rates are favourable and holds sufficient amounts to withstand a major change in currency for a sustained period. The company monitor rates on a daily basis.

Development and performance

Gross profit margin is the key performance indicator and this is monitored regularly.

Key performance indicators

The key performance is the gross profit margin which the director is pleased with the margin achieved in 2022 cost as a percentage of turnover is also monitored.

Business Promotion

The company engages with it's employees which it sees as a major asset of the company and tries to take their views into consideration when decision making, the company is also open to criticism constructive and non constructive from employee and when ideas put forward by employees are seen as beneficial these are implemented, The company also fosters a happy friendly working environment for employees.

The company has built up a good reputation with all stakeholders and deals with queries from stakeholder in a fast and efficient manner. Suppliers are paid within their payment terms and customer complaints or queries are dealt with promptly.

The company contributes to the community by providing employment locally and also it donates large amounts of food to various charities, the company is also aware of the environment and tries to be keep it's carbon footprint to a minimum.

By order of the board

Ms. D. Berger

Secretary

28 November 2023

WINDMILL ORGANICS LIMITED

DIRECTOR'S REPORT

FOR THE YEAR ENDED 31 DECEMBER 2022

The director presents his annual report and financial statements for the year ended 31 December 2022.

Principal activities

The principal activity of the company continued to be that of the wholesale of organic foodstuff.

Results and dividends

The results for the year are set out on page 7.

Ordinary dividends were paid amounting to £610,000. The director does not recommend payment of a further dividend.

Director

The director who held office during the year and up to the date of signature of the financial statements was as follows:

Mr N. McDonald

Auditor

The auditor, Arthur G Mead Limited, is deemed to be reappointed under section 487(2) of the Companies Act 2006.

Energy and carbon report

As the group has not consumed more than 40,000 kWh of energy in this reporting period, it qualifies as a low energy user under these regulations and is not required to report on its emissions, energy consumption or energy efficiency activities.

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the auditor of the company is unaware. Additionally, the directors individually have taken all the necessary steps that they ought to have taken as directors in order to make themselves aware of all relevant audit information and to establish that the auditor of the company is aware of that information.

By order of the board

Ms. D. Berger

Secretary

28 November 2023

WINDMILL ORGANICS LIMITED

DIRECTOR'S RESPONSIBILITIES STATEMENT

FOR THE YEAR ENDED 31 DECEMBER 2022

The director is responsible for preparing the Annual 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 the director has elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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 group and company, and of the profit or loss of the group for that period. In preparing these financial statements, the director is required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting 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;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and company will continue in business.

The director is responsible for keeping adequate accounting records that are sufficient to show and explain the group's and company's transactions and disclose with reasonable accuracy at any time the financial position of the group and company and enable them to ensure that the financial statements comply with the Companies Act 2006. He is also responsible for safeguarding the assets of the group and company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

WINDMILL ORGANICS LIMITED

INDEPENDENT AUDITOR'S REPORT

TO THE MEMBERS OF WINDMILL ORGANICS LIMITED

Opinion

We have audited the financial statements of Windmill Organics Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 December 2022 which comprise the group profit and loss account, the group statement of comprehensive income, the group balance sheet, the company balance sheet, the group statement of changes in equity, the company statement of changes in equity, the group statement of cash flows, the company statement of cash flows and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the group's and the parent company's affairs as at 31 December 2022 and of the group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; 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 under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the group and parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

In auditing the financial statements, we have concluded that the director's use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's and parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the director with respect to going concern are described in the relevant sections of this report.

Other information

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The director is responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. 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 course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. 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 in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of our audit:

- the information given in the strategic report and the director's report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and the director's report have been prepared in accordance with applicable legal requirements.

WINDMILL ORGANICS LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED)

TO THE MEMBERS OF WINDMILL ORGANICS LIMITED

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent company and their environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or the director's report.

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

- adequate accounting records have not been kept by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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.

Responsibilities of director

As explained more fully in the director's responsibilities statement, the director is responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the director determines 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 director is responsible for assessing the parent 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 director either intends to liquidate the parent company or to cease operations, or has no realistic alternative but to do so.

Auditor's 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 auditor's 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.

The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulation was as follows:

- We identified the laws and regulations applicable to the company through discussions with directors and other management, and from our commercial knowledge of the sector.
- Discussing with the directors and management their policies and procedures regarding compliance with laws and regulation,
- Communicating identified laws and regulations throughout our engagement team and remaining alert to any indication of non-compliance throughout our audit; and
- Considering the risk of acts by the company which were contrary to applicable laws and regulations, including fraud.

We assessed the susceptibility of the company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

- Making enquiries of the directors and management on whether they had knowledge of any actual, suspected or alleged fraud;
- Gaining an understanding of the internal controls established to mitigate the risks related to fraud;
- Discussing amongst the engagement team the risks of fraud; and
- Addressing the risks of fraud through management override of controls by performing journal entry testing.

