

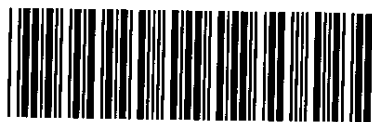
Bestway (Holdings) Limited

Annual report and financial statements

Registered number 01392861

For the year ended 30 June 2019

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Bestway (Holdings) Limited
Company registration number: 01392861
Annual report and financial statements
For the year ended 30 June 2019

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Company information

| | |
|--------------------------|---|
| Registered number | 01392861 |
| Registered office | 2 Abbey Road Park Royal London NW10 7BW |
| Directors | Sir MA Pervez OBE HPk Lord Z M Choudrey CBE, SI Pk, BA (Hons), FCA MY Sheikh R Pervez, ACA D Pervez, BA (Hons), MA Oxon, Solicitor HIZ Choudrey, BA (Hons) Cantab, ACA |
| Secretary | RY Sheikh, BA (Hons), Solicitor |
| Auditor | Pricewaterhouse Coopers LLP The Atrium 1 Harefield Road Uxbridge Middlesex UB8 1EX |

Strategic Report

The Directors present their strategic report for Bestway (Holdings) Limited (the 'Company') for the year ended 30 June 2019.

Principal activities

The principal activity of the Company during the year was that of a management company with investment holdings.

Business review

The profit after tax for the year to 30 June 2019 was £43,234,000 (2018: £68,378,000). Dividend income from subsidiaries in Pakistan reduced significantly, primarily on account of the value of the Pakistani rupee depreciating by 30% during the year against the Sterling.

On 31 October 2018, the Company fully repaid its bank loan (see Note 14) of which £32,000,000 was outstanding at the end of the last financial year end.

Principal risks & uncertainties

One of the principal uncertainties faced by the Company is the foreign exchange rate between the Sterling and Pakistani rupee. However, the Company does not hedge their risk due to the uncertain timing and amount of dividend pay-outs and the premium required to hedge.

On 23 June 2016, the UK electorate voted to discontinue its membership of the European Union. The UK Government further triggered article 50 on 29 March 2017 to start the formal process of leaving the EU and, in April 2019, extended the timeline to leave by 31 October 2019. While there will be commercial, operational and legal impacts from the UK's eventual exit from the EU, with the UK Government setting out its intention to leave the single market, uncertainties remain and make it difficult to forecast future years. Until further clarity is known regarding the terms of the exit, it is too early for Directors to include their assessment of the impact on the Company's trade and customers, regulatory requirements and legal consequences of such event.

The Company is also exposed to other risks and uncertainties as a result of its holdings in other directly and indirectly owned subsidiaries. Such risks are details in the financial statements of those subsidiaries.

Key performance indicators

The Board of Directors uses many performance indicators, both financial and non-financial, to monitor the Company's position. Among the financial performance indicators within the business, the most important ones are return on investment (using profit before tax), cash at bank, the current ratio and the debt/equity ratio.

| | 2019 | 2018 |
|----------------------|-------------|-------------|
| Return on investment | 7.9% | 13.1% |
| Cash at bank (£000) | 33,626 | 33,065 |
| Current ratio | 1.15 | 1.19 |
| Debt/Equity ratio | 0.12 | 0.16 |

The return on investment has fallen in the year, primarily due to a reduction in dividend income from subsidiaries based in Pakistan, with the Pakistani rupee depreciating by 30% during the year. Cash at bank has not significantly changed from the prior year. The current ratio has worsened slightly due to an increase in the amounts owed to group undertakings. However, the debt/equity ratio has improved following the full repayment of a bank loan which totalled £32 million at the start of the year.


The non-financial performance indicator is investor satisfaction with company reporting which remains satisfactory. The Board is of the belief that the monitoring of the above-mentioned indicators is an effective aspect of business performance review.

Strategic Report (continued)

Future outlook

The current economic environment continues to put pressure on the investments held by the Company. However, looking forward, the Board is of the opinion that despite the risks prevalent in the market, there are still opportunities for the investments to develop and grow. Therefore, the Board wish to continue with its current strategic plan of holding these investments for the foreseeable future.

By order of the Board


Lord Z M Choudrey CBE, SI Pl, BA (Hons), FCA
Director

19 December 2019

Directors' Report

The Directors present their annual report and financial statements for the year ended 30 June 2019.

Principal activities and business review

The principal activities of the Company and the nature of the Company's operations are set out in the Strategic Report on page 4.

Further information regarding the Company's business activities, together with the factors likely to affect its future development, performance and position, is set out in the Strategic Report on page 4. Further information regarding the financial position of the Company and borrowing facilities are set out in the supporting notes of these financial statements.

Directors

The Directors of the Company who were in office during the year and up to the date of signing the financial statements were as follows:

Sir MA Pervez OBE HPk
ZM Choudrey CBE, SI Pk, BA (Hons), FCA
MY Sheikh
R Pervez, ACA
D Pervez, BA (Hons), MA Oxon, Solicitor
HZ Choudrey, BA (Hons) Cantab, ACA

Dividends

On 3 June 2019, Bestway (Holdings) Limited declared and paid an ordinary dividend of £33.63 per share (2018: £633.08 per share). This totalled £4,000,000 (2018: £75,310,000) before the year end.

Political donations

During the year the Company made political donations of £95,606 (2018: £60,155).

Financial risk factors

During the year, the Company was exposed to interest rate risk, liquidity risk and foreign exchange risk.

Risk management

Interest rate risk: The Company's interest rate expense arising from borrowings is charged with reference to the LIBOR 3 month interest rate. The Company does not hedge the risk. The borrowings were fully repaid by the year end.

Liquidity risk: The Company's policy is to finance its operations on a medium-term basis from dividend income, retained profits, inter-company borrowings and bank facilities. Cashflow forecasting is performed and management regularly review following forecasts of the liquidity position to ensure there is sufficient cash to meet operational needs and comply with borrowing costs payment requirements. Additional uncommitted borrowing and overdraft facilities are utilised for short term financing requirements. Borrowings are on a floating rate basis. The Company's policy is not to trade in other financial instruments.

Foreign exchange risk: The Company receives regular dividend income from overseas entities based in Pakistan, denominated in Pakistani rupees. As a result, the Company is subject to foreign exchange variances on this income stream. The Company does not hedge the risk.

Directors' Report (continued)

Capital management

The Company's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns to shareholders and benefits to other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

To maintain or adjust the capital structure, the Company may adjust the amounts of dividends paid to shareholders, return capital to shareholders, issue new shares or raise new debt.

Indemnity provisions

No qualifying third party provision is in force for the benefit of any Director of the Company.

Employee involvement and equal opportunities

The Company informs and consults regularly with employees on matters affecting their interests with a view to achieving a common awareness of the financial and economic factors affecting its performance. The views expressed by employees have been taken into account when making decisions where appropriate.

The Company is an equal opportunities employer and its policies for the recruitment, training, career development and promotion of employees are based on the relevant merits and abilities of the individuals concerned. It recognises its responsibilities towards the disabled and gives full and fair consideration to applications for employment from them and, so far as particular disabilities permit, will give continued employment to any existing employee who becomes disabled. It is the policy of the Company that the training, career development and promotion of disabled persons should, as far as possible, be identical to that of other employees.

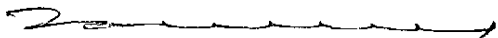
Disclosure of information to auditor

The Directors who held office at the date of approval of this Directors' Report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware, and each Director has taken all the steps that they ought to have taken as a Director to make themselves aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Auditor

On 8 March 2019, PricewaterhouseCoopers LLP were appointed as the auditors. Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and PricewaterhouseCoopers LLP will therefore continue in office.

The financial statements on pages 11 to 25 were approved by the Board of Directors on 13 December 2019 and signed on its behalf by


Lord ZM Choudrey CBE, SI Pk, BA (Hons), FCA
Director

2 Abbey Road
Park Royal
London
NW10 7BW

19 December 2019

Statement of Directors' responsibilities in respect of the financial statements

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law). Under company law the 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 the financial statements, the directors are required to: select suitable accounting policies and then apply them consistently;

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

The Directors 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.

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.

Independent auditors' report to the members of Bestway (Holdings) Limited

Opinion

In our opinion, the Bestway (Holdings) Limited's financial statements:

- give a true and fair view of the state of the Company's affairs as at 30 June 2019 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the balance sheet as at 30 June 2019; the statement of profit and loss and other comprehensive income, the statement of changes in equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

ISAs (UK) require us to report to you when:

- the directors' use of the going concern basis of accounting in the preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of the above matters.

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern. For example, the terms on which the United Kingdom may withdraw from the European Union are not clear, and it is difficult to evaluate all of the potential implications on the company's trade, customers, suppliers and the wider economy.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, 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 audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. 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 based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Strategic Report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 30 June 2019 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of Directors' Responsibilities in respect of the Annual Report and the Financial Statements set out on page 8, the Directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also 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.

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.

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

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

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

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

We have no exceptions to report arising from this responsibility.



Suzanne Woolfson (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
Uxbridge
19 December 2019

Statement of Comprehensive Income
for the year ended 30 June 2019

| | <i>Note</i> | 2019 £000 | 2018 £000 |
|--|-------------|----------------------------|----------------------------|
| Dividend income | 4 | 56,920 | 80,688 |
| Other operating income | 5 | 1,507 | 1,500 |
| Administrative expenses | | (12,543) | (5,160) |
| Operating profit | 7 | 45,884 | 77,028 |
| Interest receivable and similar income | 8 | 5,174 | 4,350 |
| Interest payable and similar expenses | 9 | (282) | (2,190) |
| Profit before taxation | | 50,776 | 79,188 |
| Tax on profit on ordinary activities | 10 | (7,542) | (10,810) |
| Profit after taxation | | 43,234 | 68,378 |
| Other comprehensive income for the year | | - | - |
| Total comprehensive income for the year | | 43,234 | 68,378 |

The notes on pages 14 to 25 form part of the financial statements.

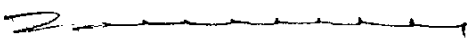
Bestway (Holdings) Limited
Company registration number: 01392861
Annual report and financial statements
For the year ended 30 June 2019


Balance Sheet
as at 30 June 2019

| | <i>Note</i> | 2019 £000 | 2018 £000 |
|--|-------------|----------------------------|----------------------------|
| Fixed assets | | | |
| Investments | 11 | 430,145 | 426,583 |
| | | <u>430,145</u> | <u>426,583</u> |
| Current assets | | | |
| Debtors (including £203,722,000 (2018: £198,547,000) due after more than one year) | 12 | 258,513 | 246,697 |
| | | <u>258,513</u> | <u>246,697</u> |
| Cash at bank and in hand | | 33,626 | 33,065 |
| | | <u>292,139</u> | <u>279,762</u> |
| Creditors: amounts falling due within one year | 13 | (76,736) | (68,031) |
| Net current assets | | <u>215,403</u> | <u>211,731</u> |
| Creditors: amounts falling due in greater than one year | 14 | - | (32,000) |
| Total assets less current liabilities | | <u>645,548</u> | <u>638,314</u> |
| Net assets | | <u>645,548</u> | <u>606,314</u> |
| Capital and reserves | | | |
| Called up share capital | 15 | 119 | 119 |
| Share premium | 15 | 72,315 | 72,315 |
| Capital redemption reserve | | 39 | 39 |
| Retained earnings | | 573,075 | 533,841 |
| Shareholders' funds | | <u>645,548</u> | <u>606,314</u> |

The notes on pages 14 to 25 form part of the financial statements.

The financial statements on pages 11 to 22 were approved by the Board of Directors on 13 December 2019 and signed on its behalf by


Lord Z M Choudrey CBE, SI Plt, BA (Hons), FCA
Director


M Y Sheikh
Director

Registered number: 01392861

19 December 2019

Statement of Changes in Equity
for the year ended 30 June 2019

| | Called up share capital £000 | Share premium £000 | Capital redemption reserve £000 | Retained earnings £000 | Total equity £000 |
|---|---|-----------------------------------|--|---------------------------------------|----------------------------------|
| Balance at 30 June 2017 | 71 | 3,055 | 39 | 540,773 | 543,938 |
| Profit for the year | - | - | - | 68,378 | 68,378 |
| Total comprehensive income for the year | - | - | - | 68,378 | 68,378 |
| Issue of ordinary shares | 48 | 69,260 | - | - | 69,308 |
| Dividends paid | - | - | - | (75,310) | (75,310) |
| Balance at 30 June 2018 | 119 | 72,315 | 39 | 533,841 | 606,314 |
| Profit for the year | - | - | - | 43,234 | 43,234 |
| Total comprehensive income for the year | - | - | - | 43,234 | 43,234 |
| Dividends paid | - | - | - | (4,000) | (4,000) |
| Balance at 30 June 2019 | 119 | 72,315 | 39 | 573,075 | 645,548 |

The notes on pages 14 to 25 form part of the financial statements.

Notes to the financial statements

1. General information

Bestway (Holdings) Limited (the "Company") is a private Company limited by shares, incorporated, domiciled and registered in England in the UK. The registered number is 01392861 and the registered address is 2 Abbey Road, Park Royal, London NW10 7BW. The principal activities of the Company and the nature of the Company's operations are set out in the Strategic report on page 4.

These financial statements are presented in pounds sterling, and rounded to the nearest £1,000, because that is the currency of the primary economic environment in which the Company operates.

2. Significant accounting policies

2.1 Basis of preparation

The financial statements have been prepared under the historical cost convention unless otherwise stated, and are prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* ("FRS 101").

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs"), but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

The Company is exempt by virtue of s400 of the Companies Act 2006 from the requirement to prepare group financial statements. These financial statements present information about the Company as an individual undertaking and not about its group.

The Company's immediate and ultimate parent undertaking, Bestway Group Limited, includes the Company in its consolidated financial statements. The consolidated financial statements of Bestway Group Limited are prepared in accordance with International Financial Reporting Standards and will be available to the public and may be obtained from Companies House, Crown Way, Maindy, Cardiff, CF4 3UZ.

In these financial statements, the Company has applied the exemptions available under FRS 101 in respect of the following disclosures:

- IAS 7, 'Statement of cash flows'.
- Paragraphs 30 and 31 of IAS 8, 'Accounting policies, changes in accounting estimates and errors' (requirement for the disclosure of information when an entity has not applied a new IFRS that has been issued but is not yet effective)
- Paragraph 17 of IAS 24, 'Related party disclosures' (key management compensation)
- The requirements in IAS 24, 'Related party disclosures', to disclose related party transactions entered into between two or more wholly owned members of a group
- Paragraph 18A of IAS 24, 'Related party disclosures', related to key management services provided by a separate management entity.

As the consolidated financial statements of Bestway Group Limited include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

- Paragraphs 91 to 99 of IFRS 13, 'Fair value measurement' (disclosure of valuation techniques and inputs used for fair value measurement of assets and liabilities).
- Certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures.

The following accounting policies have, unless otherwise stated, been applied consistently to all year ends presented in these financial statements in dealing with items which are considered material in relation to the Company's financial statements.

Notes to the financial statements (continued)

2. Significant accounting policies (continued)

2.1 Basis of preparation (continued)

The financial statements have been prepared under the historical cost convention unless otherwise stated.

2.2 Going concern

The Company meets its day-to-day working capital requirement through its cash reserves. The Company's forecasts and projections show that the Company should be able to operate with the level of its current cash reserves and borrowings. The Company's ultimate parent undertaking is Bestway Group Limited. After making enquires, the Directors are confident that the group has access to sufficient financial resources to meet its liabilities as they fall due and continue in operational existence for the foreseeable future. The Company has positive cash flows and it has sufficient cash reserves to continue as a going concern. The Company therefore continues to adopt the going concern basis in preparing its financial statements.

2.3 New standards, amendments and IFRIC interpretations

IFRS 9 and IFRS 15 are new accounting standards that are effective for the year ended 30 June 2019 and have not had an impact on the results or financial position of the Company and hence no transition note has been presented. There are no other amendments to accounting standards, or IFRIC interpretations that are effective for the year ended 30 June 2019 that have had a material impact on the Company.

2.4 Non-derivative financial instruments

Non-derivative financial instruments comprise of trade and other debtors, cash and cash equivalents, loans and borrowings, and trade and other creditors.

Trade and other debtors

Trade and other debtors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses.

Trade and other creditors

Trade and other creditors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method.

Interest-bearing borrowings

Interest-bearing borrowings are recognised initially at fair value less attributable transaction costs. Subsequent to initial recognition, interest-bearing borrowings are stated at amortised cost using the effective interest method, less any impairment losses.

Notes to the financial statements (continued)

2. Significant accounting policies (continued)

2.5 Taxation

The expense for taxation is based on the profit for the year and takes into account taxation deferred because of timing differences between the treatment of certain items for taxation and accounting purposes.

Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous years.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Company's taxable profit and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in years different from those in which they are recognised in the financial statements.

The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date.

A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

2.6 Classification of financial instruments issued by the Company

Financial instruments issued by the Company are treated as equity (i.e. forming part of shareholders' funds) only to the extent that they meet the following two conditions:

- a) they include no contractual obligations upon the Company to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Company; and
- b) where the instrument will or may be settled in the Company's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the Company's own equity instruments or is a derivative that will be settled by the Company exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the Company's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

Finance payments associated with financial liabilities are dealt with as part of interest payable and similar expenses. Finance payments associated with financial instruments that are classified as part of shareholders' funds, are dealt with as appropriations in the reconciliation of movements in shareholders' funds.

2.7a Dividend income

Dividend income from investments is recognised when the shareholders' rights to receive payment have been established (if it is probable that the economic benefits will flow to the Company and the amount of revenue can be measured reliably).

2.7b Other income

The company provides business management, and support services to subsidiaries. Income from providing services is recognised as management fee income in the accounting year in which the services are rendered. Income is accrued on a straight line basis and invoiced following the financial year end.

Notes to the financial statements (continued)

2. Significant accounting policies (continued)

2.7c Interest receivable and interest payable

Interest payable and similar expenses include interest payable, finance expense on shares classified as liabilities and finance lease interest recognised in the statement of comprehensive income using the effective interest method, unwinding of the discount on provisions, and net foreign exchange losses that are recognised in the profit and loss account. Borrowing costs that are directly attributable to the acquisition, construction or production of an asset that takes a substantial time to be prepared for use, are capitalised as part of the cost of that asset. Other interest receivable and similar income include interest receivable on funds invested and net foreign exchange gains.

Interest income and interest payable is recognised in the statement of comprehensive income as it accrues, using the effective interest method.

2.8 Foreign currencies

The financial statements are presented in Sterling, which is the currency of the primary economic environment in which the Company operates (its functional currency). Transactions in currencies other than the Company's functional currency (foreign currencies) are recognised at the rates of exchange prevailing on the dates of the transactions. At each balance sheet date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing at that date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences are recognised in the statement of comprehensive income the year in which they arise.

2.9 Investments

Investments in subsidiaries and participating interests, are stated at cost less any provisions for impairment. Investments are assessed at each reporting date to determine whether there is objective evidence, or indication that a loss event has occurred, that could result in the need for an impairment. Any diminution in value is recognised in the profit and loss account in the year.

2.10 Employee benefits

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which the Company pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an expense in the statement of comprehensive income in the years during which services are rendered by employees.

2.11 Dividends distribution

Dividend distributions to the Company's shareholders are recognised as a liability in the Company's financial statements in the year in which the dividends are approved by the Company's shareholders. Unpaid dividends that do not meet these criteria are disclosed in the notes to the financial statements.

2.12 Share capital

Ordinary shares are classified as equity. Incremental costs directly attributable to the issue of new ordinary shares are shown in equity as a deduction from the proceeds.

2.13 Share premium

The amount receivable above the nominal value of ordinary shares, is recognised as share premium and classified as equity.

Notes to the financial statements (continued)

3. Critical accounting estimates and judgements

In the application of the Company's accounting policies, which are described in note 2, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other facts that are considered to be relevant. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an on-going basis. Revisions to accounting estimates are recognised in the year in which the estimate is revised if the revision affects only that year, or in the year of the revision and future years if the revision affects both current and future years.

Critical judgements in applying the Group's accounting policies

The following are the critical judgements and estimations that the Directors have made in the process of applying the Group's accounting policies and that have the most significant effect on the amounts recognised in financial statements.

Impairment of investments

Determining whether investments are impaired requires an estimation of the fair value of the cash-generating units (CGUs) less costs to sell. For investments which are quoted in active markets, the fair value is determined by the market price for a share on the balance sheet date.

For unquoted investments, the determination of a fair value and of suitable selling costs require a level of estimation and judgement based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

In situations where fair value of the CGU less costs to sell is lower than the book value of the net assets of the CGU, a value in use calculation will need to be performed. The value in use calculation requires the entity to estimate the future cash flows expected to arise from the CGU. The calculations use cash flow projections based on financial budgets approved by management and growth rates consistent with industry reports relating to the CGUs' activities.

4. Dividend income

| | 2019 £000 | 2018 £000 |
|--|---------------|---------------|
| Dividend income receivable from group undertakings | 56,920 | 80,688 |
| | <u>56,920</u> | <u>80,688</u> |

5. Other operating income

| | 2019 £000 | 2018 £000 |
|-----------------------|--------------|--------------|
| Management fee income | 1,500 | 1,500 |
| Other Income | 7 | - |
| | <u>1,507</u> | <u>1,500</u> |

Notes to the financial statements (continued)

6. Staff costs

The number of persons employed by the Company (including directors) during the year, analysed by category was as follows:

| | 2019 | 2018 |
|-----------------------|-----------|-----------|
| Office and Management | 18 | 15 |
| | <u>18</u> | <u>15</u> |

The aggregate payroll costs of these persons were as follows:

| | 2019 | 2018 |
|-----------------------|---------------|--------------|
| | £000 | £000 |
| Wages and salaries | 9,870 | 3,536 |
| Social security costs | 1,406 | 519 |
| Other pension costs | 49 | 67 |
| | <u>11,325</u> | <u>4,122</u> |

7. Operating profit and auditor's remuneration

| | | |
|---|--------|-------|
| Included in operating profit are the following: | 2019 | 2018 |
| | £000 | £000 |
| Staff costs (see note 6) | 11,325 | 4,122 |
| Auditor's remuneration: | | |
| - Audit of these financial statements | 16 | 18 |
| Amounts receivable by the Company's auditor and its associates in respect of: | | |
| - Taxation compliance services | 13 | 6 |
| - Tax advisory | 27 | 283 |

8. Interest receivable and similar income

| | 2019 | 2018 |
|--|--------------|--------------|
| | £000 | £000 |
| Interest receivable from group undertakings | 5,174 | 4,350 |
| Total interest receivable and similar income | <u>5,174</u> | <u>4,350</u> |

9. Interest payable and similar expenses

| | 2019 | 2018 |
|---|------------|--------------|
| | £000 | £000 |
| Interest payable on loans | 282 | 2,190 |
| Total interest payable and similar expenses | <u>282</u> | <u>2,190</u> |

Notes to the financial statements (continued)

10. Taxation

Recognised in the statement of comprehensive income

| | 2019 | 2018 |
|------------------------------------|--------------|---------------|
| | £000 | £000 |
| UK corporation tax | 7,542 | 10,810 |
| Current tax on profit for the year | <u>7,542</u> | <u>10,810</u> |
| Total current tax | <u>7,542</u> | <u>10,810</u> |
| Tax on profit | <u>7,542</u> | <u>10,810</u> |

Factors affecting tax charge for the year

The tax assessed for the year differs from the standard rate of corporation tax in the UK of 19% (2018: 19%). The differences are explained below:

| | 2019 | 2018 |
|---|--------------|---------------|
| | £000 | £000 |
| Profit before tax | 50,776 | 79,189 |
| Tax at the UK corporation tax rate of 19% (2018: 19%) | 9,647 | 15,046 |
| Tax exempt income | (10,815) | (15,331) |
| Overseas withholding tax | 7,542 | 10,810 |
| Group relief (received)/surrendered | 1,168 | 285 |
| Total tax expense | <u>7,542</u> | <u>10,810</u> |

Factors that may affect future current and total tax rate changes

Reductions in the UK corporation tax from 19% to 17% (effective 1 April 2020) were substantively enacted on 6 September 2016. This will reduce the Company's future current tax charge.

11. Fixed asset investments

| | Shares in group undertakings £000 | Participating interests £000 | Total £000 |
|-----------------------|--|------------------------------------|----------------|
| <i>Cost</i> | | | |
| At 30 June 2018 | 407,983 | 18,600 | 426,583 |
| Additions | 3,562 | - | 3,562 |
| At 30 June 2019 | <u>411,545</u> | <u>18,600</u> | <u>430,145</u> |
| <i>Net book value</i> | | | |
| At 30 June 2019 | <u>411,545</u> | <u>18,600</u> | <u>430,145</u> |
| At 30 June 2018 | <u>407,983</u> | <u>18,600</u> | <u>426,583</u> |

During the year, £3,510,000 (2018: £3,425,000) of capital contribution was made to Bestway Northern Holdings Limited, a wholly owned subsidiary of the Company. Further additions were made in the year relating to the purchase of shares in Bestway Cement Limited.

Notes to the financial statements (continued)

11. Fixed asset investments (continued)

Details of the Company's group undertakings at 30 June 2019 are as follows;

| | UK Company number | Registered office | Class of shares held | Effective Ownership % 2019 | 2018 |
|---|----------------------|----------------------|-------------------------|-------------------------------|-------|
| Bestway Securities Limited (direct) | 09106250 | B | Ordinary | 100 | 100 |
| Bestway Northern Holdings Limited (direct) | NA | T | Ordinary | 100 | 100 |
| Bestway Cement Limited (direct) | NA | N | Ordinary | 54.50 | 54.50 |
| Bestway Power Limited (direct) | NA | N | Ordinary | 100 | 100 |
| Bestway Spinning Limited (direct) | NA | N | Ordinary | 100 | 100 |
| Bestway UK HoldCo Limited | 09106288 | B | Ordinary | 100 | 100 |
| Oakleaf Limited ⁴ | NA | T | Ordinary | 100 | 100 |
| Bestway Northern Limited | 02675585 | B | Ordinary | 100 | 100 |
| Bestway Limited ¹ | 02596168 | B | Ordinary | 100 | 100 |
| Bestway Panacea Holdings Limited ¹ | 09225479 | A | Ordinary | 100 | 100 |
| Bestway Wholesale Limited | 01207120 | B | Ordinary | 100 | 100 |
| Palmbest Limited | 02548785 | B | Ordinary | 100 | 100 |
| Batleys Properties Limited | 00170410 | B | Ordinary | 100 | 100 |
| MAP Trading Limited ¹ | 01826942 | B | Ordinary | 100 | 100 |
| Euroimpex (U.K.) Limited ¹ | 01584125 | B | Ordinary | 100 | 100 |
| Batleys Limited ¹ | 00675326 | B | Ordinary | 100 | 100 |
| Bestway Retail Limited (formerly Bestway Direct Limited) | 04103203 | B | Ordinary | 100 | 100 |
| Ardiles Bidco Limited ¹ | 10449694 | U | Ordinary | 100 | 100 |
| KMD Enterprises Limited ¹ | 04314857 | U | Ordinary | 100 | 100 |
| Xcel Retail Limited ¹ | 09121924 | U | Ordinary | 100 | 100 |
| Bestway Pharmacy NDC Limited ⁷ | 01050265 | A | Ordinary | 100 | 100 |
| Donald Wardle and Son ⁴⁷ | 02914910 | A | Ordinary | 100 | 100 |
| Opus Pharmaceuticals Limited ²⁴⁷ | 05888155 | A | Ordinary | 100 | 100 |
| Bestway Panacea Healthcare Limited ⁷ | 09225514 | A | Ordinary | 100 | 100 |
| Bestway National Chemists Limited ⁷ | 09225457 | A | Ordinary | 80 | 80 |
| Portslade Medical Supplies Limited ⁴⁷ | 01663067 | A | Ordinary | 100 | 100 |
| FA Parkinson (Chemists) Limited ⁴⁷ | SC038900 | I | Ordinary | 100 | 100 |
| Parkinson (Paisley) Limited ⁴⁷ | SC204178 | I | Ordinary | 100 | 100 |
| Bestway Belfast Chemists Limited ⁴⁷ | NI626625 | J | Ordinary | 100 | 100 |
| Ebbw Vale Consortium Limited ¹⁴⁷ | 01338409 | A | Ordinary | 100 | 100 |
| Care4U Pharmacy Limited ⁴⁷ | 03983332 | A | Ordinary | 100 | 100 |
| Baillieston Health Centre Pharmacy Limited ⁵ | SC080281 | V | Ordinary | 0 | 36 |
| Ideal Healthcare Limited ⁴⁷ | 03443725 | A | Ordinary | 100 | 100 |
| Pills Limited ¹ | SC271830 | I | Ordinary | 100 | 100 |
| RLJ Consultancy Limited ¹ | 03283312 | A | Ordinary | 100 | 100 |
| CCS (West Street) Limited ¹⁵ | 06149560 | A | Ordinary | 0 | 100 |
| G Lightfoot & Son Limited ¹ | 00626296 | A | Ordinary | 100 | 100 |
| Crown Imperial Associates Limited ¹³ | 03262921 | A | Ordinary | 0 | 100 |
| Crewe Complete Solution Limited ¹⁵ | 05765407 | H | Ordinary | 0 | 100 |
| Keighley Health Centre Limited ²⁴ | 01263903 | G | Ordinary | 100 | 33 |
| Thomas Hetherington Limited ¹³ | SC095304 | I | Ordinary | 0 | 100 |
| P.H.C Pharmacy Limited ⁶ | SC115847 | D | Ordinary | 67 | 67 |
| Cannon St. (HCC) Limited ¹⁵ | 01659041 | C | Ordinary | 0 | 59 |
| P Williams Chemists (Chester) Limited ¹³ | 03210568 | A | Ordinary | 0 | 100 |
| Three Swans Pharmacy Limited ²⁴ | 06975508 | A | Ordinary | 50 | 50 |
| Victoria Pharmacy Limited | 01933847 | F | Ordinary | 25 | 25 |
| Victoria Pharmacy Limited | 01933847 | F | A | 43 | 43 |
| Penrith Health Centre (PD) Consortium Limited ²⁴ | 01775075 | E | Ordinary | 100 | 50 |
| Penrith Health Centre (PD) Consortium Limited ²⁴ | 01775075 | E | A | 0 | 77 |
| Batleys Glasgow Limited ¹ | SC125810 | B | Ordinary | 100 | 100 |
| Benson (Grocers) Limited ¹ | SC256747 | B | Ordinary | 100 | 100 |
| Bellevue Cash and Carry Limited ¹ | SC046528 | B | Ordinary | 100 | 100 |

Notes to the financial statements (continued)

11. Fixed asset investments (continued)

| | UK Company number | Registered office | Class of shares held | Effective Ownership % | |
|---|----------------------|----------------------|-------------------------|-----------------------|-------|
| | | | | 2019 | 2018 |
| United Bank Limited ⁸ (direct) | NA | L | Ordinary | 55.77 | 55.77 |
| UBL Insurers Limited (direct) | NA | O | Ordinary | 79.00 | 79.00 |
| United Bank AG Zurich ⁸ | NA | R | Ordinary | 55.77 | 55.77 |
| United National Bank Limited ⁶⁹ | 04146820 | M | Ordinary | 30.67 | 30.67 |
| UBL Bank (Tanzania) Limited ⁸ | NA | Q | Ordinary | 55.77 | 55.77 |
| United Executives & Trustees Company Limited ⁸ | NA | P | Ordinary | 55.77 | 55.77 |
| UBL Fund Managers Limited ⁸ | NA | S | Ordinary | 55.14 | 55.14 |
| Al Ameen Financial Services (Pvt.) Limited ⁸ | NA | S | Ordinary | 55.14 | 55.14 |

¹ These entities are dormant and are exempt from the requirements of Companies Act 2006 relating to the preparation and filing of their individual accounts in respect of the year ended 30 June 2008 by virtue of Section 480 of the Act.

² Active; non-trading

³ Dissolved in the year

⁴ The subsidiary undertakings listed above are exempt from the Companies Act 2006 requirements relating to the audit of their individual accounts by virtue of Section 479A of the Act as this Company has guaranteed the subsidiary Company under Section 479C of the Act.

⁵ Disposed of during the year

⁶ Acquired 100% of the shareholding subsequent to the year end.

⁷ These entities require financial support from Bestway (Holdings) Limited.

⁸ These entities have 31 December year ends, in line with industry standards.

⁹ This entity has effective ownership of 30.67% but is still considered a subsidiary. The immediate parent company, United Bank Limited, has a 55% holding in this entity, and United Bank Limited is a direct subsidiary of Bestway Holdings Limited as noted above. As a result, the Group can exercise significant control over this entity and is therefore considered a subsidiary. All other entities are considered subsidiaries due to effective ownership of the ordinary shares by this Company being greater than 50%.

- A- Merchants Warehouse, Castle Street, Manchester, UK, M3 4LZ
- B- 2 Abbey Road, Park Royal, London, UK, NW10 7BW
- C- 64 Burnedge Lane, Grasscroft, Oldham, OL4 4EB
- D- Citypoint 2 25 Tyndrum Street, Glasgow, G4 0JY
- E- 4 Mason Court Gillan Way, Penrith 40 Business Park, Penrith, Cumbria, CA11 9GR
- F- The Health Centre, Victoria Road, Hartlepool, TS26 8DB
- G- 29 Devonshire Street, Keighley, West Yorkshire, BD21 2BH
- H- Unit 6, Ashbrook Office Park, Longstone Road, Heald Green, Manchester, M22 5LB
- I- 18-20 Main Street, Beith, Ayrshire, Scotland, KA15 2AD
- J- 70 Ballygomartin Road, Belfast, BT13 3NE
- K- 20 Muirside Road, Baillieston, Glasgow, G69 7AD
- L- 13th Floor, UBL Building, Jinnah Avenue, Blue Area, Islamabad, Pakistan
- M- 2 Brook St, London W1S 1BQ
- N- Bestway Building, 19-A, College Road, F-7 Markaz, Islamabad, Pakistan
- O- 126-C, Jami Commercial, Street No. 14, Phase VII, DHA, Karachi, Pakistan
- P- State Life BUILDING No. 1, I.I. Chundrigar Road, Karachi, Pakistan
- Q- 26 MKWEPU / Kaluta Street, P.O. BOX 5887, Dares Salaam, Tanzania, Tanzania.
- R- United Bank AG (Zurich), Feldeggstrasse 55, P.O. Box. No. 1176, 8034, Zurich, Switzerland
- S- 4th Floor, STSM Building, Beaumont Road, Civil Lines, Karachi, Pakistan
- T- Newport House, 15 The Grange, St Peters Port, GY1 2QL, Guernsey
- U- Weston Road, Crewe, Cheshire, England, CW1 6BP
- V- 204 Polmadie Road, Hampden Park Industrial Estate, Glasgow, G42 0PH

The total liabilities of subsidiary undertakings exempt from the Companies Act 2006 audit requirements as a result of this Company providing guarantees under Section 479C of the Act, totals £60,220,000 (2018: 70,294,000).

Details of the Company's investments in participating interests at 30 June 2019 are as follows:

| Name | Country | UK Company number | Registered office | Class of shares held | 2019 Ownership % | 2018 Ownership % |
|------------------------------------|----------|-------------------------|----------------------|----------------------------|------------------------|------------------------|
| Oakleaf Limited (direct ownership) | Guernsey | Not applicable | T | Ordinary | 26.0 | 26.0 |

Notes to the financial statements (continued)

12. Debtors: Amounts falling due within one year

| | 2019 £000 | 2018 £000 |
|---|----------------|----------------|
| Amounts falling due within one year: | | |
| Amounts owed by group undertakings | 53,208 | 46,380 |
| Other debtors | 1,583 | 1,770 |
| | <u>54,791</u> | <u>48,150</u> |
| Amounts falling due after one year: | | |
| Amounts owed by group undertakings | 203,722 | 198,547 |
| | <u>258,513</u> | <u>246,697</u> |

Amounts owed by group undertakings due less than one year are unsecured loans, non-interest bearing and repayable on demand.

Amounts owed by group undertakings of £203,722,000 (2018: £198,547,000) due after more than one year relate to an unsecured loan note issued to Bestway Securities Limited, a subsidiary, of £185,150,000, the face value of the loan, being a 10-year loan note at 1.75% rate per annum plus LIBOR. The face value of the loan is repayable in November 2024. The difference between the face value and carrying value is accrued interest not yet paid.

13. Creditors: Amounts falling due within one year

| | 2019 £000 | 2018 £000 |
|------------------------------------|---------------|---------------|
| Amounts owed to group undertakings | 75,980 | 66,761 |
| Trade creditors | 42 | 68 |
| Tax and social security | 176 | 179 |
| Accruals and other creditors | 538 | 1,023 |
| | <u>76,736</u> | <u>68,031</u> |

Amounts owed to group undertakings are unsecured loans, non-interest bearing and repayable on demand.

14. Creditors: Amounts falling due in greater than one year

| | 2019 £000 | 2018 £000 |
|------------|--------------|---------------|
| Bank loans | - | 32,000 |
| | <u>-</u> | <u>32,000</u> |

Bank and debt repayment schedule

| | Currency | Nominal interest rate | Year of maturity | Face value 2019 £000 | Carrying amount 2019 £000 | Face value 2018 £000 | Carrying amount 2018 £000 |
|-----------|----------|--------------------------|---------------------|----------------------------|------------------------------------|----------------------------|------------------------------------|
| Bank Loan | GBP | LIBOR + 3.85% | 2020 | - | - | 32,000 | 32,000 |
| | | | | <u>-</u> | <u>-</u> | <u>32,000</u> | <u>32,000</u> |

During 2017, the Company obtained a secured bank loan of £60,000,000 maturing in 2020 and bearing an interest rate of LIBOR + 3.85% ('Term loan'). This was fully repaid during the year.

Notes to the financial statements (continued)

15. Share capital and premium

| | 2019 £000 | 2018 £000 |
|---|--------------|--------------|
| Authorised: | | |
| 500,000 ordinary shares of £1 each (2018: 500,000 ordinary shares of £1 each) | 500 | 500 |
| Alotted, called up and fully paid | | |
| 118,959 ordinary shares of £1 each (2018: 118,959 ordinary shares of £1 each) | 119 | 71 |

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

On 3 June 2019, Bestway (Holdings) Limited declared and paid an ordinary dividend of £33.63 per share (2018: £633.08 per share). This totalled £4,000,000 in respect of the year ended 30 June 2019. In the prior year, Bestway (Holdings) Limited declared and paid dividends totalling £75,310,000.

Following a group reorganisation on 21 March 2018, Bestway (Holdings) Limited became a wholly owned subsidiary of Bestway Group Limited (company number 11003305 and registered address 2 Abbey Road, London, NW10 7BW).

On 21 March 2018, Bestway (Holdings) Limited called up 47,949 unpaid ordinary shares. These shares were fully paid by Bestway Group Limited on the same day.

The former shareholders of Bestway (Holdings) Limited are now the shareholders of Bestway Group Limited, with no individual shareholder holding more than 25% of Bestway Group Limited shares as a result of the reorganisation. The former shareholders of Bestway (Holdings) Limited retain ownership of 100% of Bestway (Holdings) Limited, albeit indirectly through Bestway Group Limited.

Share premium

| | 2019 £000 | 2018 £000 |
|---------------|--------------|--------------|
| Share premium | 72,315 | 72,315 |

16. Related party transactions

Transactions with key management personnel

The Company has taken advantage of the exemption outlined in FRS 101.8(j) and is therefore not required to disclose key management personnel compensation, analysed into five categories as prescribed by IAS 24 Related Party Disclosures.

Directors' remuneration

| | 2019 £000 | 2018 £000 |
|-----------------------|--------------|--------------|
| Directors' emoluments | 10,646 | 3,240 |
| Pension contributions | 20 | - |
| | 10,666 | 3,240 |

The aggregate of remuneration and amounts receivable under long term incentive schemes of the highest paid Director was £7,516,000 (2018: £1,640,000).

Notes to the financial statements (continued)

16. Related party transactions (continued)

Transactions with related parties

The Company has taken advantage of the exemption outlined in FRS 101:8(k) and is therefore not required to disclose transactions with wholly owned group companies, as prescribed by IAS 24 Related Party Disclosures.

Transactions with group undertakings

During the year, the Company entered into the following transactions with group undertakings;

| | 2019 | 2018 |
|--|---------------|-------------|
| | £000 | £000 |
| