

**REGISTERED NUMBER: 05151352 (England and Wales)**

**Group Strategic Report,  
Report of the Directors and  
Consolidated Financial Statements  
for the Year Ended 31 March 2022  
for  
Vale Of Mowbray Holdings Limited**



**Contents of the Consolidated Financial Statements  
for the Year Ended 31 March 2022**

	<b>Page</b>
<b>Company Information</b>	<b>1</b>
<b>Group Strategic Report</b>	<b>2</b>
<b>Report of the Directors</b>	<b>3</b>
<b>Report of the Independent Auditors</b>	<b>4</b>
<b>Consolidated Statement of Income and Retained Earnings</b>	<b>7</b>
<b>Consolidated Balance Sheet</b>	<b>8</b>
<b>Company Balance Sheet</b>	<b>9</b>
<b>Consolidated Cash Flow Statement</b>	<b>10</b>
<b>Notes to the Consolidated Cash Flow Statement</b>	<b>11</b>
<b>Notes to the Consolidated Financial Statements</b>	<b>13</b>

**Vale Of Mowbray Holdings Limited**

**Company Information  
for the Year Ended 31 March 2022**

**DIRECTORS:**

M J Gatenby  
A R Gatenby

**REGISTERED OFFICE:**

20 Leases Road  
Leeming Bar  
NORTHALLERTON  
North Yorkshire  
DL7 9AW

**REGISTERED NUMBER:**

05151352 (England and Wales)

**SENIOR STATUTORY AUDITOR:**

Christopher Beaumont BA(Hons) BFP FCA DChA

**AUDITORS:**

Clive Owen LLP  
Chartered Accountants  
& Statutory Auditors  
140 Coniscliffe Road  
Darlington  
County Durham  
DL3 7RT

**Group Strategic Report  
for the Year Ended 31 March 2022**

The directors present their strategic report of the company and the group for the year ended 31 March 2022.

**REVIEW OF BUSINESS**

The group's principal activities during the year continued to be that of the manufacture and distribution of pies supported by a van sales operation.

The key financial and other performance indicators during the year were as follows:

	2022	2021
	£	£
Turnover	-	24,271,722
Operating profit/(loss)	(6,972,076)	31,066
Profit/(loss) before tax	(6,962,076)	(95,271)
Equity shareholders' funds	(743)	6,495,353
Number of employees	-	255

Vale of Mowbray Limited went into administration on 28 September 2022. As a result the assets of the business were put up for sale by the liquidator. The financial results of Vale of Mowbray Limited have not been included in the consolidated results within these financial statements, as disclosed in the accounting policies.

As a result of Vale of Mowbray Limited going into administration during the period, Vale of Mowbray Holdings Limited has fully impaired all investment and intercompany balances.

**PRINCIPAL RISKS AND UNCERTAINTIES**

As a result of the group no longer trading it is considered that no principal risks and uncertainties apply to the group.

**ON BEHALF OF THE BOARD:**



M J Gatenby - Director

Date: 08.05.2023

**Report of the Independent Auditors to the Members of  
Vale Of Mowbray Holdings Limited**

**Opinion**

We have audited the financial statements of Vale Of Mowbray Holdings Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 March 2022 which comprise the Consolidated Statement of Income and Retained Earnings, Consolidated Balance Sheet, Company Balance Sheet, Consolidated Cash Flow Statement and Notes to the Consolidated Cash Flow Statement, Notes to the Financial Statements, including a summary of 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 of the parent company affairs as at 31 March 2022 and of the group's loss 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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the group 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**

Refer to our emphasis of matter paragraph below.

**Emphasis of matter**

We draw attention to Note 2 to the financial statements which explains that on 28 September 2022 Vale of Mowbray Limited went into administration. As a result the assets of the business were put up for sale by the liquidator.

Vale of Mowbray Holdings has subsequently fully written down all investment and intercompany balances and therefore is no longer trading. The directors therefore do not consider it appropriate to adopt the going concern basis of accounting in preparing the financial statements. Accordingly the financial statements have been prepared on a basis other than going concern.

Our opinion is not modified in respect of this matter.

**Other information**

The directors are responsible for the other information. The other information comprises the information in the Group Strategic Report and the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

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.