WINDMILL ORGANICS LIMITED

INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF WINDMILL ORGANICS LIMITED

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

- Agreeing financial statement disclosures to underlying supporting documentation;
- Reviewing minutes of meetings of those charged with governance.
- Enquiring of management as to actual and potential litigation and claims; and
- Reviewing correspondence with HMRC and the company's legal advisors.

There are inherent limitations in the audit procedures described above and primary responsibility for the prevention and detection of irregularities including fraud rests with management. As with any audit, there remained a risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations or override of internal controls.

A further description of our responsibilities is available on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

Use of our report

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.

Gerard McKey (Senior Statutory Auditor)
For and on behalf of Arthur G Mead Limited

29 November 2023

Chartered Accountants
Statutory Auditor

Fourth Floor Fitzrovia House
153-157 Cleveland Street
London
W1T 6QW

WINDMILL ORGANICS LIMITED

GROUP PROFIT AND LOSS ACCOUNT

FOR THE YEAR ENDED 31 DECEMBER 2022

	Notes	2022 £	2021 £
Turnover	3	60,021,295	60,729,234
Cost of sales		(37,456,875)	(37,749,990)
Gross profit		<u>22,564,420</u>	<u>22,979,244</u>
Administrative expenses		(16,665,009)	(16,712,000)
Other operating income		350,939	896,315
Operating profit	4	<u>6,250,350</u>	<u>7,163,559</u>
Interest receivable and similar income	8	29,078	12,716
Interest payable and similar expenses	9	(283,985)	(173,091)
Profit before taxation		<u>5,995,443</u>	<u>7,003,184</u>
Tax on profit	10	(1,289,276)	(1,395,634)
Profit for the financial year		<u><u>4,706,167</u></u>	<u><u>5,607,550</u></u>
Profit for the financial year is attributable to:			
- Owners of the parent company		4,706,828	5,474,238
- Non-controlling interests		(661)	133,312
		<u><u>4,706,167</u></u>	<u><u>5,607,550</u></u>

The profit and loss account has been prepared on the basis that all operations are continuing operations.

WINDMILL ORGANICS LIMITED

GROUP STATEMENT OF COMPREHENSIVE INCOME

FOR THE YEAR ENDED 31 DECEMBER 2022

	2022 £	2021 £
Profit for the year	4,706,167	5,607,550
Other comprehensive income	-	-
Total comprehensive income for the year	<u>4,706,167</u>	<u>5,607,550</u>
Total comprehensive income for the year is attributable to:		
- Owners of the parent company	4,706,828	5,474,238
- Non-controlling interests	(661)	133,312
	<u>4,706,167</u>	<u>5,607,550</u>

WINDMILL ORGANICS LIMITED

GROUP BALANCE SHEET

AS AT 31 DECEMBER 2022

		2022		2021	
	Notes	£	£	£	£
Fixed assets					
Goodwill	12		1,831,839		-
Other intangible assets	12		91,859		138,421
Total intangible assets			1,923,698		138,421
Tangible assets	13		13,732,721		14,556,901
			15,656,419		14,695,322
Current assets					
Stocks	16	18,631,785		22,209,047	
Debtors	17	9,178,435		8,269,145	
Cash at bank and in hand		39,670,112		37,518,204	
			67,480,332		67,996,396
Creditors: amounts falling due within one year	18	(7,506,952)		(18,997,349)	
Net current assets			59,973,380		48,999,047
Total assets less current liabilities			75,629,799		63,694,369
Creditors: amounts falling due after more than one year	19		(11,031,785)		(1,555,189)
Provisions for liabilities					
Deferred tax liability	21	3,225		6,334	
			(3,225)		(6,334)
Net assets			64,594,789		62,132,846
Capital and reserves					
Called up share capital	23		1,000		1,000
Profit and loss reserves			64,593,789		60,496,961
Equity attributable to owners of the parent company			64,594,789		60,497,961
Non-controlling interests			-		1,634,885
			64,594,789		62,132,846

The financial statements were approved and signed by the director and authorised for issue on 28 November 2023

Mr N. McDonald
Director

Company registration number 03554199 (England and Wales)

WINDMILL ORGANICS LIMITED

COMPANY BALANCE SHEET

AS AT 31 DECEMBER 2022

		2022		2021	
	Notes	£	£	£	£
Fixed assets					
Intangible assets	12		56,236		91,126
Tangible assets	13		4,163,224		4,291,390
Investments	14		10,237,091		8,505,768
			<u>14,456,551</u>		<u>12,888,284</u>
Current assets					
Stocks	16	2,621,595		3,035,055	
Debtors	17	3,809,914		4,558,136	
Cash at bank and in hand		39,127,081		37,185,160	
		<u>45,558,590</u>		<u>44,778,351</u>	
Creditors: amounts falling due within one year	18	(1,294,389)		(2,779,313)	
Net current assets			<u>44,264,201</u>		<u>41,999,038</u>
Net assets			<u>58,720,752</u>		<u>54,887,322</u>
Capital and reserves					
Called up share capital	23		1,000		1,000
Profit and loss reserves			58,719,752		54,886,322
Total equity			<u>58,720,752</u>		<u>54,887,322</u>

As permitted by s408 Companies Act 2006, the company has not presented its own profit and loss account and related notes. The company's profit for the year was £4,443,430 (2021 - £5,302,819 profit).

