

Company Registration No. 8810802 (England and Wales)

**GALLAGHER INVESTMENTS HOLDCO LIMITED**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 30 SEPTEMBER 2022**



# GALLAGHER INVESTMENTS HOLDCO LIMITED

## COMPANY INFORMATION

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<b>Directors</b>	Sir A C Gallagher Mr G H Gosling M Bhatara
<b>Company number</b>	8810802
<b>Registered office</b>	Gallagher House Gallagher Way Gallagher Business Park Warwick Warwickshire CV34 6AF
<b>Auditor</b>	PricewaterhouseCoopers LLP Chartered Accountants and Statutory Auditors Birmingham United Kingdom

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# GALLAGHER INVESTMENTS HOLDCO LIMITED

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# GALLAGHER INVESTMENTS HOLDCO LIMITED

## DIRECTORS' REPORT

**FOR THE YEAR ENDED 30 SEPTEMBER 2022**

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The directors present their annual report and audited financial statements for the year ended 30 September 2022.

### Principal activities

The principal activity of the company continued to be that of an investment company.

### Directors

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

Sir A C Gallagher  
Mr G H Gosling  
M Bhatara

### Going concern

The financial statements have been prepared on a going concern basis. In considering the appropriateness of the going concern assumption, the directors have taken into consideration the company's cash flow forecasts, present level of funding and the receipt of confirmation of financial support from its parent company, Gallagher Developments Group Limited. Gallagher Developments Group Limited have also confirmed that they will not seek recovery of the related party loan balance for at least 12 months from the signing of these financial statements.

### 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 company's auditor 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 company's auditor is aware of that information.

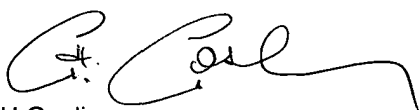
This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

### Auditor

The auditor, PricewaterhouseCoopers LLP, is deemed to be reappointed under section 487(2) of the Companies Act 2006.

This report has been prepared in accordance with the provisions applicable to companies entitled to the small companies exemption.

Approved on behalf of the board



Mr G H Gosling  
**Director**  
3 February 2023

# **GALLAGHER INVESTMENTS HOLDCO LIMITED**

## **DIRECTORS' RESPONSIBILITIES STATEMENT**

***FOR THE YEAR ENDED 30 SEPTEMBER 2022***

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The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" Section 1A, 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 of the profit or loss of the company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102 Section 1A, have been followed, subject to any material departures disclosed and explained in the financial statements;
- make judgements and accounting estimates that are reasonable and prudent; 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 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.

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 enable them to ensure that the financial statements comply with the Companies Act 2006.

# **GALLAGHER INVESTMENTS HOLDCO LIMITED**

## **INDEPENDENT AUDITORS' REPORT**

### **TO THE MEMBERS OF GALLAGHER INVESTMENTS HOLDCO LIMITED**

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#### **Report on the audit of the financial statements**

##### **Opinion**

In our opinion, Gallagher Investments Holdco Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2022 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" Section 1A, and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements, which comprise: Balance sheet as at 30 September 2022; the Statement of Comprehensive Income and Statement of Changes in Equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

##### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

##### **Independence**

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

##### **Conclusions relating to going concern**

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 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.

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

However, because not all future events or conditions can be predicted, this conclusion is not a guarantee as to the company's ability to continue as a going concern.

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

# **GALLAGHER INVESTMENTS HOLDCO LIMITED**

## **INDEPENDENT AUDITORS' REPORT (CONTINUED)**

### **TO THE MEMBERS OF GALLAGHER INVESTMENTS HOLDCO LIMITED**

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#### **Reporting on other information**

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance 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 an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of 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 this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Directors' report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on our work undertaken in the course of the audit, the Companies Act 2006 requires us also to report certain opinions and matters as described below.

#### ***Directors' Report***

In our opinion, based on the work undertaken in the course of the audit, the information given in the Directors' Report for the year ended 30 September 2022 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Directors' Report.

#### **Responsibilities for the financial statements and the audit**

##### ***Responsibilities of the directors for the financial statements***

As explained more fully in the directors' responsibilities statement, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they 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.

# **GALLAGHER INVESTMENTS HOLDCO LIMITED**

## **INDEPENDENT AUDITORS' REPORT (CONTINUED)**

### **TO THE MEMBERS OF GALLAGHER INVESTMENTS HOLDCO LIMITED**

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#### ***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 an auditors' 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud, is detailed below.

Based on our understanding of the company and industry, we identified that the principal risks of non-compliance with laws and regulations related to UK tax legislation, and we considered the extent to which non-compliance might have a material effect on the financial statements. We also considered those laws and regulations that have a direct impact on the financial statements such as the Companies Act 2006. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to posting of unusual journals and the manipulation of significant accounting estimates. Audit procedures performed by the engagement team included:

- Obtaining an understanding of the control environment in monitoring compliance with laws and regulations
- Testing of journals posted that have unusual account combinations
- Challenging management on the supporting evidence and rationale provided for significant accounting estimates
- Incorporating elements of unpredictability

There are inherent limitations in the audit procedures described above. We are less likely to become aware of instances of non-compliance with laws and regulations that are not closely related to events and transactions reflected in the financial statements. Also, 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 deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

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

#### ***Use of our report***

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

#### ***Other required reporting***

##### **Companies Act 2006 exception reporting**

Under the Companies Act 2006 we are required to report to you if, in our opinion:

- we have not obtained all the information and explanations we require for our audit; or
- adequate accounting records have not been kept by the company, or returns adequate for our audit have not been received from branches not visited by us; or
- certain disclosures of directors' remuneration specified by law are not made; or
- the financial statements are not in agreement with the accounting records and returns.

We have no exceptions to report arising from this responsibility.



# GALLAGHER INVESTMENTS HOLDCO LIMITED

## INDEPENDENT AUDITORS' REPORT (CONTINUED)

### TO THE MEMBERS OF GALLAGHER INVESTMENTS HOLDCO LIMITED

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#### **Entitlement to exemptions**

Under the Companies Act 2006 we are required to report to you if, in our opinion, the directors were not entitled to: prepare financial statements in accordance with the small companies regime; take advantage of the small companies exemption in preparing the Directors' Report; and take advantage of the small companies exemption from preparing a strategic report. We have no exceptions to report arising from this responsibility.

#### ***Other matter***

We have reported separately on the group financial statements of Gallagher Investments Holdco Limited for the year ended 30 September 2022.



**Neil Philpott (Senior Statutory Auditor)**  
**for and on behalf of PricewaterhouseCoopers LLP**  
**Chartered Accountants and Statutory Auditors**  
**Birmingham, United Kingdom**

3 February 2023

# GALLAGHER INVESTMENTS HOLDCO LIMITED

## STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 SEPTEMBER 2022

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	Notes	2022 £	2021 £
Administrative expenses		173,335	(3,197)
Interest receivable and similar income		456,206	136,981
Interest payable and similar expenses		(255,933)	-
(Loss)/Gains on fixed asset investments	4	(7,147,394)	1,432,325
<b>(Loss)/profit before taxation</b>		<b>(6,773,786)</b>	<b>1,566,109</b>
Tax on loss/profit	5	1,592,692	(271,535)
<b>(Loss)/profit for the financial year</b>		<b>(5,181,094)</b>	<b>1,294,574</b>

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All results are from continuing operations.