In connection with our audit of the financial statements, 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 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 the audit:

- the information given in the Group Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group Strategic Report and the Report of the Directors have been prepared in accordance with applicable legal requirements.

**Report of the Directors  
for the Year Ended 31 March 2022**

The directors present their report with the financial statements of the company and the group for the year ended 31 March 2022.

**PRINCIPAL ACTIVITY**

Vale of Mowbray Limited went into administration during the year, therefore the group is no longer trading.

**DIVIDENDS**

No dividends will be distributed for the year ended 31 March 2022.

**DIRECTORS**

The directors shown below have held office during the whole of the period from 1 April 2021 to the date of this report.

M J Gatenby  
A R Gatenby

**STATEMENT OF DIRECTORS' RESPONSIBILITIES**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have 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 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 the group and of the profit or loss of the group 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 accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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


**STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS**

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the group's auditors are unaware, and each director has taken all the steps that he ought to have taken as a director in order to make himself aware of any relevant audit information and to establish that the group's auditors are aware of that information.

**AUDITORS**

The auditors, Clive Owen LLP, are deemed to be reappointed under section 487(2) of the Companies Act 2006.

**ON BEHALF OF THE BOARD:**

  
.....

M J Gatenby - Director

Date: 08-05-2023

## **Report of the Independent Auditors to the Members of Vale Of Mowbray Holdings 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 its environment obtained in the course of the audit, we have not identified material misstatements in the Group Strategic Report or the Report of the Directors.

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

- adequate accounting records have not been kept 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 directors**

As explained more fully in the Statement of Directors' Responsibilities set out on page three, the directors are 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 directors determine 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 directors are responsible for assessing the group's and 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 directors either intend to liquidate the group or the parent company or to cease operations, or have no realistic alternative but to do so.

### **Auditors' 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 a Report of the Auditors 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:

We undertake the following procedures to identify and respond to these risks of non-compliance:

- Understanding the key legal and regulatory frameworks that are applicable to the Company. We communicated identified laws and regulations throughout the audit team and remained alert to any indications of non-compliance throughout the audit. We determined the most significant of these to be accounting and taxation law.
- Enquiry of directors and management as to policies and procedures to ensure compliance and any known instances of non-compliance.
- Review of board minutes and correspondence with regulators.
- Enquiry of directors and management as to areas of the financial statements susceptible to fraud and how these risks are managed.
- Challenging management on key estimates, assumptions and judgements made in the preparation of the financial statements. These key areas of uncertainty are disclosed in the accounting policies.
- Identifying and testing unusual journal entries, with a particular focus on manual journal entries.

Through these procedures, we did not become aware of actual or suspected non-compliance.

We planned and performed our audit in accordance with auditing standards but owing to the inherent limitations of procedures required in these areas, there is an unavoidable risk that we may not have detected a material misstatement in the accounts. The further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we would become aware of it. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve concealment, collusion, forgery, misrepresentations, or override of internal controls. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our Report of the Auditors.

**Report of the Independent Auditors to the Members of  
Vale Of Mowbray Holdings Limited**

**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 a Report of the Auditors 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.



Christopher Beaumont BA(Hons) BFP FCA DChA (Senior Statutory Auditor)  
for and on behalf of Clive Owen LLP  
Chartered Accountants  
& Statutory Auditors  
140 Coniscliffe Road  
Darlington  
County Durham  
DL3 7RT

Date: 3 July 2023



**Consolidated  
Statement of Income and  
Retained Earnings  
for the Year Ended 31 March 2022**

	Notes	2022 £	2021 £
<b>TURNOVER</b>	3	-	24,271,722
Cost of sales		-	(19,846,538)
<b>GROSS PROFIT</b>		-	4,425,184
Administrative expenses		-	(4,452,853)
		-	(27,669)
Other operating income		(6,495,353)	58,735
<b>OPERATING (LOSS)/PROFIT</b>	5	(6,495,353)	31,066
Interest receivable and similar income		-	101
		(6,495,353)	31,167
Interest payable and similar expenses	7	-	(126,438)
<b>LOSS BEFORE TAXATION</b>		(6,495,353)	(95,271)
Tax on loss	8	-	145,566
<b>(LOSS)/PROFIT FOR THE FINANCIAL YEAR</b>		(6,495,353)	50,295
Retained earnings at beginning of year		2,120,353	2,070,058
<b>RETAINED EARNINGS FOR THE GROUP AT END OF YEAR</b>		(4,375,000)	2,120,353
(Loss)/profit attributable to: Owners of the parent		(6,495,353)	50,295

