

Registered number: 07662835

SPIRIT PUB COMPANY LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

For the 52 weeks ended 28 April 2019



SPIRIT PUB COMPANY LIMITED

COMPANY INFORMATION

Director	R Smothers
Company secretary	Mrs L A Keswick
Registered number	07662835
Registered office	Westgate Brewery Bury St Edmunds Suffolk IP33 1QT
Auditor	Ernst & Young LLP Statutory Auditor 1 More London Place London SE1 2AF

SPIRIT PUB COMPANY LIMITED

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SPIRIT PUB COMPANY LIMITED

STRATEGIC REPORT **For the 52 weeks ended 28 April 2019**

Introduction

The directors presents their strategic report for the 52 weeks ended 28 April 2019.

Business review

The principal activity of the company is that of an investment holding company.

During the year the company received dividend income of £64,414,000 (2018: £nil) and paid a dividend of £64,414,000 (2018: £nil).

The company's performance in the period has met the director's expectations and no significant change to the operations of the business is expected in future periods.

Principal risks and uncertainties

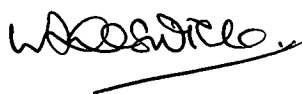
As a 100% owned subsidiary of the Greene King plc group, the principal risks and uncertainties faced by the company are consistent with those disclosed within the Greene King plc financial statements for the 52 weeks ended 28 April 2019.

The economic, financial, liquidity and interest rate risks are considered to be minimal on this entity due to the simple nature of its trade.

Financial key performance indicators

The operations of Spirit Pub Company Limited are managed at a Greene King plc group level and the directors therefore believe that disclosure of key performance indicators for the company are not appropriate to understand the performance or position of the business. The performance of Greene King plc is discussed in the Greene King plc annual report and financial statements which are publicly available.

This report was approved by the board and signed on its behalf.



Mrs L A Keswick

Secretary

Date: 10 October 2019

SPIRIT PUB COMPANY LIMITED

DIRECTORS' REPORT For the 52 weeks ended 28 April 2019

The directors present their report and the financial statements for the 52 weeks ended 28 April 2019.

Results and dividends

The profit for the 52 weeks, after taxation, amounted to £64,414,000 (2018: loss £2,281,000).

The directors do not recommend a final dividend (2018: £nil). An interim dividend of £64,414,000 was paid during the period (2018: £nil).

Going concern

At the balance sheet date the company had net current assets of £14,689,000 and net assets of £358,214,000. After making enquiries the directors have a reasonable expectation that the net assets of £358,214,000 are recoverable in full and that the company has adequate resources to continue in operational existence for the foreseeable future. The directors are satisfied that the company is able to meet its liabilities as they fall due being a period of no less than 12 months from the date of approval of these financial statements and therefore continue to prepare the financial statements on a going concern basis.

Directors

The directors who served during the 52 weeks were:

R Anand (resigned 30 April 2019)
R Smothers

The directors did not hold any interest in the share capital of the company during the period.

The interests of the directors in the shares of the ultimate parent company, Greene King Plc, are shown in the financial statements of that company, where they are directors of Greene King Plc.

Future developments

Growth and development of the business will continue to be encouraged and supported by the board.

Qualifying third party indemnity provisions

The company has indemnified the directors of the company in respect of proceedings brought by third parties. Such qualifying third party indemnity provision remains in place at the date of this report.

Disclosure of information to auditor

Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

- so far as the directors are aware, there is no relevant audit information of which the company's auditor is unaware, and
- the directors have taken all the steps that ought to have been taken as a directors in order to be aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Post balance sheet events

On 30 September 2019, the company received dividend income of £41,366,000 from Spirit Pub Company (Holdco) Limited and paid a dividend of £41,366,000 to Greene King plc.

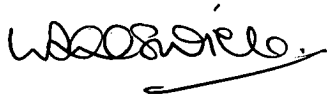
SPIRIT PUB COMPANY LIMITED

DIRECTORS' REPORT (CONTINUED)
For the 52 weeks ended 28 April 2019

Auditor

The auditor, Ernst & Young LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board and signed on its behalf.