# GALLAGHER INVESTMENTS HOLDCO LIMITED

## BALANCE SHEET

AS AT 30 SEPTEMBER 2022

	Notes	2022 £	£	2021 £	£
<b>Fixed assets</b>					
Investments	6	21,940,755		24,787,516	
<b>Current assets</b>					
Debtors	7	1,608,746		2,171	
Cash at bank and in hand		5,108,058		1,445,949	
		<u>6,716,804</u>		<u>1,448,120</u>	
<b>Creditors: amounts falling due within one year</b>	8	<u>(22,564,759)</u>		<u>(24,761,071)</u>	
<b>Net current liabilities</b>		<u>(15,847,955)</u>		<u>(23,312,951)</u>	
<b>Total assets less current liabilities</b>		<u>6,092,800</u>		<u>1,474,565</u>	
<b>Creditors: amounts falling due after more than one year</b>	9	(9,972,942)		-	
<b>Provisions for liabilities</b>	11	-		(173,613)	
<b>Net (liabilities)/assets</b>		<u>(3,880,142)</u>		<u>1,300,952</u>	
<b>Capital and reserves</b>					
Called up share capital			1		1
Profit and loss reserves		<u>(3,880,143)</u>		<u>1,300,951</u>	
<b>Total (deficit)/equity</b>		<u>(3,880,142)</u>		<u>1,300,952</u>	

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

The financial statements were approved by the board of directors and authorised for issue on 3 February 2023 and are signed on its behalf by:



Mr G H Gosling  
Director

Company Registration No. 8810802

# GALLAGHER INVESTMENTS HOLDCO LIMITED

## STATEMENT OF CHANGES IN EQUITY

**FOR THE YEAR ENDED 30 SEPTEMBER 2022**

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	Share capital	Profit and loss reserves	Total
	£	£	£
<b>Balance at 1 October 2020</b>	1	6,377	6,378
<b>Year ended 30 September 2021:</b>			
Profit and total comprehensive expense for the year	-	1,294,574	1,294,574
	<hr/>	<hr/>	<hr/>
<b>Balance at 30 September 2021</b>	1	1,300,951	1,300,952
<b>Year ended 30 September 2022:</b>			
Loss and total comprehensive income for the year	-	(5,181,094)	(5,181,094)
	<hr/>	<hr/>	<hr/>
<b>Balance at 30 September 2022</b>	1	(3,880,143)	(3,880,142)
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# GALLAGHER INVESTMENTS HOLDCO LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

**FOR THE YEAR ENDED 30 SEPTEMBER 2022**

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### **1 Accounting policies**

#### **Company information**

Gallagher Investments Holdco Limited ("the company") acts as an investment company.

The company is a private company limited by shares incorporated in England and Wales. The registered office is Gallagher House, Gallagher Way, Gallagher Business Park, Warwick, Warwickshire, CV34 6AF.

#### **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"), section 1A and the requirements of the Companies Act 2006 as applicable to companies subject to the small companies regime. The disclosure requirements of section 1A of FRS 102 have been applied other than where additional disclosure is required to show a true and fair view.

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, modified to include certain financial instruments at fair value.

Gallagher Investments Holdco Limited is a wholly owned subsidiary of Gallagher Developments Group Limited (incorporated in England and Wales) and is the smallest group preparing consolidated financial statements that include Gallagher Investments Holdco Limited. These consolidated financial statements are available from its registered office of Gallagher Developments Group Limited is Gallagher House, Gallagher Way, Gallagher Business Park, Heathcote, Warwick, CV34 6AF.

The principal accounting policies adopted are set out below.

#### **1.2 Going concern**

The financial statements have been prepared on a going concern basis. In considering the appropriateness of the going concern assumption, the directors have taken into consideration the company's cash flow forecasts, present level of funding and the receipt of confirmation of financial support from its parent company, Gallagher Developments Group Limited. Gallagher Developments Group Limited have also confirmed that they will not seek recovery of the related party loan balance for at least 12 months from the signing of these financial statements.

#### **1.3 Fixed asset investments**

Investments held in listed entities are initially measured at cost and subsequently measured at fair value through the statement of comprehensive income.

Other fixed asset investments are initially measured at cost and where applicable measured at fair value through the statement of comprehensive income. If applicable, fair value is determined using valuation techniques that utilise observable inputs. The key inputs used in valuing the equity linked derivatives are the underlying equity valuations, market volatility and time to maturity.

