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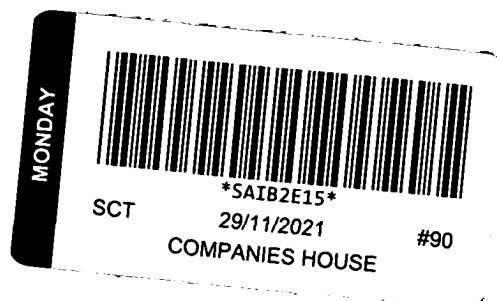
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# Highland Distillers Group Limited

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*Annual report and financial statements for the  
year ended 31 March 2021*

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Company Registration No. SC001645

## **Directors and advisers**

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Highland Distillers Group Limited

### **Directors**

M. S. Saunders

A. Baroutsis

I.P. Boyadjian

L.M. Campbell

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### **Company Secretary**

N. J. McManus

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### **Registered office**

100 Queen Street  
Glasgow  
United Kingdom  
G1 3DN

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### **Independent auditor**

Deloitte LLP  
Statutory Auditor  
110 Queen Street  
Glasgow  
United Kingdom  
G1 3BX

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### **Solicitors**

Dentons  
1 George Square  
Glasgow  
United Kingdom  
G2 1AL

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# Annual report and financial statements

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Highland Distillers Group Limited

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# Strategic Report

Highland Distillers Group Limited

## Principal activities

The Company manages investments in the 1887 Group of companies, a subsidiary group of The Edrington Group Limited (the "Group"), engaged in the production and sale of premium alcoholic beverages.

## Our business model

The company receives dividend income from the investment held in The Macallan Distillers Limited and uses this to pay a dividend to its shareholders.

Given the activities of the business as a holding company no key performance measures are deemed necessary.

## Principal risks and uncertainties

The key risks faced by this entity relate to any material financial impacts to The Macallan Distillers Limited as this is the key source of income for the business. The principal risks for The Macallan Distillers Limited and the appropriate mitigating actions are documented within their financial statements.

## Financial performance

There has been an increase of £0.1m (2020: £0.2m) within retained earnings due to a decrease in the dividend paid out versus the income received from its investments.

## Statement by the directors in performance of their statutory duties in accordance with s172(1) of Companies Act 2006

The following statement describes how the directors have had regard to the matters set out in section 172(1)(a) to (f) when performing their duties under section 172(1) of the Companies Act 2006.

When making decisions, each director ensures that they act in a way that they consider, in good faith, would most likely promote the company's success for the benefit of its members as a whole, and in doing so have regard (among other matters) to:

Section 172(1)	Overview of performance of statutory duties
(a) – The likely consequences of any decision in the long term.	The directors understand the business and the evolving environment in which we operate. The strategy followed by the directors and the decisions taken to implement it, is intended to strengthen our position in the market over the longer term.
(b) – The interest of the company's employees	Given the company is a holding company, there are no employees.
(c) – The need to foster the company's business relationships with suppliers, customers and others.	Given the company is a holding company, there are no external suppliers or customers. Communication and proactive engagement with internal stakeholders enables informed decision making and long term success of the company and wider group. The directors factor the implication of decisions on stakeholders, where relevant and feasible.
(d) – The impact of the company's operations on the community and the environment.	Given the company is a holding company its operations on the wider community and environment are limited. Further details on the wider group's impact on the community and environment are detailed within The Edrington Group Financial Statements within the "Stakeholder Engagement" section on pages 17-21.
(e) – The desirability of the company maintaining a reputation for high standards of business conduct.	The directors apply The Edrington Group Code of Conduct which is designed to provide guidance on the Group's standards of integrity and compliance. By doing so the directors ensure that high standards are maintained within the business and its relationships.
(f) – The need to act fairly as between members of the company	The company only had 1 shareholder which is internal to the group. The directors consider the course of action which best enables the delivery of the long-term group wide strategy.