The financial statements were approved and signed by the director and authorised for issue on 28 November 2023

Mr N. McDonald
Director

Company registration number 03554199 (England and Wales)

WINDMILL ORGANICS LIMITED

GROUP STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2022

	Notes	Share capital £	Profit and loss reserves £	Total controlling interest £	Non-controlling interest £	Total £
Balance at 1 January 2021		1,000	55,210,851	55,211,851	1,554,691	56,766,542
Year ended 31 December 2021:						
Profit and total comprehensive income		-	5,474,238	5,474,238	133,312	5,607,550
Dividends	11	-	(188,128)	(188,128)	(53,118)	(241,246)
Balance at 31 December 2021		1,000	60,496,961	60,497,961	1,634,885	62,132,846
Year ended 31 December 2022:						
Profit and total comprehensive income		-	4,706,828	4,706,828	(661)	4,706,167
Dividends	11	-	(610,000)	(610,000)	-	(610,000)
Acquisition of subsidiary		-	-	-	(1,634,224)	(1,634,224)
Balance at 31 December 2022		1,000	64,593,789	64,594,789	-	64,594,789

WINDMILL ORGANICS LIMITED

COMPANY STATEMENT OF CHANGES IN EQUITY

FOR THE YEAR ENDED 31 DECEMBER 2022

		Share capital	Profit and loss reserves	Total
	Notes	£	£	£
Balance at 1 January 2021		1,000	49,771,630	49,772,630
Year ended 31 December 2021:				
Profit and total comprehensive income for the year		-	5,302,820	5,302,820
Dividends	11	-	(188,128)	(188,128)
Balance at 31 December 2021		1,000	54,886,322	54,887,322
Year ended 31 December 2022:				
Profit and total comprehensive income		-	4,443,430	4,443,430
Dividends	11	-	(610,000)	(610,000)
Balance at 31 December 2022		1,000	58,719,752	58,720,752

WINDMILL ORGANICS LIMITED

GROUP STATEMENT OF CASH FLOWS

FOR THE YEAR ENDED 31 DECEMBER 2022

		2022	2021
	Notes	£	£
Cash flows from operating activities			
Cash generated from operations	28	9,080,916	7,387,377
Interest paid		(283,985)	(173,091)
Income taxes paid		(2,918,871)	(1,580,390)
Net cash inflow from operating activities		5,878,060	5,633,896
Investing activities			
Purchase of intangible assets		(3,671,151)	(11,324)
Purchase of tangible fixed assets		(344,912)	(2,332,762)
Interest received		29,078	12,716
Net cash used in investing activities		(3,986,985)	(2,331,370)
Financing activities			
Repayment of bank loans		9,476,596	1,555,189
Dividends paid to equity shareholders		(610,000)	(188,128)
Dividends paid to non-controlling interests		-	(53,118)
Net cash generated from financing activities		8,866,596	1,313,943
Net increase in cash and cash equivalents		10,757,671	4,616,469
Cash and cash equivalents at beginning of year		27,248,675	22,632,206
Cash and cash equivalents at end of year		38,006,346	27,248,675
Relating to:			
Cash at bank and in hand		39,670,112	37,518,204
Bank overdrafts included in creditors payable within one year		(1,663,766)	(10,269,529)

WINDMILL ORGANICS LIMITED

COMPANY STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2022

		2022	2021
	Notes	£	£
Cash flows from operating activities			
Cash generated from operations	29	6,552,681	10,723,090
Income taxes paid		(2,643,405)	(1,436,973)
Net cash inflow from operating activities		3,909,276	9,286,117
Investing activities			
Purchase of tangible fixed assets		(17,095)	(15,192)
Proceeds from disposal of subsidiaries		(1,731,323)	(2,822,193)
Interest received		391,063	484,743
Dividends received		-	75,882
Net cash used in investing activities		(1,357,355)	(2,276,760)
Financing activities			
Dividends paid to equity shareholders		(610,000)	(188,128)
Net cash used in financing activities		(610,000)	(188,128)
Net increase in cash and cash equivalents		1,941,921	6,821,229
Cash and cash equivalents at beginning of year		37,185,160	30,363,931
Cash and cash equivalents at end of year		39,127,081	37,185,160

WINDMILL ORGANICS LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies

Company information

Windmill Organics Limited ("the company") is a private limited company domiciled and incorporated in England and Wales. The registered office is Mill House, 6a Lower Teddington Road, Kingston upon Thames, Surrey, KT1 4ER.

The group consists of Windmill Organics Limited and all of its subsidiaries.

