
CENTERPLATE UK LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2022

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CENTERPLATE UK LIMITED

COMPANY INFORMATION

Directors	S M Haley J M Renton A Piccirillo R K Burton (appointed 14 December 2022)
Company secretary	Sodexo Corporate Services (No. 2) Limited
Registered number	04242557
Registered office	One, Southampton Row London WC1B 5HA
Independent auditor	KPMG LLP Chartered Accountants 1 St Peter's Square Manchester M2 3AE

CENTERPLATE UK LIMITED

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CENTERPLATE UK LIMITED

STRATEGIC REPORT FOR THE YEAR ENDED 31 AUGUST 2022

Introduction

The directors present their strategic report on the Company for the year ended 31 August 2022.

Principal Activities

The Company's principal activity is the provision of catering services.

The Company operates as part of a wider group headed up by Sodexo S.A.

Business review

As shown in the Statement of Comprehensive Income on page 16, the operating profit for the year was £551,447 (2021: loss of £3,136,984). Over the same period turnover has increased from £1,647,501 to £14,088,632.

Within the profit for the year is £Nil (2021: £132,166) received from the UK government's Coronavirus Job Retention Scheme in the period. The Company accessed the scheme in order to protect jobs and ensure services to customers could be maintained.

Principal risks and uncertainties

The key non-financial risks affecting the business are potential loss of profitable contracts, the state of the economy and its impact on disposable income, social changes such as the growth in sport on television and potential changes in clients' circumstances such as promotion or relegation for sports clubs.

Financial Risks

The Company's operations expose it to a variety of financial risks that include foreign exchange risk, interest rate risk and credit risk.

Foreign exchange rate risk arises from transactions when goods and services are bought or sold in currencies other than sterling, currently these transactions are not material, however the Directors continue to monitor foreign currency transactions and will hedge appropriately if required.

All of the Company's funding is provided via intergroup loans from Sodexo DAC, and an overdraft facility for working capital. Interest rate risk includes exposure to changes in the UK Base Rate and LIBOR as interest rates are variable on certain of the facilities. These risks are managed by the wider Group headed up by Sodexo SA.

The effects of credit risk are controlled as the Company has implemented policies that require appropriate credit checks on potential customers before sales are made. The amount of exposure to any individual counterparty is subject to a limit, which is assessed and reviewed by the Finance Director.

CENTERPLATE UK LIMITED

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 AUGUST 2022

Key performance indicators

The Company's strategy is one of measured growth with improved profitability. The directors monitor progress against this strategy by reference to a number of KPIs:

- Growth in turnover;
- Gross profit and labour percentages;
- Growth in EBIT; and
- Stock holding days.

Turnover of £14,088,632 for the year has increased by 755% against the £1,647,501 achieved in 2021 reflecting the re-opening of sites and the resumption of trade after the Covid-19 pandemic during the prior two years.

The gross profit of £3,061,172 means the margin achieved was 21.7% against the gross profit of £126,619 or 7.7% achieved during 2021, again showing the impact of the resumption of trade after the Covid-19 pandemic on operations.

The EBIT profit for the year of £551,447 has improved (2021: £3,136,984 loss), again due to the impact of the Covid-19 pandemic.

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

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

The Company describes in this section of the report how the directors have had regard to the matters set out in section 172(1)(a) to (f) of the Companies Act 2006. In particular, the section outlines how the directors have acted in a way which is most likely to promote the success of the Company for the benefit of the members as a whole and in doing so having regard for stakeholders' interests.

The Company is part of the Sodexo S.A. group of companies and falls under the stewardship of the Sodexo's UK Regional Leadership Committee (RLC). The board of directors of the Company also includes members of the UK RLC.

The following paragraphs summarise how the Directors' fulfil their duties and engage with each of the key stakeholder groups:

Employees

We take the opportunity here to explain how both:

- The directors have regard to section 172(1) of the Companies Act 2006 in respect of the interests of the Company's employees; and
- The directors have engaged with employees and the effect of this engagement on principal decisions of the Company.

The Board recognises that, as an integrated facilities management service provider, its employees are key to the Company's strength and success. The Board and the RLC is committed to ensuring:

- Health & Safety
- Ongoing support to all employees
- High levels of employee engagement, wellbeing and communications
- A diverse and inclusive workforce and culture.

Health & Safety

The Company is committed to ensuring a safe and healthy working environment for all its employees, contractors and visitors. Through suitable and sufficient risk assessment and the creation of resulting safe systems of work, Sodexo provides employees with information, training and instructions to enable them to work safely and to protect the safety and health of those who may be affected by its activities. Compliance with legislative requirements underpins its purpose. The Company tests and challenges itself to continually improve and to engage with its people to ensure everyone has a voice and is properly informed.

The Company believes that health and safety is everyone's responsibility and through strong leadership, supervision and holding each other to account, health and safety can become a way of life that adds value and drives improved performance. Management and monitoring of performance is achieved through robust reporting, strong audit and monitoring regimes.

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

Employee engagement

We strive to create an employee experience that enables our people to “belong, act and thrive” whilst working for Sodexo. We measure the effectiveness of our “belong, act, thrive” Employee Value Proposition (EVP) by conducting annual global employee engagement surveys* and ad hoc surveys to address specific areas of the organisation. The data are thematically and statistically analysed to distil an action plan to address feedback solicited through the survey. A communications strategy is then tuned to deepen employee engagement by focusing on informing, engaging and inspiring colleagues to create an effective and inclusive workplace.

