

**Nutrition Warehouse Limited**

**Unaudited annual report and financial  
statements**

**Registered number 3615533**

**30 September 2018**



## **Contents**

Directors and advisors	1
Directors' report	2
Profit and Loss Account (unaudited)	3
Balance Sheet (unaudited)	4
Statement of Changes in Equity (unaudited)	5
Notes (unaudited)	6

## **Directors and advisors**

### **Directors**

C. Keen  
L Garley-Evans

### **Company secretary**

L Garley-Evans

### **Registered office**

Samuel Ryder House  
Barling Way  
Eliot Park  
Nuneaton  
Warwickshire  
CV10 7RH

## **Directors' report**

The directors present their report and the unaudited financial statements of the Company for the year ended 30 September 2018.

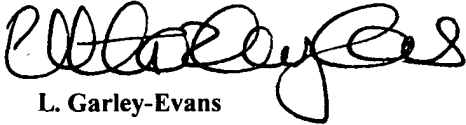
### **Principal activities**

The principal activities of the Company is acting as a dormant company. The company did not trade at any time during the current or previous financial year.

### **Directors**

The directors who held office during the year and up to the date of signing the financial statements, unless otherwise stated, were as follows:

C. Keen  
L. Garley-Evans  
K. Rowe (resigned 17 November 2017)  
P. Aldis (resigned 17 November 2017)

A handwritten signature in black ink, appearing to read 'L. Garley-Evans', is written over the printed name and title.

**L. Garley-Evans**  
*Director*

23 January 2019

**Profit and Loss Account (unaudited)**  
*for the year ended 30 September 2018*

The Company did not trade during the current or preceding financial year and accordingly no profit and loss account is presented. It had no other income or charges in either the current or preceding financial year and accordingly no statement of comprehensive income is presented.

**Balance Sheet (unaudited)**  
*as at 30 September 2018*

	<i>Note</i>	<b>2018</b> <b>£000</b>	<b>£000</b>	<b>2017</b> <b>£000</b>	<b>£000</b>
<b>Current assets</b>					
Debtors	3	267,328		267,328	
<b>Creditors: amounts falling due within one year</b>	4	<b>(159,693)</b>		<b>(159,693)</b>	
<b>Net current assets</b>			<b>107,635</b>		<b>107,635</b>
<b>Total assets less current liabilities, being net assets</b>			<b>107,635</b>		<b>107,635</b>
<b>Capital and reserves</b>					
Called up share capital	5	-		-	
Share premium account		69,170		69,170	
Profit and loss account		38,465		38,465	
<b>Total shareholders' funds</b>			<b>107,635</b>		<b>107,635</b>

The notes on pages 6 to 8 form an integral part of these financial statements.

For the year ended 30 September 2018, the Company was entitled to the exemption from audit as a dormant company under section 480 of the Companies Act 2006.

The members have not required the company to obtain an audit of its accounts in accordance with section 476 of the Companies Act 2006.

The directors acknowledge their responsibility for complying with the requirements of the 2006 Act with respect to accounting records and the preparation of accounts under section 475(3) of the Companies Act 2006.

The financial statements were approved and authorised for issue by the board of directors on 23 January 2019 and were signed on its behalf by:

  
**C Keen**  
*Chief Financial Officer*

Company registered number: 3615533

**Statement of Changes in Equity (unaudited)**  
*for the year ended 30 September 2018*

	<b>Called up share capital</b>	<b>Share premium account</b>	<b>Profit and loss account</b>	<b>Total shareholders' fund</b>
	<b>£000</b>	<b>£000</b>	<b>£000</b>	<b>£000</b>
Balance as at 1 October 2016 and 30 September 2017	-	69,170	38,465	107,635
	<hr/>	<hr/>	<hr/>	<hr/>
Balance as at 1 October 2017	-	69,170	38,465	107,635
<b>Total comprehensive income for the year</b>				
Result for the financial year	-	-	-	-
	<hr/>	<hr/>	<hr/>	<hr/>
<b>Balance at 30 September 2018</b>	-	69,170	38,465	107,635
	<hr/>	<hr/>	<hr/>	<hr/>

## **Notes (unaudited)**

*(forming part of the financial statements)*

### **1 Accounting policies**

Nutrition Warehouse Limited (the “Company”) is a private company limited by shares and incorporated and domiciled in the UK.

The Company’s (registered number 3615533) registered address is Samuel Ryder House, Barling Way, Eliot Park, Nuneaton, Warwickshire. CV10 7RH, which is part of Warwickshire in the UK.