## Strategic Report (continued)

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Highland Distillers Group Limited

### Principal Decisions

Being part of a large multinational group of companies, the company adheres to policies and procedures which are being set up by the ultimate parent company, The Edrington Group Limited. During the year there were no principal decisions, within the context of Section 172 reporting, for the company to disclose which have not already been discussed elsewhere in the directors' report.

Approved and signed by order of the Board



L. M Campbell  
Director  
7 September 2021

# Directors' report

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Highland Distillers Group Limited

The directors present their annual report and the audited financial statements for the year ended 31 March 2021.

## Review of the business

The Company made a profit of £18.1m in the year (2020: £40.2m) which relates largely to dividends received from group undertakings. Dividends of £18.0m have been paid in the year (2020: £40.0m).

## View of future prospects

The roll-out of COVID-19 vaccines gives us hope that the worst of the pandemic is behind us. However, the risk of outbreaks in countries with low vaccination rates and the threats from vaccine-resistant variants will be with us for some time to come. Despite the uncertainties we believe we are well placed to navigate these challenges. We have demonstrated our ability to adapt to a crisis and we have emerged in good shape.

We consider that the wider business is well-equipped to respond to changes in both consumer preferences and channels through which spirits are sold. Fundamentally the wider business capabilities are strong, our brands are in good health and remain desirable to customers therefore we are confident that we have a solid basis on which to build in the coming year.

## Directors

The directors who served during the year and to the date of this report were:

M. S. Saunders  
A. Baroutsis  
I.P. Boyadjian  
L.M. Campbell

## Financial risk management objectives and policies

The company has in place a financial risk management programme that seeks to limit the adverse effects on the financial performance of the company. The company has no debt finance and therefore has sufficient funds available for company activities.

The company only transacts in sterling, and as a consequence, is not exposed to exchange rate movements.

The board retains overall responsibility for the company's system of internal financial control, which is designed to give reasonable assurance against material financial misstatement or loss. Financial controls have been established which the board believes enable it to meet its responsibility for the integrity and accuracy of the company's financial records.

## Going concern

The company is a holding company with net assets but does not otherwise trade. The Company is reliant on the performance of its subsidiary investment which has sufficient financial resources together with a strong customer and supplier base. To assess the appropriateness of adopting going concern basis for the Group, the directors have reviewed the strategic and financial plan together with the continuing impact that COVID-19 will have on performance for the next two years. The results of these assessments were reviewed considering the financial position of The Group and Company at signing date, the cost and cash mitigation measures available, and access to ongoing funding facilities.

The 1887 Company Limited, a parent company within the wider Group, has provided a letter of financial support to the Company in light of the current challenges faced due to the COVID-19 pandemic. The letter of support together with the forecasts indicate, to the Directors' satisfaction, that the Company has resources more than sufficient to continue in operational existence for the foreseeable future and therefore it is appropriate to adopt the going concern basis in preparing the financial statements.

## Streamlined Energy and Carbon Reporting (SECR)

The SECR disclosures relating to the company are included within the SECR disclosures made in the annual report of The Edrington Group Limited. The company has taken advantage of the exception from the requirement to make SECR disclosures in these financial statements.

# Directors' report

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Highland Distillers Group Limited

## Directors' responsibilities statement

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) including FRS 101, 'Reduced Disclosure Framework'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

Each of the persons who is a director at the date of approval of this report confirms that:

- (1) so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- (2) the directors have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

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

## Auditor

As the auditor is now deemed, under section 487(2) of the Companies Act 2006, to be reappointed automatically, Deloitte LLP, having expressed its willingness, will continue as statutory auditor.

Approved and signed by order of the Board:



L. M. Campbell  
Director  
7 September 2021

# **Independent auditor's report to be members of Highland Distillers Group Limited**

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Highland Distillers Group Limited

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

### **Opinion**

In our opinion the financial statements of Highland Distillers Group Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 31 March 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the income statement;
- the statement of financial position;
- the statement of changes in equity;
- the statement of accounting policies; and
- the related notes 1 to 12.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

### **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 Financial Reporting Council's (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 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.



