

Company registration number 10916935 (England and Wales)

**FACCENDA HOLDINGS LIMITED**  
**ANNUAL REPORT AND FINANCIAL STATEMENTS**  
**FOR THE YEAR ENDED 31 MAY 2022**

# FACCENDA HOLDINGS LIMITED

## COMPANY INFORMATION

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<b>Directors</b>	Mr R M Faccenda Mrs S Faccenda Mr I J Faccenda Mrs A J Gulliver Ms H Faccenda
<b>Company number</b>	10916935
<b>Registered office</b>	Willow Road Brackley Northants NN13 7EX
<b>Auditor</b>	Whitley Stimpson Limited Penrose House 67 Hightown Road Banbury Oxfordshire OX16 9BE
<b>Business address</b>	Willow Road Brackley Northants NN13 7EX

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# **FACCENDA HOLDINGS LIMITED**

## **CONTENTS**

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	<b>Page</b>
Strategic report	1 - 5
Directors' report	6 - 8
Directors' responsibilities statement	9
Independent auditor's report	10 - 13
Profit and loss account	14
Group statement of comprehensive income	15
Group balance sheet	16 - 17
Company balance sheet	18
Group statement of changes in equity	19 - 20
Company statement of changes in equity	21
Group statement of cash flows	22
Notes to the financial statements	23 - 52

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# **FACCENDA HOLDINGS LIMITED**

## **STRATEGIC REPORT FOR THE YEAR ENDED 31 MAY 2022**

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The directors present the strategic report for the year ended 31 May 2022.

### **2021 - 2022 trading review**

#### Food

During the year ended 31 May 2022 Faccenda Holdings Limited held a 50% interest in Dartmouth Holdings Limited and its subsidiary, Dartmouth Foods Limited. Further shares in Dartmouth Holdings Limited were acquired on 31 May 2022.

Dartmouth Foods Limited is a leading UK processor of cooked shredded duck, bone-in cooking and refined fats and is the largest supplier of shredded duck into food manufacturing.

The turnover of Dartmouth Foods Limited for the year ended 31 May 2022 was £19,900,141 with a gross profit of £3,632,848 with loss before tax of £278,310.

The net assets of Dartmouth Foods Limited as at 31 May 2022 were £856,189.

#### Property

Faccenda Holdings Limited has a 100% interest in Faccenda Property Limited and other subsidiary undertakings, and 51% interests in Howes Lane Projects LLP, Skimmingdish Lane Projects LLP and Banbury Road Projects LLP.

The turnover of the property operations for the year ended 31 May 2022 was £51,845,868 with a gross profit of £5,500,507 and profit before tax of £10,562,281.

The net assets of the property operations, as at 31 May 2022 were £3,428,639.

#### Farming

Faccenda Holdings Limited has an 100% interest in Faccenda Farms Limited.

The turnover of Faccenda Farms Limited for the year ended 31 May 2022 was £1,212,610 with a gross profit of £853,520 and profit before tax of £212,295.

The net assets of Faccenda Farms Limited as at 31 May 2022 were £38,257,132.

#### USA operations

Faccenda Holdings Limited has a 51% interest in Red Deer Capital Inc. and its subsidiary undertakings.

The turnover of the USA operations for the year ended 31 May 2022 was £31,548,458 with a gross profit of £10,112,083 and profit before tax of £1,027,815.

The net assets of Red Deer Capital Inc. as at 31 May 2022 were £16,001,091.

# **FACCENDA HOLDINGS LIMITED**

## **STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022**

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### **Principal risks and uncertainties**

The most significant risks and uncertainties faced by the group are consistent with the rest of the sectors in which it operates:

#### Covid-19

Covid-19 remains a significant risk to the business. The group continue to manage this risk proactively and feel confident that the group is in a strong position to deal with the challenges posed by the pandemic.

#### Inflation

Inflation is a significant risk to the business, with prices rising through the year to 31 May 2022, and continuing to rise since the balance sheet date.

#### Food safety

Food safety remains a high priority. The risk of food scares is mitigated by ensuring raw materials are traceable to source and that manufacturing, storage and distribution systems are continually monitored by experienced and highly qualified technical teams. These systems will ensure our continued reputation for producing to the highest standards.

#### Site safety

Site safety remains a high priority. Construction sites remain dangerous places of work and require the utmost application of health and safety practices.

#### Legislation

New or proposed legislation governing all aspects of the business is reviewed routinely.

#### Insurances and risk management

The group continues to train staff at all levels, as well as ensuring that our subcontractors adhere to the same stringent practices operated by our own management. This limits the opportunity for incidents. We also make sure that all insurances are relevant for our ongoing projects.

#### Supplier contracts

It is imperative that the company is able to source its high quality raw materials, goods and services at the most competitive prices and to this end the company has numerous supply contracts in place. Contracts are collectively essential to the business but no single contract or supplier is critical.

#### Defined benefit pension scheme

The group's defined benefit pension scheme is closed to new members, with employees being offered the opportunity to join a defined contribution pension scheme. The defined benefit scheme remains a risk, with continued exposure to investment and mortality risk.

# FACCENDA HOLDINGS LIMITED

## STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022

### Key performance indicators

The directors consider the key performance indicators to be:

Year	Turnover 2022 £000	Gross profit 2022 £000	Operating profit / (loss) 2022 £000	Profit / (loss) after tax 2022 £000	Turnover 2021 £000	Gross profit 2021 £000	Operating profit / (loss) 2021 £000	Profit / (loss) after tax 2021 £000
Food	19,900	3,633	(129)	(194)	15,017	3,287	154	(50)
Property	51,846	5,500	5,156	10,427	31,247	1,827	1,600	1,271
Farms	1,213	854	1,144	(311)	1,181	(199)	339	(596)
USA operations	31,548	10,112	1,475	970	25,948	9,765	3,861	4,055
Management and holding companies	-	(50)	(104)	(4,276)	-	-	(4,224)	(2,108)
Total	104,507	20,049	7,542	6,616	73,393	14,680	1,730	2,572

### 2022 - 2023 outlook

- We remain confident in the management team, our well-invested facilities and our skilled employees to meet the challenges ahead.
- We will continue to make progress in all our markets, building on the performance of 2021 – 2022.

# **FACCENDA HOLDINGS LIMITED**

## **STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022**

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### **Section 172 statement**

Section 172 of the Companies Act 2006 requires a director of a company to act in the way he or she considers, in good faith, would most likely promote the success of the company for the benefit of its members as a whole. In doing this, section 172 requires a director to have regard, amongst other matters, to the:

- likely consequences of any decisions in the long-term;
- interests of the company's employees;
- need to foster the company's business relationships with suppliers, customers and others;
- impact of the company's operations on the community and environment;
- desirability of the company maintaining a reputation for high standards of business conduct; and
- need to act fairly as between members of the company.

The directors also take into account the views and interests of a wider set of stakeholders when making decisions. During the year the company received information to enable them to consider the impact of the company's decisions on its key stakeholders. This information was distributed in a range of different formats including in reports and presentations on our financial and operational performance, non-financial key performance indicators, risk, environmental, social and corporate governance matters, and the outcomes of specific pieces of engagement. As a result of this, the company has had an overview of engagement with stakeholders and other relevant factors which allows it to understand the nature of the stakeholders' concerns and to comply with its section 172 duty to promote the success of the company.

In discharging our section 172 duties the directors have regard to the factors set out above. We also have regard to other factors which we consider relevant to the decision being made. Those factors, for example, include the interests and relationships with employees, customers and suppliers. We acknowledge that every decision we make will not necessarily result in a positive outcome for all of our stakeholders. By considering the company's purpose, vision and values together with its strategic priorities and having a process in place for decision-making, we do, however, aim to make sure that our decisions are consistent and predictable.

The company delegates authority for day-to-day management of the company to executives and then engage management in setting, approving and overseeing the execution of the business strategy and related policies. The company delegates to executive management to review the company's financial and operational performance, risk and compliance, and health and safety matters.

Some of the engagement that has taken place with the company's stakeholders during the year are:

- the impact of the Covid-19 has been widespread, and we have considered all our stakeholders, and have consulted with them as the business continues to trade during the pandemic. We reviewed all relevant official guidance to ensure that our Covid-19 response was aligned with official expectations and established open dialogue with government and Public Health England, as well as other stakeholders.
- as a board of directors, we provide clear information to our shareholders on a timely basis, being honest and transparent as to the performance of the business.
- we engaged with planning authorities, councils, third party investors and our local communities to ensure individual companies within the group, as well as meeting legal and ethical standards, have active relationships with our local communities, and have a positive effect on those communities.
- our food retail customers expect a premium product, and we meet high quality standards by engaging with the Food Standards Agency and the Health and Safety Executive, and by obtaining BRC accreditation.

# **FACCENDA HOLDINGS LIMITED**

## **STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022**

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### **Governance**

#### Health and safety management

The company is committed to providing a safe place of work for all employees and to continuously improve our safety management and surveillance systems through diligent risk assessment, high standards and active communication.

#### Ethical employment

A fair system of work with terms, conditions and facilities to match, is at the heart of how the company does business and is enshrined in our company values. This includes:

- a commitment to developing our people through customised, externally facilitated training providers;
- an apprenticeship programme;
- relationships with local colleges and universities;
- entry rates of pay above the national minimum; and
- no long term agency or zero hours contracts.

We strive to make Faccenda a great place to work and somewhere where everyone can make a difference.

#### Modern slavery

We recognise the risk and seriousness presented by human trafficking and modern slavery and have implemented safeguards to protect all our colleagues from exploitation, irrespective of how they have joined our business or how long they plan to work with us.

#### Employment of disabled workers

We continue to be committed to diversity in our employment proposition and, as part of this, the employment of disabled or disadvantaged colleagues is a key part of providing equal opportunity for all across our business.

