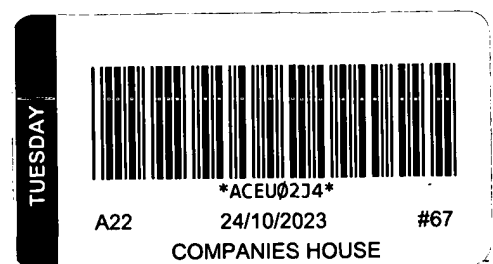


JAMES BURDEN LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

FOR THE YEAR ENDED 31 JANUARY 2023



JAMES BURDEN LIMITED

COMPANY INFORMATION

Directors	T Hussey A T Burden J A Burden S Welch M Ishfaq P Murphy
Company secretary	M Ishfaq
Registered number	02702908
Registered office	40 West Market Building London Central Markets Smithfield London EC1A 9PS
Independent auditor	Crowe U.K. LLP Riverside House 40 - 46 High Street Maidstone Kent ME14 1JH

JAMES BURDEN LIMITED

CONTENTS

	Page
Strategic report	1 - 2
Directors' report	3 - 5
Independent auditor's report	6 - 9
Statement of comprehensive income	10
Balance sheet	11
Statement of changes in equity	12
Notes to the financial statements	13 - 28

JAMES BURDEN LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 JANUARY 2023

Principal activities

The principal activity of the Company during the year was that of a wholesaler of poultry, game and meat products.

Business review

Turnover for the year increased to £142.6m up 17.5% from £121.4m in the previous year. Net margins before tax and exceptional items were 2.7% compared to 3.0% in the previous year.

Inflationary pressures are starting to feed through into our Administration expenses and we expect this to continue in the short term.

The Free Trade Deal with the EU has now been embedded in our daily operations and our processes are now running smoothly. We are continuing to work on compliance with the new changes that will be coming in during the coming months.

During the year an agreement was reached with the City of London to surrender the six operating leases in place at Smithfield Market. As part of this agreement the Company is entitled to compensation totalling £11,925,000. £11,326,479 has been recognised in the Statement of comprehensive income in the year as exceptional items in respect of the lease surrender premiums.

Environmental Reporting

We operated an average of 20 (2022 - 16) delivery vehicles during the year with a combined CO2 output of 382.2 grammes (2022 - 305.8 grammes).

Principal risks and uncertainties

James Burden Limited faces the following key risks:

- Euro exchange exposure arising from significant purchases of raw materials from Europe. This risk is managed by hedging the immediate exposure when considered necessary. Longer duration of hedging products cannot be used due to the fast moving market environment.
- In a fragmented market with many small companies there is always the risk of incurring bad debts. The company manages this risk by using credit risk insurance cover and also by ensuring that there is a good understanding of customers.
- As in all sectors, inflationary pressures through 2022 have continued into 2023. These have impacted the whole supply chain with raw materials, energy and transport costs increasing, often substantially, alongside wage demands and bank charges. Supported by suppliers and customers, the business has worked hard to manage and mitigate the impact.

JAMES BURDEN LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2023

Financial key performance indicators

Key financial performance indicators are as follows:

	2023	2022
	£	£
Gross profit	11,144,242	9,905,066
Operating profit	3,938,208	3,670,916
Profit before tax and exceptional items	3,813,020	3,672,302

Future developments

The company continues to seek out opportunities to expand organically and by acquisition.

Directors' statement of compliance with duty to promote the success of the Company

Section 172 of the Companies Act 2006 requires a director to act in a way he or she considers, in good faith, would be most likely to 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, among other matters, to: the likely consequences of any decisions in the long term; the interests of the Company's employees; the need to foster the Company's business relationships with suppliers, clients, joint arrangement partners and others; the impact of the Company's operations on the community and the environment; the desirability of the Company maintaining a reputation for high standards of business conduct; and the need to act fairly with members of the Company.

The Directors give careful consideration to the factors set out above in discharging their duties under section 172. The stakeholders we consider in this regard are the people who work for us, our clients and those in the supply chain with whom we engage, our owners, joint arrangement partners, regulatory bodies and those that live in the societies within which we operate. The Directors recognise that building strong relationships with our stakeholders will help us to deliver our strategy in line with our long-term values and operate the business in a sustainable way. We are committed to doing business responsibly and thinking for the long term.

The directors regularly receive reports from management on issues concerning clients, the environment, suppliers, employees, joint operation partners and other stakeholders which it takes into account in its discussion and in its decision-making process under section 172.

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


.....
T Hussey
Director

Date: 18/10/23

JAMES BURDEN LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 JANUARY 2023

The directors present their report and the financial statements for the year ended 31 January 2023.

Directors' Responsibilities Statement

The directors are responsible for preparing the Strategic report, the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 for the Company's financial statements 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 financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

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

Results and dividends

The profit for the year, after taxation, amounted to £12,123,075 (2022 - £2,948,674).

During the year interim dividends of £1,500,000 (2022 - £1,420,000) were paid. The directors do not recommend the payment of a final dividend for the year ended 31 January 2023 (2022 - £Nil).

Directors

The directors who served during the year were:

T Hussey
A T Burden
J A Burden
S Welch
D Doyle (resigned 3 April 2023)
M Ishfaq

JAMES BURDEN LIMITED

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 JANUARY 2023

Going concern

Company law requires the directors to consider the appropriateness of the going concern basis when preparing the financial statements. The directors confirm that they consider that the going concern basis remains appropriate due to the fact that the directors believe that the company has sufficient resources to continue in operational existence for the foreseeable future on the basis of the agreed financing facilities.

During the first quarter of the year the Company was funded via a centralised financing facility held by the parent company, V C MP Bidco Limited. In April 2022 the company agreed a new invoice discounting facility with Lloyds Bank Commercial Finance Limited. The directors consider that this facility will be sufficient to fund the company's working capital requirements for the next twelve months and beyond. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

Financial instruments

The company has various financial instruments such as cash at bank, trade debtors and trade creditors which arise directly from operations. The main purpose of these instruments is to finance the company's operations and facilitate its trading activities. The company does not enter into derivative transactions.

In respect of bank balances, liquidity risk is managed by monitoring and forecasting cashflows and ensuring that adequate facilities are in place where forecasts indicate that it is prudent to do so.

In respect of trade debtors, credit risk is managed by having policies in place concerning the credit offered to customers and the monitoring debts that are past due.

Engagement with suppliers, customers and others

Employees

Directors receive monthly updates on various staff metrics. The Directors are committed to a healthy workforce with focus on mental health and wellbeing, developing a culture of inclusion, ensuring training and development opportunities and providing and keeping staff informed of key issues through our communications network. We look to attract and retain staff via our recruitment and development strategies.

Clients

As well as the Directors receiving updates from senior management on the group's interaction with clients, members of the Board of Directors regularly meet client representatives to maintain relationships and understand the specific needs of the client.

Suppliers

We have consistent standards and procedures for the onboarding and use of external suppliers. We require suppliers to meet our compliance and financial stability requirements around health and safety where appropriate. Payment on time is of paramount importance.

Community and the environment

We continue to embed community and volunteering within our business, supporting local communities and larger charities.

The company fully recognises the importance of its environmental responsibilities and monitors and controls its impact on the environment and implements policies aimed at reducing any damage that might be caused by the company's activities. James Burden Limited operates fully in accordance with these policies.

JAMES BURDEN LIMITED

**DIRECTORS' REPORT (CONTINUED)
FOR THE YEAR ENDED 31 JANUARY 2023**

Matters covered in the Strategic report

Information required to be shown in the Directors' Report, which includes the Business Review, Principal Risks and Uncertainties and Future Developments are shown in the Strategic Report in accordance with S414c (ii) of the Companies Act 2006.

Disclosure of information to auditor

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

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

Post balance sheet events

There have been no post balance sheet events affecting the Company.

Auditor

The auditor, Crowe U.K. LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

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


.....
T Hussey
Director

Date:

18/10/23

JAMES BURDEN LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF JAMES BURDEN LIMITED

Opinion

We have audited the financial statements of James Burden Limited (the 'Company') for the year ended 31 January 2023, which comprise the Statement of comprehensive income, the Balance sheet, the Statement of changes in equity and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including 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 Company's affairs as at 31 January 2023 and of its 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 United Kingdom, including the Financial Reporting Council'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.

JAMES BURDEN LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF JAMES BURDEN LIMITED (CONTINUED)

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.

Opinion 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.

Matters on which we are required to report by exception

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

Responsibilities of directors

As explained more fully in the Directors' responsibilities statement set out on page 3, 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.

JAMES BURDEN LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF JAMES BURDEN LIMITED (CONTINUED)

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.

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 obtained an understanding of the legal and regulatory frameworks within which the company operates, focusing on those laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements. The laws and regulations we considered in this context were the Companies Act 2006 and taxation legislation.

We identified the greatest risk of material impact on the financial statements from irregularities, including fraud, to be the override of controls by management, cash sales, holding accounts in trade debtors and the cut off of revenue. Our audit procedures to respond to these risks included:

- enquiry of management about the company's policies, procedures and related controls regarding compliance with laws and regulations and if there are any known instances of non-compliance;
- examining supporting documents for all material balances, transactions and disclosures;
- enquiry of management and review and inspection of relevant correspondence with the company's legal advisors;
- evaluation of the selection and application of accounting policies related to subjective measurements and complex transactions;
- detailed testing of a sample of sales made around the balance sheet date and agreeing these through to invoices, goods despatch notes and bank receipts.
- testing the appropriateness of a sample of significant journal entries recorded in the general ledger and other adjustments made in the preparation of the financial statements; and
- review of accounting estimates for biases.

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

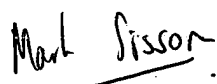
A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: www.frc.org.uk/auditorsresponsibilities. This description forms part of our Auditor's report.

JAMES BURDEN LIMITED

**INDEPENDENT AUDITOR'S REPORT TO THE SHAREHOLDERS OF JAMES BURDEN LIMITED
(CONTINUED)**

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.



Mark Sisson (Senior statutory auditor)

for and on behalf of

Crowe U.K. LLP

Senior Statutory Auditor

Riverside House

40 - 46 High Street

Maidstone

Kent

ME14 1JH

Date: 23/10/2023

JAMES BURDEN LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 JANUARY 2023**

	Note	2023 £	2022 £
Turnover	4	142,614,057	121,409,855
Cost of sales		<u>(131,469,815)</u>	<u>(111,504,789)</u>
Gross profit		11,144,242	9,905,066
Distribution costs		(1,592,388)	(1,430,764)
Administrative expenses		(5,613,646)	(4,864,464)
Other operating income	5	<u>-</u>	<u>61,078</u>
Operating profit	6	3,938,208	3,670,916
Exceptional items	10	11,326,479	-
Interest receivable and similar income	11	-	1,592
Interest payable and similar expenses	12	<u>(125,188)</u>	<u>(206)</u>
Profit before tax		15,139,499	3,672,302
Tax on profit	13	<u>(3,016,424)</u>	<u>(723,628)</u>
Profit for the financial year		<u>12,123,075</u>	<u>2,948,674</u>

There was no other comprehensive income for 2023 (2022 - £Nil).


The notes on pages 13 to 28 form part of these financial statements.

JAMES BURDEN LIMITED
REGISTERED NUMBER: 02702908

BALANCE SHEET
AS AT 31 JANUARY 2023

	Note	2023 £	2022 £
Fixed assets			
Intangible assets	15	407,253	518,322
Tangible assets	16	186,577	219,932
		<u>593,830</u>	<u>738,254</u>
Current assets			
Stocks	17	1,470,711	1,169,393
Debtors: amounts falling due after more than one year	18	947,383	-
Debtors: amounts falling due within one year	18	38,971,990	27,531,039
Cash at bank and in hand	19	3,867,065	401,701
		<u>45,247,149</u>	<u>29,102,133</u>
Creditors: amounts falling due within one year	20	(17,933,500)	(12,547,623)
Net current assets		<u>27,313,649</u>	<u>16,554,510</u>
Total assets less current liabilities		<u>27,907,479</u>	<u>17,292,764</u>
Provisions for liabilities			
Deferred tax	21	(8,239)	(16,599)
		<u>(8,239)</u>	<u>(16,599)</u>
Net assets		<u><u>27,899,240</u></u>	<u><u>17,276,165</u></u>
Capital and reserves			
Called up share capital	22	1,000	1,000
Profit and loss account		27,898,240	17,275,165
		<u>27,899,240</u>	<u>17,276,165</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 18/10/23


.....
M Ishfaq
Director

The notes on pages 13 to 28 form part of these financial statements.

JAMES BURDEN LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 JANUARY 2023**

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 February 2022	1,000	17,275,165	17,276,165
Comprehensive income for the year			
Profit for the year	-	12,123,075	12,123,075
Total comprehensive income for the year	-	12,123,075	12,123,075
Dividends	-	(1,500,000)	(1,500,000)
At 31 January 2023	1,000	27,898,240	27,899,240

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 JANUARY 2022**

	Called up share capital	Profit and loss account	Total equity
	£	£	£
At 1 February 2021	1,000	15,746,491	15,747,491
Comprehensive income for the year			
Profit for the year	-	2,948,674	2,948,674
Total comprehensive income for the year	-	2,948,674	2,948,674
Dividends	-	(1,420,000)	(1,420,000)
At 31 January 2022	1,000	17,275,165	17,276,165

The notes on pages 13 to 28 form part of these financial statements.

JAMES BURDEN LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2023

1. General information

The company is a private company, limited by shares, incorporated in England and Wales (registered number 02702908).

The principal activity of the company during the year was the wholesale of poultry, game and meat products.

The address of the registered office and principal place of business is:

40 West Market Building,
London Central Markets, Smithfield,
London, EC1A 9PS.

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Financial Reporting Standard 102 - reduced disclosure exemptions

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirements of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

This information is included in the consolidated financial statements of Burden Group Holdings Limited as at 31 January 2023 and these financial statements may be obtained from Companies House.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023**

2. Accounting policies (continued)

2.3 Going concern

Company law requires the directors to consider the appropriateness of the going concern basis when preparing the financial statements. The directors confirm that they consider that the going concern basis remains appropriate due to the fact that the directors believe that the company has sufficient resources to continue in operational existence for the foreseeable future on the basis of the agreed financing facilities.

During the first quarter of the year the Company was funded via a centralised financing facility held by the parent company, V C MP Bidco Limited. In April 2022 the company agreed a new invoice discounting facility with Lloyds Bank Commercial Finance Limited. The directors consider that this facility will be sufficient to fund the company's working capital requirements for the next twelve months and beyond. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

2.4 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss except when deferred in other comprehensive income as qualifying cash flow hedges.

2.5 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. This is either at point of sale or point of despatch, depending on when the goods are provided to the customer. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023

2. Accounting policies (continued)

2.6 Intangible assets

Goodwill

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, Goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight line basis to the Statement of Comprehensive Income over its useful economic life, estimated at 10 years.

Goodwill impairment

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

2.7 Operating leases: the Company as lessee

Rentals paid under operating leases are charged to profit or loss on a straight-line basis over the lease term.

2.8 Government grants

Grants of a revenue nature are recognised in the Statement of comprehensive income in the same period as the related expenditure.

2.9 Interest income

Interest income is recognised in profit or loss using the effective interest method.

2.10 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.11 Pensions

Defined contribution pension plan

The Company operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Company pays fixed contributions into a separate entity. Once the contributions have been paid the Company has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Balance sheet. The assets of the plan are held separately from the Company in independently administered funds.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023

2. Accounting policies (continued)

2.12 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

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

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2.13 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the Company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

JAMES BURDEN LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2023

2. Accounting policies (continued)

2.13 Tangible fixed assets (continued)

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

The estimated useful lives range as follows:

Leasehold property	- over the period of the lease
Plant & machinery	- 5 - 25% straight line
Motor vehicles	- 25 - 33% straight line
Fixtures & fittings	- 25% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

2.14 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a weighted average basis. Work in progress and finished goods include labour and attributable overheads.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

2.15 Debtors

Short-term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.16 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

JAMES BURDEN LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2023

2. Accounting policies (continued)

2.17 Financial instruments

The company enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable, loans from banks and other third parties, and loans to related parties.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Statement of Comprehensive Income.

Financial assets and liabilities are offset and the net amount reported in the Balance Sheet when there is an 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.

2.18 Creditors

Short-term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.19 Provisions for liabilities

Provisions are made where an event has taken place that gives the Company a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to profit or loss in the year that the Company becomes aware of the obligation, and are measured at the best estimate at the balance sheet date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Balance sheet.

2.20 Dividends

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

JAMES BURDEN LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JANUARY 2023

3. Judgements in applying accounting policies and key sources of estimation

The directors may be required to make estimates and assumptions concerning the future. These estimates and judgements are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The resulting accounting estimates will, by definition, seldom equal the related actual results. The principal areas where judgement was exercised are as follows:

Carrying value of goodwill

The directors regularly assess the carrying value of goodwill for any objective evidence of impairment. If evidence of an impairment is identified then an impairment provision is made.

Debtors provision

The risk of debtor default is assessed by reference to overdue amounts and recent payment history. If there is a deemed material risk of non-payment a provision is made.

Stock provision

Non-moving, slow moving and short dated stocks are assessed at the balance sheet date and if it is deemed that there is a material risk that some or all of the stock cannot be sold, then a provision is made.

Lease surrender premium

The directors have made a number of judgements in respect of the recognition the lease surrender premium in the year. These are detailed in note 10 of these financial statements.

4. Turnover

The total turnover for the company for the year has been derived from its principal activity, the wholesale of poultry, game and meat products.

All turnover arose within the United Kingdom.

5. Other operating income

	2023 £	2022 £
Government grants receivable	-	61,078

Following the COVID-19 outbreak in March 2020, the Company took advantage of the UK Government's Coronavirus Job Retention Scheme and furloughed a number of its staff. Income received from the scheme in the year totalled £Nil (2022 - £61,078).

JAMES BURDEN LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023**

6. Operating profit

The operating profit is stated after charging/(crediting):

	2023	2022
	£	£
Exchange differences	(40,615)	39,129
Other operating lease rentals - land and buildings	579,493	580,492
Other operating lease rentals - motor vehicles and equipment	362,536	349,684
	<u> </u>	<u> </u>

7. Auditor's remuneration

	2023	2022
	£	£
Fees payable to the Company's auditor in respect of:		
Audit of the financial statements	24,800	20,650
Taxation compliance services	5,750	5,200
iXBRL tagging of the financial statements	275	250
Other tax advice	750	1,500
Payroll processing fees	11,396	8,953
	<u>42,971</u>	<u>36,553</u>

8. Staff Costs

Staff costs, including directors' remuneration, were as follows:

	2023	2022
	£	£
Wages and salaries	7,713,428	7,022,865
Social security costs	969,018	807,075
Cost of defined contribution scheme	255,362	226,343
	<u>8,937,808</u>	<u>8,056,283</u>

The average monthly number of employees, including the directors, during the year was as follows:

	2023	2022
	No.	No.
Office and management	20	17
Sales and distribution	89	83
	<u>109</u>	<u>100</u>

JAMES BURDEN LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023**

9. Directors' remuneration

	2023	2022
	£	£
Directors' emoluments	1,490,088	1,371,520
Company contributions to defined contribution pension schemes	116,170	100,676
	<u>1,606,258</u>	<u>1,472,196</u>

During the year retirement benefits were accruing to 6 directors (2022 - 6) in respect of defined contribution pension schemes.

The highest paid director received remuneration of £418,535 (2022 - £403,454).

The value of the Company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £10,868 (2022 - £10,868).

10. Exceptional items

	2023	2022
	£	£
Lease surrender premium	<u>11,326,479</u>	<u>-</u>

During the year an agreement was reached with the City of London to surrender the six operating leases in place at Smithfield Market. As part of this agreement the Company is entitled to compensation totalling £11,925,000. The compensation is receivable in instalments based on certain conditions being achieved. The first payment of £3,104,846 was received in the year following the signing of the agreement. This has been recognised in the Statement of comprehensive income in the year as an exceptional item. The second payment of £7,274,250 was receivable upon the vacant possession of one of the leases which occurred in August 2023, and a final amount of £1,550,250 is payable upon the vacant possession of the five remaining leases.

The directors have made the decision to recognise the second and third instalments as exceptional items in the year. This is on the basis that the Company has committed to the Smithfield relocation as a whole therefore, while the timing of the second and third instalments are dependent on the vacant possession of the leases, all of the amounts receivable are intrinsically linked to the original commitment to surrender the leases. The directors therefore do not consider there to be any conditionality to the amounts receivable.

As the third instalment will not be paid until 1 April 2028, the amount receivable has been discounted to its present value using a discount rate of 10%. In the opinion of the directors, this represents the average cost of capital of the Company.

JAMES BURDEN LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023**

11. Interest receivable

	2023 £	2022 £
Other interest receivable	-	1,592

12. Interest payable and similar expenses

	2023 £	2022 £
Bank interest payable	913	206
Interest payable on invoice discounting facility	93,261	-
Other interest payable	31,014	-
	125,188	206

13. Taxation

	2023 £	2022 £
Corporation tax		
Current tax on profits for the year	2,889,503	-
Adjustments in respect of previous periods	1,142	-
	2,890,645	-
 Group taxation relief	 134,139	 715,389
Total current tax	3,024,784	715,389
 Deferred tax		
Origination and reversal of timing differences	(8,360)	5,599
Effect of tax rate change on opening balance	-	2,640
Total deferred tax	(8,360)	8,239
 Tax on profit	 3,016,424	 723,628

JAMES BURDEN LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023

13. Taxation (continued)

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2022 - *higher than*) the standard rate of corporation tax in the UK of 19% (2022 - 19%). The differences are explained below:

	2023 £	2022 £
Profit on ordinary activities before tax	15,139,500	3,672,302
Profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2022 - 19%)	2,876,505	697,736
Effects of:		
Expenses not deductible for tax purposes	15,706	2,729
Depreciation on non-qualifying fixed assets	21,207	21,207
Super-deduction for qualifying plant and machinery	(897)	(2,028)
Adjust deferred tax to standard corporation tax rate	(2,007)	1,344
Effect of tax rate change on opening deferred tax balance	-	2,640
Partial transfer of capital gain	(5,719)	-
Allowable capital costs	(4,058)	-
Discount on deferred compensation income not deductible	114,545	-
Adjustments to tax charge in respect of previous periods	1,142	-
Total tax charge for the year	3,016,424	723,628

Factors that may affect future tax charges

The rate of corporation tax increased from 19% to 25% from 1 April 2023. At the same time, a small companies' rate of 19% will be introduced and marginal relief given for intermediate companies. The main rate applies to companies with profits over £250,000; the small companies' rate to those with profits of £50,000 or less, with marginal tapering for profits in between the thresholds.

14. Dividends

	2023 £	2022 £
Interim dividends paid	1,500,000	1,420,000

JAMES BURDEN LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023

15. Intangible assets

	Goodwill £
Cost	
At 1 February 2022	1,110,690
At 31 January 2023	<u>1,110,690</u>
Amortisation	
At 1 February 2022	592,368
Charge for the year on owned assets	111,069
At 31 January 2023	<u>703,437</u>
Net book value	
At 31 January 2023	<u><u>407,253</u></u>
At 31 January 2022	<u><u>518,322</u></u>

JAMES BURDEN LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023**

16. Tangible fixed assets

	Leasehold property £	Plant and machinery £	Motor vehicles £	Fixtures and fittings £	Total £
Cost or valuation					
At 1 February 2022	179,485	581,920	300,803	651,435	1,713,643
Additions	-	8,713	43,140	21,724	73,577
Disposals	-	-	(101,113)	-	(101,113)
At 31 January 2023	179,485	590,633	242,830	673,159	1,686,107
Depreciation					
At 1 February 2022	179,485	561,702	160,484	592,040	1,493,711
Charge for the year on owned assets	-	8,723	55,970	32,231	96,924
Disposals	-	-	(91,105)	-	(91,105)
At 31 January 2023	179,485	570,425	125,349	624,271	1,499,530
Net book value					
At 31 January 2023	-	20,208	117,481	48,888	186,577
At 31 January 2022	-	20,218	140,319	59,395	219,932

17. Stocks

	2023 £	2022 £
Finished goods and goods for resale	1,470,711	1,169,393

Included in the stock figure is a provision of £Nil (2022 - £nil) for slow-moving and obsolete stock.

JAMES BURDEN LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023**

18. Debtors

	2023 £	2022 £
Due after more than one year		
Other debtors	947,383	-
	<u>947,383</u>	<u>-</u>
Due within one year		
Trade debtors	11,010,790	10,039,675
Amounts owed by group undertakings	20,275,276	16,955,046
Other debtors	7,530,035	391,052
Prepayments and accrued income	155,889	145,266
	<u>38,971,990</u>	<u>27,531,039</u>

19. Cash and cash equivalents

	2023 £	2022 £
Cash at bank and in hand	3,857,065	401,701
	<u>3,857,065</u>	<u>401,701</u>

20. Creditors: Amounts falling due within one year

	2023 £	2022 £
Trade creditors	10,673,091	9,837,608
Corporation tax	2,393,291	-
Other taxation and social security	173,350	841,662
Invoice discounting facility	3,138,914	-
Other creditors	35,379	28,213
Accruals and deferred income	1,519,475	1,840,140
	<u>17,933,500</u>	<u>12,547,623</u>

The invoice discounting facility is secured against the underlying trade debtor balances and an all assets debenture over the assets of the Company. Cross guarantees have been provided by Cavendish Ships Stores Limited and Burden Group Holdings Limited, which are secured by an all assets debenture over the assets of those companies.

JAMES BURDEN LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023**

21. Deferred taxation

	2023 £	2022 £
At beginning of year	(16,599)	(8,360)
Charged to the profit or loss	8,360	(8,239)
At end of year	(8,239)	(16,599)

The provision for deferred taxation is made up as follows:

	2023 £	2022 £
Accelerated capital allowances	(12,666)	(20,962)
Other timing differences	4,427	4,363
	(8,239)	(16,599)

22. Share capital

	2023 £	2022 £
Allotted, called up and fully paid		
1,000 (2022 - 1,000) Ordinary shares of £1.00 each	1,000	1,000

23. Contingent liabilities

The Company is party to a cross-guarantee given in respect of the commercial finance facilities accorded to Cavendish Ships Stores Limited. At 31 January 2023 amounts of £4,979,457 were outstanding under these arrangements.

24. Pension commitments

The Company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Company in independently administered funds. Contributions totalling £31,147 (2022 - £28,041) were payable to the fund at the balance sheet date.

JAMES BURDEN LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 JANUARY 2023**

25. Commitments under operating leases

At 31 January 2023 the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	2023 £	2022 £
Land and buildings		
Not later than 1 year	576,589	581,953
Later than 1 year and not later than 5 years	2,302,024	94,604
Later than 5 years	95,918	-
	<u>2,974,531</u>	<u>676,557</u>
	2023 £	2022 £
Plant and machinery and motor vehicles		
Not later than 1 year	269,604	210,179
Later than 1 year and not later than 5 years	474,412	267,436
	<u>744,016</u>	<u>477,615</u>

The Company has 6 operating leases in place at Smithfield Market. During the year an agreement was reached with the City of London to surrender the leases. One of the leases expired on 31 August 2023, and the remaining five will expire on the later of 1 April 2028 or vacant possession of the properties.

26. Related party transactions

James Burden Limited has taken advantage of the exemption available under FRS 102 paragraph 33.1A from disclosing transactions with other wholly owned group undertakings whose results are included within the consolidated financial statements of Burden Group Holdings Limited.

27. Ultimate parent undertaking and controlling party

The immediate parent undertaking is The Burden Group Limited which owns 100% of the issued share capital of the Company. The ultimate parent undertaking of is VC Capital Limited. The ultimate controlling party is considered to be Patrick Murphy.

At the balance sheet date the Company is consolidated into the financial statements of Burden Group Holdings Limited. Burden Group Holdings Limited is the smallest and largest group in which the results of the Company are consolidated. Copies of these accounts are available from Companies House.