# **Independent auditor's report to be members of Highland Distillers Group Limited(continued)**

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Highland Distillers Group Limited

## **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 company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

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

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

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

## **Extent to which the audit was considered capable of detecting irregularities, including fraud**

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

We considered the nature of the company's industry and its control environment and reviewed the company's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory framework that the company operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act, pensions legislation and tax legislation; and
- do not have a direct effect on the financial statements but compliance with which may be fundamental to the company's ability to operate or to avoid a material penalty.

We discussed among the audit engagement team regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and in-house legal counsel concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance.

# **Independent auditor's report to be members of Highland Distillers Group Limited(continued)**

Highland Distillers Group Limited

## **Report on other legal and regulatory requirements**

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

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

- the information given in the strategic report and the directors' report for the financial 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.

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

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


Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

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

We have nothing to report in respect of these matters.

### **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.



David Mitchell, CA (Senior statutory auditor)  
For and on behalf of Deloitte LLP  
Statutory Auditor  
Glasgow, UK  
7 September 2021

# Independent auditor's report to be members of Highland Distillers Group Limited (continued)

Highland Distillers Group Limited

	Note	2021 £m	2020 £m
Other income		-	0.3
<b>Operating profit</b>	1	-	0.3
Investment income	3	18.7	40.2
<b>Earnings before interest and tax</b>		18.7	40.5
Finance income	4	-	0.2
Finance costs	4	(0.7)	(0.6)
<b>Profit before taxation</b>		18.0	40.1
Taxation on profit	5	0.1	0.1
<b>Profit for the financial year</b>		18.1	40.2

The accounting policies and notes on pages 12 to 18 form an integral part of these financial statements.

All activities of the company in the current and prior year are classified as continuing.

The company had no recognised gains or losses other than those reported above; accordingly, no statement of other comprehensive income has been presented.

# Statement of financial position

as at 31 March 2021

Highland Distillers Group Limited

	Note	2021 £m	2020 £m
<b>Assets</b>			
<b>Non-current</b>			
Investments	7	138.5	138.5
<b>Non-current assets</b>		<u>138.5</u>	<u>138.5</u>
<b>Current</b>			
Trade and other receivables	8	18.1	0.1
<b>Current assets</b>		<u>18.1</u>	<u>0.1</u>
<b>Total Assets</b>		<u>156.6</u>	<u>138.6</u>
<b>Equity and Liabilities</b>			
<b>Equity</b>			
Share capital	10	26.9	26.9
Share premium		29.9	29.9
Retained earnings		3.8	3.7
<b>Equity</b>		<u>60.6</u>	<u>60.5</u>
<b>Liabilities</b>			
<b>Current</b>			
Trade and other payables	9	96.0	78.1
<b>Current liabilities</b>		<u>96.0</u>	<u>78.1</u>
<b>Total liabilities</b>		<u>96.0</u>	<u>78.1</u>
<b>Total equity and liabilities</b>		<u>156.6</u>	<u>138.6</u>

The accounting policies and notes on pages 12 to 18 form an integral part of these financial statements.

The financial statements of Highland Distillers Group Limited (registered number SC001645) were approved by the Board of Directors and signed on behalf of the Board:



L. M. Campbell  
Director  
7 September 2021

## Statement of changes in equity

for the year ended 31 March 2021

Highland Distillers Group Limited

	Share capital	Share premium	Retained earnings	Total equity
	£m	£m	£m	£m
<b>Balance at 1 April 2020</b>	<b>26.9</b>	<b>29.9</b>	<b>3.7</b>	<b>60.5</b>
Dividend (note 6)	-	-	(18.0)	(18.0)
<b>Transaction with owners</b>	<b>-</b>	<b>-</b>	<b>(18.0)</b>	<b>(18.0)</b>
Profit for the year	-	-	18.1	18.1
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>18.1</b>	<b>18.1</b>
<b>Balance at 31 March 2021</b>	<b>26.9</b>	<b>29.9</b>	<b>3.8</b>	<b>60.6</b>