The notes form part of these financial statements

Consolidated Balance Sheet  
31 March 2022

	Notes	2022	2021
		£	£
<b>FIXED ASSETS</b>			
Intangible assets	10	-	184,992
Tangible assets	11	-	15,373,021
Investments	12	-	-
		<u>-</u>	<u>15,558,013</u>
<b>CURRENT ASSETS</b>			
Stocks	13	-	827,081
Debtors	14	-	1,160,823
Cash at bank and in hand		-	1,219
		<u>-</u>	<u>1,989,123</u>
<b>CREDITORS</b>			
Amounts falling due within one year	15	-	3,079,291
		<u>-</u>	<u>(1,090,168)</u>
<b>NET CURRENT LIABILITIES</b>		<u>-</u>	<u>(1,090,168)</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		<u>-</u>	<u>14,467,845</u>
<b>CREDITORS</b>			
Amounts falling due after more than one year	16	-	7,972,492
		<u>-</u>	<u>6,495,353</u>
<b>NET ASSETS</b>		<u>-</u>	<u>6,495,353</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	20	700	700
Share premium		4,374,300	4,374,300
Retained earnings		(4,375,000)	2,120,353
		<u>-</u>	<u>6,495,353</u>
<b>SHAREHOLDERS' FUNDS</b>		<u>-</u>	<u>6,495,353</u>

The financial statements were approved by the Board of Directors and authorised for issue on 8 MAY 2022 and were signed on its behalf by:

  
M J Gatenby - Director

The notes form part of these financial statements

Company Balance Sheet  
31 March 2022

	Notes	2022 £	2021 £
<b>FIXED ASSETS</b>			
Intangible assets	10	-	-
Tangible assets	11	-	-
Investments	12	-	8,750,000
			<u>8,750,000</u>
<b>CURRENT ASSETS</b>			
Cash at bank		-	87
<b>CREDITORS</b>			
Amounts falling due within one year	15	-	280,077
<b>NET CURRENT LIABILITIES</b>		-	<u>(279,990)</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		-	8,470,010
<b>CREDITORS</b>			
Amounts falling due after more than one year	16	-	1,741,667
<b>NET ASSETS</b>		-	<u>6,728,343</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	20	700	700
Share premium		4,374,300	4,374,300
Retained earnings		(4,375,000)	2,353,343
<b>SHAREHOLDERS' FUNDS</b>		-	<u>6,728,343</u>
Company's (loss)/profit for the financial year		<u>(6,728,343)</u>	<u>62,222</u>

The financial statements were approved by the Board of Directors and authorised for issue on 8 MAY 2023 and were signed on its behalf by:

  
M J Gatenby - Director

The notes form part of these financial statements

**Consolidated Cash Flow Statement  
for the Year Ended 31 March 2022**

	Notes	2022 £	2021 £
<b>Cash flows from operating activities</b>			
Cash generated from operations	1	-	781,729
Interest paid		-	(126,438)
Taxation refund		-	24,510
Net cash from operating activities		-	679,801
<b>Cash flows from investing activities</b>			
Purchase of tangible fixed assets		-	(309,273)
Sale of tangible fixed assets		-	900
Subsidiaries written down in year		674,773	-
Interest received		-	101
Net cash from investing activities		674,773	(308,272)
<b>Cash flows from financing activities</b>			
Loan repayments in year		-	(344,557)
Capital repayments in year		-	(22,798)
Amount withdrawn by directors		-	(10,000)
Net cash from financing activities		-	(377,355)
<b>Increase/(decrease) in cash and cash equivalents</b>		674,773	(5,826)
<b>Cash and cash equivalents at beginning of year</b>	2	(674,773)	(668,947)
<b>Cash and cash equivalents at end of year</b>	2	-	(674,773)

The notes form part of these financial statements

Notes to the Consolidated Cash Flow Statement  
for the Year Ended 31 March 2022

1. RECONCILIATION OF LOSS BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

	2022	2021
	£	£
Loss before taxation	(6,495,353)	(95,271)
Depreciation charges	-	795,197
Profit on disposal of fixed assets	-	(898)
Provision for impairments	8,750,000	-
Loan write-offs	(2,254,647)	-
Finance costs	-	126,438
Finance income	-	(101)
	<hr/>	<hr/>
	-	825,365
Increase in stocks	-	(175,411)
Increase in trade and other debtors	-	(7,975)
Increase in trade and other creditors	-	139,750
	<hr/>	<hr/>
Cash generated from operations	-	781,729
	<hr/>	<hr/>

2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Year ended 31 March 2022

	31.3.22	1.4.21
	£	£
Cash and cash equivalents	-	1,219
Bank overdrafts	-	(675,992)
	<hr/>	<hr/>
	-	(674,773)
	<hr/>	<hr/>

Year ended 31 March 2021

	31.3.21	1.4.20
	£	£
Cash and cash equivalents	1,219	2,333
Bank overdrafts	(675,992)	(671,280)
	<hr/>	<hr/>
	(674,773)	(668,947)
	<hr/>	<hr/>

The notes form part of these financial statements

Notes to the Consolidated Cash Flow Statement  
for the Year Ended 31 March 2022

3. ANALYSIS OF CHANGES IN NET DEBT

	At 1.4.21 £	Cash flow £	At 31.3.22 £
<b>Net cash</b>			
Cash at bank and in hand	1,219	(1,219)	-
Bank overdrafts	(675,992)	675,992	-
	<u>(674,773)</u>	<u>674,773</u>	<u>-</u>
<b>Debt</b>			
Finance leases	(103,202)	103,202	-
Debts falling due within 1 year	(342,444)	342,444	-
Debts falling due after 1 year	(3,282,141)	3,282,141	-
	<u>(3,727,787)</u>	<u>3,727,787</u>	<u>-</u>
<b>Total</b>	<u>(4,402,560)</u>	<u>4,402,560</u>	<u>-</u>

The notes form part of these financial statements

**Notes to the Consolidated Financial Statements  
for the Year Ended 31 March 2022**

**1. STATUTORY INFORMATION**

Vale Of Mowbray Holdings Limited is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the General Information page.

**2. ACCOUNTING POLICIES**

**Basis of preparation**

These financial statements have been prepared in accordance with applicable United Kingdom accounting standards, including Financial Reporting Standard 102 - 'The Financial Reporting Standard applicable in the United Kingdom and Republic of Ireland' ('FRS 102'), and with the Companies Act 2006. The financial statements have been prepared on the historical cost basis except for the modification to a fair value basis for certain financial instruments as specified in the accounting policies below.

There were no material departures from that standard.

The principal accounting policies adopted in the preparation of the financial statements are set out below and have remained unchanged from the previous year, and also have been consistently applied within the same accounts.

**Going concern**

On 28 September 2022 Vale of Mowbray Limited went into administration. As a result the assets of the business were put up for sale by the liquidator.

Vale of Mowbray Holdings has subsequently fully written down all investment and intercompany balances and therefore is no longer trading. The directors therefore do not consider it appropriate to adopt the going concern basis of accounting in preparing the financial statements. Accordingly the financial statements have been prepared on a basis other than going concern.

Our opinion is not modified in respect of this matter.

**Significant judgements and estimates**

**Impairment of fixed asset investments** - The group has an investment in a subsidiary company. This investment is held at cost less any provision for impairment. The directors have assessed the carrying value of the investment in light of current performance and have concluded based on anticipated future trading that there is a requirement for the the investment to be fully impaired.

**Turnover**

Turnover is measured at the fair value of the consideration received or receivable, net of discounts, rebates, other sales taxes and value added taxes. Turnover includes revenue earned from the sale of goods and from the rendering of services.

**Income recognition**

Turnover from the sale of goods is recognised when the significant risks and rewards of ownership of the goods has transferred to the buyer. This is usually at the point that the customer has signed for the delivery of the goods.

**Goodwill**

Goodwill on acquisitions is being written back to the profit and loss account over a period of twenty years due to the respected brand in the market place.