#### **1.1 Statement of compliance**

These financial statements were prepared in accordance with Financial Reporting Standard 102 *The Financial Reporting Standard* applicable in the UK and Republic of Ireland (“FRS 102”) as issued in August 2014. The amendments to FRS 102 issued in July 2015 and effective immediately have been applied.

#### **1.2 Basis of preparation**

The Company’s financial statements are prepared in accordance with FRS 102. The accounting policies set out in the notes below have been applied in preparing the financial statements for the year ended 30 September 2018 and the comparative information presented in these financial statements for the year ended 30 September 2017.

The Company is included within the consolidated financial statements of Holland & Barrett International Limited. The consolidated financial statements of Holland & Barrett International Limited are prepared in accordance with EU-IFRS and are publically available. In these financial statements, the Company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the period;
- Cash Flow Statement and related notes; and
- Key Management Personnel compensation.

As the consolidated financial statements of Holland & Barrett International Limited include the equivalent disclosures, the Company has also taken the exemptions under FRS 102 available in respect of the following disclosures:

- The disclosures required by FRS 102.11 *Basic Financial Instruments* and FRS 102.12 *Other Financial Instrument Issues* in respect of financial instruments not falling within the fair value accounting rules of Paragraph 36(4) of Schedule 1.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements. The Company’s presentation and functional currency is sterling. All amounts in the financial statements have been rounded to the nearest £1,000.

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 7.

#### **1.3 Measurement convention**

The financial statements are prepared on the historical cost basis

#### **1.4 Going concern**

After making enquiries, the directors have reasonable expectation that the Company has adequate resources to continue in operational existence for the foreseeable future. An undertaking has been received from the principal group creditor that repayment will not be sought within twelve months of the date of signing of these financial statements. For this reason, they continue to adopt the going concern basis in preparing the financial statements.



## Notes (unaudited) (continued)

### 1 Accounting policies (continued)

#### 1.5 Classification of financial instruments issued by the Company

Ordinary share capital issued by the Company is classified as equity.

#### 1.6 Basic financial instruments

The Company has chosen to adopt Sections 11 and 12 of FRS 102 in respect of financial instruments.

##### Financial assets

Basic financial assets include amounts owed by group undertakings recognised initially at transaction price. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses.

##### Financial liabilities

Basic financial liabilities include amounts owed to group undertakings recognised initially at transaction price. Subsequent to initial recognition they are measured at amortised cost using the effective interest method. Financial liabilities are derecognised when the liability is extinguished, that is when the contractual obligation is discharged, cancelled or expires.

#### 1.7 Impairment

##### Financial assets (including amounts owed by group undertakings)

Financial assets are assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably. Impairment losses are recognised in profit or loss. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

### 2 Directors' remuneration and staff numbers

No directors of the company received any remuneration in respect of their services to the Company, either from the Company or from other group undertakings, during the year ended 30 September 2018 (2017: nil).

The Company had no employees during the current or prior year and accordingly no employee costs are included in these financial statements (2017: nil).

### 3 Debtors

	2018 £000	2017 £000
Amounts owed by group undertakings	<b>267,328</b>	267,328

The amounts owed by group undertakings are unsecured and are repayable on demand. Interest is not charged on these amounts.

**Notes (unaudited) (continued)**

**4 Creditors: amounts falling due within one year**

	<b>2018</b>	<b>2017</b>
	<b>£000</b>	<b>£000</b>
Amounts owed to group undertakings	<b>159,693</b>	<b>159,693</b>

Amounts owed to group undertakings are unsecured and are repayable on demand. Interest is not charged on these amounts.

**5 Called up share capital**

	<b>2018</b>	<b>2017</b>
	<b>£000</b>	<b>£000</b>
<i>Allotted, called up and fully paid</i>		
5 (2017: 5) ordinary shares of £1 each	-	-

**6 Ultimate parent company and parent company of larger group**

The immediate parent undertaking is Holland & Barrett International Limited, a company incorporated in England and Wales. The Company's ultimate parent and controlling party is Letterone Investment Holdings S.A, a company incorporated in Luxembourg.

The largest and only group of publically available financial statements in which the results of the company are consolidated is that prepared by Holland & Barrett International Limited. Copies of Holland & Barrett International Limited's consolidated accounts may be obtained from the registrar of Companies, Companies House, Crown Way, Cardiff.

**7 Accounting estimates and judgements**

The key assumptions concerning the areas of uncertainty at the balance sheet date which have a significant risk of causing a material adjustment to carrying amounts are:

*Recoverability of amounts owed by group undertakings*

The recoverability of amounts owed by group undertakings are assessed at each balance sheet date based upon forecast cash flows of the businesses. Provisions are made where recoverability is not deemed probable.