Mrs L A Keswick

Secretary

Date: 10 October 2019

SPIRIT PUB COMPANY LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

For the 52 weeks ended 28 April 2019

The directors are responsible for preparing the strategic report, the directors' report 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 'Reduced Disclosure Framework'. 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 of the profit or loss of the company for that period.

In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments 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; and
- 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 transactions and disclose with reasonable accuracy at any time the financial position of the company and to 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 hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SPIRIT PUB COMPANY LIMITED

OPINION

We have audited the financial statements of Spirit Pub Company Limited for the 52 weeks ended 28 April 2019 which comprise the statement of comprehensive income, the balance sheet, the statement of changes in equity and the related notes 1 to 18, 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 FRS 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 28 April 2019 and of its profit for the 52 weeks 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 below. We are independent of the 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

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

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 directors are responsible for the other information.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this 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 there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of the other information, we are required to report that fact.

We have nothing to report in this regard.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SPIRIT PUB COMPANY LIMITED

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 strategic report and the directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and directors' report has been prepared in accordance with applicable legal requirements.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or directors' 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, or returns adequate for our audit have not been received from branches not visited by us; or
- the financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

RESPONSIBILITIES OF DIRECTORS

As explained more fully in the directors' responsibilities statement, set out on page 4, 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 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 directors are responsible for assessing the company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

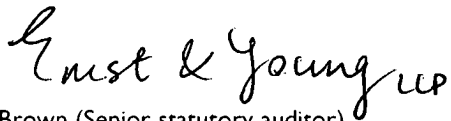
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee 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.

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SPIRIT PUB COMPANY 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 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.

A handwritten signature in black ink, appearing to read "Ernst & Young LLP".

Lloyd Brown (Senior statutory auditor)

for and on behalf of
Ernst & Young LLP, Statutory Auditor
London, UK

Date: 14 October 2019

SPIRIT PUB COMPANY LIMITED

STATEMENT OF COMPREHENSIVE INCOME
For the 52 weeks ended 28 April 2019

		52 weeks ended 28 April 2019 £000	52 weeks ended 29 April 2018 £000
	Note		
Administrative expenses		-	(1)
Exceptional administrative expenses	9	-	(2,280)
Operating loss		<u>-</u>	<u>(2,281)</u>
Income from fixed assets investments	6	64,414	-
Profit/(loss) before taxation		<u>64,414</u>	<u>(2,281)</u>
Taxation	7	-	-
Profit/(loss) for the period		<u><u>64,414</u></u>	<u><u>(2,281)</u></u>

There was no other comprehensive income for 2019 (2018: £nil).

The notes on pages 11 to 21 form part of these financial statements.

SPIRIT PUB COMPANY LIMITED
Registered number: 07662835

BALANCE SHEET
As at 28 April 2019

	Note	28 April 2019 £000	29 April 2018 £000
Fixed assets			
Investments	10	343,525	343,525
Current assets			
Debtors: amounts falling due within one year	11	15,115	15,136
Creditors: amounts falling due within one year	12	(426)	(426)
Net current assets		<u>14,689</u>	<u>14,710</u>
Net assets		<u><u>358,214</u></u>	<u><u>358,235</u></u>
Capital and reserves			
Called up share capital	14	6,739	6,739
Share premium account	15	5,253	5,253
Other reserves	15	329,828	329,828
Profit and loss account	15	16,394	16,415
Equity		<u><u>358,214</u></u>	<u><u>358,235</u></u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:


R. Smothers
Director

Date: 10 October 2019

The notes on pages 11 to 21 form part of these financial statements.

SPIRIT PUB COMPANY LIMITED

STATEMENT OF CHANGES IN EQUITY
For the 52 weeks ended 28 April 2019

	Called up share capital	Share premium account	Other reserves	Profit and loss account	Total equity
	£000	£000	£000	£000	£000
At 1 May 2017	6,739	5,253	329,828	18,696	360,516
Loss for the period	-	-	-	(2,281)	(2,281)
At 30 April 2018	6,739	5,253	329,828	16,415	358,235
Impact of change in accounting policy	-	-	-	(21)	(21)
At 30 April 2018 (adjusted balance)	6,739	5,253	329,828	16,394	358,214
Profit for the period	-	-	-	64,414	64,414
Dividends: Equity capital	-	-	-	(64,414)	(64,414)
At 28 April 2019	6,739	5,253	329,828	16,394	358,214

The notes on pages 11 to 21 form part of these financial statements.