	Share capital	Share premium	Retained earnings	Total equity
	£m	£m	£m	£m
<b>Balance at 1 April 2019</b>	<b>26.9</b>	<b>29.9</b>	<b>3.5</b>	<b>60.3</b>
Dividend (note 6)	-	-	(40.0)	(30.0)
<b>Transaction with owners</b>	<b>-</b>	<b>-</b>	<b>(40.0)</b>	<b>(30.0)</b>
Profit for the year	-	-	40.2	31.3
<b>Total comprehensive income for the year</b>	<b>-</b>	<b>-</b>	<b>40.2</b>	<b>31.3</b>
<b>Balance at 31 March 2020</b>	<b>26.9</b>	<b>29.9</b>	<b>3.7</b>	<b>60.5</b>

The accounting policies and notes on pages 12 to 18 form an integral part of these financial statements.

# Accounting Policies

for the year ended 31 March 2021

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Highland Distillers Group Limited

The accounting policies set out below have been applied consistently to all periods presented in these financial statements, unless otherwise stated.

## Basis of preparation

These financial statements have been prepared in accordance with Financial Reporting Standard 101 "Reduced Disclosure Framework" on the going concern basis, under the historical cost convention and in accordance with the Companies Act 2006.

Highland Distillers Group Limited is a private company limited by shares which is incorporated in the United Kingdom under Companies Act 2006 and registered in Scotland. The address of the company's registered office is shown on the "Directors and advisers" page.

The principal activities of the company and the nature of its operations are set out in the Strategic Report.

The financial statements are presented in Sterling and all values are to the nearest £m except where otherwise stated.

## Adoption of new and revised standards

At the date of authorisation of these financial statements, the following Standards and Interpretations were newly in effect:

- Amendments to references to the conceptual framework in IFRS Standards;
- IFRS 3 (amendments) – definition of business;
- IAS 1 and IAS 8 (amendments) – definition of material; and
- IFRS 9, IAS 39 and IFRS 7 (amendments) – interest rate benchmark reform.

At the date of authorisation of these financial statements, the following Standards and Interpretations were in issue but not yet effective (and in some cases had not yet been adopted by the EU):

- IFRS 17 Insurance Contracts – onerous contracts – cost of fulfilling a contract;
- IFRS 17 (amendments) – insurance contracts;
- Annual Improvements to IFRS Standards 2018-2020 Cycle Amendments to property, plant and equipment – proceeds before intended use;
- IFRS 3 (amendments) annual improvements to IFRS Standards 2018-2020 (May 2020);
- IAS 37 (amendments) reference to the Conceptual Framework;
- IFRS 4, IFRS 7, IFRS 9, IFRS 16 (amendments) interest rate benchmark reform – phase 2;
- IAS 1 (amendments) IFRS 17, definitions and classifications; and
- IFRS 10 and IAS 28 (amendments) classification of liabilities as current or non-current.

The directors do not expect that the adoption of the Standards listed above will have a material impact on the financial statements of the company in future periods.

## IFRS 9 (amendments interest rate benchmark reform) (effective for reporting periods beginning on or after 1 January 2020)

In September 2019, the IASB issued Interest Rate Benchmark Reform – Amendments to IFRS 9, IAS 39 and IFRS 7. These amendments modify specific hedge accounting requirements to allow hedge accounting to continue for affected hedges during the period of uncertainty before the hedged items or hedging instruments affected by the current interest rate benchmarks are amended as a result of the on-going interest rate benchmark reforms. There is no impact to these financial statements from the new standard.

## IFRS 16 (amendments) COVID-19 Related Rent Concessions (effective for reporting periods beginning on or after 1 June 2020)

This amendment provides lessees with an exemption from assessing where a COVID-19 related rent concession as if there were not lease modifications. This also required the lessees to apply the exception retrospectively but does not require restatement of prior period figures. This standard has no impact on the financial statements of the company due to the entity not having any leases.

## Accounting Policies (continued)

for the year ended 31 March 2021

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Highland Distillers Group Limited

### Disclosure exemptions adopted

In preparing these financial statements the company has taken advantage of certain disclosure exemptions conferred by FRS 101. Therefore, these financial statements do not include:

- a statement of cash flows and related notes;
- the requirement of IAS 24 related party disclosures to disclose related party transactions entered into between two or more members of The 1887 Group as they are wholly-owned within The 1887 Group;
- disclosure of key management personnel compensation;
- capital management disclosures;
- certain share-based payments disclosures;
- business combination disclosures; and
- disclosures in respect of financial instruments.

### Consolidation

In view of the fact that consolidated financial statements have been prepared by the company's parent undertaking, The 1887 Company Limited, the company has not prepared consolidated financial statements as permitted by s400 of the Companies Act 2006. Information is therefore presented for the individual company, not its group.

### Going concern

A full assessment of the appropriateness of the going concern method of preparation has been included in the Directors' Report. The company and group annually forecasts future trading performance and cash flow in order to assess compliance with banking covenants and to confirm that the going concern assumption remains appropriate for the preparation of the financial statements. The forecast reflects the challenges and growth potential faced by the company, and indicates, to the company's satisfaction, that it has resources more than sufficient to continue as a going concern for the foreseeable future.

In addition The 1887 Company Limited, a parent company within the wider Group, has provided a letter of financial support to the company in light of the current challenges faced due to the COVID-19 pandemic.

### Investment income

Dividend income from investments is recognised when the shareholders' rights to receive payment have been established.

### Taxation

Income tax expense comprises current and deferred tax. It is recognised in the income statement except to the extent that it relates to a business combination, or items recognised directly in equity or other comprehensive income.

#### Current Tax

Current tax comprises the expected tax payable or receivable on the taxable income or loss for the year and any adjustment to the tax payable or receivable in respect of previous years. Taxable income differs from the profit before tax reported in the income statement loss because of items of income/expense which are taxable/deductible in other years ("temporary differences") and items that are never taxable/deductible ("permanent differences"). Current tax is measured using tax rates enacted or substantively enacted at the reporting date.

#### Deferred Tax

Deferred tax is recognised on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the corresponding tax bases used in the computation of taxable profit. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences to the extent that it is probable that taxable profits will be available against which those deductible temporary differences can be utilised.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, and interests in joint ventures, except where the company is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at the end of each reporting period 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.

## Accounting Policies(continued)

for the year ended 31 March 2021

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Highland Distillers Group Limited

### Taxation (continued)

Deferred tax liabilities and assets are measured at the tax rates that are expected to apply in the period in which the liability is settled or the asset realised, based on tax rates and laws that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax liabilities and assets reflects the tax consequences that would follow from the manner in which the company expects, at the reporting date, to recover or settle the carrying amount of its assets and liabilities.

### Investments

Fixed asset investments are stated at cost, less any provision for diminution in value.

### Financial instruments

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the entity after deducting all of its financial liabilities.

Where the contractual obligations of financial instruments (including share capital) are equivalent to a similar debt instrument, those financial instruments are classed as financial liabilities. Financial liabilities are presented as such in the balance sheet. Finance costs and gains or losses relating to financial liabilities are included in the income statement. Finance costs are calculated so as to produce a constant rate of return on the outstanding liability.

When the contractual terms of share capital do not have any terms meeting the definition of a financial liability then this is classed as an equity instrument. Dividends and contributions relating to equity instruments are debited directly to equity.

The company classifies its financial assets and liabilities as amortised cost.

#### Amortised cost

Financial assets measured at amortised cost, are assets held for the purpose of collecting contractual cash flows where the contractual terms of the financial asset give rise to cash flows, on specified dates, that are solely payments of principal and/or principal and interest on the principal amount outstanding.

Trade and other receivables are recognised initially at the transaction price. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less an allowance for expected credit loss (ECL) where applicable. The amount of the ECL is updated at each reporting date to reflect changes in credit risk since initial recognition of the receivable. The ECL on financial assets is estimated using a provision matrix by reference to past default experience and an analysis of current financial position, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as forecast direction of conditions at the reporting date. The company only writes off trade receivables when there is information that the debtor is in financial distress (liquidation or bankruptcy) and there is no prospect of recovery. The carrying amount of the asset is reduced by the allowance for ECL and the amount of the loss is recognised in the Income Statement within cost of sales.

### Estimation uncertainty and significant judgements

In the application of the company's accounting policies, the directors are required to make judgements (other than those involving estimations) that have a significant impact on the amounts recognised and to make estimates and assumptions about the carrying amounts 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 on-going basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

There is no estimation uncertainty or significant areas of judgement which have had an effect on the carrying value of assets and liabilities.



# Notes to the financial statements

for the year ended 31 March 2021

Highland Distillers Group Limited

## 1. Operating profit

	2021 £m	2020 £m
Operating profit is stated after (crediting)/ charging:		
Gain on sale of assets	-	(0.3)

The gain on sale of assets in the prior year relates to the proceeds from the sale of the West Kinfauns office.

The Auditor's remuneration in relation to the audit of the financial statements of £2,846 (2020: £2,821) was borne by another group company. There were no non-audit fees in the prior or current year.

## 2. Employment costs

The company did not employ any staff nor did any of the directors hold a service contract with the company in the current or preceding financial years. The Directors, with the exception of M.S. Saunders (who is not remunerated for his directorship of the company), are all employed by associated companies within the group and no portion of their remuneration can be specifically attributed to their services to the company. Details of total Directors' remuneration are available in note 6 of the group accounts, which are available to the public as set out in note 12.

## 3. Investment income

	2021 £m	2020 £m
Dividend received from group undertakings	18.7	40.2

## 4. Finance income and finance costs

	2021 £m	2020 £m
<b>Finance income</b>		
Interest receivable on group loans	-	0.2
<b>Finance costs</b>		
Interest payable on group loans	(0.7)	(0.6)

## 5. Tax on profit

The taxation credit represents:

	2021 £m	2020 £m
Current tax on profits for the year	(0.1)	(0.1)
<b>Total current tax</b>	<b>(0.1)</b>	<b>(0.1)</b>
<b>Total tax</b>	<b>(0.1)</b>	<b>(0.1)</b>

### Factors affecting tax for the year

The tax assessed for the year differs from the standard rate of current tax in the UK of 19% (2020: 19%).

The differences are explained below:

	2021 £m	2020 £m
Profit before tax from continuing operations	18.0	40.1
Income tax expense calculated at 19% (2020: 19%)	3.4	7.6
Effect of income that is exempt from taxation	(3.5)	(7.6)
Effect of expenses that are not deductible in determining taxable profit	-	(0.1)
	<b>(0.1)</b>	<b>(0.1)</b>

# Notes to the financial statements (continued)

for the year ended 31 March 2021

Highland Distillers Group Limited

## 5. Tax on profit on ordinary activities (continued)

### Unused tax losses

Unused tax losses for which no deferred tax assets have been recognised are attributable to the following:

	2021 £m	2020 £m
Tax losses (capital in nature)	2.4	2.4

A UK corporation tax rate of 19% (effective 1 April 2020) was substantively enacted on 17 March 2020, reversing the previously enacted reduction in the rate from 19% to 17%.

To the extent the company has taxable profits, this will increase the company's future current tax charge accordingly.

In the 3 March 2021 Budget it was announced that the UK tax rate will increase to 25% from 1 April 2023. If the company has taxable profits, this will have a consequential effect on the company's future tax charge.

## 6. Dividends

	2021 £m	2020 £m
Final dividend per ordinary share of 13.4p (2020 final: 29.8p)	18.0	40.0

## 7. Investments

Cost and net book value At 1 April 2020 and 31 March 2021	Subsidiary undertakings & Associates £m
	138.5

The company owns the following investments, incorporated in the UK unless otherwise stated.

Registered Name (Registered Address)	Holding	Proportion held	Nature of business and principle activity
The Macallan Distillers Limited (Easter Elchies, Craigellachie, Banffshire, AB38 9RX)	Ordinary shares	75%	Distilling, sales & marketing of Scotch whisky
Marshall McGregor Limited (100 Queen Street, Glasgow, G1 3DN)	Ordinary shares	*50%	Sales and marketing of Scotch whisky
Maxxium Worldwide BV (Prins Bernhardplein 200, 1097 JB Amsterdam, The Netherlands)	Ordinary shares	*50%	Sale and distribution of alcoholic beverages
HS Distillers Limited (100 Queen Street, Glasgow, G1 3DN)	Ordinary shares	*75%	Investment holding company
Highland Distillers Finance Ltd (100 Queen Street, Glasgow, G1 3DN)	Ordinary shares	*100%	Dormant
Macallan Property Development Company (Easter Elchies, Craigellachie, Banffshire, AB38 9RX)	Ordinary shares	75%	Property development
Macallan Property Company (Easter Elchies, Craigellachie, Banffshire, AB38 9RX)	Ordinary shares	75%	Property development
Matthew Gloag & Son Limited (100 Queen Street, Glasgow, Scotland, G1 3DN)	Ordinary shares	*100%	Dormant

# Notes to the financial statements (continued)

for the year ended 31 March 2021

Highland Distillers Group Limited

## 7. Investments (continued)

Registered Name (Registered Address)	Holding	Proportion held	Nature of business
James Grant & Company (Highland Park Distillery) Limited (100 Queen Street, Glasgow, Scotland, G1 3DN)	Ordinary shares	*100%	Dormant

\*Indicates that investment is held directly by the Company.

## 8. Trade and other receivables

	2021 £m	2020 £m
Corporation tax	0.1	0.1
Loans to group undertakings	17.9	-
Amounts due from group undertakings	0.1	-
	<u>18.1</u>	<u>0.1</u>

Loans to group undertakings, represents a loan between Highland Distillers Group Limited and The 1887 Company Limited. Interest was charged at the rate of interest incurred by the Lender in providing the loan under the terms of its external facilities agreement. The interest rate charged in 2021 was 0.85%, based on a 1 month Libor rate plus 0.8% margin (2020: 1.53% one month Libor rate plus a 0.8% margin). The loan was unsecured and repayable on demand and has been fully repaid in the year.

## 9. Trade and other payables

	2021 £m	2020 £m
Amounts owed to parent undertakings	0.2	0.1
Loans from group undertakings	1.3	1.3
Loans from subsidiaries*	94.5	37.6
Loans from parent*	-	39.1
	<u>96.0</u>	<u>78.1</u>

\*The loans are unsecured and repayable on demand and has been fully repaid in the year.

## 10. Share capital

At 31 March 2021 and 2020	Number of shares	£m
134,298,847 Ordinary shares of 20p each – Authorised, called-up, issued and fully paid	<u>134.3</u>	<u>26.9</u>

## 11. Related party transactions

The company has taken advantage of the exemptions available in IAS 24: Related party transactions not to make disclosure of transactions with other wholly owned group companies.

The company received a dividend of £18.0m (2020: £40.0m) from HS Distillers Ltd (holding company of The Macallan Distillers Limited).

## **Notes to the financial statements (continued)**

for the year ended 31 March 2021

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Highland Distillers Group Limited

### **12. Ultimate controlling party**

The company's immediate parent company is The 1887 Company Limited, whose ultimate parent company is The Edrington Group Limited which is registered in Scotland, and which is ultimately controlled by The Robertson Trust, a registered charity. Copies of The Edrington Group Limited accounts, which is the largest group into which these financial statements are consolidated, are available at its registered office, 100 Queen Street, Glasgow G1 3DN. The smallest group into which these financial statements are consolidated is The 1887 Company Limited and its financial statements are available from its registered office, 100 Queen Street, Glasgow G1 3DN.