1.1 Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

1.2 Business combinations

In the parent company financial statements, the cost of a business combination is the fair value at the acquisition date of the assets given, equity instruments issued and liabilities incurred or assumed, plus costs directly attributable to the business combination. The excess of the cost of a business combination over the fair value of the identifiable assets, liabilities and contingent liabilities acquired is recognised as goodwill. The cost of the combination includes the estimated amount of contingent consideration that is probable and can be measured reliably, and is adjusted for changes in contingent consideration after the acquisition date. Provisional fair values recognised for business combinations in previous periods are adjusted retrospectively for final fair values determined in the 12 months following the acquisition date. Investments in subsidiaries, joint ventures and associates are accounted for at cost less impairment.

Deferred tax is recognised on differences between the value of assets (other than goodwill) and liabilities recognised in a business combination accounted for using the purchase method and the amounts that can be deducted or assessed for tax, considering the manner in which the carrying amount of the asset or liability is expected to be recovered or settled. The deferred tax recognised is adjusted against goodwill or negative goodwill.

1.3 Basis of consolidation

The consolidated group financial statements consist of the financial statements of the parent company Windmill Organics Limited together with all entities controlled by the parent company (its subsidiaries) and the group's share of its interests in joint ventures and associates.

All financial statements are made up to 31 December 2022. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the group.

All intra-group transactions, balances and unrealised gains on transactions between group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

Entities in which the group holds an interest and which are jointly controlled by the group and one or more other venturers under a contractual arrangement are treated as joint ventures. Entities other than subsidiary undertakings or joint ventures, in which the group has a participating interest and over whose operating and financial policies the group exercises a significant influence, are treated as associates.

WINDMILL ORGANICS LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies

(Continued)

Investments in joint ventures and associates are carried in the group balance sheet at cost plus post-acquisition changes in the group's share of the net assets of the entity, less any impairment in value. The carrying values of investments in joint ventures and associates include acquired goodwill.

If the group's share of losses in a joint venture or associate equals or exceeds its investment in the joint venture or associate, the group does not recognise further losses unless it has incurred obligations to do so or has made payments on behalf of the joint venture or associate.

Unrealised gains arising from transactions with joint ventures and associates are eliminated to the extent of the group's interest in the entity.

1.4 Going concern

At the time of approving the financial statements, the director has a reasonable expectation that the group has adequate resources to continue in operational existence for the foreseeable future. Thus the director continues to adopt the going concern basis of accounting in preparing the financial statements.

1.5 Turnover

Turnover is recognised at the fair value of the consideration received or receivable for goods and services provided in the normal course of business, and is shown net of VAT and other sales related taxes. The fair value of consideration takes into account trade discounts, settlement discounts and volume rebates.

When cash inflows are deferred and represent a financing arrangement, the fair value of the consideration is the present value of the future receipts. The difference between the fair value of the consideration and the nominal amount received is recognised as interest income.

Revenue from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have passed to the buyer (usually on dispatch of the goods), the amount of revenue can be measured reliably, it is probable that the economic benefits associated with the transaction will flow to the entity and the costs incurred or to be incurred in respect of the transaction can be measured reliably.

1.6 Intangible fixed assets - goodwill

Goodwill represents the excess of the cost of acquisition of a business over the fair value of net assets acquired. It is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is considered to have a finite useful life and is amortised on a systematic basis over its expected life, which is 10 Years.

For the purposes of impairment testing, goodwill is allocated to the cash-generating units expected to benefit from the acquisition. Cash-generating units to which goodwill has been allocated are tested for impairment at least annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit, the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit.

1.7 Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Intangible assets acquired on business combinations are recognised separately from goodwill at the acquisition date where it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the fair value of the asset can be measured reliably; the intangible asset arises from contractual or other legal rights; and the intangible asset is separable from the entity.

WINDMILL ORGANICS LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies

(Continued)

Amortisation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Brands	Over the legal life of the asset
--------	----------------------------------

1.8 Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses.

Depreciation is recognised so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Land and buildings Freehold	2% Reducing balance
Land and buildings Leasehold	Over term of lease
Plant and machinery	20% Reducing balance
Fixtures, fittings & equipment	15% Reducing balance
Computer equipment	15% Reducing Balance
Motor vehicles	25% Reducing balance

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is recognised in the profit and loss account.

1.9 Fixed asset investments

Equity investments are measured at fair value through profit or loss, except for those equity investments that are not publicly traded and whose fair value cannot otherwise be measured reliably, which are recognised at cost less impairment until a reliable measure of fair value becomes available.

In the parent company financial statements, investments in subsidiaries, associates and jointly controlled entities are initially measured at cost and subsequently measured at cost less any accumulated impairment losses.

A subsidiary is an entity controlled by the group. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

An associate is an entity, being neither a subsidiary nor a joint venture, in which the company holds a long-term interest and where the company has significant influence. The group considers that it has significant influence where it has the power to participate in the financial and operating decisions of the associate.

Investments in associates are initially recognised at the transaction price (including transaction costs) and are subsequently adjusted to reflect the group's share of the profit or loss, other comprehensive income and equity of the associate using the equity method. Any difference between the cost of acquisition and the share of the fair value of the net identifiable assets of the associate on acquisition is recognised as goodwill. Any unamortised balance of goodwill is included in the carrying value of the investment in associates.