SPIRIT PUB COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks ended 28 April 2019

1. GENERAL INFORMATION

Spirit Pub Company Limited is a private company limited by shares incorporated and domiciled in England & Wales.

The company's financial statements are presented in Sterling and all values are rounded to the nearest thousand pounds (£000) except where indicated.

2. ACCOUNTING POLICIES

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and applicable accounting standards.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the company's accounting policies (see note 3).

The company is itself a subsidiary company and is exempt from the requirement to prepare group accounts by virtue of section 400 of the Companies Act 2006. These financial statements therefore present information about the company as an individual undertaking and not about its group.

The following principal accounting policies have been applied:

2.2 Financial reporting standard 101 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of paragraphs 45(b) and 46-52 of IFRS 2 Share based payment
- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member

2.3 Impact of new International Reporting Standards, amendments and interpretations

IFRS 9

The company adopted IFRS 9 on 30 April 2018 prospectively, hence, the information presented for comparative periods has not been restated and is presented, as previously reported, under IAS 39.

Classification and measurement

The adoption of IFRS 9 has had no material impact on the measurement of financial assets and liabilities.

Amounts owed to the company from group undertakings were classified under loans and receivables under IAS 39 and are now held at amortised cost under IFRS 9.

SPIRIT PUB COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS For the 52 weeks ended 28 April 2019

2. ACCOUNTING POLICIES (CONTINUED)

2.3 IMPACT OF NEW INTERNATIONAL REPORTING STANDARDS, AMENDMENTS AND INTERPRETATIONS (CONTINUED)

There is no impact from the change in classification in the company's financial statements and no tax impact from the adoption of IFRS 9.

Impairment of financial assets

IFRS 9 replaces the incurred loss model in IAS 39 with an expected credit loss (ECL) model. The new impairment model applies to the company's financial assets that are held at amortised cost.

Amounts due to the company from group undertakings are subject to IFRS 9's new ECL model. The amounts owed are not considered to have had a significant increase in credit risk and therefore a twelve month expected credit loss has been determined. Applying the ECL model resulted in the recognition of a loss allowance of £21,000 on 30 April 2018 (previous allowance was £nil) and no further change in the current reporting period.

IFRS 15

There have been no material impacts on the company's financial statements as a result of adopting IFRS 15 from 30 April 2018.

The following table summarises the impact of adopting new reporting standards on the company's financial statements.

Balance sheet (extract)

	29 April 2018 As originally presented £000	IFRS 9 £000	29 April 2018 As adjusted £000
CURRENT ASSETS			
Debtors	15,136	(21)	15,115
CAPITAL AND RESERVES			
Profit and loss account	<u>16,415</u>	<u>(21)</u>	<u>16,394</u>

SPIRIT PUB COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS **For the 52 weeks ended 28 April 2019**

2. ACCOUNTING POLICIES (CONTINUED)

2.4 Going concern

At the balance sheet date the company had net current assets of £14,689,000 and net assets of £358,214,000. After making enquiries the directors have a reasonable expectation that the net assets of £358,214,000 are recoverable in full and that the company has adequate resources to continue in operational existence for the foreseeable future. The directors are satisfied that the company is able to meet its liabilities as they fall due being a period of no less than 12 months from the date of approval of these financial statements and therefore continue to prepare the financial statements on a going concern basis.

2.5 Taxation

Tax is recognised in the profit and loss account, except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the company operates and generates income.

2.6 Exceptional items

Exceptional items are transactions that fall within the ordinary activities of the company but are presented separately due to their size or incidence.

2.7 Investments

Investments held as fixed assets are shown at cost less provision for impairment.

2.8 Intercompany balances

Policy applicable from 30 April 2018

Amounts owed by or to group undertakings are classified as short term assets or liabilities unless there is a formal loan arrangement in place that specifies repayment over a period longer than one year at the balance sheet date.

The company recognises a loss allowance for expected credit losses on amounts due from group undertakings. The methodology used to determine the amount of the expected credit loss is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset.