**Intangible assets**

Intangible assets are initially measured at cost. After initial recognition, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

Notes to the Consolidated Financial Statements - continued  
for the Year Ended 31 March 2022

2. ACCOUNTING POLICIES - continued

**Tangible fixed assets**

Tangible fixed assets are measured at cost less accumulated depreciation and any accumulated impairment losses.

Depreciation is calculated to write down the cost less estimated residual value of all tangible fixed assets, other than freehold land, over their expected useful lives, using the straight-line method. The rates applicable are:

- Freehold property	Not provided
- Plant and machinery	10 years
- Fixtures and fittings	10 years
- Motor vehicles	4 years

**Impairment of assets**

At each reporting date fixed assets are reviewed to determine whether there is any indication that those assets have suffered an impairment loss. If there is an indication of possible impairment, the recoverable amount of any affected asset is estimated and compared with its carrying amount. If estimated recoverable amount is lower, the carrying amount is reduced to its estimated recoverable amount, and an impairment loss is recognised immediately in profit or loss. If an impairment loss subsequently reverses, the carry amount of the asset is increased to the revised estimate of its recoverable amount, but not in excess of the amount that would have been determined had no impairment loss been recognised for the asset in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

**Investments in subsidiaries**

Investments in subsidiary undertakings are recognised at cost.

Vale of Mowbray Limited went into administration on 28 September 2022. As a result the assets of the business were put up for sale by the liquidator. In accordance with the Companies Act 2006, s405 para 3(a) there are therefore "severe, long-term restrictions which substantially hinder the exercise of the right of the parent company (Vale of Mowbray Holdings Limited) over the assets or management of that undertaking (Vale of Mowbray Limited)".

In accordance with Section 402 of the Companies Act, Vale of Mowbray Holdings Limited is exempt from preparing group accounts as its only subsidiary, Vale of Mowbray Limited, meets the definition of s405 para 3(a) of the Companies Act 2006.

**Stocks**

Stock are stated at the lower of cost, using the first in first out method, and selling price less costs to complete and sell.

**Taxation**

Taxation for the year comprises current and deferred tax. Tax is recognised in the Consolidated Profit and Loss Account, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.



**Notes to the Consolidated Financial Statements - continued  
for the Year Ended 31 March 2022**

**2. ACCOUNTING POLICIES - continued**

**Taxation**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

**Foreign currencies**

In preparing the financial statements of the individual entities, transactions in currencies other than the functional currency of the individual entities (foreign currencies) are recognised at the spot rate at the dates of the transactions, or at an average rate where this rate approximates the actual rate at the date of the transaction. At the end of each reporting period, monetary items denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences are recognised in profit or loss in the period in which they arise. However, in the consolidated financial statements exchange differences arising on monetary items that form part of the net investment in a foreign operation are recognised in other comprehensive income and are not reclassified to profit or loss.

**Pension costs and other post-retirement benefits**

Short-term employee benefits and contributions to defined contribution plans are recognised as an expense in the period in which they are incurred.

**Leasing commitments**

Rentals paid under operating leases are charged to the profit and loss account on a straight line basis over the period of the lease.

**Employee benefit trusts**

The group has established trusts for the benefit of employees and certain of their dependents. Monies held in these trusts are held by independent trustees and managed at their discretion.

Where the group retains future economic benefit from, and has de facto control of the assets and liabilities of the trust, they are accounted for as assets and liabilities of the group until the earlier of the date that an allocation of trust funds to employees in respect of past services is declared and the date that assets of the trust vest in identified individuals.

Where monies held in a trust are determined by the group on the basis of employees' past services to the business and the group can obtain no future economic benefit from those monies, such monies, whether in the trust or accrued for by the group are charged to the profit and loss account in the period to which they relate.

**Employer financed retirement benefit schemes (EFRBS)**

In a previous accounting period, the group established an EFRBS for the benefit of its officers, employees and their wider families, The Vale of Mowbray Limited 2011 EFRBS ('the Scheme').

No contributions were made to the Scheme during the current accounting period.