Losses in excess of the carrying amount of an investment in an associate are recorded as a provision only when the company has incurred legal or constructive obligations or has made payments on behalf of the associate.

In the parent company financial statements, investments in associates are accounted for at cost less impairment.

Entities in which the group has a long term interest and shares control under a contractual arrangement are classified as jointly controlled entities.

WINDMILL ORGANICS LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies

(Continued)

1.10 Impairment of fixed assets

At each reporting period end date, the group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

The carrying amount of the investments accounted for using the equity method is tested for impairment as a single asset. Any goodwill included in the carrying amount of the investment is not tested separately for impairment.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

Recognised impairment losses are reversed if, and only if, the reasons for the impairment loss have ceased to apply. Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the reversal of the impairment loss is treated as a revaluation increase.

1.11 Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

Stocks held for distribution at no or nominal consideration are measured at the lower of cost and replacement cost, adjusted where applicable for any loss of service potential.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

1.12 Cash and cash equivalents

Cash and cash equivalents are basic financial assets and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

WINDMILL ORGANICS LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies

(Continued)

1.13 Financial instruments

The group has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised in the group's balance sheet when the group becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the transaction is measured at the present value of the future receipts discounted at a market rate of interest. Financial assets classified as receivable within one year are not amortised.

Other financial assets

Other financial assets, including investments in equity instruments which are not subsidiaries, associates or joint ventures, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the group transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the group after deducting all of its liabilities.

WINDMILL ORGANICS LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies

(Continued)

Basic financial liabilities

Basic financial liabilities, including creditors, bank loans, loans from fellow group companies and preference shares that are classified as debt, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest. Financial liabilities classified as payable within one year are not amortised.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Amounts payable are classified as current liabilities if payment is due within one year or less. If not, they are presented as non-current liabilities. Trade creditors are recognised initially at transaction price and subsequently measured at amortised cost using the effective interest method.

Other financial liabilities

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or finance income as appropriate, unless hedge accounting is applied and the hedge is a cash flow hedge.

Debt instruments that do not meet the conditions in FRS 102 paragraph 11.9 are subsequently measured at fair value through profit or loss. Debt instruments may be designated as being measured at fair value through profit or loss to eliminate or reduce an accounting mismatch or if the instruments are measured and their performance evaluated on a fair value basis in accordance with a documented risk management or investment strategy.

Derecognition of financial liabilities

Financial liabilities are derecognised when the group's contractual obligations expire or are discharged or cancelled.

1.14 Equity instruments

Equity instruments issued by the group are recorded at the proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the group.

1.15 Derivatives

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to fair value at each reporting end date. The resulting gain or loss is recognised in profit or loss immediately unless the derivative is designated and effective as a hedging instrument, in which event the timing of the recognition in profit or loss depends on the nature of the hedge relationship.

A derivative with a positive fair value is recognised as a financial asset, whereas a derivative with a negative fair value is recognised as a financial liability.

1.16 Taxation

The tax expense represents the sum of the tax currently payable and deferred tax.

Current tax

The tax currently payable is based on taxable profit for the year. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or deductible. The group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

WINDMILL ORGANICS LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

1 Accounting policies

(Continued)

Deferred tax

Deferred tax liabilities are generally recognised for all timing differences and deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Such assets and liabilities are not recognised if the timing difference arises from goodwill or from the initial recognition of other assets and liabilities in a transaction that affects neither the tax profit nor the accounting profit.

The carrying amount of deferred tax assets is reviewed at each reporting end date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the profit and loss account, except when it relates to items charged or credited directly to equity, in which case the deferred tax is also dealt with in equity. Deferred tax assets and liabilities are offset if, and only if, there is a legally enforceable right to offset current tax assets and liabilities and the deferred tax assets and liabilities relate to taxes levied by the same tax authority.

1.17 Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets.

The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received.

Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

1.18 Retirement benefits

Payments to defined contribution retirement benefit schemes are charged as an expense as they fall due.

1.19 Foreign exchange

Transactions in currencies other than pounds sterling are recorded at the rates of exchange prevailing at the dates of the transactions. At each reporting end date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the reporting end date. Gains and losses arising on translation in the period are included in profit or loss.

2 Judgements and key sources of estimation uncertainty

In the application of the group's accounting policies, the director is required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods.