#### Corporate and social responsibility

We are aware of the potential issues posed by our operations and actively look to lessen their impact. We are good and responsible neighbours with active relationships in our communities.

On behalf of the board

Mr I J Faccenda  
**Director**  
14 February 2023



# **FACCENDA HOLDINGS LIMITED**

## **DIRECTORS' REPORT FOR THE YEAR ENDED 31 MAY 2022**

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The directors present their annual report and financial statements for the year ended 31 May 2022.

### **Principal activities**

The group's principal activities during the year were:

- the supply of processed poultry products to the retail and business to business sectors.
- the provision of property development services including to properties specifically purchased for development in the residential sector, and in joint ventures with land owners in the commercial property sector.
- general farming.
- real estate, manufacturing, precision machining and metal stamping undertaken in the United States of America by Red Deer Capital Inc and its subsidiary undertakings.

### **Results and dividends**

The results for the year are set out on page 14.

The directors recommend that no dividend be paid in respect of the year ended 31 May 2022.

### **Directors**

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

Mr R M Faccenda  
Mrs S Faccenda  
Mr I J Faccenda  
Mrs A J Gulliver  
Ms H Faccenda

### **Financial instruments**

The business is subject to certain financial risks, but has procedures and controls in place to mitigate these risks:

#### Price risk

The group is exposed to commodity price risk as a result of its operations and routinely reviews market trends and indicators. In view of the volatility in feed markets, fixed price contracts are in place with a range of customers to manage the business risk.

#### Credit risk

The group works to continually improve the assessment of trading levels and credit risk which includes regular credit rating checks. Payment reliability remains high with continued very low exposure to bad debt.

#### Liquidity risk

The business is managed with bank working capital facilities to manage short term fluctuations and ensures that it has sufficient access to long term funding to meet investment requirements.

#### Interest rate risk

The business incurs minimal external interest charges. With limited external borrowing the impact of interest rate charges is seen as a minimal risk.

# FACCENDA HOLDINGS LIMITED

## DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022

### Disabled persons

Applications for employment by disabled persons are always fully considered, bearing in mind the aptitudes of the applicant concerned. In the event of members of staff becoming disabled, every effort is made to ensure that their employment within the group continues and that the appropriate training is arranged. It is the policy of the group that the training, career development and promotion of disabled persons should, as far as possible, be identical to that of other employees.

### Employee involvement

The group's policy is to consult and discuss with employees, through unions, staff councils and at meetings, matters likely to affect employees' interests.

Information about matters of concern to employees is given through information bulletins and reports which seek to achieve a common awareness on the part of all employees of the financial and economic factors affecting the group's performance.

### Auditor

In accordance with the company's articles, a resolution proposing that Whitley Stimpson Limited be reappointed as auditor of the group will be put at a General Meeting.

### Energy and carbon report

The group's emissions and energy use data from its UK operations is shown in the table below:

	Year ended 31 May 2022	Year ended 31 May 2021
Electricity consumption used to calculate emissions	2,631,001 kWh	2,122,987 kWh
Natural gas consumption used to calculate emissions	5,004,379 kWh	4,328,044 kWh
Other consumption used to calculate emissions	41,000 litres	124,889 litres
Emissions from purchased electricity	508.78 tCO <sub>2</sub> e	450.77 tCO <sub>2</sub> e
Emissions from natural gas	900.79 tCO <sub>2</sub> e	792.73 tCO <sub>2</sub> e
Emissions from LPG	4.68 tCO <sub>2</sub> e	3.50 tCO <sub>2</sub> e
Emissions from other gas and oil	104.88 tCO <sub>2</sub> e	330.70 tCO <sub>2</sub> e
Emissions from fuel for transport purposes	0.00 tCO <sub>2</sub> e	7.44 tCO <sub>2</sub> e
Total gross CO <sub>2</sub> e of above	1,519.13 tCO <sub>2</sub> e	1,585.14 tCO <sub>2</sub> e
Intensity ratio: tonnes of CO <sub>2</sub> e per total £million of sales revenue	21.60 tCO <sub>2</sub> e/£million	33.41 tCO <sub>2</sub> e/£million
Methodology	actual consumption	actual consumption

The group strives to continually increase its energy efficiency. The group has installed biomass equipment onto its sites, which uses renewable energy sources derived from organic matter.

### Strategic report

In accordance with s. 414C(11) of the Companies Act 2006, the company has chosen to set out in the company's strategic report information required by Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008, Sch. 7 that would otherwise be contained in the directors' report. The strategic report includes a fair review of the development and performance of the business and the position of the company, together with a description of the principal risks and uncertainties that it faces.

### Statement of disclosure to auditor

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

# **FACCENDA HOLDINGS LIMITED**

## **DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022**

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On behalf of the board

Mr I J Faccenda  
**Director**

14 February 2023

## **FACCENDA HOLDINGS LIMITED**

### **DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 MAY 2022**

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The directors are responsible for preparing the Annual 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 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 group and company, 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the ;
- prepare the on the going concern basis unless it is inappropriate to presume that the group and company will continue in business.

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

# FACCENDA HOLDINGS LIMITED

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF FACCENDA HOLDINGS LIMITED

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### Opinion

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

In our opinion the financial statements:

- give a true and fair view of the state of the group's and the parent company's affairs as at 31 May 2022 and of the group's profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### Conclusions relating to going concern

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

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

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

### Other information

The other information comprises the information included in the annual report other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

### Opinions on other matters prescribed by the Companies Act 2006

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

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

# **FACCENDA HOLDINGS LIMITED**

## **INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF FACCENDA HOLDINGS LIMITED**

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### **Matters on which we are required to report by exception**

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

### **Auditor's responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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

We obtained an understanding of the legal and regulatory frameworks that are applicable to the entity and determined that the most significant are those that relate to the financial reporting framework FRS102, the Companies Act 2006, and tax legislation.

We assessed the risks of material misstatement in respect of fraud. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements. We made enquiries with management and those charged with governance and corroborated our enquiries through review of third-party documentation and correspondence where appropriate.

We identified the principal risks related to the risk of revenue recognition being materially misstated due to fraud, and the valuation of investments, work in progress and investment properties. We considered the risk of fraud through management override and, in response, we incorporated testing of journal entries and management estimates into our audit approach.

Based on the results of our risk assessment we designed our audit procedures to identify non-compliance with such laws and regulations identified above and to identify and to address material misstatements in relation to fraud. The engagement team collectively had the appropriate competence and capabilities to identify or recognise non-compliance with laws and regulation s and fraud, and to perform these procedures effectively.

## **FACCENDA HOLDINGS LIMITED**

### **INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF FACCENDA HOLDINGS LIMITED**

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Audit procedures performed included:

- Discussion amongst the audit team regarding the susceptibility of the client to fraud;
- Consideration of the risk of fraud when documenting and reviewing internal controls and procedures;
- Enquiring of management how they assess the risk of fraud, and identify and respond to the risks of fraud;
- Enquiring of management whether they have any knowledge of actual or suspected frauds or non-compliance with laws and regulations;
- Review of how those charged with governance exercise oversight of management's process for identifying and responding to the risk of fraud;
- Analytical procedures performed on the financial statements as a whole, to identify unusual items;
- Agreeing related party transactions and balances to the financial statements of related parties;
- Requesting the component auditors identify any instances of non-compliance with laws and regulations that could give rise to a material misstatement of the group financial statements;
- Assessing the component auditors' competence and capabilities to identify or recognise non-compliance with laws and regulations;
- Substantive testing of sales, vouching to invoices, sales contracts, transfer of property ownership and bank receipts;
- Substantive testing of interest income, vouching to loan agreements where applicable;
- Substantive testing of rental income, vouching from rental agreements to recognition in the financial statements;
- Vouching loans receivable to loan agreements and recalculating interest income to confirm accuracy;
- Substantive testing of debtors, vouching to supporting documentation and post year end receipts;
- Review of journal entries for unusual items;
- Review relevant tax correspondence;
- Review VAT return entries and perform analytical procedures on VAT balances;
- Review property valuations and consider indications of impairment;
- Verifying ownership of properties included within the financial statements;
- Assessing the recoverability of work in progress values;
- Review of bank reconciliations for evidence of window dressing;
- Review of fixed asset investments, comparing the value in the financial statements to the net asset value of the investments, and investigating any instances of potential impairment.

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

## **FACCENDA HOLDINGS LIMITED**

### **INDEPENDENT AUDITOR'S REPORT (CONTINUED) TO THE MEMBERS OF FACCENDA HOLDINGS LIMITED**

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#### **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.

**Martin Anson (Senior Statutory Auditor)**  
**For and on behalf of Whitley Stimpson Limited**  
Chartered Accountants  
Statutory Auditor  
Penrose House  
67 Hightown Road  
Banbury  
Oxfordshire  
OX16 9BE

14 February 2023



# FACCENDA HOLDINGS LIMITED

## GROUP PROFIT AND LOSS ACCOUNT FOR THE YEAR ENDED 31 MAY 2022

	Notes	2022 £	2021 £
Turnover	3	104,507,076	73,393,097
Cost of sales		(84,458,119)	(58,712,684)
<b>Gross profit</b>		<b>20,048,957</b>	<b>14,680,413</b>
Administrative expenses		(15,418,737)	(16,923,029)
Other operating income		2,911,636	3,972,396
<b>Operating profit</b>	5	<b>7,541,856</b>	<b>1,729,780</b>
Interest receivable and similar income	9	667,971	514,027
Interest payable and similar expenses	10	(729,661)	(650,031)
Amounts written off investments	11	(248,771)	974,502
<b>Profit before taxation</b>		<b>7,231,395</b>	<b>2,568,278</b>
Tax on profit	12	(615,567)	3,647
<b>Profit for the financial year</b>		<b>6,615,828</b>	<b>2,571,925</b>
Profit for the financial year is attributable to:			
- Owners of the parent company		1,671,801	(1,298,872)
- Non-controlling interests		4,944,027	3,870,797
		<b>6,615,828</b>	<b>2,571,925</b>

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

# FACCENDA HOLDINGS LIMITED

## GROUP STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 MAY 2022

	2022 £	2021 £
<b>Profit for the year</b>	6,615,828	2,571,925
<b>Other comprehensive income</b>		
Revaluation of tangible fixed assets	2,441,412	-
Actuarial gain on defined benefit pension schemes	4,133,000	4,517,000
Currency translation gain/(loss) taken to retained earnings	1,285,386	(1,074,438)
Tax relating to other comprehensive income	(1,046,690)	(894,830)
<b>Other comprehensive income for the year</b>	6,813,108	2,547,732
<b>Total comprehensive income for the year</b>	13,428,936	5,119,657
Total comprehensive income for the year is attributable to:		
- Owners of the parent company	7,855,070	1,775,335
- Non-controlling interests	5,573,866	3,344,322
	13,428,936	5,119,657

# FACCENDA HOLDINGS LIMITED

## GROUP BALANCE SHEET AS AT 31 MAY 2022

	Notes	2022		2021	
		£	£	£	£
<b>Fixed assets</b>					
Tangible assets	15	69,328,885		64,641,538	
Investment properties	16	29,891,251		23,070,331	
Investments	17	3,136,518		2,473,519	
		102,356,654		90,185,388	
<b>Current assets</b>					
Stocks	19	34,360,580		58,345,222	
Debtors	20	25,606,550		27,103,545	
Cash at bank and in hand		41,741,822		20,793,048	
		101,708,952		106,241,815	
<b>Creditors: amounts falling due within one year</b>	21	(12,309,453)		(14,760,985)	
<b>Net current assets</b>			89,399,499		91,480,830
<b>Total assets less current liabilities</b>			191,756,153		181,666,218
<b>Creditors: amounts falling due after more than one year</b>	22		(1,043,288)		(784,697)
<b>Provisions for liabilities</b>					
Deferred tax liability	25	7,694,410		6,575,002	
			(7,694,410)		(6,575,002)
<b>Net assets excluding pension surplus</b>			183,018,455		174,306,519
<b>Defined benefit pension surplus</b>	26		4,967,000		610,000
<b>Net assets</b>			187,985,455		174,916,519
<b>Capital and reserves</b>					
Called up share capital	27		1,000,000		1,000,000
Share premium account			143,102,212		143,102,212
Revaluation reserve			3,253,414		812,002
Profit and loss reserves			18,486,154		13,261,258
<b>Equity attributable to owners of the parent company</b>			165,841,780		158,175,472
<b>Non-controlling interests</b>			22,143,675		16,741,047
			187,985,455		174,916,519

## **FACCENDA HOLDINGS LIMITED**

### **GROUP BALANCE SHEET (CONTINUED)** **AS AT 31 MAY 2022**

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The financial statements were approved by the board of directors and authorised for issue on 14 February 2023 and are signed on its behalf by:

Mr I J Faccenda  
**Director**

Company registration number 10916935 (England and Wales)

# FACCENDA HOLDINGS LIMITED

## COMPANY BALANCE SHEET AS AT 31 MAY 2022

	Notes	2022 £	£	2021 £	£
<b>Fixed assets</b>					
Investments	17	142,102,212		142,102,212	
<b>Current assets</b>					
Debtors	20	23,844,675		21,438,362	
Cash at bank and in hand		4,526,362		7,165,326	
		<u>28,371,037</u>		<u>28,603,688</u>	
<b>Creditors: amounts falling due within one year</b>	21	<u>(77,463)</u>		<u>(82,504)</u>	
<b>Net current assets</b>		28,293,574		28,521,184	
<b>Net assets</b>		<u>170,395,786</u>		<u>170,623,396</u>	
<b>Capital and reserves</b>					
Called up share capital	27	1,000,000		1,000,000	
Share premium account		143,102,212		143,102,212	
Profit and loss reserves		26,293,574		26,521,184	
<b>Total equity</b>		<u>170,395,786</u>		<u>170,623,396</u>	

As permitted by s408 Companies Act 2006, the company has not presented its own profit and loss account and related notes. The company's loss for the period was £227,610 (2021 - £267,175 profit).

The financial statements were approved by the board of directors and authorised for issue on 14 February 2023 and are signed on its behalf by:

Mr I J Faccenda  
**Director**

Company registration number 10916935 (England and Wales)

# FACCENDA HOLDINGS LIMITED

## GROUP STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MAY 2022

	Share capital	Share premium account	Revaluation reserve	Profit and loss reserves	Total controlling interest	Non-controlling interest	Total
Notes	£	£	£	£	£	£	£
<b>Balance at 1 June 2020</b>	1,000,000	143,102,212	812,002	11,485,923	156,400,137	13,685,076	170,085,213
<b>Year ended 31 May 2021:</b>							
Profit for the year	-	-	-	(1,298,872)	(1,298,872)	3,870,797	2,571,925
Other comprehensive income:							
Actuarial gains on defined benefit plans	-	-	-	4,517,000	4,517,000	-	4,517,000
Currency translation differences	-	-	-	(1,074,438)	(1,074,438)	-	(1,074,438)
Tax relating to other comprehensive income	-	-	-	(894,830)	(894,830)	-	(894,830)
Amounts attributable to non-controlling interests	-	-	-	526,475	526,475	(526,475)	-
Total comprehensive income for the year	-	-	-	1,775,335	1,775,335	3,344,322	5,119,657
Dividends	-	-	-	-	-	(288,351)	(288,351)
<b>Balance at 31 May 2021</b>	1,000,000	143,102,212	812,002	13,261,258	158,175,472	16,741,047	174,916,519

# FACCENDA HOLDINGS LIMITED

## GROUP STATEMENT OF CHANGES IN EQUITY (CONTINUED) FOR THE YEAR ENDED 31 MAY 2022

	Share capital	Share premium account	Revaluation reserve	Profit and loss reserves	Total controlling interest	Non-controlling interest	Total
Notes	£	£	£	£	£	£	£
<b>Year ended 31 May 2022:</b>							
Profit for the year	-	-	-	1,671,801	1,671,801	4,944,027	6,615,828
Other comprehensive income:							
Revaluation of tangible fixed assets	-	-	2,441,412	-	2,441,412	-	2,441,412
Actuarial gains on defined benefit plans	-	-	-	4,133,000	4,133,000	-	4,133,000
Currency translation differences	-	-	-	1,285,386	1,285,386	-	1,285,386
Tax relating to other comprehensive income	-	-	-	(1,046,690)	(1,046,690)	-	(1,046,690)
Amounts attributable to non-controlling interests	-	-	-	(629,839)	(629,839)	629,839	-
Total comprehensive income for the year	-	-	2,441,412	5,413,658	7,855,070	5,573,866	13,428,936
Purchase of shares in subsidiary from non-controlling interest	-	-	-	(188,762)	(188,762)	(171,238)	(360,000)
<b>Balance at 31 May 2022</b>	<b>1,000,000</b>	<b>143,102,212</b>	<b>3,253,414</b>	<b>18,486,154</b>	<b>165,841,780</b>	<b>22,143,675</b>	<b>187,985,455</b>

# FACCENDA HOLDINGS LIMITED

## COMPANY STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 MAY 2022

	Share capital	Share premium account	Profit and loss reserves	Total
	£	£	£	£
<b>Balance at 1 June 2020</b>	1,000,000	143,102,212	26,254,009	170,356,221
<b>Year ended 31 May 2021:</b>				
Profit and total comprehensive income for the year	-	-	267,175	267,175
<b>Balance at 31 May 2021</b>	1,000,000	143,102,212	26,521,184	170,623,396
<b>Year ended 31 May 2022:</b>				
Loss and total comprehensive income for the year	-	-	(227,610)	(227,610)
<b>Balance at 31 May 2022</b>	1,000,000	143,102,212	26,293,574	170,395,786



# FACCENDA HOLDINGS LIMITED

## GROUP STATEMENT OF CASH FLOWS FOR THE YEAR ENDED 31 MAY 2022

	Notes	2022 £	£	2021 £	£
<b>Cash flows from operating activities</b>					
Cash generated from operations	33	31,908,243		476,337	
Interest paid		(96,661)		(104,031)	
Income taxes paid		(407,503)		(27,204)	
<b>Net cash inflow from operating activities</b>		<b>31,404,079</b>		<b>345,102</b>	
<b>Investing activities</b>					
Purchase of intangible assets		(58,789)		(180,380)	
Purchase of tangible fixed assets		(3,900,016)		(4,412,072)	
Proceeds from disposal of tangible fixed assets		1,066,262		1,103,499	
Purchase of investment property		(7,311,490)		(2,379,675)	
Proceeds from disposal of investment property		295,248		-	
Purchase of investments		(439,397)		(805,418)	
Repayment of loans		101,389		2,416,982	
Interest received		16,038		41,369	
Dividends received		799		1,453	
Other income received from investments		4,134		205	
<b>Net cash used in investing activities</b>		<b>(10,225,822)</b>		<b>(4,214,037)</b>	
<b>Financing activities</b>					
Repayment of bank loans		709,926		(1,553,510)	
Payment of finance leases obligations		(579,409)		(274,032)	
Purchase of shares in subsidiary from non-controlling interest		(360,000)		-	
Dividends paid to non-controlling interests		-		(288,351)	
<b>Net cash used in financing activities</b>		<b>(229,483)</b>		<b>(2,115,893)</b>	
<b>Net increase/(decrease) in cash and cash equivalents</b>		<b>20,948,774</b>		<b>(5,984,828)</b>	
Cash and cash equivalents at beginning of year		20,793,048		26,777,876	
<b>Cash and cash equivalents at end of year</b>		<b>41,741,822</b>		<b>20,793,048</b>	

# FACCENDA HOLDINGS LIMITED

## NOTES TO THE GROUP FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MAY 2022

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### 1 Accounting policies

#### Company information

Faccenda Holdings Limited ("the company") is a private limited company domiciled and incorporated in England and Wales. The registered office is Willow Road, Brackley, Northants, NN13 7EX.

The group consists of Faccenda Holdings Limited and all of its subsidiaries.

#### 1.1 Accounting convention

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

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

The financial statements have been prepared under the historical cost convention, as modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

The company is a qualifying entity for the purposes of FRS 102, being the parent of a group which prepares publicly available consolidated financial statements which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements for parent company information presented within the consolidated financial statements:

- Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instrument Issues' – Carrying amounts, interest income/expense and net gains/losses for each category of financial instrument; basis of determining fair values; details of collateral, loan defaults or breaches, details of hedges, hedging fair value changes recognised in profit or loss and in other comprehensive income;
- Section 26 'Share based Payment' – Share-based payment expense charged to profit or loss, reconciliation of opening and closing number and weighted average exercise price of share options, how the fair value of options granted was measured, measurement and carrying amount of liabilities for cash-settled share-based payments, explanation of modifications to arrangements;
- Section 33 'Related Party Disclosures' – Compensation for key management personnel.

#### 1.2 Business combinations

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

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

# FACCENDA HOLDINGS LIMITED

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

### 1 Accounting policies

(Continued)

#### 1.3 Basis of consolidation

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

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

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

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

Entities in which the group holds an interest, and which are jointly controlled by the group and one or more other venturers under a contractual arrangement, are treated as joint ventures. In the group financial statements, joint ventures are accounted for using the equity method.

#### 1.4 Going concern

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

#### 1.5 Turnover

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

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

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

Revenue from contracts for the provision of professional services is recognised by reference to the stage of completion when the stage of completion, costs incurred and costs to complete can be estimated reliably. The stage of completion is calculated by comparing costs incurred, mainly in relation to contractual hourly staff rates and materials, as a proportion of total costs. Where the outcome cannot be estimated reliably, revenue is recognised only to the extent of the expenses recognised that it is probable will be recovered.

# FACCENDA HOLDINGS LIMITED

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

### 1 Accounting policies

(Continued)

#### 1.6 Intangible fixed assets - goodwill

Goodwill is valued as part of the fair value of assets acquired from third parties, where the goodwill has a value that can be sold separately from the rest of the business acquired.

Positive goodwill arising on the consolidation of subsidiary undertakings is written off directly to the profit and loss reserve in the year of acquisition.

Negative goodwill is included in the balance sheet and is credited to the profit and loss account in the years in which the acquired non-monetary assets are recovered through depreciation or sale. Negative goodwill in excess of the fair values of the non-monetary assets acquired is credited to the profit and loss account in the years expected to benefit.

#### 1.7 Tangible fixed assets

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

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

Freehold land and buildings	2% to 5% per annum straight line
Plant and equipment	8.33% to 33.33 % per annum straight line
Fixtures and fittings	8.33% to 33.33% per annum straight line
Computers	25% to 33.33% per annum straight line
Motor vehicles	20% to 33.33% per annum straight line
Biomass equipment	5% straight line

Freehold land is not depreciated.

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

#### 1.8 Investment properties

Investment property, which is property held to earn rentals and/or for capital appreciation, is initially recognised at cost, which includes the purchase cost and any directly attributable expenditure. Subsequently it is measured at fair value at the reporting end date. Changes in fair value are recognised in profit or loss.

#### 1.9 Fixed asset investments

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

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

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

# FACCENDA HOLDINGS LIMITED

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

### 1 Accounting policies

(Continued)

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

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

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

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

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

#### 1.10 Impairment of fixed assets

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

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

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

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

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

# FACCENDA HOLDINGS LIMITED

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

### 1 Accounting policies

(Continued)

#### 1.11 Stocks

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

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

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

#### 1.12 Cash and cash equivalents

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

#### 1.13 Financial instruments

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

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

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

#### 1.14 Equity instruments

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

#### 1.15 Taxation

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

##### *Current tax*

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

##### *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.

# FACCENDA HOLDINGS LIMITED

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

### 1 Accounting policies

(Continued)

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

#### 1.16 Employee benefits

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

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

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

#### 1.17 Retirement benefits

The group operates a defined benefit pension scheme, and defined contribution pension schemes for its employees.

##### Defined benefit scheme

In respect of the defined benefit pension scheme, the asset / liability recognised in the balance sheet is the fair value of the scheme assets less the present value of the defined benefit obligation at the balance sheet date, together with an adjustment for any past service costs not yet recognised.

The defined benefit obligation is calculated annually by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high quality corporate bonds which are denominated in the currency in which the benefits will be paid and which have terms to maturity approximating to the terms of the related pension liability.

Actuarial gains and losses arising from experience adjustments and changes in actuarial assumptions are charged or credited directly to the profit and loss reserve as they arise.

Past service costs are recognised immediately in the profit and loss account, unless the changes to the pension scheme are conditional on the employees remaining in service for a specified period of time (the vesting period). In this case, the past service costs are amortised on a straight line basis over the vesting period.

The cost of providing benefits under defined benefit plans is determined separately for each plan using the projected unit credit method, and is based on actuarial advice.

The change in the net defined benefit asset / liability arising from employee service during the year is recognised as an employee cost. The cost of plan introductions, benefit changes, settlements and curtailments are recognised as an expense in measuring profit or loss in the period in which they arise.

The net interest element is determined by multiplying the net defined benefit asset / liability by the discount rate, taking into account any changes in the net defined benefit asset / liability during the period as a result of contribution and benefit payments. The net interest is recognised in profit or loss as other finance revenue or cost.

# FACCENDA HOLDINGS LIMITED

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

### 1 Accounting policies

(Continued)

Remeasurement changes comprise actuarial gains and losses, the effect of the asset ceiling and the return on the net defined benefit asset / liability excluding amounts included in net interest. These are recognised immediately in other comprehensive income in the period in which they occur and are not reclassified to profit and loss in subsequent periods.

The net defined benefit pension asset or liability in the balance sheet comprises the total for each plan of the present value of the defined benefit obligation (using a discount rate based on high quality corporate bonds), less the fair value of plan assets out of which the obligations are to be settled directly. Fair value is based on market price information, and in the case of quoted securities is the published bid price. The value of a net pension benefit asset is limited to the amount that may be recovered either through reduced contributions or agreed refunds from the scheme.

#### Defined contribution schemes

For defined contribution schemes, the group pays contributions to privately administered pension schemes on a contractual basis. The group has no further payment obligations once the contributions have been paid. The contributions are recognised as an employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in future payments is available.

#### 1.18 Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets at the lower of the assets fair value at the date of inception and the present value of the minimum lease payments. The related liability is included in the balance sheet as a finance lease obligation. Lease payments are treated as consisting of capital and interest elements. The interest is charged to profit or loss so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

Rental income from operating leases is recognised on a straight line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight line basis over the lease term.

#### 1.19 Government grants

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

A grant that specifies performance conditions is recognised in income when the performance conditions are met. Where a grant does not specify performance conditions it is recognised in income when the proceeds are received or receivable. A grant received before the recognition criteria are satisfied is recognised as a liability.

#### 1.20 Foreign exchange

Monetary assets and liabilities denominated in foreign currencies (including the financial statements of overseas subsidiary undertakings) are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions in foreign currencies are recorded at the rate ruling at the date of the transaction. All differences are taken to the profit and loss account.

The financial statements of foreign subsidiaries are translated into sterling at the closing rates of exchange and the differences arising from the translation of the opening net investment in subsidiaries at the closing rate are taken direct to reserves.



# FACCENDA HOLDINGS LIMITED

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

### 2 Judgements and key sources of estimation uncertainty

In the application of the group'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.

The key items in the financial statements where these judgements and estimates have been made include:

a) Incorporated within the valuation of stock and work in progress, the group uses judgements and estimates of operational performance to support the calculations used within the financial statements. The value of stock and work in progress is detailed in note 19 to the financial statements.

b) The company's defined benefit pension scheme incorporates a number of key judgements and estimates and these are detailed in note 26 to the financial statements.

### 3 Turnover and other revenue

	2022	2021
	£	£
<b>Turnover analysed by class of business</b>		
Food	19,900,141	15,016,613
Property	83,394,325	57,195,073
Farms	1,212,610	1,181,411
	<u>104,507,076</u>	<u>73,393,097</u>
	2022	2021
	£	£
<b>Turnover analysed by geographical market</b>		
United Kingdom	72,958,619	47,444,884
United States of America	31,548,457	25,948,213
	<u>104,507,076</u>	<u>73,393,097</u>
	2022	2021
	£	£
<b>Other revenue</b>		
Interest income	667,172	512,574
Dividends received	799	1,453
Grants received	-	25,851
	<u></u>	<u></u>

# FACCENDA HOLDINGS LIMITED

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

### 4 Exceptional item

	2022	2021
	£	£
<b>Expenditure</b>		
Exceptional item - cost of sales	-	4,516,107

During the year ended 31 May 2021 Faccenda Property Limited wrote off £4,516,107 of work in progress. The balance related to a specific loss-making project. The issues resulting in the write-off are isolated to this specific project. The remaining balance in work in progress is expected to be recoverable on the sale of properties.

### 5 Operating profit

	2022	2021
	£	£
Operating profit for the year is stated after charging/(crediting):		
Exchange (gains)/losses	(1,548,984)	1,887,802
Government grants	-	(25,851)
Depreciation of owned tangible fixed assets	2,675,323	2,248,988
Depreciation of tangible fixed assets held under finance leases	178,008	268,326
Profit on disposal of tangible fixed assets	(773,739)	(171,898)
Loss on disposal of investment property	3,752	-
Amortisation of intangible assets	58,789	180,380
Operating lease charges	134,666	189,533

### 6 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 group and company	12,000	10,000
Audit of the financial statements of the company's subsidiaries	58,250	113,520
	70,250	123,520
<b>For other services</b>		
Taxation compliance services	106,763	90,208
All other non-audit services	257,419	207,122
Disbursements	82,676	79,057
	446,858	376,387

# FACCENDA HOLDINGS LIMITED

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

### 7 Employees

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

	Group 2022 Number	2021 Number	Company 2022 Number	2021 Number
Production	233	195	-	-
Administration	53	59	-	-
Directors	5	5	5	5
Total	291	259	5	5

Their aggregate remuneration comprised:

	Group 2022 £	2021 £	Company 2022 £	2021 £
Wages and salaries	14,130,605	11,549,482	-	-
Social security costs	954,876	751,053	-	-
Pension costs	310,596	240,174	-	-
	15,396,077	12,540,709	-	-

### 8 Directors' remuneration

	2022 £	2021 £
Remuneration for qualifying services	129,291	169,583
Sums paid to third parties for directors' services	965,000	965,000
	1,094,291	1,134,583

# FACCENDA HOLDINGS LIMITED

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

### 9 Interest receivable and similar income

	2022	2021
	£	£
<b>Interest income</b>		
Interest on bank deposits	14,568	44,334
Interest on the net defined benefit asset	647,000	471,000
Other interest income	1,470	(2,965)
	<u>663,038</u>	<u>512,369</u>
<b>Other income from investments</b>		
Dividends received	799	1,453
Gains on financial instruments measured at fair value through profit or loss	4,134	205
	<u>667,971</u>	<u>514,027</u>

Investment income includes the following:

Interest on financial assets measured at fair value through profit or loss	4,134	205
Dividends from financial assets measured at fair value through profit or loss	799	1,453
	<u>4,933</u>	<u>1,658</u>

### 10 Interest payable and similar expenses

	2022	2021
	£	£
Interest on bank overdrafts and loans	416	179
Interest on finance leases and hire purchase contracts	96,245	101,462
Net interest on the net defined benefit liability	633,000	546,000
Other interest	-	2,390
	<u>729,661</u>	<u>650,031</u>

### 11 Amounts written off investments

	2022	2021
	£	£
Loss on disposal of investments held at fair value	(1,000)	-
Changes in the fair value of investment properties	(190,570)	935,538
Other gains and losses	(57,201)	38,964
	<u>(248,771)</u>	<u>974,502</u>

# FACCENDA HOLDINGS LIMITED

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

### 12 Taxation

	2022 £	2021 £
<b>Current tax</b>		
UK corporation tax on profits for the current period	496,328	344,521
Adjustments in respect of prior periods	(10,118)	237,743
	<u>486,210</u>	<u>582,264</u>
Total UK current tax	486,210	582,264
Foreign current tax on profits for the current period	99,199	(36,258)
	<u>585,409</u>	<u>546,006</u>
Total current tax	585,409	546,006
<b>Deferred tax</b>		
Origination and reversal of timing differences	122,749	(1,148,271)
Changes in tax rates	(103,359)	900,311
Adjustment in respect of prior periods	10,768	(301,693)
	<u>30,158</u>	<u>(549,653)</u>
Total deferred tax	30,158	(549,653)
	<u>615,567</u>	<u>(3,647)</u>
Total tax charge/(credit)	615,567	(3,647)

An increase in the UK corporation tax rate from 19% to 25%, effective from 1 April 2023, was substantially enacted on 24 May 2021. This will increase the group's future corporation tax charges accordingly. Once a timing difference has been calculated, a deferred tax asset or liability is recognised by multiplying this difference by the enacted or substantively enacted tax rate that is expected to apply when the difference reverses.

# FACCENDA HOLDINGS LIMITED

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

### 12 Taxation

(Continued)

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

	2022 £	2021 £
Profit before taxation	7,231,395	2,568,278
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2021: 19.00%)	1,373,965	487,973
Tax effect of expenses that are not deductible in determining taxable profit	23,809	9,652
Tax effect of income not taxable in determining taxable profit	(152)	(142)
Tax effect of utilisation of tax losses not previously recognised	-	(10,834)
Unutilised tax losses carried forward	32,254	-
Adjustments in respect of prior years	(10,118)	237,743
Effect of change in corporation tax rate	(103,359)	900,311
Permanent capital allowances in excess of depreciation	(93)	-
Depreciation on assets not qualifying for tax allowances	31,632	19,823
Amortisation on assets not qualifying for tax allowances	(135,920)	(177,832)
Other non-reversing timing differences	(1,007,974)	(1,201,134)
Other permanent differences	475	-
Under/(over) provided in prior years	(9,484)	-
Deferred tax adjustments in respect of prior years	10,768	(301,693)
Dividend income	-	17,641
Amounts written off fixed asset investments	190	-
Enhanced capital allowances	(68,682)	(14,293)
Disposal of investment properties	9,768	(102,777)
Change in deferred tax rate	117,973	-
Profit/loss on disposal of investment property	9,500	-
Revaluation of freehold property	427,291	-
Movement in property from WIP to investment property	-	18,049
Movement in pension liability	-	(24,280)
Profit/loss on disposal of investments	-	82,173
Deferred tax asset not recognised	5,853	55,973
Reversal of deferred tax asset previously not recognised	(55,973)	-
Structures and buildings allowance	(36,156)	-
Taxation charge/(credit)	615,567	(3,647)

# FACCENDA HOLDINGS LIMITED

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

### 12 Taxation

(Continued)

In addition to the amount charged to the profit and loss account, the following amounts relating to tax have been recognised directly in other comprehensive income:

	2022 £	2021 £
Current tax arising on:		
Actuarial differences recognised as other comprehensive income	(42,560)	(334,400)
Deferred tax arising on:		
Actuarial differences recognised as other comprehensive income	1,089,250	1,229,230
	<u>1,046,690</u>	<u>894,830</u>

### 13 Impairments

Impairment tests have been carried out where appropriate and the following impairment losses have been recognised in profit or loss:

	Notes	2022 £	2021 £
In respect of:			
Fixed asset investments	17	57,201	(38,964)
Recognised in:			
Amounts written off investments		57,201	(38,964)

The impairment losses in respect of financial assets are recognised in other gains and losses in the profit and loss account.

## FACCENDA HOLDINGS LIMITED

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

#### 14 Intangible fixed assets

<b>Group</b>	<b>Goodwill</b>
	<b>£</b>
<b>Cost</b>	
At 1 June 2021	185,006
Additions	58,789
Disposals	(157,969)
	<hr/>
At 31 May 2022	85,826
	<hr/>
<b>Amortisation and impairment</b>	
At 1 June 2021	185,006
Amortisation charged for the year	58,789
Disposals	(157,969)
	<hr/>
At 31 May 2022	85,826
	<hr/>
<b>Carrying amount</b>	
At 31 May 2022	-
	<hr/>
At 31 May 2021	-
	<hr/>

The company had no intangible fixed assets at 31 May 2022 or 31 May 2021.

Goodwill of £58,789 arose on acquisitions during the year by Red Deer Capital Inc. The goodwill arising on these acquisitions was written off in full in the year ended 31 May 2022.



# FACCENDA HOLDINGS LIMITED

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

### 15 Tangible fixed assets

Group	Freehold land and buildings £	Plant and equipment £	Fixtures and fittings £	Computers £	Motor vehicles £	Biomass equipment £	Total £
<b>Cost or valuation</b>							
At 1 June 2021	55,296,679	12,308,389	202,243	211,606	333,704	6,232,764	74,585,385
Additions	422,932	3,241,011	59,489	16,531	100,344	59,709	3,900,016
Disposals	-	(916,704)	-	-	(60,459)	(43,737)	(1,020,900)
Revaluation	2,247,641	-	-	-	-	-	2,247,641
Exchange adjustments	1,052,331	994,579	-	-	22,294	-	2,069,204
At 31 May 2022	59,019,583	15,627,275	261,732	228,137	395,883	6,248,736	81,781,346
<b>Depreciation and impairment</b>							
At 1 June 2021	3,451,934	5,197,949	88,714	78,087	133,381	993,782	9,943,847
Depreciation charged in the year	762,650	1,659,523	37,637	16,840	65,721	310,960	2,853,331
Eliminated in respect of disposals	-	(671,000)	-	-	(53,958)	(3,419)	(728,377)
Revaluation	(193,771)	-	-	-	-	-	(193,771)
Exchange adjustments	227,923	336,723	-	-	12,785	-	577,431
At 31 May 2022	4,248,736	6,523,195	126,351	94,927	157,929	1,301,323	12,452,461
<b>Carrying amount</b>							
At 31 May 2022	54,770,847	9,104,080	135,381	133,210	237,954	4,947,413	69,328,885
At 31 May 2021	51,844,745	7,110,440	113,529	133,519	200,323	5,238,982	64,641,538

The company had no tangible fixed assets at 31 May 2022 or 31 May 2021.

# FACCENDA HOLDINGS LIMITED

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

The net carrying value of tangible fixed assets includes the following in respect of assets held under finance leases or hire purchase contracts.

	Group 2022 £	2021 £	Company 2022 £	2021 £
Plant and equipment	442,205	589,882	-	-
Other assets	1,070,572	1,295,500	-	-
	<u>1,512,777</u>	<u>1,885,382</u>	<u>-</u>	<u>-</u>

Land and buildings owned by Faccenda Farms Limited with a carrying amount of £43,697,500 (2021 - £26,647,813) were revalued at 31 May 2022 by Savills, independent valuers not connected with the company, on the basis of market value. The valuation conforms to International Valuation Standards and was based on recent market transactions on arm's length terms for similar properties. Depreciation has been subsequently applied in line with the accounting policies.

If revalued assets were stated on an historical cost basis rather than a fair value basis, the total amounts included would have been as follows:

	2022 £	2021 £
<b>Group</b>		
Cost	58,631,746	53,683,425
Accumulated depreciation	(12,573,172)	(9,881,347)
Carrying value	<u>46,058,574</u>	<u>43,802,078</u>

### 16 Investment property

	Group 2022 £	Company 2022 £
<b>Fair value</b>		
At 1 June 2021	23,070,331	-
Additions through external acquisition	7,311,490	-
Disposals	(300,000)	-
Net gains or losses through fair value adjustments	(190,570)	-
At 31 May 2022	<u>29,891,251</u>	<u>-</u>

The fair value of the investment properties as at the balance sheet date has been arrived at on the basis of a valuation carried out by the directors. The valuation by the directors has been made on an open market value basis by reference to market conditions and evidence of transaction prices for similar properties, and external valuations.

The fair value of the investment properties owned by Faccenda Farms Limited was arrived at on the basis of a valuation carried out at 31 May 2022 by Savills independent valuers, who are not connected with the company. The valuation was made on an open market value basis by reference to market evidence of transaction prices for similar properties.

# FACCENDA HOLDINGS LIMITED

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

### 16 Investment property

(Continued)

If investment properties were stated on an historical cost basis rather than a fair value basis, the amounts would have been included as follows:

	Group 2022 £	2021 £	Company 2022 £	2021 £
Cost	25,355,328	18,343,838	-	-
Accumulated depreciation	-	-	-	-
Carrying amount	25,355,328	18,343,838	-	-

### 17 Fixed asset investments

	Notes	Group 2022 £	2021 £	Company 2022 £	2021 £
Investments in subsidiaries	18	-	-	142,102,212	142,102,212
Listed investments		69,714	126,915	-	-
Unlisted investments		3,066,804	2,346,604	-	-
		3,136,518	2,473,519	142,102,212	142,102,212

#### Movements in fixed asset investments

Group	Investments £
<b>Cost or valuation</b>	
At 1 June 2021	2,473,519
Additions	439,397
Valuation changes	(57,201)
Exchange differences	280,803
At 31 May 2022	3,136,518
<b>Carrying amount</b>	
At 31 May 2022	3,136,518
At 31 May 2021	2,473,519

# FACCENDA HOLDINGS LIMITED

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

### 17 Fixed asset investments (Continued)

#### Movements in fixed asset investments Company

Shares in  
subsidiaries  
£

#### Cost or valuation

At 1 June 2021 and 31 May 2022

296,099,660

#### Impairment

At 1 June 2021 and 31 May 2022

153,997,448

#### Carrying amount

At 31 May 2022

142,102,212

At 31 May 2021

142,102,212

### 18 Subsidiaries

Details of the company's subsidiaries at 31 May 2022, all of which have been included in the consolidation, are as follows:

Name of undertaking	Address	Class of shares held	% Held Direct
Ambrosden Developments Limited	A	Ordinary	100.00
Faccenda Farms Limited	A	Ordinary	100.00
Faccenda Group (South) Limited	A	Ordinary	100.00
Faccenda Investments Limited	A	Ordinary	100.00
Faccenda Property Limited	A	Ordinary	100.00
Goodhart Holdings Limited	A	Ordinary	100.00
Goodhart Property Limited	A	Ordinary	100.00
Tiggle Limited	A	Ordinary	100.00
Wellington Airfield Limited	A	Ordinary	100.00
Wendlebury Developments Limited	A	Ordinary	100.00
Banbury Road Projects LLP	B	Ordinary	51.00
Howes Lane Projects LLP	B	Ordinary	51.00
Skimmingdish Lane Projects LLP	B	Ordinary	51.00
Dartmouth Holdings Limited	C	Ordinary	70.00
Dartmouth Foods Limited	C	Ordinary	70.00
Red Deer Capital Inc	D	Ordinary	51.00
Hitchcock Properties LLC	D	Ordinary	51.00
Kalow Technologies LLC	D	Ordinary	51.00
USMT LLC	D	Ordinary	51.00
Parts Tool and Die LLC	E	Ordinary	51.00
Thomas Precision Technologies LLC	F	Ordinary	51.00

# FACCENDA HOLDINGS LIMITED

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

### 18 Subsidiaries

(Continued)

Registered office addresses (all UK unless otherwise indicated):

- A 1 Willow Road, Brackley, Northamptonshire, NN13 7EX
- B Penrose House, 67 Hightown Road, Banbury, Oxfordshire, OX16 9BE
- C Unit 1-9, Hearder Court, Beechwood Way, Language Business Park, Plymouth, Devon. PL7 5HH
- D One Heritage Place, 945 Main Street, Suite 210, Manchester, CT, 06040, USA
- E 344 Shoemaker Lane, Agawam, MA, 01001-3618, USA
- F 2715 Grey Fox Road, Monroe, NC, 28110-8421, USA

Faccenda Holdings Limited holds a 100% interest in and is the immediate parent undertaking in each of Faccenda Group (South) Limited, and Faccenda Investments Limited.

Faccenda Investments Limited holds a 100% interest in and is the immediate parent undertaking in each of Ambrosden Developments Limited, Faccenda Farms Limited, Faccenda Property Limited, Goodhart Holdings Limited, Tiggie Limited, Wellington Airfield Limited, and Wendlebury Developments Limited.

Goodhart Holdings Limited holds a 100% interest in and is the immediate parent undertaking of Goodhart Property Limited.

Faccenda Property Limited holds a 51% interest in and is the immediate parent undertaking in each of Banbury Road Projects LLP, Howes Lane Projects LLP, and Skimmingdish Lane Projects LLP.

Faccenda Investments Limited holds a 70% interest in Dartmouth Holdings Limited and its subsidiary undertaking, Dartmouth Foods Limited. At 31 May 2020, the interest was 50% and therefore the investment was disclosed as a joint venture in the prior year. During the year ended 31 May 2022 Faccenda Investments Limited purchased 15 additional shares bringing the interest to 53%. On 31 May 2022, Faccenda Investments Limited exchanged on a purchase of 85 shares in Dartmouth Holdings Limited under a conditional sale agreement, with voting rights transferred at this date, bringing the controlling interest to 70%.

Faccenda Investments Limited holds a 51% interest in and is the immediate parent undertaking of Red Deer Capital Inc.

Red Deer Capital Inc. holds a 100% interest in and is the immediate parent undertaking in each of Hitchcock Properties LLC, Kalow Technologies LLC, USMT LLC, Parts Tool and Die LLC, and Thomas Precision Technologies LLC.

### 19 Stocks

	Group 2022 £	2021 £	Company 2022 £	2021 £
Raw materials and consumables	4,772,530	2,780,442	-	-
Work in progress	28,630,585	54,682,209	-	-
Finished goods and goods for resale	957,465	882,571	-	-
	<u>34,360,580</u>	<u>58,345,222</u>	<u>-</u>	<u>-</u>

# FACCENDA HOLDINGS LIMITED

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

### 20 Debtors

	Group 2022	2021	Company 2022	2021
	£	£	£	£
<b>Amounts falling due within one year:</b>				
Trade debtors	7,983,054	8,296,433	-	-
Corporation tax recoverable	969,805	1,054,641	-	-
Other debtors	15,068,731	13,094,431	8,984	-
Prepayments and accrued income	1,280,047	4,306,112	-	215
	<u>25,301,637</u>	<u>26,751,617</u>	<u>8,984</u>	<u>215</u>
<b>Amounts falling due after more than one year:</b>				
Amounts owed by group undertakings	-	-	23,835,691	21,438,147
Other debtors	304,913	351,928	-	-
	<u>304,913</u>	<u>351,928</u>	<u>23,835,691</u>	<u>21,438,147</u>
<b>Total debtors</b>	<u>25,606,550</u>	<u>27,103,545</u>	<u>23,844,675</u>	<u>21,438,362</u>

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

	Notes	Group 2022	2021	Company 2022	2021
		£	£	£	£
Bank loans	23	-	24,227	-	-
Obligations under finance leases	24	537,895	632,742	-	-
Payments received on account		128,789	38,021	-	-
Trade creditors		3,856,043	3,954,101	-	-
Corporation tax payable		453,833	403,323	-	67,504
Other taxation and social security		484,496	669,263	-	-
Other creditors		4,435,912	6,515,588	-	-
Accruals and deferred income		2,412,485	2,523,720	77,463	15,000
		<u>12,309,453</u>	<u>14,760,985</u>	<u>77,463</u>	<u>82,504</u>

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

	Notes	Group 2022	2021	Company 2022	2021
		£	£	£	£
Bank loans and overdrafts	23	734,153	-	-	-
Obligations under finance leases	24	228,137	712,699	-	-
Other creditors		80,998	71,998	-	-
		<u>1,043,288</u>	<u>784,697</u>	<u>-</u>	<u>-</u>

# FACCENDA HOLDINGS LIMITED

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

### 23 Loans and overdrafts

	Group 2022 £	2021 £	Company 2022 £	2021 £
Bank loans	734,153	24,227	-	-
Payable within one year	-	24,227	-	-
Payable after one year	734,153	-	-	-

In May 2020 Red Deer Capital Inc entered into a short-term loan agreement with Liberty Bank. US\$1,951,345 was advanced under the paycheck protection program, so as to assist Red Deer Capital Inc and its subsidiaries, during the Covid-19 pandemic, to retain its employees and pay the payroll costs of its employees. As at 31 May 2022 the balance owed by Red Deer Capital Inc was £nil (2021 - £24,227).

### 24 Finance lease obligations

	Group 2022 £	2021 £	Company 2022 £	2021 £
Future minimum lease payments due under finance leases:				
Within one year	538,946	632,742	-	-
In two to five years	228,137	712,699	-	-
	767,083	1,345,441	-	-
Less: future finance charges	(1,051)	-	-	-
	766,032	1,345,441	-	-

Net obligations under finance lease and hire purchase agreements are secured on the assets held under such agreements.

# FACCENDA HOLDINGS LIMITED

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

### 25 Deferred taxation

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

	Liabilities 2022 £	Liabilities 2021 £
<b>Group</b>		
Accelerated capital allowances	2,873,907	3,008,966
Tax losses	(2,002,615)	(1,753,455)
Revaluations	4,517,801	3,958,579
Retirement benefit obligations	1,241,750	152,500
Investment property	1,072,999	1,213,230
Investments	17,429	41,116
Other timing differences	(26,861)	(45,934)
	<u>7,694,410</u>	<u>6,575,002</u>

The company has no deferred tax assets or liabilities.

	Group 2022 £	Company 2022 £
<b>Movements in the year:</b>		
Liability at 1 June 2021	6,575,002	-
Charge to profit or loss	30,158	-
Charge to other comprehensive income	1,089,250	-
	<u>7,694,410</u>	<u>-</u>
Liability at 31 May 2022	<u>7,694,410</u>	<u>-</u>

The deferred tax balances set out above are expected to reverse within 12 months and relate to timing differences that are expected to mature within the same period.

### 26 Retirement benefit schemes

#### Defined contribution schemes

The group makes contributions to defined contribution pension schemes in respect of selected weekly and monthly paid employees. The assets of the schemes are held separately from those of the group in independently administered schemes. The pension cost charge represents contributions payable by the group to the schemes and amounted to £310,596 (2021 - £240,174). Contributions totalling £28,023 (2021 - £25,701) were payable to the schemes at the year end and are included within creditors.



# FACCENDA HOLDINGS LIMITED

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

### 26 Retirement benefit schemes

(Continued)

#### Defined benefit scheme

The group operates a defined benefit pension scheme for selected employees. The assets of the scheme are held separately from those of the group in an independently administered scheme. Contributions to the scheme are charged to the profit and loss account so as to spread the cost of pensions over employees' working lives with the group. The contributions are determined by qualified actuaries on the basis of triennial valuations using the projected unit method.

Following consultation with the active members, the scheme closed to benefit accrual with effect from 31 May 2017. All active members at this date became deferred members. No employee or employer contributions in respect of benefit accrual are therefore required after 31 May 2017.

The most recent full actuarial valuation of the defined benefit scheme was as at 6 April 2019. This was completed by Barnett Waddingham LLP. The assumptions which have the most significant effect on the technical provisions of the valuation are:

Pre- retirement discount rate	4.60%
Post- retirement discount rate	2.10%
Price inflation [RPI]	3.70%
Price inflation [CPI]	2.80%
Pension increases - CPI capped at maximum 3.00% p.a.	2.30%
Pension increases - RPI capped at maximum 5.00% p.a.	3.50%
Pension increases - RPI capped at maximum 2.50% p.a.	2.40%

The full actuarial valuation as at 6 April 2019 showed that the market value of the scheme's assets was £30,149,000 and that the scheme had assets sufficient to cover 90% of its Technical Provisions as at 6 April 2019, corresponding to a deficit of £3,496,000.

In light of the results of the valuation the trustees agreed with Faccenda Investments Limited that the following contributions will be paid.

£1,160,000 during the year ending 5 April 2020.  
£840,000 during the year ending 5 April 2021.  
£840,000 during the year ending 5 April 2022.  
£840,000 during the year ending 5 April 2023.  
£70,000 by 5 May 2023.

These contributions were expected to eliminate the shortfall by 5 May 2023.

For the year ended 5 April 2018 and onwards the contributions set above are expected to be partially met through a proposed charge in favour of the trustees over the rental income due to Faccenda Investments Limited from the Wing Airfield site.

The disclosures required under FRS 102, set out below, have been calculated by qualified actuaries based on the assumptions in the valuation of the scheme as at 6 April 2019, reviewed and updated to 31 May 2022, the group reporting date.

	2022	2021
Key assumptions	%	%
Discount rate	3.40	1.90
Rate of inflation [RPI]	3.50	3.50
Rate of inflation [CPI]	3.10	2.60
	=====	=====

# FACCENDA HOLDINGS LIMITED

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

<b>26 Retirement benefit schemes</b>	<b>(Continued)</b>	
<i>Mortality assumptions</i>	<b>2022</b>	<b>2021</b>
Assumed life expectations on retirement at age 65:	<b>Years</b>	<b>Years</b>
Retiring today		
- Males	87.8	87.7
- Females	90.0	89.9
	<hr/>	<hr/>
Retiring in 20 years		
- Males	89.2	89.1
- Females	91.4	91.3
	<hr/>	<hr/>
	<b>2022</b>	<b>2021</b>
<i>Amounts recognised in the profit and loss account</i>	<b>£</b>	<b>£</b>
Net interest on defined benefit liability/(asset)	(14,000)	75,000
	<hr/>	<hr/>
	<b>2022</b>	<b>2021</b>
<i>Amounts taken to other comprehensive income</i>	<b>£</b>	<b>£</b>
Actual return on scheme assets	880,000	(5,248,000)
Less: calculated interest element	647,000	471,000
	<hr/>	<hr/>
Return on scheme assets excluding interest income	1,527,000	(4,777,000)
Actuarial changes related to obligations	(5,660,000)	260,000
	<hr/>	<hr/>
Total income	(4,133,000)	(4,517,000)
	<hr/>	<hr/>
The amounts included in the balance sheet arising from obligations in respect of defined benefit plans are as follows:		
	<b>2022</b>	<b>2021</b>
<b>Group</b>	<b>£</b>	<b>£</b>
Present value of defined benefit obligations	27,632,000	33,986,000
Fair value of plan assets	(32,599,000)	(34,596,000)
	<hr/>	<hr/>
Deficit in scheme	(4,967,000)	(610,000)
	<hr/>	<hr/>

The company had no post employment benefits at 31 May 2022 or 1 June 2021.

# FACCENDA HOLDINGS LIMITED

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

### 26 Retirement benefit schemes

(Continued)

	Group 2022 £
<i>Movements in the present value of defined benefit obligations</i>	
Liabilities at 1 June 2021	33,986,000
Benefits paid	(1,327,000)
Actuarial gains and losses	(5,660,000)
Interest cost	633,000
At 31 May 2022	<u>27,632,000</u>

The defined benefit obligations arise from plans which are wholly or partly funded.

	Group 2022 £
<i>Movements in the fair value of plan assets</i>	
Fair value of assets at 1 June 2021	34,596,000
Interest income	647,000
Return on plan assets (excluding amounts included in net interest)	(1,527,000)
Benefits paid	(1,327,000)
Contributions by the employer	210,000
At 31 May 2022	<u>32,599,000</u>

The actual return on plan assets was -£880,000 (2021 - £5,248,000).

*Fair value of plan assets at the reporting period end*

	Group 2022 £	2021 £
Equity	13,960,000	28,072,000
Bonds	18,482,000	6,307,000
Cash	157,000	217,000
	<u>32,599,000</u>	<u>34,596,000</u>

### 27 Share capital

Group and company	2022 Number	2021 Number	2022 £	2021 £
Ordinary share capital Issued and fully paid				
Ordinary shares of 50p each	<u>2,000,000</u>	<u>2,000,000</u>	<u>1,000,000</u>	<u>1,000,000</u>

# FACCENDA HOLDINGS LIMITED

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

### 28 Financial commitments, guarantees and contingent liabilities

Faccenda Holdings Limited, together with other companies within the Faccenda Holdings Limited group, has entered into a composite accounting system overdraft facility with Barclays Bank plc dated 18 October 2017, with a limit of £10million. Each participating company has provided an unlimited cross guarantee to Barclays Bank dated 18 October 2017. Under the terms of the agreement and the guarantees, the bank is authorised to allow set-off for interest purposes and in certain circumstances to seize credit balances and apply them in reduction of liabilities including debit balances within the composite accounting system.

Faccenda Investments Limited is obliged, as the principal employer of the Faccenda Retirement Benefit and Life Assurance Scheme, to guarantee the benefits provided by the scheme if it were wound up.

### 29 Operating lease commitments

#### Lessee

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

	Group 2022 £	2021 £	Company 2022 £	2021 £
Within one year	589,497	603,378	-	-
Between two and five years	2,049,972	1,631,084	-	-
In over five years	1,454,850	1,997,315	-	-
	<u>4,094,319</u>	<u>4,231,777</u>	<u>-</u>	<u>-</u>

#### Lessor

At the reporting end date the group had contracted with tenants for the following minimum lease payments:

	Group 2022 £	2021 £	Company 2022 £	2021 £
Within one year	883,580	851,924	-	-
Between two and five years	3,357,385	3,352,820	-	-
In over five years	244,476	9,460,617	-	-
	<u>4,485,441</u>	<u>13,665,361</u>	<u>-</u>	<u>-</u>

### 30 Events after the reporting date

On 31 May 2022, Faccenda Investments Limited exchanged on a purchase of 85 shares in Dartmouth Holdings Limited under a conditional sale agreement, for £2,040,000. The completion date of the sale was 9 September 2022. This additional investment is not shown within the investment value in the accounts at 31 May 2022.

On 18 November 2022, Faccenda Investments Limited signed a facility agreement with Avara Foods Holdings Limited, a company with common directors. A borrowing facility is available to Avara Foods Holdings Limited of up to £10,000,000 for a period of six months from the agreement date. The final repayment date is 18 November 2024, or a later date subsequently agreed. Interest is charged at the average of SONIA and 3% per annum.

On 19 January 2023 Faccenda Investments Limited completed on a purchase of a further 50 ordinary shares in Dartmouth Holdings Limited, for £1,260,000. At 19 January 2023 Faccenda Investments Limited owned 80% of the ordinary share capital of Dartmouth Holdings Limited.

# FACCENDA HOLDINGS LIMITED

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

### 31 Related party transactions

#### Remuneration of key management personnel

The remuneration of key management personnel is as follows.

	2022	2021
	£	£
Aggregate compensation	965,000	965,000

#### Transactions with related parties

In accordance with section 33.1A of FRS 102 disclosure is not given in these financial statements of transactions entered 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.

The directors are the sole shareholders of a management company, Ingleby (159), a company which provides payroll services to directors and senior employees of Faccenda Investments Limited. During the year Faccenda Investments Limited was charged £1,751,328 (2021 - £1,890,249) by Ingleby (159). As at 31 May 2022 Faccenda Investments Limited was owed £38,336 (2021 - £158,053) by Ingleby (159).

As at 31 May 2022 Faccenda Investments Limited was owed £14,312,082 (2021 - £12,155,337) by Red Deer Capital Inc, a company registered in the United States of America, in which Faccenda Investments Limited owns 51% of the ordinary share capital. Interest charged during the year amounted to £468,966 (2021 - £472,811).

As at 31 May 2022 Faccenda Investments Limited was owed £1,658,326 (2021 - £1,658,326) by Dartmouth Foods Limited. Interest is being charged on this loan at 5% above base rate and a repayment plan is in place. Interest charged by Faccenda Investments Limited to Dartmouth Foods Limited during the year amounted to £46,460 (2021 - £51,729).

Faccenda Foods Limited is a company with common directors. Rent received during the year by Faccenda Investments Limited from Faccenda Foods Limited amounted to £nil (2021 - £1,392). During the year £nil (2021 - £84,354) was recharged from Faccenda Investments Limited to Faccenda Foods Limited, and £31,040 (2021 - £5,864) was recharged from Faccenda Foods Limited to Faccenda Investments Limited, in respect of expenses.

Included within sundry debtors at the year end are amounts owed to Faccenda Investments Limited by the directors, and various trusts in which the directors have an interest or have an influence. During the year recharges were made to I. J. Faccenda totalling £nil (2021 - £112,972) of which £nil (2021 - £7,609) was outstanding at the year end. Recharges were made to Robin Faccenda of £306 (2021 - £2,601) of which £306 (2021 - £2,601) was outstanding at year end. Recharges were made to Helen Faccenda of £3,087 (2021 - £3,174) of which £1,898 (2021 - £2,006) was still outstanding at year end. Recharges were made to Joseph Faccenda of £2,189 (2021 - £271) of which £2,189 (2021 - £271) was still outstanding at year end. Recharges were made to Isobel Faccenda of £4,072 (2021 - £306) of which £4,072 (2021 - £306) was still outstanding at year end. Recharges were made to Benjamin Faccenda of £9,598 (2021 - £nil) of which £9,598 (2021 - £nil) was outstanding at year end. Recharges were made to the Debden Trust of £2,100 (2021 - £2,063) of which £nil (2021 - £nil) is outstanding at year end. Interest is not charged on any of the amounts outstanding.

During the year recharges were made by Faccenda Investments to The Hillesden Trust, a trust in which the company directors have an interest, for £256,036 (2021 - £276,019). As at 31 May 2022 Faccenda Investments Limited was owed £9,695 (2021 - £24,172) by The Hillesden Trust.

During the year ended 31 May 2022 Faccenda Investments Limited donated £95,000 to Faccenda Foundation (2021 - £nil), a charitable trust with trustees in common with the directors.

At the end of the accounting period there was a loan due from Wendlebury Developments Limited to Banbury Road Projects LLP of £50,000 (2021 - £nil).

## FACCENDA HOLDINGS LIMITED

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

#### 31 Related party transactions

(Continued)

During the year Dartmouth Foods Limited purchased raw materials from Avara Foods Limited, in which the directors have an interest, to the sum of £29,971 (2021 - £1,636,414). At 31 May 2022 Avara Foods Limited were owed £9,387 (2021 - £3,932) by Dartmouth Foods Limited.

As at 31 May 2022 a balance of £301,494 (2021 - £396,846) is included within deferred income of Dartmouth Foods Limited which relates to a grant received from The Faccenda Foundation, a related UK registered charity, to provide food to an unrelated UK registered charity, Fareshare, at cost, where the balance reduces as the products are provided.

Faccenda Property Limited owns a 51% stake in Howes Lane Projects LLP, a limited liability partnership registered in England and Wales. As at 31 May 2022 a loan balance of £714,062 (2021 - £6,061,163) was owed to Faccenda Property Limited by Howes Lane Projects LLP. No interest is charged on amounts outstanding.

Faccenda Property Limited owns a 51% stake in Skimmingdish Lane Projects LLP, a limited liability partnership registered in England and Wales. As at 31 May 2022 Faccenda Property Limited owed Skimmingdish Lane Projects LLP £2,987 (2021 - £549).

Faccenda Property Limited owns a 51% stake in Banbury Road Projects LLP, a limited liability partnership registered in England and Wales. As at 31 May 2022 a loan balance of £1,077,661 (2021 - £18,468) was owed to Faccenda Property Limited by Banbury Road Projects LLP. No interest is charged on amounts outstanding.

Included within trade debtors at the year end are amounts owed to Faccenda Property Limited by the directors, and various trusts in which the directors have an interest or have influence. During the year recharges were made to I. J. Faccenda totalling £626,797 (2021 - £371,511) of which £365,077 (2021 - £644,557) was outstanding at the year end. Recharges were made to A. J. Gulliver of £9,514 (2021 - £3,419) of which £13,387 (2021 - £5,085) was outstanding at the year end. Recharges were made to R. M. Faccenda of £2,557 (2021 - £nil) and £2,557 (2021 - £355) was outstanding at the year end. Recharges were made to H. A. Faccenda of £18,262 (2021 - £14,797) and £3,876 (2021 - £22,220) was outstanding at the year end. Recharges were made to J.E. Faccenda of £313 (2021 - £nil) of which £313 (2021 - £nil) was still outstanding at year end. Recharges were made to Jane Faccenda of £4,784 (2021 - £nil) of which £4,784 (2021 - £nil) was still outstanding at year end. Recharges were made to Isobel Faccenda for £584 (2021 - £nil) of which £584 (2021 - £nil) was still outstanding at year end. Interest is not charged on any of the above amounts outstanding.

During the year recharges were made by Faccenda Property Limited to The Hillesden Trust, in which the directors have an interest, of £329,589 (2021 - £12,596). At the year end there is a balance of £55,327 (2021 - £57,220) included in trade debtors owed by The Hillesden Trust, for the recharge of expenditure incurred in the year. Interest is not charged on amounts outstanding.

During the year recharges were made to Faccenda Property Limited from Faccenda Foods Limited, in which the directors have an interest, of £55,721 (2021 - £598,649). During the year recharges were made from Faccenda Property Limited to Faccenda Foods Limited of £2,492 (2021 - £nil). At the year end Faccenda Property Limited owed £nil (2021 - £29,236) to Faccenda Foods Limited.

Faccenda Farms Limited trades on normal commercial terms with Faccenda Foods Limited. During the year Faccenda Farms Limited made sales of £503,916 (2021 - £539,929) to Faccenda Foods Limited.

Faccenda Farms Limited trades on normal commercial terms with Freemans of Newant Limited. During the year Faccenda Farms Limited made sales of £265,799 (2021 - £220,574) to Freemans of Newant Limited.

Wellington Airfield Limited received rental income during the year of 383,205 (2021 - £838,205) from Faccenda Foods Limited. As at 31 May 2022 £83,820 (2021 - £83,820) was owing from Faccenda Foods Limited.

During the accounting year there were sales from Wellington Airfield Limited to Faccenda Foods Limited of £64,407 (2021 - £nil).

# FACCENDA HOLDINGS LIMITED

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

### 32 Controlling party

The ultimate controlling party is Payne Hicks Beach Trust Corporation Limited, a company acting as a corporate trustee for a number of trusts that own shares in the company.

### 33 Cash generated from group operations

	2022 £	2021 £
Profit for the year after tax	6,615,828	2,571,925
<b>Adjustments for:</b>		
Taxation charged/(credited)	615,567	(3,647)
Finance costs	729,661	650,031
Investment income	(667,971)	(514,027)
Gain on disposal of tangible fixed assets	(773,739)	(171,898)
Loss on disposal of investment property	3,752	-
Fair value loss/(gain) on investment properties	190,570	(935,538)
Amortisation and impairment of intangible assets	58,789	180,380
Depreciation and impairment of tangible fixed assets	2,853,331	2,517,314
Foreign exchange gains on cash equivalents	(487,190)	708,922
Other gains and losses	58,201	(38,964)
Pension scheme non-cash movement	(210,000)	(1,835,000)
<b>Movements in working capital:</b>		
Decrease in stocks	23,984,642	5,942,799
Decrease/(increase) in debtors	1,310,770	(6,465,723)
Decrease in creditors	(2,373,968)	(2,130,237)
<b>Cash generated from operations</b>	<b>31,908,243</b>	<b>476,337</b>

### 34 Analysis of changes in net funds - group

	1 June 2021 £	Cash flows £	31 May 2022 £
Cash at bank and in hand	20,793,048	20,948,774	41,741,822
Borrowings excluding overdrafts	(24,227)	(709,926)	(734,153)
Obligations under finance leases	(1,345,441)	579,409	(766,032)
	<b>19,423,380</b>	<b>20,818,257</b>	<b>40,241,637</b>

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