In accordance with FRS 102 the group does not include the assets and liabilities of the Scheme on its Balance Sheet to the extent that it considers that it will not retain any future economic benefit from the assets of the Scheme and will not have control of the rights or other access to those future economic benefits.

Notes to the Consolidated Financial Statements - continued  
for the Year Ended 31 March 2022

2. ACCOUNTING POLICIES - continued

**Financial instruments**

Basic financial instruments are measured at amortised cost with changes recognised in profit or loss.

**Business combinations**

Acquisitions of subsidiaries and businesses are accounted for using the purchase method. The cost of the business combination is measured at the aggregate of the fair values (at the date of exchange) of assets given, liabilities incurred or assumed, and equity instruments issued by the group in exchange for control of the acquiree plus costs directly attributable to the business combination.

Any excess of the cost of the business combination over the acquirer's interest in the net fair value of the identifiable assets and liabilities is recognised as goodwill. If the net fair value of the identifiable assets and liabilities exceeds the cost of the business combination the excess is recognised separately on the face of the consolidated statement of financial position immediately below goodwill.

**Investment in subsidiaries**

The consolidated financial statements incorporate the financial statements of the company and entities (including special purpose entities) controlled by the group (its subsidiaries). Control is achieved where the group has the power to govern the financial and operating policies of an entity so as to obtain benefits from its activities.

All intra-group transactions, balances, income and expenses are eliminated in full on consolidation.

Investments in subsidiaries are accounted for at cost less impairment in the individual financial statements.

3. TURNOVER

The turnover and loss before taxation are attributable to the one principal activity of the group.

An analysis of turnover by class of business for the year ended 31 March 2021 is given below:

	£
Bakery sales	22,046,098
Van sales	2,225,624
	<u>24,271,722</u>

This analysis is not considered to be applicable to the year ended 31 March 2022.

4. EMPLOYEES AND DIRECTORS

	2022 £	2021 £
Wages and salaries	-	6,289,013
Social security costs	-	563,436
Other pension costs	-	130,154
	<u>-</u>	<u>6,982,603</u>

The average number of employees during the year was as follows:

	2022	2021
Office and management	-	33
Manufacturing production	-	222
	<u>-</u>	<u>255</u>

Notes to the Consolidated Financial Statements - continued  
for the Year Ended 31 March 2022

4. **EMPLOYEES AND DIRECTORS - continued**

The group operates a stakeholder defined contribution pension scheme for the benefit of the employees and directors. The assets of the scheme are administered by an independent pensions provider. Pension payments recognised as an expense during the year amount to £nil (2021: £130,154).

	2022	2021
	£	£
Directors' remuneration	-	64,800
Directors' pension contributions to money purchase schemes	-	1,313
	<u>-</u>	<u>66,113</u>

The number of directors to whom retirement benefits were accruing was as follows:

	2022	2021
Money purchase schemes	-	1
	<u>-</u>	<u>1</u>

The above Directors' remuneration figure represents the aggregate key management personnel remuneration for the group.

5. **OPERATING (LOSS)/PROFIT**

The operating loss (2021 - operating profit) is stated after charging/(crediting):

	2022	2021
	£	£
Depreciation - owned assets	-	748,948
Profit on disposal of fixed assets	-	(898)
Goodwill amortisation	-	46,249
Audit fee	-	19,000
Foreign exchange differences	-	(306)
Operating lease rentals	-	150,882
Government grants	-	41,313
	<u>-</u>	<u>948,976</u>

6. **EXCEPTIONAL ITEMS**

	2022	2021
	£	£
Intercompany loan write-off	2,254,647	-
	<u>2,254,647</u>	<u>-</u>

7. **INTEREST PAYABLE AND SIMILAR EXPENSES**

	2022	2021
	£	£
Bank loan interest	-	49,312
Other interest	-	77,126
	<u>-</u>	<u>126,438</u>

Notes to the Consolidated Financial Statements - continued  
for the Year Ended 31 March 2022

8. TAXATION

Analysis of the tax credit

The tax credit on the loss for the year was as follows:

	2022 £	2021 £
Current tax:		
Over/under provision in previous years	-	(145,566)
Tax on loss	-	(145,566)

Reconciliation of total tax credit included in profit and loss

The tax assessed for the year is higher than the standard rate of corporation tax in the UK. The difference is explained below:

	2022 £	2021 £
Loss before tax	(6,495,353)	(95,271)
Loss multiplied by the standard rate of corporation tax in the UK of 19% (2021 - 19%)	(1,234,117)	(18,101)
Effects of:		
Expenses not deductible for tax purposes	1,662,359	15,842
Income not taxable for tax purposes	(428,242)	-
Depreciation in excess of capital allowances	-	13,426
Utilisation of tax losses	-	(11,167)
R&D tax credits received for prior years	-	(145,566)
Total tax credit	-	(145,566)

9. INDIVIDUAL PROFIT AND LOSS ACCOUNT

As permitted by Section 408 of the Companies Act 2006, the Profit and Loss Account of the parent company is not presented as part of these financial statements.

10. GOODWILL ON CONSOLIDATION

Group	Goodwill £
<b>COST</b>	
At 1 April 2021	924,976
Impairments	(924,976)
At 31 March 2022	-
<b>NET BOOK VALUE</b>	
At 31 March 2022	-
At 31 March 2021	924,976

Notes to the Consolidated Financial Statements - continued  
for the Year Ended 31 March 2022

11. TANGIBLE FIXED ASSETS

Group

	Freehold property £	Plant and machinery £	Fixtures and fittings £	Motor vehicles £	Totals £
<b>COST</b>					
At 1 April 2021	11,516,684	3,923,063	45,895	68,771	15,554,413
Impairments	(11,448,488)	(3,923,063)	(7)	(1,463)	(15,373,021)
At 31 March 2022	68,196	-	45,888	67,308	181,392
<b>DEPRECIATION</b>					
At 1 April 2021 and 31 March 2022	68,196	-	45,888	67,308	181,392
<b>NET BOOK VALUE</b>					
At 31 March 2022	-	-	-	-	-
At 31 March 2021	11,448,488	3,923,063	7	1,463	15,373,021

12. FIXED ASSET INVESTMENTS

Group

	Shares in group undertakings £
<b>COST</b>	
At 1 April 2021	8,750,000
Impairments	(8,750,000)
At 31 March 2022	-
<b>NET BOOK VALUE</b>	
At 31 March 2022	-
At 31 March 2021	8,750,000

Company

	Shares in group undertakings £
<b>COST</b>	
At 1 April 2021	8,750,000
Impairments	(8,750,000)
At 31 March 2022	-
<b>NET BOOK VALUE</b>	
At 31 March 2022	-
At 31 March 2021	8,750,000

Notes to the Consolidated Financial Statements - continued  
for the Year Ended 31 March 2022

12. **FIXED ASSET INVESTMENTS - continued**

The group or the company's investments at the Balance Sheet date in the share capital of companies include the following:

**Subsidiary**

**Vale of Mowbray Limited**

Registered office:

Nature of business: In administration

	%
Class of shares:	holding
Ordinary £1	100.00

13. **STOCKS**

	Group	
	2022	2021
	£	£
Stocks	-	22,642
Raw materials	-	723,576
Finished goods	-	80,863
	<u>-</u>	<u>827,081</u>

14. **DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	Group	
	2022	2021
	£	£
Trade debtors	-	676,520
Other debtors	-	293,695
Directors' current accounts	-	10,000
Prepayments and accrued income	-	180,608
	<u>-</u>	<u>1,160,823</u>

15. **CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	Group		Company	
	2022	2021	2022	2021
	£	£	£	£
Bank loans and overdrafts (see note 17)	-	1,018,436	-	122,222
Hire purchase contracts (see note 18)	-	23,940	-	-
Trade creditors	-	1,139,861	-	-
Amounts owed to group undertakings	-	-	-	60,000
Amounts owed to related undertakings	-	97,025	-	97,025
Taxation and social security	-	291,044	-	-
Accruals and deferred income	-	508,985	-	830
	<u>-</u>	<u>3,079,291</u>	<u>-</u>	<u>280,077</u>

Notes to the Consolidated Financial Statements - continued  
for the Year Ended 31 March 2022

16. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	Group		Company	
	2022	2021	2022	2021
	£	£	£	£
Bank loans (see note 17)	-	3,282,141	-	1,741,667
Hire purchase contracts (see note 18)	-	79,262	-	-
Amounts owed to group undertakings	-	447,050	-	-
Other creditors	-	3,576,883	-	-
Shareholder loan	-	587,156	-	-
	<u>-</u>	<u>7,972,492</u>	<u>-</u>	<u>1,741,667</u>

17. LOANS

An analysis of the maturity of loans is given below:

	Group		Company	
	2022	2021	2022	2021
	£	£	£	£
Amounts falling due within one year or on demand:				
Bank overdrafts	-	675,992	-	-
Bank loans	-	342,444	-	122,222
	<u>-</u>	<u>1,018,436</u>	<u>-</u>	<u>122,222</u>
Amounts falling due between one and two years:				
Bank loans - 1-2 years	-	347,367	-	122,222
	<u>-</u>	<u>347,367</u>	<u>-</u>	<u>122,222</u>
Amounts falling due between two and five years:				
Bank loans - 2-5 years	-	994,859	-	366,667
	<u>-</u>	<u>994,859</u>	<u>-</u>	<u>366,667</u>
Amounts falling due in more than five years:				
Repayable by instalments				
Bank loans - more than 5 years	-	1,939,915	-	1,252,778
	<u>-</u>	<u>1,939,915</u>	<u>-</u>	<u>1,252,778</u>

18. LEASING AGREEMENTS

Minimum lease payments fall due as follows:

Group	Hire purchase contracts	
	2022	2021
	£	£
Net obligations repayable:		
Within one year	-	23,940
Between one and five years	-	79,262
	<u>-</u>	<u>103,202</u>

Notes to the Consolidated Financial Statements - continued  
for the Year Ended 31 March 2022

18. LEASING AGREEMENTS - continued

Group

	Non-cancellable operating leases	
	2022	2021
	£	£
Within one year	-	123,961
Between one and five years	-	142,611
	<u>-</u>	<u>266,572</u>

19. SECURED DEBTS

The following secured debts are included within creditors:

	Group		Company	
	2022	2021	2022	2021
	£	£	£	£
Bank overdraft	-	675,992	-	-
Bank loans	-	3,624,585	-	1,863,889
Hire purchase contracts	-	103,202	-	-
	<u>-</u>	<u>4,403,779</u>	<u>-</u>	<u>1,863,889</u>

20. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	2022	2021
			£	£
600	Ordinary	£1	600	600
100	A Ordinary	£1	100	100
			<u>700</u>	<u>700</u>

The Ordinary shares have attached to them full voting, dividend and capital distribution rights. They do not confer any rights of redemption.

The "A" Ordinary shares have the rights to receive dividends in respect of the "A" Ordinary shares as may be declared by the Director, no voting rights, the right to the repayment of £1 per "A" Ordinary share from the assets available for distribution to the Company's shareholders on a winding up of the company.

21. CAPITAL COMMITMENTS

	2022	2021
	£	£
Contracted but not provided for in the financial statements	<u>-</u>	<u>61,200</u>



Notes to the Consolidated Financial Statements - continued  
for the Year Ended 31 March 2022

22. **DIRECTORS' ADVANCES, CREDITS AND GUARANTEES**

The following advances and credits to a director subsisted during the years ended 31 March 2022 and 31 March 2021:

	2022 £	2021 £
<b>M J Gatenby</b>		
Balance outstanding at start of year	10,000	-
Amounts advanced	-	10,000
Amounts repaid	-	-
Amounts written off	(10,000)	-
Amounts waived	-	-
Balance outstanding at end of year	<u>-</u>	<u>10,000</u>

23. **RELATED PARTY DISCLOSURES**

The company has taken advantage of exemption, under the terms of FRS 102 Section 33 Related Party Disclosures, not to disclose related party transactions with wholly owned subsidiaries within the group.

**Entities over which the group has control, joint control or significant influence**

	2022 £	2021 £
Sales	-	1,924
Amount due to related party	<u>-</u>	<u>447,050</u>

**Other related parties**

	2022 £	2021 £
Amount due to related party	<u>-</u>	<u>587,156</u>

24. **ULTIMATE CONTROLLING PARTY**

The group is controlled by the director J Gatenby by virtue of his controlling interest in the group.