WINDMILL ORGANICS LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

3 Turnover and other revenue

An analysis of the group's turnover is as follows:

	2022 £	2021 £
Turnover analysed by class of business		
Food Products	60,021,295	60,729,234
	<u>60,021,295</u>	<u>60,729,234</u>
	2022 £	2021 £
Turnover analysed by geographical market		
UK & Rest of Europe	60,021,295	60,729,234
	<u>60,021,295</u>	<u>60,729,234</u>
	2022 £	2021 £
Other revenue		
Interest income	29,078	12,716
Royalty income	-	744,710
	<u>29,078</u>	<u>757,426</u>

4 Operating profit

	2022 £	2021 £
Operating profit for the year is stated after charging/(crediting):		
Exchange gains	(350,939)	(151,605)
Depreciation of owned tangible fixed assets	1,169,092	1,157,740
Amortisation of intangible assets	251,650	47,179
	<u>1,069,803</u>	<u>1,053,314</u>

5 Auditor's remuneration

	2022 £	2021 £
Fees payable to the company's auditor and associates:		
For audit services		
Audit of the financial statements of the group and company	49,011	49,000
	<u>49,011</u>	<u>49,000</u>

WINDMILL ORGANICS LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

6 Employees

The average monthly number of persons (including directors) employed by the group and company during the year was:

	Group 2022 Number	2021 Number	Company 2022 Number	2021 Number
Administration	45	43	33	29
Production	68	67	-	-
Total	113	110	33	29

Their aggregate remuneration comprised:

	Group 2022 £	2021 £	Company 2022 £	2021 £
Wages and salaries	4,672,742	4,934,815	1,091,643	910,495
Social security costs	111,281	73,564	111,281	73,564
Pension costs	25,955	19,982	25,955	19,982
	4,809,978	5,028,361	1,228,879	1,004,041

7 Director's remuneration

	2022 £	2021 £
Remuneration for qualifying services	9,314	-

8 Interest receivable and similar income

	2022 £	2021 £
Interest income		
Interest on bank deposits	29,078	12,716
Investment income includes the following:		
Interest on financial assets not measured at fair value through profit or loss	29,078	12,716

WINDMILL ORGANICS LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

9 Interest payable and similar expenses

	2022	2021
	£	£
Interest on financial liabilities measured at amortised cost:		
Interest on bank overdrafts and loans	278,739	173,091
Other finance costs:		
Other interest	5,246	-
Total finance costs	283,985	173,091

10 Taxation

	2022	2021
	£	£
Current tax		
UK corporation tax on profits for the current period	1,077,207	1,262,683
Foreign current tax on profits for the current period	212,069	132,951
Total current tax	1,289,276	1,395,634

The actual charge for the year can be reconciled to the expected charge for the year based on the profit or loss and the standard rate of tax as follows:

	2022	2021
	£	£
Profit before taxation	5,995,443	7,003,184
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2021: 19.00%)	1,139,134	1,330,605
Tax effect of expenses that are not deductible in determining taxable profit	34,836	-
Permanent capital allowances in excess of depreciation	(6,550)	8,082
Depreciation on assets not qualifying for tax allowances	38,672	-
Amortisation on assets not qualifying for tax allowances	-	21,577
Other permanent differences	(21,664)	142,583
Effect of overseas tax rates	(41,376)	19,500
Dividend income	-	(14,417)
Foreign exchange differences	146,224	(112,296)
Taxation charge	1,289,276	1,395,634

11 Dividends

	2022	2021
	£	£
Recognised as distributions to equity holders:		
Interim paid	610,000	188,128

WINDMILL ORGANICS LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

12 Intangible fixed assets

Group	Goodwill £	Brands £	Total £
Cost			
At 1 January 2022	310,000	415,371	725,371
Additions - internally developed	-	1,551	1,551
Additions - separately acquired	2,035,376	-	2,035,376
	<u>2,345,376</u>	<u>416,922</u>	<u>2,762,298</u>
At 31 December 2022	2,345,376	416,922	2,762,298
Amortisation and impairment			
At 1 January 2022	310,000	276,950	586,950
Amortisation charged for the year	203,537	48,113	251,650
	<u>513,537</u>	<u>325,063</u>	<u>838,600</u>
At 31 December 2022	513,537	325,063	838,600
Carrying amount			
At 31 December 2022	1,831,839	91,859	1,923,698
	<u><u>1,831,839</u></u>	<u><u>91,859</u></u>	<u><u>1,923,698</u></u>
At 31 December 2021	-	138,421	138,421
	<u><u>-</u></u>	<u><u>138,421</u></u>	<u><u>138,421</u></u>
Company			
	Goodwill £	Brands £	Total £
Cost			
At 1 January 2022 and 31 December 2022	310,000	348,898	658,898
	<u>310,000</u>	<u>348,898</u>	<u>658,898</u>
Amortisation and impairment			
At 1 January 2022	310,000	257,772	567,772
Amortisation charged for the year	-	34,890	34,890
	<u>-</u>	<u>34,890</u>	<u>34,890</u>
At 31 December 2022	310,000	292,662	602,662
	<u>310,000</u>	<u>292,662</u>	<u>602,662</u>
Carrying amount			
At 31 December 2022	-	56,236	56,236
	<u><u>-</u></u>	<u><u>56,236</u></u>	<u><u>56,236</u></u>
At 31 December 2021	-	91,126	91,126
	<u><u>-</u></u>	<u><u>91,126</u></u>	<u><u>91,126</u></u>

WINDMILL ORGANICS LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

13 Tangible fixed assets							
Group	Land and buildings Freehold	Land and buildings Leasehold	Plant and fixtures, machinery & equipment	Computer equipment	Motor vehicles	Total	
Cost	£	£	£	£	£	£	
At 1 January 2022	12,265,801	16,384	8,395,444	898,553	29,189	6,200	21,611,571
Additions	1,387	-	326,430	3,563	13,532	-	344,912
At 31 December 2022	12,267,188	16,384	8,721,874	902,116	42,721	6,200	21,956,483
Depreciation and impairment							
At 1 January 2022	1,676,548	16,384	4,865,149	484,465	6,163	5,961	7,054,670
Depreciation charged in the year	255,662	-	845,250	62,648	5,484	48	1,169,092
At 31 December 2022	1,932,210	16,384	5,710,399	547,113	11,647	6,009	8,223,762
Carrying amount							
At 31 December 2022	10,334,978	-	3,011,475	355,003	31,074	191	13,732,721
At 31 December 2021	10,589,253	-	3,530,480	414,088	23,026	54	14,556,901

WINDMILL ORGANICS LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

Company	Land and buildings Freehold £	Land and buildings Leasehold £	Fixtures, fittings & equipment £	Computer equipment £	Motor vehicles £	Total £
Cost						
At 1 January 2022	4,248,102	16,384	898,553	29,189	6,200	5,198,428
Additions	-	-	3,563	13,532	-	17,095
At 31 December 2022	4,248,102	16,384	902,116	42,721	6,200	5,215,523
Depreciation and impairment						
At 1 January 2022	394,065	16,384	484,465	6,163	5,961	907,038
Depreciation charged in the year	77,081	-	62,648	5,484	48	145,261
At 31 December 2022	471,146	16,384	547,113	11,647	6,009	1,052,299
Carrying amount						
At 31 December 2022	3,776,956	-	355,003	31,074	191	4,163,224
At 31 December 2021	3,854,037	-	414,088	23,026	239	4,291,390

14 Fixed asset investments

	Notes	Group 2022 £	2021 £	Company 2022 £	2021 £
Investments in subsidiaries	15	-	-	3,676,681	7,081
Loans to subsidiaries	15	-	-	6,560,410	8,498,687
		-	-	10,237,091	8,505,768

Movements in fixed asset investments

Company	Shares in subsidiaries £	Loans to subsidiaries £	Total £
Cost or valuation			
At 1 January 2022	7,081	8,498,687	8,505,768
Additions	3,669,600	880,000	4,549,600
Repaid and currency valuations	-	(2,818,277)	(2,818,277)
At 31 December 2022	3,676,681	6,560,410	10,237,091
Carrying amount			
At 31 December 2022	3,676,681	6,560,410	10,237,091
At 31 December 2021	7,081	8,498,687	8,505,768

WINDMILL ORGANICS LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

15 Subsidiaries

Details of the company's subsidiaries at 31 December 2022 are as follows:

Name of undertaking	Registered office	Class of shares held	% Held Direct
Machandel BV	Holland	Ordinary Shares	100.00
Windmill BV	Holland	Ordinary Shares	100.00
Windmill Organics EU Limited	Ireland	Ordinary Shares	100.00

The results of the subsidiaries are included in these consolidated results.

16 Stocks

	Group 2022 £	2021 £	Company 2022 £	2021 £
Finished goods and goods for resale	18,631,785	22,209,047	2,621,595	3,035,055

17 Debtors

	Group 2022 £	2021 £	Company 2022 £	2021 £
Amounts falling due within one year:				
Trade debtors	8,377,998	7,224,278	3,426,706	3,305,733
Amounts owed by group undertakings	-	-	28,017	16,206
Amounts owed by undertakings in which the company has a participating interest	-	-	-	765,133
Other debtors	552,105	796,419	119,158	298,954
Prepayments and accrued income	241,947	248,448	236,033	172,110
	9,172,050	8,269,145	3,809,914	4,558,136
Amounts falling due after more than one year:				
Deferred tax asset (note 21)	6,385	-	-	-
Total debtors	9,178,435	8,269,145	3,809,914	4,558,136

WINDMILL ORGANICS LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

18 Creditors: amounts falling due within one year

	Notes	Group 2022 £	2021 £	Company 2022 £	2021 £
Bank loans and overdrafts	20	1,663,766	10,269,529	-	-
Trade creditors		5,141,774	6,647,517	1,423,923	1,317,583
Amounts owed to group undertakings		-	-	242,997	336,085
Corporation tax payable		(385,297)	1,234,804	(531,097)	1,035,101
Other taxation and social security		387,663	203,174	45,142	62,416
Other creditors		2,442	-	2,442	9,322
Accruals and deferred income		696,604	642,325	110,982	18,806
		<u>7,506,952</u>	<u>18,997,349</u>	<u>1,294,389</u>	<u>2,779,313</u>

19 Creditors: amounts falling due after more than one year

	Notes	Group 2022 £	2021 £	Company 2022 £	2021 £
Bank loans and overdrafts	20	11,031,785	1,555,189	-	-
		<u>11,031,785</u>	<u>1,555,189</u>	<u>-</u>	<u>-</u>

20 Loans and overdrafts

	Group 2022 £	2021 £	Company 2022 £	2021 £
Bank loans	11,031,785	1,555,189	-	-
Bank overdrafts	1,663,766	10,269,529	-	-
	<u>12,695,551</u>	<u>11,824,718</u>	<u>-</u>	<u>-</u>
Payable within one year	1,663,766	10,269,529	-	-
Payable after one year	11,031,785	1,555,189	-	-
	<u>12,695,551</u>	<u>11,824,718</u>	<u>-</u>	<u>-</u>

Bank loans and overdrafts in Machandel are secured on the assets of that company.

21 Deferred taxation

Deferred tax assets and liabilities are offset where the group or company has a legally enforceable right to do so. The following is the analysis of the deferred tax balances (after offset) for financial reporting purposes:

	Liabilities 2022 £	Liabilities 2021 £	Assets 2022 £	Assets 2021 £
Group				
Accelerated capital allowances	3,225	6,334	6,385	-
	<u>3,225</u>	<u>6,334</u>	<u>6,385</u>	<u>-</u>

WINDMILL ORGANICS LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

21 Deferred taxation (Continued)

The company has no deferred tax assets or liabilities.

	Group 2022 £	Company 2022 £
Movements in the year:		
Liability at 1 January 2022	6,334	-
Credit to profit or loss	(9,494)	-
	<u> </u>	<u> </u>
Asset at 31 December 2022	(3,160)	-
	<u> </u>	<u> </u>

22 Retirement benefit schemes

	2022 £	2021 £
Defined contribution schemes		
Charge to profit or loss in respect of defined contribution schemes	25,955	19,982
	<u> </u>	<u> </u>

A defined contribution pension scheme is operated for all qualifying employees. The assets of the scheme are held separately from those of the group in an independently administered fund.

23 Share capital

Group and company	2022 Number	2021 Number	2022 £	2021 £
Ordinary share capital				
Issued and fully paid				
Ordinary of £1 each	1,000	1,000	1,000	1,000
	<u> </u>	<u> </u>	<u> </u>	<u> </u>

24 Financial commitments, guarantees and contingent liabilities

At the year end Machandel was committed to paying £4,321,586 to suppliers in the following period.

WINDMILL ORGANICS LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

25 Operating lease commitments

The operating leases represent leases to third parties.

At the reporting end date the group had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	Group 2022 £	2021 £	Company 2022 £	2021 £
Within one year	51,920	-	-	-
Between two and five years	52,800	-	-	-
	<u>104,720</u>	<u>-</u>	<u>-</u>	<u>-</u>

26 Directors' transactions

Dividends totalling £610,000 (2021 - £112,878) were paid in the year in respect of shares held by the company's directors.

27 Controlling party

The ultimate controlling party is the director.

28 Cash generated from group operations

	2022 £	2021 £
Profit for the year after tax	4,706,167	5,607,550
Adjustments for:		
Taxation charged	1,289,276	1,395,634
Finance costs	283,985	173,091
Investment income	(29,078)	(12,716)
Amortisation and impairment of intangible assets	251,650	47,179
Depreciation and impairment of tangible fixed assets	1,169,092	1,157,740
Movements in working capital:		
Decrease/(increase) in stocks	3,577,262	(3,869,383)
(Increase)/decrease in debtors	(902,905)	2,137,766
(Decrease)/increase in creditors	(1,264,533)	750,516
Cash generated from operations	<u>9,080,916</u>	<u>7,387,377</u>

WINDMILL ORGANICS LIMITED

NOTES TO THE GROUP FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 31 DECEMBER 2022

29 Cash generated from operations - company

	2022 £	2021 £
Profit for the year after tax	4,443,430	5,302,820
Adjustments for:		
Taxation charged	1,077,207	1,262,683
Investment income	(391,063)	(560,625)
Amortisation and impairment of intangible assets	34,890	34,890
Depreciation and impairment of tangible fixed assets	145,261	155,872
Movements in working capital:		
Decrease in stocks	413,460	3,614,805
Decrease in debtors	748,222	1,659,498
Increase/(decrease) in creditors	81,274	(746,853)
Cash generated from operations	6,552,681	10,723,090

30 Analysis of changes in net funds - group

	1 January 2022 £	Cash flows £	31 December 2022 £
Cash at bank and in hand	37,518,204	2,151,908	39,670,112
Bank overdrafts	(10,269,529)	8,605,763	(1,663,766)
	<u>27,248,675</u>	<u>10,757,671</u>	<u>38,006,346</u>
Borrowings excluding overdrafts	(1,555,189)	(9,476,596)	(11,031,785)
	<u>25,693,486</u>	<u>1,281,075</u>	<u>26,974,561</u>

31 Analysis of changes in net funds - company

	1 January 2022 £	Cash flows £	31 December 2022 £
Cash at bank and in hand	37,185,160	1,941,921	39,127,081

This document was delivered using electronic communications and authenticated in accordance with the registrar's rules relating to electronic form, authentication and manner of delivery under section 1072 of the Companies Act 2006.