#### **1.4 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.

# GALLAGHER INVESTMENTS HOLDCO LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2022

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### 1 Accounting policies

(Continued)

#### 1.5 Financial instruments

The company 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 company's balance sheet when the company becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset, with 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, 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 public traded and whose values cannot be measured reliably are measured at cost less impairment.

##### **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 company after deducting all of its liabilities.

##### **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.

#### 1.6 Equity instruments

Equity instruments issued by the company 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 company.

#### 1.7 Taxation

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

# GALLAGHER INVESTMENTS HOLDCO LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE YEAR ENDED 30 SEPTEMBER 2022

#### 1 Accounting policies

(Continued)

##### **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 company's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the reporting end date.

##### **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.

#### 2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the directors are 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.

There are no critical judgements used within these financial statements.

##### **Key sources of estimation uncertainty**

The estimates and assumptions which have a significant risk of causing a material adjustment to the carrying amount of assets and liabilities are as follows.

##### **Valuation of investments (estimate)**

The valuation of non-listed investments is a critical part of the companies performance. The company carries its non-listed investments at cost less provision for diminution in value in the balance sheet and carries out internal valuations on an annual basis.

The determination of the cost less provision for diminution in value requires, to the extent applicable, the use of estimates and assumptions in relation to factors such as the future recovery of capital, income flows, foreign exchange and third party counterparty risk.

#### 3 Auditor's remuneration

	2022	2021
	£	£
Fees payable to the company's auditor and associates:		
<b>For audit services</b>		
Audit of the financial statements of the company	6,000	3,500
	<u>          </u>	<u>          </u>

# GALLAGHER INVESTMENTS HOLDCO LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2022

### 4 Gains on fixed asset investments

	2022 £	2021 £
<b>Fair value gains on fixed asset investments</b>		
Fixed asset investments held at fair value through profit or loss	(8,189,868)	913,750
<b>Other gains</b>		
Gain on disposal of fixed asset investments	1,042,474	518,575
	<u>(7,147,394)</u>	<u>1,432,325</u>

### 5 Taxation

	2022 £	2021 £
<b>Current tax</b>		
UK corporation tax on profit/(loss) for the current period	182,376	97,922
Prior year group tax relief	(709)	-
Total current tax	<u>181,667</u>	<u>97,922</u>
<b>Deferred tax</b>		
Origination and reversal of timing differences	<u>(1,774,359)</u>	<u>173,613</u>
Total tax (credit)/charge	<u>(1,592,692)</u>	<u>271,535</u>

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

	2022 £	2021 £
(Loss)/profit before taxation	<u>(6,773,786)</u>	<u>1,566,109</u>
Expected tax (credit)/charge based on the standard rate of corporation tax in the UK of 19.00% (2021: 19.00%)	(1,287,019)	297,561
Effect of change in corporation tax rate	(218,285)	-
Dividend income	(86,679)	(26,026)
Prior year group relief	(709)	-
Taxation (credit)/charge for the year	<u>(1,592,692)</u>	<u>271,535</u>

The Finance Act 2021 increases the main rate of UK corporation tax from 19% to 25% effective 1 April 2023. Accordingly, the current year tax charge has been provided at a rate of 19% and deferred tax assets and liabilities have been provided for at rates of between 22% and 25% depending on the expected date that the deferred tax assets or liabilities are expected to unwind.



# GALLAGHER INVESTMENTS HOLDCO LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2022

### 6 Fixed asset investments

	2022 £	2021 £
Listed investments	14,133,555	19,522,641
Other financial assets held at fair value	7,807,200	5,264,875
	<u>21,940,755</u>	<u>24,787,516</u>
Listed investments carrying amount	<u>14,133,555</u>	<u>19,522,641</u>

#### Movements in fixed asset investments

	Listed £	Other £	Total £
<b>Cost or valuation</b>			
At 1 October 2021	19,522,641	5,264,875	24,787,516
Additions	7,053,529	6,919,575	13,973,104
Valuation changes	(6,068,993)	(2,120,875)	(8,189,868)
Disposals	(6,373,622)	(2,256,375)	(8,629,997)
At 30 September 2022	<u>14,133,555</u>	<u>7,807,200</u>	<u>21,940,755</u>
<b>Carrying amount</b>			
At 30 September 2022	<u>14,133,555</u>	<u>7,807,200</u>	<u>21,940,755</u>
At 30 September 2021	<u>19,522,641</u>	<u>5,264,875</u>	<u>24,787,516</u>

### 7 Debtors

	2022 £	2021 £
<b>Amounts falling due within one year:</b>		
Other debtors	8,000	2,171
Deferred tax asset (note 12)	1,600,746	-
	<u>1,608,746</u>	<u>2,171</u>

# GALLAGHER INVESTMENTS HOLDCO LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2022

### 8 Creditors: amounts falling due within one year

	2022 £	2021 £
Amounts owed to group undertakings	21,808,233	23,996,216
Corporation tax	182,376	97,922
Accruals and deferred income	574,150	666,933
	<u>22,564,759</u>	<u>24,761,071</u>

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

### 9 Creditors: amounts falling due after more than one year

	2022 £	2021 £
Loans from related parties	10 9,972,942	-
	<u>9,972,942</u>	<u>-</u>

### 10 Loans and overdrafts

	2022 £	2021 £
Loans from group undertakings and related parties	9,972,942	-
	<u>9,972,942</u>	<u>-</u>
Payable within one year		
Loans from related parties	-	-
Deferred issue costs (within Other debtors)	(8,000)	-
	<u>(8,000)</u>	<u>-</u>
Payable after one year:		
Loans from related parties	10,000,000	-
Deferred issue costs	(27,058)	-
	<u>9,972,942</u>	<u>-</u>

The loan from related parties is a long term loan on normal commercial terms and is secured by way of a negative pledge on the assets of the company. The loan is provided by Gallagher Finance Limited, a company under the control of Sir A C Gallagher by virtue of his entire shareholding in the company.

The loan is on normal commercial terms and is repayable in full in 2029, with interest charged at 4%. During the year the interest charge on this loan was £250,991 (2021: £nil) and loan issue costs of £4,942 (2021: £nil) were charged to the statement of comprehensive income.

# GALLAGHER INVESTMENTS HOLDCO LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE YEAR ENDED 30 SEPTEMBER 2022

### 11 Provisions for liabilities

		2022 £	2021 £
Deferred tax liabilities	12	-	173,613

### 12 Deferred taxation

The following are the major deferred tax liabilities and assets recognised by the company and movements thereon:

	Liabilities 2022 £	Liabilities 2021 £	Assets 2022 £	Assets 2021 £
<b>Balances:</b>				
Revaluations	-	173,613	1,600,746	-
<b>Movements in the year:</b>				2022 £
Liability at 1 October 2021				173,613
Credit to profit or loss				(1,556,075)
Effect of change in tax rate				(218,284)
Asset at 30 September 2022				(1,600,746)

Deferred tax has been provided at a rate of 22% (2021: 19%).

### 13 Related party transactions

In accordance with section 33.1A of FRS 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland', disclosure is not given in these financial statements of transactions entered into between two or more members of the group, provided that any subsidiary which is party to the transaction is wholly owned by such a member.

There are no related party disclosures to be made other than those disclosed in these financial statements concerning the year ended 30 September 2022 (2021: none).

# **GALLAGHER INVESTMENTS HOLDCO LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

***FOR THE YEAR ENDED 30 SEPTEMBER 2022***

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### **14 Controlling party**

The immediate parent of the company is Gallagher Developments Group Limited by virtue of its ownership of the entire share capital of the company. Gallagher Developments Group Limited is the smallest group preparing consolidated financial statements that include Gallagher Investments Holdco Limited. The registered office of Gallagher Developments Group Limited is Gallagher House, Gallagher Way, Gallagher Business Park, Heathcote, Warwick, CV34 6AF.

The ultimate controlling party of the company is Sir A C Gallagher by virtue of his ownership of the entire share capital of the ultimate parent company, Gallagher Developments Group Limited.