For those financial assets where the credit risk has not increased significantly since initial recognition of the financial asset, twelve month expected credit losses are recognised. Interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset. For those financial assets where the credit risk has increased significantly (or determined to be credit impaired), lifetime expected credit losses are recognised. Interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset (or for credit impaired assets, to the net carrying amount of the financial asset).

Policy applicable prior to 30 April 2018

Amounts owed by or to group undertakings are classified as short term assets or liabilities unless there is a formal loan arrangement in place that specifies repayment over a period longer than one year at the balance sheet date. Impairments, if any, were recognised for incurred losses.

SPIRIT PUB COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS **For the 52 weeks ended 28 April 2019**

2. ACCOUNTING POLICIES (CONTINUED)

2.9 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

3. JUDGMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The preparation of financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect reported amounts of assets and liabilities, income and expense. The company bases its estimates and judgments on historical experience and other factors deemed reasonable under the circumstances, including any expectations of future events. Actual results may differ from these estimates.

The estimates and judgments considered to be significant are detailed below:

Impairment of investments

The company determines whether fixed asset investments are impaired where there are indicators of impairment. This requires an estimation of the future cash flows likely to be received from the investment. The impairment recognised is based on the excess of the recoverable amount against the investments' carrying value.

4. STAFF COSTS

The company has no employees and did not incur any staff costs during the period (2018: £nil).

The director who held office during the period was also a director of fellow group undertakings. Total emoluments, including any company pension contributions, received by this director totals £3,288,000 (2018: £2,020,000) paid by the ultimate parent company or other group companies. The director does not believe that it is practicable to apportion this amount between qualifying services as a director to the company and to fellow group undertakings. The number of directors who received or exercised share options during the period was 2 (2018: 2).

5. AUDITOR'S REMUNERATION

The auditor's remuneration for the period of £1,000 (2018: £1,000) has been borne by another group company.

The company has taken advantage of the exemption not to disclose amounts paid for non audit services as these are disclosed in the group financial statements of the ultimate parent company.

SPIRIT PUB COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks ended 28 April 2019

6. INCOME FROM INVESTMENTS

	52 weeks ended 28 April 2019 £000	52 weeks ended 29 April 2018 £000
Income from fixed asset investments	64,414	-

During the period, a dividend of £64,414,000 was received from Spirit Pub Company (Holdco) Limited (2018: £nil).

7. TAXATION

	52 weeks ended 28 April 2019 £000	52 weeks ended 29 April 2018 £000
TOTAL CURRENT TAX	-	-

FACTORS AFFECTING TAX CHARGE FOR THE PERIOD

The tax assessed for the 52 weeks/period is lower than (2018 -higher than) the standard rate of corporation tax in the UK of 19% (2018 - 19%). The differences are explained below:

	52 weeks ended 28 April 2019 £000	52 weeks ended 29 April 2018 £000
Profit/(loss) on ordinary activities before tax	64,414	(2,281)
Profit/(loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2018 -19%)	12,239	(433)
EFFECTS OF:		
Expenses not deductible for tax purposes	-	433
Non-taxable income	(12,239)	-
TOTAL TAX CHARGE FOR THE PERIOD	-	-

SPIRIT PUB COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks ended 28 April 2019

7. TAXATION (CONTINUED)

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

The Finance (No.2) Act 2015 reduced the rate of corporation tax from 20% to 19% from 1 April 2017 and the Finance Act 2016 further reduced the rate to 17% from 1 April 2020. Both these rate reductions were substantively enacted at the balance sheet date and are therefore included in these accounts.

8. DIVIDENDS

	28 April 2019 £000	29 April 2018 £000
Equity dividends	64,414	-

Dividends of 9.56p per share (2018: £nil) were paid in the year.

9. EXCEPTIONAL ITEMS

	52 weeks ended 28 April 2019 £000	52 weeks ended 29 April 2018 £000
Refinancing and restructuring	-	2,280

The refinancing and restructuring costs relate to costs incurred in cancelling the Ambac guarantee in respect of the Class A1, A3 and A5 Spirit secured loan notes.

