

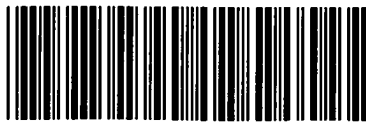
Registration number: 01027606

Bakkavor Overseas Holdings Limited

Annual Report and Financial Statements

for the Period from 26 December 2021 to 31 December 2022

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Bakkavor Overseas Holdings Limited

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Bakkavor Overseas Holdings Limited

Company Information

Director M Edwards

Company secretary A Tagoe-Bannerman

Registered office Fitzroy Place 5th Floor
8 Mortimer Street
London
W1T 3JJ

Bankers Barclays Bank PLC
Multinational Corporates
One Churchill Place
London
E14 5HP

Bakkavor Overseas Holdings Limited

Director's Report for the Period from 26 December 2021 to 31 December 2022

The report and the financial statements for the period from 26 December 2021 to 31 December 2022 ('2022'). Comparatives are for the period from 27 December 2020 to 25 December 2021 ('2021').

Strategic report

The Company has taken advantage of the exemption in section 414B of the Companies Act 2006 (Strategic Report and Director's Report) Regulations 2013 from preparing a strategic report, on the basis that it would be entitled to prepare Financial Statements for the year in accordance with the small companies regime but for being a member of an ineligible group.

Future developments

It is the intention of the Director that the Company will be dormant for the foreseeable future.

Principal activity

The principal activity of Bakkavor Overseas Holdings Limited (the 'Company') is that of a dormant non-trading company that operates within the Bakkavor Group plc group (the 'Group') and is a 100% owned subsidiary of Bakkavor Dormant Holdings Limited.

Dividends

The Director does not recommend the payment of a final dividend (2021: £nil).

Going concern

The Director, in his detailed consideration of going concern, has reviewed the Company's future cash forecasts up to September 2024, which he believes are based on prudent market data and past experience. The Director has considered the Company's cash reserves and its access to the Group's financing arrangements. At the date of this report the Group has complied in all respects with the terms of its borrowing agreements, including its financial covenants, and forecasts to continue to do so.

Consequently, the Director considers that the Company has adequate resources to meet its liabilities as they fall due for the foreseeable future. For this reason, he continues to adopt the going concern basis in preparing the Financial Statements.

Director of the company

The Directors, who held office during the period, were as follows:

A Gudmundsson (resigned 1 November 2022)

M Edwards (appointed 1 November 2022)

Director's indemnities

The Company has made qualifying third party indemnity provisions for the Director which have been in force throughout the financial period and remain in force as at the date of this report.

Bakkavor Overseas Holdings Limited

Director's Report for the Period from 26 December 2021 to 31 December 2022 (continued)

Audit exemption

For the financial year in question the Company was entitled to exemption under section 477 of the Companies Act 2006 relating to small companies. No members have required the Company to obtain an audit of its Financial Statements for the year in question in accordance with section 476 of the Companies Act 2006. The Director acknowledges his responsibility for complying with the requirements of the Act with respect to accounting records and for the preparation of financial statements. These Financial Statements have been prepared in accordance with the provisions applicable to companies subject to the small companies' regime.

Statement of Director's Responsibilities

The Director is responsible for preparing the Annual Report and the Financial Statements in accordance with applicable law and regulations.

Company law (the Companies Act 2006) requires the Director to prepare financial statements for each financial year. Under that law the Director has prepared the Financial Statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law).

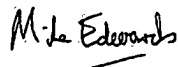
Under Company law the Director must not approve the Financial Statements unless satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period. In preparing these Financial Statements, the Director is required to:

- select suitable accounting policies and apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 101, have been followed, subject to any material departures disclosed and explained in the Financial Statements;
- make judgements and accounting estimates that are reasonable and prudent; and
- prepare the Financial Statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Director is responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The Director is also 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 to ensure that the Financial Statements comply with the Companies Act 2006.

Approved and authorised for issue by the Director on 6 September 2023.



M Edwards
Director

Bakkavor Overseas Holdings Limited

(Registration number: 01027606)

Balance Sheet as at 31 December 2022

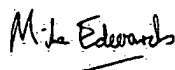
		31 December 2022 £ 000	26 December 2020 £ 000
	Note		
Net assets		-	-
Capital and reserves			
Called up share capital	4	-	-
Total Shareholders' funds/(deficit)		-	-

Audit exemption

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The Director of the Company has elected not to include a copy of the Profit and Loss Account within the Financial Statements. There have been no transactions recorded in the Profit and Loss Account in either financial period.

The Financial Statements were approved and authorised for issue by the Director on 6 September 2023.



M Edwards
Director

Bakkavor Overseas Holdings Limited

Statement of Changes in Equity for the Period from 26 December 2021 to 31 December 2022

	Note	Share capital £ 000	Total £ 000
At 27 December 2020		-	-
At 25 December 2021	4	-	-

	Note	Share capital £ 000	Total £ 000
At 26 December 2021		-	-
At 31 December 2022	4	-	-

Bakkavor Overseas Holdings Limited

Notes to the Financial Statements for the Period from 26 December 2021 to 31 December 2022

1 General information

The Company is a private company limited by share capital incorporated and registered in the United Kingdom.

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these Financial Statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Basis of preparation

The Financial Statements have been prepared on the historical cost basis and are presented in the currency of the primary economic environment in which the Company operates. For the purpose of the Financial Statements, the results and financial position are expressed in Pounds Sterling, which is the functional currency of the Company.

The financial statements have been prepared on the historical cost basis and are presented in the currency of the primary economic environment in which the Company operates. For the purpose of the financial statements, the results and financial position are expressed in Pounds Sterling, which is the functional currency of the Company.

Summary of disclosure exemptions

As permitted by Financial Reporting Standard 101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to financial instruments, capital management, presentation of comparative information in respect of certain assets, presentation of a cash-flow statement, standards not yet effective, impairment of assets and related party transactions. Where relevant, equivalent disclosures have been given in the group accounts of Bakkavor Group Limited. The group accounts of Bakkavor Group Limited are available to the public and can be obtained as set out in the controlling party note.

Going concern

The Director has reviewed the historical trading performance of the Company and the forecasts through to September 2024, to assess the level of finance required by the Company. Refer to the Director's Report, for the Director's consideration of going concern.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events and the existence of which will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or the amount of the obligation cannot be measured reliably. A contingent liability is not recognised but it is disclosed in the Notes to the Financial Statements. When an outflow becomes probable, it is recognised as a provision.

Bakkavor Overseas Holdings Limited

Notes to the Financial Statements for the Period from 26 December 2021 to 31 December 2022 (continued)

3 Directors, Employees and Auditors remuneration

The Director has received no emoluments for his service to the Company in either financial period presented and was paid through Bakkavor Foods Limited. The Director is considered to be the key management personnel of the Company.

The Company had no employees for the period ended 31 December 2022 (2021: nil).

The Company does not require an audit of its Financial Statements as it is dormant. As a result the Company has not incurred any audit or non-audit fees for the period ended 31 December 2022 (2021: nil).

4 Share capital

Allotted, called up and fully paid shares

	31 December 2022		25 December 2021	
	No.	£	No.	£
Ordinary shares of £0.00000001 each	30,250,237	-	30,250,237	-

5 Contingent liabilities

The Company reviews any claims to determine if there is any potential financial loss to the Company. As at 31 December 2022, there were no legal claims or potential claims against the Company (2021: £nil) and therefore no provision is considered necessary in the Financial Statements.

6 Non adjusting events after the financial period

There are no significant events after the Balance Sheet date to report.

7 Parent and ultimate parent undertaking

The Company's immediate parent is Bakkavor Dormant Holdings Limited.

The ultimate parent and ultimate controlling party is Bakkavor Group plc, a company registered in the United Kingdom.

The smallest and largest group into which the Financial Statements are consolidated and the most senior parent entity producing publicly available financial statements is Bakkavor Group plc. These Financial Statements are available upon request from Bakkavor Group plc's registered office, Fitzroy Place, 5th Floor, 8 Mortimer Street, London, W1T 3JJ, United Kingdom.