Regular employee engagement surveys are conducted and results are carefully scrutinised by the RLC to identify and implement actions for improvement. The RLC monitors attrition rates, feedback from exit interviews, and absenteeism levels in an effort to identify emerging people risks, trends, and to ensure appropriate action is taken to address these. Emerging people risks and trends are highlighted to the Board together with proposed action plans.

Sodexo did not conduct a company wide employee engagement survey in 2022 but did roll out an alternative product “Team Voice”, which allowed managers to survey employees and create action plans locally. Colleagues' opinions are valuable to help guide strategy and business planning and we have rolled out a company wide survey in April 2023.

The Company continues to provide ongoing support to all employees through:

- Promoting 'Speak Up', which is a confidential route for staff to raise concerns.
- Offering a free helpline 'Talk' where staff and their families can seek expert advice on personal and mental wellbeing topics.
- Offering a range of wellbeing products designed to provide employees with access to: a virtual 24/7 GP; free will writing services; daily wellbeing activities; fitness and nutrition consultation;
- Providing employees with the ability to access discounts to multiple high street retailers, with over £4.5M of savings made by employees since launch.
- Providing all employees with access to life assurance.

The Company is proud of all of its teams and their dedication and agility as our client and business needs continue to evolve.

Diversity, Equity & Inclusion

Inclusivity is a key commitment and proof point of our EVP to ensure colleagues ‘can bring their authentic selves to work’ so they feel a sense of belonging that allows them to act with purpose and thrive.

Our DE&I strategy focuses on five dimensions gender, race and ethnicity, disability, generations and gender identity and sexual orientation and gender identity. Each of these focus areas has an executive sponsor who is a member of the RLC. They play a key role at championing the agenda, driving progress and embedding accountability at a senior level.

Sodexo recognises the impact we have, and can have both within our organisation, and the communities that we work and live within.

Through our Social Impact People pathway we demonstrate enabling our employees, customers and community citizens to thrive. Examples of this are:

- Our award-winning apprenticeship pathway programme – with over 1,100 apprentices representing almost 4% of our employee headcount.
- Our commitment to ending Modern Slavery as we believe in the elimination of all forms of compulsory labour and work to ensure slavery and human trafficking does not take place in any part of our business or supply chain.
- The aspirational targets we have for the representation of women and those from underrepresented ethnic

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

groups in management and senior leadership positions, for example, we are; committed to closing the gender pay gap across our legal entities in the UK to 10% by 2025, and initiatives to support women in the community to drive societal change. Sodexo was one of the first hospitality organisations to publish our Ethnicity Pay Gap.

- In 2022, we achieved Silver in the Stonewall Workplace Equality Index, our first time entering this benchmark. We have also achieved Level 2, Star Employer, in the Investing in Ethnicity maturity matrix. We are also a signatory of the Wellbeing of Women Menopause workplace pledge and have committed to becoming a menopause and Endometriosis friendly employer.; we encourage employment of other disadvantaged groups including long term unemployed, prison leavers, and homeless, and enable all employees to take up to 3 days paid a year supporting the charities of their choice.

Clients

The Company operates a Client Lifecycle approach to monitor and manage all contracts.

Client retention is the essential first step in our Focus on Growth strategic agenda that helps create sustainable growth. This is underpinned by our "Clients for Life" programme. It is imperative that we continually seek to listen, understand and meet our client's expectations throughout the client lifecycle to help ensure we never knowingly lose profitable business.

Members of the RLC and our operational senior leadership team meet with our key clients at regular intervals to discuss and collaboratively agree the key strategic priorities that both organisations will invest effort and resources in that drives continuous progression of both the strategic partnership and enhances service performance that impacts on our clients, employees and visitors.

Suppliers

The Company manages their end-to-end supply chain to meet legislative requirements, mitigate risks and satisfy customer demands for supply chain transparency. All suppliers of goods and services to Sodexo are prequalified to ensure they are capable and competent to deliver the goods or carry out the work they are being contracted to supply. Vendors are assessed against Sodexo's Supplier Code of Conduct. The level of initial assessment and ongoing monitoring relates directly to the services/products provided or to be performed and the associated risk. Assessment of vendor suitability is carried out by professionals who are independent from the day-to-day operational management of the vendors they evaluate.

Food suppliers are further audited by Sodexo's Health and Safety division, against our own Supplier Code of Practice. It is essential suppliers strive to meet these standards on a continuous basis as a condition of the supply agreement. Failure to meet the expected standard results in the immediate suspension of trade. If positive action is not taken to remedy the situation, the supplier will be removed from supply chain.

The Company promotes purchasing policies that increase the use of environmentally sound and ethically sourced products & partnering with a diverse supply chain, including small & medium enterprises and social enterprises. We encourage our suppliers to share our ethical principles and procurement commitments.

The Company is committed to ensuring that slavery and human trafficking is not taking place in any of its supply chains or any part of its business and has in place measures to manage this risk including risk-based audit process.

Community

Sodexo's approach to creating Social Value and measuring its impact within local communities forms an integral part of the Company's regional strategy. The Company is undergoing a comprehensive programme to fully embed and coordinate its impact on local communities and the environment. This is led by our RLC.

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

Our focus is based around four social impact pathways:

- Our People – by enabling our employees, customers and community citizens to thrive
- Our Planet – by fostering a culture of environmental responsibility through protecting and enhancing our planet
- Our Places – by adopting a need led approach to creating equity for all across our communities
- Our Partners – by taking an inclusive approach to creating resilience and growth amongst our partner network.

Each year we publish our progress against our social impact commitments. This can be found at Social Impact Pledge <https://uk.sodexo.com/social-impact/people.html>

Sodexo is the founding partner of the Stop Hunger Foundation; an independent registered charity active in over 54 countries around the world and was created in 1996 by US Sodexo colleagues who witnessed children going to school hungry.

Stop Hunger relies on national, regional and local partnerships with registered charities and Community Interest Companies (CICs), as well as the unique ecosystem of Sodexo to tackle food insecurity and its root causes. Our key partners include FareShare, Trussell Trust and SSAFA. We provide our partners with grant giving opportunities, hands on volunteering, expertise and knowledge sharing and fundraising events. In addition to alleviating hunger, the Foundation aims to support initiatives which go beyond food aid and also empower women effectively and sustainably to eliminate food insecurity in the communities we live, work and play.

In FY22, over £300,000 was raised supporting 13 charities in the UK and Ireland to help more than 1,140,000 beneficiaries exit food insecurity. Stop Hunger and Sodexo also partnered to support individuals affected by the war in Ukraine and fundraised more than £13,000 to support the World Food Programme (WFP) to access and redistribute food to those impacted. Our colleagues donated a total of 4,443 hours of their time, of which 800 hours focused on knowledge and expertise sharing.

All Sodexo employees are 'gifted' three paid days per annum to participate in volunteering and fundraising for causes close to their hearts. A team of charity champions are evident across our business, engaging, encouraging and enabling ways in which our workforce can give back to our communities.

Further information on the Company's work in this area, and the impact in local communities, is set out at <https://uk.stop-hunger.org/home>

Shareholder

The Board of the Company duly considers the views of its ultimate shareholder, Sodexo S.A., and the interests of the Group as a whole as part of any major decisions and transactions undertaken by the Company. The Chair, the Board and the RLC members provide the channel of communication between the Company and its shareholder.

Long term decision making

The directors continue to review the Company's organisational structure, cost base, service offers, investments and other business plans to ensure all are optimal as our environment evolves.

Standards of business conduct

The Company's Code of Ethics applies to all Directors and employees of the Company, and it embodies the Group's commitment to maintaining the highest standards of ethical business conduct and integrity. This is underpinned through regular training and an embedded ethical culture. The Company has implemented a Whistleblower facility whereby staff can raise issues that could be misconduct. Regular mandatory training for staff on the principles of Responsible Business Conduct is in place and completion rates are monitored.

CENTERPLATE UK LIMITED

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

The Ethics & Compliance Committee receives, considers, and manages concerns raised under the Code of Ethics, Anti Bribery Policy, Gifts & Hospitality Policy and Whistleblower Policy (including any allegations of bribery and corruption), conducts investigations, takes appropriate action, monitors and reviews incidents and training, measures trends and reports appropriately to the Board. The Committee maintains an incident log.

Sodexo shares the same ethical principles as those set out in the Modern Slavery Act, 2015. We believe in the elimination of all forms of compulsory labour and work to ensure slavery and human trafficking do not take place within any part of our business supply chain.

Further details are set out in the Company's Modern Slavery Act Statement:

<https://uk.sodexo.com/files/live/sites/com-uk/files/Legal%20and%20Privacy/modern-slavery-report.pdf>

This report was approved by the board on 14th August 2023 and signed on its behalf.



J M Renton

Director

CENTERPLATE UK LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 AUGUST 2022

The Directors present their report and the financial statements for the year ended 31 August 2022.

Results and dividends

The profit for the year, after taxation, amounted to £498,636 (2021 - loss £2,568,745). The directors do not recommend the payment of a dividend (2021 - £Nil).

Directors

The Directors who served during the year were:

S M Haley
J M Renton
C J Bray (resigned 17 December 2021)
A Piccirillo
S M Kitcher (appointed 2 February 2022, resigned 14 December 2022)

Going concern

The directors continue to adopt the going concern basis in the preparation of the financial statements.

The Company forms part of the Sodexo UK and Ireland group of companies, together the "UK&I Group", which is part of the wider Sodexo Group headed by Sodexo S.A. The principal activity of the UK&I Group is to provide facilities management and catering services across the UK and Ireland, operating across various segments such as education, sports and leisure, corporate services, government and healthcare.

The company meets its day to day working capital requirements from operational cash flows, cash pooling and intercompany loan arrangements within the UK&I Group.

The UK&I Group has remained resilient throughout the adverse changes in the economic environment as a result of tight management of cash and balance sheet, and strong retention of existing contracts, alongside the spread of business across food and facilities management services, and across public and private sector clients as well as the strong inflation management processes in place. In addition, the UK&I Group continues to see opportunities for organic growth with new contracts in the pipeline. However, we remain prepared for further macro-economic impacts with agility, good commercial management, and careful cost control continuing to be critical.

To inform the basis of preparation of these accounts, the directors have considered cash and profit forecasts for forward trade over the next 12 months of the UK&I Group, based on the facts we have now. These forecasts include a severe but plausible downside scenario which models a deterioration in gross margin as a result of operational performance, a downturn in revenues due to contracts of key clients not being renewed and the under recovery of inflation. The forecasts indicate that the UK&I Group will continue to be resilient in the current macro-economic environment. Routine peaks in cash requirements during the trading cycle will be funded from an overdraft facility in the ultimate parent company, Sodexo S.A., if necessary. In a worst-case scenario, the Company could draw upon additional funding from its ultimate parent company to enable it to meet its liabilities as they fall due during the 12 month period from the signing of these accounts.

Sodexo S.A., which currently has a strong credit rating of Baa1 from Moody's Investors Service, has indicated its intention, by a letter of support, to continue to make available such funds as are needed by the company during the going concern assessment period. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

CENTERPLATE UK LIMITED

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

Going concern (continued)

Based on these analyses and facts, the directors believe that the Company will be able to continue to meet its liabilities as they fall due for at least the next 12 months and therefore have prepared the financial statements on a going concern basis.

However, the Board of Sodexo UK&I is in the process of simplifying the current structure of the Sodexo UK&I Group which may have an impact on the going concern assumption of some of the UK&I Group entities. As at the date of approval of these financial statements, no formal decision has been made.

The Directors have concluded that Centreplate UK Limited has a realistic plan to manage its financial obligations and that the preparation of these financial statements on a going concern basis is appropriate. However, the matter discussed above indicates the existence of a material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern and, therefore, that the Company may be unable to realise its assets and discharge its liabilities in the normal course of business. The financial statements do not include any adjustments that would result from the basis of preparation being inappropriate.

Future developments

The stability of the current portfolio enhances the capacity of the Company to further grow the business by acquiring new contracts during the next financial year particularly in the Sports and Heritage markets. At the same time the Company will continue to focus on ensuring it continues to deliver a high quality of service to our clients and customers and that returns are maximised.

Qualifying third party indemnity provisions

Qualifying indemnity insurance was in place for the directors during the year which was also in force at the date of this report.

Political contributions

The Company made no political donations or incurred any political expenditure during the year (2021: £Nil).

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.

Auditor

The auditor, KPMG LLP, will be proposed for reappointment in accordance with section 487 of the Companies Act 2006.

CENTERPLATE UK LIMITED

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

This report was approved by the board on 14th August 2023 and signed on its behalf.



J M Renton
Director

One, Southampton Row
London
WC1B 5HA

CENTERPLATE UK LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE STRATEGIC REPORT, THE DIRECTORS' REPORT AND THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2022

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 they have elected to prepare the financial statements in accordance with UK accounting standards and applicable law (United Kingdom Generally Accepted Accounting Practice), including FRS 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 and then apply them consistently;
- make judgments and 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;
- assess the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- use the going concern basis of accounting unless they either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so..

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 responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

CENTERPLATE UK LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CENTERPLATE UK LIMITED

Opinion

We have audited the financial statements of CENTERPLATE UK LIMITED ("the company") for the year ended 31 August 2022 which comprise the Statement of Comprehensive Income, Statement of Financial Position, Statement of Changes in Equity and related notes, including the accounting policies in note 2.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 August 2022 and of its profit for the year then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland*; 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 are described below. We have fulfilled our ethical responsibilities under, and are independent of the Company in accordance with, UK ethical requirements including the FRC Ethical Standard. We believe that the audit evidence we have obtained is a sufficient and appropriate basis for our opinion.

Material uncertainty related to going concern

We draw attention to note 2 to the financial statements which indicates that the Board of Sodexo UK & Ireland is in the process of simplifying the current structure of the Sodexo UK & Ireland Group. These events and conditions, along with the other matters explained in note 2, constitute a material uncertainty that may cast significant doubt on the Company's ability to continue as a going concern.

Our opinion is not modified in respect of this matter.

Going concern basis of preparation

The directors have prepared the financial statements on the going concern basis. As stated above, they have concluded that a material uncertainty related to going concern exists.

Our conclusion based on our financial statements audit work: we consider that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CENTERPLATE UK LIMITED (CONTINUED)

Fraud and breaches of laws and regulations – ability to detect

Identifying and responding to risks of material misstatement due to fraud

To identify risks of material misstatement due to fraud ("fraud risks") we assessed events or conditions that could indicate an incentive or pressure to commit fraud or provide an opportunity to commit fraud. Our risk assessment procedures included :

- Enquiring of directors and inspection of policy documentation as to the Company's high-level policies and procedures to prevent and detect fraud, including the internal audit function, and the Company's channel for "whistleblowing", as well as whether they have knowledge of any actual, suspected or alleged fraud.
- Reading Board minutes.
- Considering remuneration incentive scheme and performance targets for management, directors and sales staff.
- Using analytical procedures to identify any unusual or unexpected relationships.

We communicated identified fraud risks throughout the audit team and remained alert to any indications of fraud throughout the audit.

As required by auditing standards, and taking into account possible pressures to meet profit targets and our overall knowledge of the control environment, we perform procedures to address the risk of management override of controls, in particular the risk that management may be in a position to make inappropriate accounting entries. On this audit we do not believe there is a fraud risk related to revenue recognition because the revenue transactions are simple in nature.

We did not identify any additional fraud risks. We performed procedures including identifying journal entries and other adjustments to test based on risk criteria and comparing the identified entries to supporting documentation. These included those posted to unusual accounts.

Identifying and responding to risks of material misstatement related to compliance with laws and regulations

We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience through discussion with the directors (as required by auditing standards), and from inspection of the Company's regulatory and legal correspondence and discussed with the directors the policies and procedures regarding compliance with laws and regulations.

We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit.

The potential effect of these laws and regulations on the financial statements varies considerably.

Firstly, the Company is subject to laws and regulations that directly affect the financial statements including financial reporting legislation (including related companies legislation), distributable profits legislation and taxation legislation and we assessed the extent of compliance with these laws and regulations as part of our procedures on the related financial statement items.

Secondly, the Company is subject to many other laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements, for instance through the imposition of fines or litigation. We identified the following areas as those most likely to have such an effect: health and safety, data protection laws, anti-bribery and employment law. Auditing standards limit the required audit procedures to identify non-compliance with these laws and regulations to enquiry of the directors and inspection of regulatory and legal correspondence, if any. Therefore if a breach of operational regulations is not disclosed to us or evident from relevant correspondence, an audit will not detect that breach.

CENTERPLATE UK LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CENTERPLATE UK LIMITED (CONTINUED)

Context of the ability of the audit to detect fraud or breaches of law or regulation

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. For example, the further removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it.

In addition, as with any audit, there remained a higher risk of non-detection of fraud, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. Our audit procedures are designed to detect material misstatement. We are not responsible for preventing non-compliance or fraud and cannot be expected to detect non-compliance with all laws and regulations.

Strategic report and directors' report

The directors are responsible for the strategic report and the directors' report. Our opinion on the financial statements does not cover those reports and we do not express an audit opinion thereon.

Our responsibility is to read the strategic report and the directors' report and, in doing so, consider whether, based on our financial statements audit work, the information therein is materially misstated or inconsistent with the financial statements or our audit knowledge. Based solely on that work:

- we have not identified material misstatements in the strategic report and the directors' report;
- in our opinion the information given in those reports for the financial year is consistent with the financial statements; and
- in our opinion those reports have been prepared in accordance with the Companies Act 2006.

Matters on which we are required to report by exception

Under the Companies Act 2006 we are required 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 the 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 these respects.

Directors' responsibilities

As explained more fully in their statement set out on page 11, the directors are responsible for: the preparation of the financial statements and for being satisfied that they give a true and fair view; such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error; 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 they either intend to liquidate the company or to cease operations, or have no realistic alternative but to do so.

CENTERPLATE UK LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF CENTERPLATE UK LIMITED (CONTINUED)

Auditor's responsibilities

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 our opinion in an auditor's report. Reasonable assurance is a high level of assurance, but does not 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 aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements.

A fuller description of our responsibilities is provided on the FRC's website at www.frc.org.uk/auditorsresponsibilities.

The purpose of our audit work and to whom we owe our responsibilities

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.



Nicola Baldwin (Senior Statutory Auditor)

for and on behalf of
KPMG LLP

Chartered Accountants

1 St Peter's Square
Manchester
M2 3AE

Date: 18.08.2023

CENTERPLATE UK LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 AUGUST 2022**

	Note	2022 £	2021 £
Turnover	4	14,088,632	1,647,501
Cost of sales		(11,027,460)	(1,520,882)
Gross profit		3,061,172	126,619
Administrative expenses		(2,509,725)	(3,395,769)
Other operating income	5	-	132,166
Operating profit/(loss)	6	551,447	(3,136,984)
Interest receivable and similar income	9	-	88,954
Interest payable and similar expenses	10	-	(521,087)
Profit/(loss) before tax		551,447	(3,569,117)
Tax on profit/(loss)	11	(52,811)	1,000,372
Profit/(loss) for the financial year		498,636	(2,568,745)

There was no other comprehensive income for 2022 (2021:£NIL).

The notes on pages 19 to 36 form part of these financial statements.

CENTERPLATE UK LIMITED
REGISTERED NUMBER: 04242557

STATEMENT OF FINANCIAL POSITION
AS AT 31 AUGUST 2022

	Note	2022 £	2021 £
Non current assets			
Intangible assets	12	129,453	201
Tangible assets	13	571,316	603,579
		<u>700,769</u>	<u>603,780</u>
Current assets			
Stocks	15	468,135	300,266
Debtors	16	12,276,193	11,199,090
Cash at bank and in hand	17	10,928,276	24,735,739
		<u>23,672,604</u>	<u>36,235,095</u>
Creditors: amounts falling due within one year	18	(23,553,959)	(36,518,097)
Net current assets/(liabilities)		<u>118,645</u>	<u>(283,002)</u>
Total assets less current liabilities		<u>819,414</u>	<u>320,778</u>
Net assets		<u><u>819,414</u></u>	<u><u>320,778</u></u>
Capital and reserves			
Called up share capital	20	21,002,104	21,002,104
Share premium account		553,979	553,979
Profit and loss account		(20,736,669)	(21,235,305)
		<u>819,414</u>	<u>320,778</u>

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 14th August 2023.



J M Renton
Director

The notes on pages 19 to 36 form part of these financial statements.

CENTERPLATE UK LIMITED

STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 AUGUST 2022

	Called up share capital £	Share premium account £	Profit and loss account £	Total equity £
At 1 September 2020	2,984,548	553,979	(18,666,560)	(15,128,033)
Loss for the year	-	-	(2,568,745)	(2,568,745)
Shares issued during the year	18,017,556	-	-	18,017,556
At 1 September 2021	21,002,104	553,979	(21,235,305)	320,778
Profit for the year	-	-	498,636	498,636
At 31 August 2022	21,002,104	553,979	(20,736,669)	819,414

The notes on pages 19 to 36 form part of these financial statements.

CENTERPLATE UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 AUGUST 2022

1. General information

Centerplate UK Limited is a private limited company limited by shares and it is incorporated and domiciled in the United Kingdom and registered in England. The address of its registered office is One, Southampton Row, London, WC1B 5HA.

The Company's principal activity during the year is the provision of catering services.

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 presentational currency of these financial statements is Pounds sterling. All amounts in the financial statements have been rounded to the nearest £1.

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

The Company's ultimate parent undertaking, Sodexo S.A. includes the Company in its consolidated financial statements. The consolidated financial statements of Sodexo S.A. are prepared in accordance with International Financial Reporting Standards as adopted by the EU and are available to the public and may be obtained from the address in note 22. In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the period;
- Cash Flow Statement and related notes; and
- Key Management Personnel compensation.

As the consolidated financial statements of Sodexo S.A. include the disclosures equivalent to those required by FRS 102, the Company has also taken the exemptions available in respect of the following disclosures:

- Certain disclosures required by FRS 102.11 Basic Financial Instruments and FRS 102.12 Other Financial Instrument Issues in respect of financial instruments not falling within the fair value accounting rules of Paragraph 36(4) of Schedule 1.

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

Judgements made by the directors, in the application of these accounting policies that have significant effect on the financial statements and estimates with a significant risk of material adjustment in the next year are discussed in note 3.

The following principal accounting policies have been applied:

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2022**

2. Accounting policies (continued)

2.2 Going concern

The directors continue to adopt the going concern basis in the preparation of the financial statements.

The Company forms part of the Sodexo UK and Ireland group of companies, together the "UK&I Group", which is part of the wider Sodexo Group headed by Sodexo S.A. The principal activity of the UK&I Group is to provide facilities management and catering services across the UK and Ireland, operating across various segments such as education, sports and leisure, corporate services, government and healthcare.

The company meets its day to day working capital requirements from operational cash flows, cash pooling and intercompany loan arrangements within the UK&I Group.

The UK&I Group has remained resilient throughout the adverse changes in the economic environment as a result of tight management of cash and balance sheet, and strong retention of existing contracts, alongside the spread of business across food and facilities management services, and across public and private sector clients as well as the strong inflation management processes in place. In addition, the UK&I Group continues to see opportunities for organic growth with new contracts in the pipeline. However, we remain prepared for further macro-economic impacts with agility, good commercial management, and careful cost control continuing to be critical.

To inform the basis of preparation of these accounts, the directors have considered cash and profit forecasts for forward trade over the next 12 months of the UK&I Group, based on the facts we have now. These forecasts include a severe but plausible downside scenario which models a deterioration in gross margin as a result of operational performance, a downturn in revenues due to contracts of key clients not being renewed and the under recovery of inflation. The forecasts indicate that the UK&I Group will continue to be resilient in the current macro-economic environment. Routine peaks in cash requirements during the trading cycle will be funded from an overdraft facility in the ultimate parent company, Sodexo S.A., if necessary. In a worst-case scenario, the Company could draw upon additional funding from its ultimate parent company to enable it to meet its liabilities as they fall due during the 12 month period from the signing of these accounts.

Sodexo S.A., which currently has a strong credit rating of Baa1 from Moody's Investors Service, has indicated its intention, by a letter of support, to continue to make available such funds as are needed by the company during the going concern assessment period. As with any company placing reliance on other group entities for financial support, the directors acknowledge that there can be no certainty that this support will continue although, at the date of approval of these financial statements, they have no reason to believe that it will not do so.

Based on these analyses and facts, the directors believe that the Company will be able to continue to meet its liabilities as they fall due for at least the next 12 months and therefore have prepared the financial statements on a going concern basis.

However, the Board of Sodexo UK&I is in the process of simplifying the current structure of the Sodexo UK&I Group which may have an impact on the going concern assumption of some of the UK&I Group entities. As at the date of approval of these financial statements, no formal decision has been made.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2022**

2. Accounting policies (continued)

2.2 Going concern (continued)

The Directors have concluded that Centreplate UK Limited has a realistic plan to manage its financial obligations and that the preparation of these financial statements on a going concern basis is appropriate. However, the matter discussed above indicates the existence of a material uncertainty related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern and, therefore, that the Company may be unable to realise its assets and discharge its liabilities in the normal course of business. The financial statements do not include any adjustments that would result from the basis of preparation being inappropriate.

2.3 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.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the Statement of Comprehensive Income within 'finance income or costs'. All other foreign exchange gains and losses are presented in profit or loss within 'other operating income'.

2.4 Turnover

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the Company and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before turnover is recognised:

Sale of goods

Turnover from the sale of goods is recognised when all of the following conditions are satisfied:

- the Company has transferred the significant risks and rewards of ownership to the buyer;
- the Company retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold;
- the amount of turnover can be measured reliably;
- it is probable that the Company will receive the consideration due under the transaction; and
- the costs incurred or to be incurred in respect of the transaction can be measured reliably.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2022**

2. Accounting policies (continued)

2.4 Turnover (continued)

Rendering of services

Turnover from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of turnover can be measured reliably;
- it is probable that the Company will receive the consideration due under the contract;
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

2.5 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.

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

2.6 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to profit or loss at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

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

Grants are recognised gross of the expenditure to which they relate in other operating income.

2.7 Interest income

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

2.8 Interest payable

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.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2022**

2. Accounting policies (continued)

2.9 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 Statement of Financial Position. The assets of the plan are held separately from the Company in independently administered funds.

2.10 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 reporting 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 Statement of Financial Position 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 reporting date.

2.11 Intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2022**

2. Accounting policies (continued)

2.12 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.

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.

Depreciation is provided on the following basis:

Fixtures and fittings	-	33% Straight Line
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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.

2.13 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

Investments in unlisted Company shares, whose market value can be reliably determined, are remeasured to market value at each balance sheet date. Gains and losses on remeasurement are recognised in the Statement of Comprehensive Income for the period. Where market value cannot be reliably determined, such investments are stated at historic cost less impairment.

Investments in listed company shares are remeasured to market value at each Statement of Financial Position date. Gains and losses on remeasurement are recognised in profit or loss for the period.

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 first in, first out basis. Work in progress and finished goods include labour and attributable overheads.

At each reporting 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.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2022**

2. Accounting policies (continued)

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.

2.17 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.

2.18 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 Statement of Financial Position 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 Statement of Financial Position.

2.19 Financial instruments

The Company only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade debtors and creditors, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration expected to be paid or received. However, if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or in case of an out-right short-term loan that is not at market rate, the financial asset or liability is measured, initially at the present value of future cash flows discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost, unless it qualifies as a loan from a director in the case of a small company, or a public benefit entity concessionary loan.

Investments in non-derivative instruments that are equity to the issuer are measured:

- at fair value with changes recognised in the Statement of Comprehensive Income if the shares are publicly traded or their fair value can otherwise be measured reliably;
- at cost less impairment for all other investments.

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,

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2022**

2. Accounting policies (continued)

2.19 Financial instruments (continued)

an impairment loss is recognised in the Statement of Comprehensive Income.

For financial assets measured at amortised cost, the impairment loss is measured as the difference between an asset's carrying amount and the present value of estimated cash flows discounted at the asset's original effective interest rate. If a financial asset has a variable interest rate, the discount rate for measuring any impairment loss is the current effective interest rate determined under the contract.

For financial assets measured at cost less impairment, the impairment loss is measured as the difference between an asset's carrying amount and best estimate of the recoverable amount, which is an approximation of the amount that the Company would receive for the asset if it were to be sold at the reporting date.

Financial assets and liabilities are offset and the net amount reported in the Statement of Financial Position 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.

Derivatives, including interest rate swaps and forward foreign exchange contracts, are not basic financial instruments. Derivatives are initially recognised at fair value on the date a derivative contract is entered into and are subsequently re-measured at their fair value. Changes in the fair value of derivatives are recognised in profit or loss in finance costs or income as appropriate. The company does not currently apply hedge accounting for interest rate and foreign exchange derivatives.

3. Judgments in applying accounting policies and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the application of the accounting policies and the reported amounts of assets and liabilities, turnover and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are continually evaluated and are based on historical experience and other factors, including expectations of future events that are reasonable under the circumstances. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

We do not consider there to be any estimates or underlying assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year.

CENTERPLATE UK LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2022**

4. Turnover

An analysis of turnover by class of business is as follows:

	2022 £	2021 £
Catering services	14,088,632	1,647,501
	<u>14,088,632</u>	<u>1,647,501</u>

Analysis of turnover by country of destination:

	2022 £	2021 £
United Kingdom	14,088,632	1,647,501
	<u>14,088,632</u>	<u>1,647,501</u>

5. Other operating income

	2022 £	2021 £
Government grants receivable	-	132,166
	<u>-</u>	<u>132,166</u>

During the previous year, the Company accessed the UK Government's Coronavirus Job Retention Scheme. Government grants receivable represent the reimbursement of the wages of certain employees who had been furloughed but were kept on the payroll.

6. Operating profit/(loss)

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

	2022 £	2021 £
Depreciation of tangible fixed assets	140,597	176,297
Amortisation of intangible assets, including goodwill	46,646	45
Defined contribution pension cost	71,654	20,758

CENTERPLATE UK LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2022**

7. Auditor's remuneration

	2022 £	2021 £
Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements	21,107	60,000

The Company has taken advantage of the exemption not to disclose amounts paid for non audit services as these are disclosed in the group accounts of the parent Company.

8. Employees

Staff costs were as follows:

	2022 £	2021 £
Wages and salaries	4,185,777	895,568
Social security costs	114,901	78,151
Cost of defined contribution scheme	71,654	20,758
	4,372,332	994,477

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

	2022 No.	2021 No.
Management and administration	29	20
Catering	873	139
	902	159

The directors of this Company are also directors of other companies within the Sodexo S.A Group and accordingly the cost of their remuneration has been fully incurred by another entity within the Group. £7,703 of the total emoluments and defined contribution cost has been allocated to this Company on the basis of their services as directors of each group Company.

CENTERPLATE UK LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2022**

9. Interest receivable

	2022	2021
	£	£
Interest receivable from group companies	-	88,519
Other interest receivable	-	435
	<u>-</u>	<u>88,954</u>

10. Interest payable and similar expenses

	2022	2021
	£	£
Loans from group undertakings	-	521,087
	<u>-</u>	<u>521,087</u>

11. Taxation

	2022	2021
	£	£
Corporation tax		
Current tax on profits for the year	20,321	(867,258)
Adjustments in respect of previous periods	(18,049)	(12,086)
	<u>2,272</u>	<u>(879,344)</u>
Total current tax	<u>2,272</u>	<u>(879,344)</u>
Deferred tax		
Origination and reversal of timing differences	56,866	195,340
Changes to tax rates	(1,403)	(303,953)
Adjustments in respect of prior periods	(4,924)	(12,415)
Total deferred tax	<u>50,539</u>	<u>(121,028)</u>
Taxation on profit/(loss) on ordinary activities	<u>52,811</u>	<u>(1,000,372)</u>

CENTERPLATE UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2022

11. Taxation (continued)

Factors affecting tax charge for the year

The effective tax rate is lower than (2021 - *higher than*) the standard rate of corporation tax in the UK of 19% (2021 - 19%). The differences are explained below:

	2022 £	2021 £
Profit/(loss) on ordinary activities before tax	551,447	(3,569,117)
Profit/(loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2021 - 19%)	104,776	(678,132)
Effects of:		
Expenses not deductible for tax purposes	665	6,214
Impact of rate change on deferred tax balances	(1,403)	(303,953)
Adjustments to tax charge in respect of prior periods	(22,973)	(24,501)
Additional tax relief	(28,254)	-
Total tax charge for the year	52,811	(1,000,372)

Factors that may affect future tax charges

The March 2020 Budget announced that a rate of 19% would continue to apply with effect from 1 April 2020 and this change was substantively enacted on 17 March 2020.

It was announced in the 3 March 2022 Budget that the UK corporation tax rate will increase to 25% from 1 April 2023. This will increase the company's future current tax charge accordingly. The deferred tax asset at 31 August 2022 has been calculated based on these rates, reflecting the expected timing of reversal of the related timing differences (2021: 19%).

There are an unrecognised deferred tax asset relating tax losses of £1.9m (2021: £1.9m).

CENTERPLATE UK LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2022**

12. Intangible assets

	Trademarks £	Computer software £	Total £
Cost			
At 1 September 2021	25,000	276,936	301,936
Transfers	-	176,057	176,057
Disposals	-	(22,227)	(22,227)
At 31 August 2022	25,000	430,766	455,766
Amortisation			
At 1 September 2021	25,000	276,735	301,735
Charge for the year	-	46,646	46,646
Disposals	-	(22,068)	(22,068)
At 31 August 2022	25,000	301,313	326,313
Net book value			
At 31 August 2022	-	129,453	129,453
At 31 August 2021	-	201	201

CENTERPLATE UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2022

13. Tangible fixed assets

	Fixtures and fittings £
Cost or valuation	
At 1 September 2021	5,221,194
Additions	395,705
Transfers	(176,057)
Disposals	(323,315)
At 31 August 2022	<u>5,117,527</u>
Depreciation	
At 1 September 2021	4,617,615
Charge for the year	140,597
Disposals	(212,001)
At 31 August 2022	<u>4,546,211</u>
Net book value	
At 31 August 2022	<u><u>571,316</u></u>
At 31 August 2021	<u><u>603,579</u></u>

CENTERPLATE UK LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2022

14. Investment in subsidiaries

	£
Cost or valuation	
At 1 September 2021	1,832,701
At 31 August 2022	1,832,701
Impairment	
At 1 September 2021	1,832,701
At 31 August 2022	1,832,701
Net book value	
At 31 August 2022	-
At 31 August 2021	-

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Registered office	Class of shares	Holding
K&S (408) Limited	One Southampton Row, London, WC1B 5HA	Ordinary	100%
Lindley Catering Investments Limited	One Southampton Row, London, WC1B 5HA	Ordinary	100%
Stadia Catering Services Limited	One Southampton Row, London, WC1B 5HA	Ordinary	100%

All subsidiaries were incorporated in the United Kingdom. Stadia Catering Services Limited has been struck off on 27 September 2022.

CENTERPLATE UK LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2022**

15. Stocks

	2022 £	2021 £
Raw materials and consumables	468,135	300,266
	<u>468,135</u>	<u>300,266</u>

Stock recognised in cost of sales during the year as an expense was £4,000,832 (2021 - £749,224). No stock was written off during the period.

16. Debtors

	2022 £	2021 £
Trade debtors	1,248,800	407,259
Amounts owed by group undertakings	9,167,607	8,462,330
Prepayments and accrued income	582,545	1,001,721
Deferred taxation	1,277,241	1,327,780
	<u>12,276,193</u>	<u>11,199,090</u>

No interest is receivable on amounts owed by group undertakings. Amounts owed are receivable on demand.

17. Cash and cash equivalents

	2022 £	2021 £
Cash at bank and in hand	10,928,276	24,735,739
	<u>10,928,276</u>	<u>24,735,739</u>

CENTERPLATE UK LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2022**

18. Creditors: Amounts falling due within one year

	2022 £	2021 £
Trade creditors	1,212,080	737,725
Amounts owed to group undertakings	20,501,104	33,584,567
Other taxation and social security	379,800	858,495
Other creditors	375,201	443,137
Accruals and deferred income	1,085,774	894,173
	<u>23,553,959</u>	<u>36,518,097</u>

No interest is payable on amounts owed to group undertakings. Amounts owed are payable on demand.

19. Deferred taxation

	2022 £
At beginning of year	1,327,780
Charged to profit or loss	(50,539)
At end of year	<u><u>1,277,241</u></u>

The deferred tax asset is made up as follows:

	2022 £	2021 £
Accelerated capital allowances	1,252,796	1,266,471
Short term timing differences	24,445	61,309
	<u>1,277,241</u>	<u>1,327,780</u>

20. Share capital

	2022 £	2021 £
Allotted, called up and fully paid		
21,002,104 (2021 - 21,002,104) Ordinary shares of £1.00 each	<u>21,002,104</u>	<u>21,002,104</u>

CENTERPLATE UK LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 AUGUST 2022**

21. Operating leases

The Company had no commitments under non-cancellable operating leases at the reporting date.

22. Controlling party

The company is a subsidiary of Lindley Catering Limited, a company incorporated in England and Wales.

The Company's ultimate parent company and controlling party is Sodexo S.A, a company incorporated in France. This is the smallest group of undertakings for which consolidated financial statements are prepared. Copies of the consolidated financial statements can be obtained from The Secretary, Sodexo, 225 Quai de la Bataille de Stalingad, 92866 Issy-Les-Moulineaux, France.