SPIRIT PUB COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks ended 28 April 2019

10. FIXED ASSET INVESTMENTS

	Investments in subsidiary companies £000
COST OR VALUATION	
At 30 April 2018	343,525
At 28 April 2019	343,525
NET BOOK VALUE	
At 28 April 2019	343,525
At 29 April 2018	343,525

SPIRIT PUB COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks ended 28 April 2019

10. FIXED ASSET INVESTMENTS (CONTINUED)

SUBSIDIARY UNDERTAKINGS

The following were subsidiary undertakings of the company:

Name	Principal activity	Class of shares	Holding
Spirit Pub Company (Holdco) Limited	Intermediate holding company	Ordinary	100%
Spirit Pub Company (SGE) Limited	Holding company	Ordinary	100%
Spirit Pub Company (Derwent) Limited	Pub retailing	Ordinary	100%
Spirit Managed Funding Limited	Financing	Ordinary & Preference	100%
Spirit Pub Company (Trent) Limited	Pub retailing	Ordinary	100%
Spirit Group Holdings Limited	Holding company	Ordinary	100%
Spirit Intermediate Holdings Limited	Holding company	Ordinary	100%
Spirit Group Parent Limited	Holding company	Ordinary	100%
Spirit Pub Company (Services) Limited	Administration	Ordinary	100%
Spirit Pub Company (Supply) Limited	Procurement	Ordinary	100%
Spirit Acquisitions Holdings Limited	Holding company	Ordinary	100%
Spirit Acquisition Guarantee Limited	Non trading	Limited by guarantee	N/A%
Spirit Managed Holdings Limited	Holding company	Ordinary	100%
Spirit Group Pension Trustee Limited	Non trading	Ordinary	100%
Spirit Group Equity Limited	Holding company	Ordinary	100%
Spirit (PSC) Limited	Non trading	Ordinary	100%
Spirit Acquisition Properties Limited	Holding company	Ordinary	100%
Tom Cobleigh Holdings Limited	Holding company	Ordinary	100%
Tom Cobleigh Group Limited	Non trading	Ordinary	100%
Spirit Financial Holdings Limited	Holding company	Ordinary	100%
Spirit Finco Limited	Non trading	Ordinary	100%
Spirit Parent Limited	Holding company	Ordinary	100%
Spirit Pub Company (Investments) Limited	Financing	Ordinary	100%
Spirit Funding Limited	Non trading	Ordinary	100%
Spirit Managed Inns Limited	Non trading	Ordinary	100%
Spirit Pubs Debenture Holdings Limited	Holding company	Ordinary	100%
Spirit Pubs Parent Limited	Holding company	Ordinary	100%
Spirit Pub Company (Managed) Limited	Pub retailing	Ordinary	100%
Spirit Pub Company (Leased) Limited	Leasing of public houses	Ordinary	100%
Spirit (SGL) Limited	Holding company	Ordinary	100%
Tom Cobleigh Limited	Holding company	Ordinary	100%
The Nice Pub Company Limited	Non trading	Ordinary	100%
Spirit (AKE Holdings) Limited	Holding company	Ordinary	100%
Allied Kunick Entertainments Limited	Property	Ordinary	100%
Spirit (Faith) Limited	Property	Ordinary	100%
Spirit Retail Bidco Limited	Holding company	Ordinary	100%
Spirit Group Retail Pensions Limited	Non trading	Ordinary	100%
Spirit Group Retail Limited	Holding company	Ordinary & Redeemable Preference	100%
Spirit Group Retail (Northampton) Limited	Non trading	Ordinary & Preference	100%
Cleveland Place Holdings Limited	Holding company	Ordinary	100%
Huggins and Company Limited	Non trading	Ordinary	100%
The Chef & Brewer Group Limited	Holding company	Ordinary	100%
Chef & Brewer Limited	Non trading	Ordinary	100%

SPIRIT PUB COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS For the 52 weeks ended 28 April 2019

10. FIXED ASSET INVESTMENTS (CONTINUED)

SUBSIDIARY UNDERTAKINGS (CONTINUED)

Name	Principal activity	Class of shares	Holding
City Limits Limited	Non trading	Ordinary	100%
Open House Limited	Non trading	Ordinary	100%
R.V. Goodhew Limited	Non trading	Ordinary & Deferred	100%
Springtarn Limited	Non trading	Ordinary	100%
Spirit Group Retail (South) Limited	Holding company	Ordinary	100%
Whitegate Taverns Limited	Non trading	Ordinary	100%
Narnain	Holding company	Ordinary	100%
Dearg Limited	Holding company	Ordinary	100%
CPH Palladium Limited	Holding company	Ordinary	100%
Freshwild Limited	Holding company	Ordinary	100%
Mountloop Limited	Non trading	Ordinary	100%
Aspect Ventures Limited	Holding company	Ordinary	100%
AVL (Pubs) No.1 Limited	Holding company	Ordinary	100%
AVL (Pubs) No.2 Limited	Non trading	Ordinary	100%
Spirit (Redwood Bidco) Limited	Non trading	Ordinary	100%
Spirit (Legacy) Pension Trustee Limited	Pension Trustee	Ordinary	100%

The directors believe that the carrying value of the investments is supported by their underlyings net assets.

All the subsidiaries are incorporated in England & Wales except for Spirit Finco Limited and Spirit Funding Limited which are incorporated in the Cayman Islands.

11. DEBTORS: Amounts falling due within one year

	28 April 2019 £000	29 April 2018 £000
Amounts owed by group undertakings	15,115	15,136
	15,115	15,136

Amounts owed by group undertaking(s) are unsecured, bear no interest, have no fixed date of repayment and are repayable on demand. Expected credit losses of £21,000 (2018: £nil) have been recognised against the carrying value.

SPIRIT PUB COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS For the 52 weeks ended 28 April 2019

12. CREDITORS: Amounts falling due within one year

	28 April 2019 £000	29 April 2018 £000
Amounts owed to group undertakings	426	426
	<u>426</u>	<u>426</u>

Amounts owed to group undertakings are unsecured, bear no interest, have no fixed date of repayment and are repayable on demand.

13. FINANCIAL INSTRUMENTS

	28 April 2019 £000	29 April 2018 £000
FINANCIAL ASSETS		
Financial assets that are debt instruments measured at amortised cost	<u>15,115</u>	<u>15,136</u>
FINANCIAL LIABILITIES		
Financial liabilities measured at amortised cost	<u>(426)</u>	<u>(426)</u>

Financial assets that are debt instruments measured at amortised cost comprise amounts owed by group undertakings.

Financial liabilities measured at amortised cost comprise amounts owed to group undertakings.

14. CALLED UP SHARE CAPITAL

	28 April 2019 £	29 April 2018 £
Allotted, called up and fully paid		
673,948,253 (2018: 673,948,253) Ordinary shares of £0.01 each	6,739,483	6,739,483
1 (2018: 1) Deferred share of £0.01	-	-
	<u>6,739,483</u>	<u>6,739,483</u>

SPIRIT PUB COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks ended 28 April 2019

15. RESERVES

Share premium account

Share premium represents the excess of proceeds received over the nominal value of new shares issued.

Other reserves

Other reserves represents a merger reserve of comprising of capital contributions received and amounts recognised on the acquisition of Spirit Pub Company (Holdco) Limited as part of the demerger from the Punch Taverns plc group in 2011.

Profit and loss account

Profit and loss account reserve represents accumulated retained earnings.

16. RELATED PARTY TRANSACTIONS

During the period the company entered into transactions, in the ordinary course of business, with other related parties. The company has taken advantage of the exemption under paragraph 8(k) of FRS 101 not to disclose transactions with related parties that are wholly owned subsidiaries of the Greene King plc group. Amounts shown as owed to and by group subsidiaries are all held with fellow group undertakings. There were no transactions entered into during the financial year or trading balances outstanding at the balance sheet date with other related parties.

17. POST BALANCE SHEET EVENTS

On 30 September 2019, the company received dividend income of £41,366,000 from Spirit Pub Company (Holdco) Limited and paid a dividend of £41,366,000 to Greene King plc.

18. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

At the balance sheet date, the directors consider the immediate parent undertaking and immediate controlling party of Spirit Pub Company Limited to be Greene King plc, a company incorporated in England and Wales.

The ultimate parent undertaking and ultimate controlling party is Greene King plc, a company registered in England and Wales.

Greene King plc is the smallest and largest group which includes the results of the company and for which group financial statements are prepared. Copies of its group financial statements are available from Westgate Brewery, Bury St Edmunds, Suffolk, IP33 1QT.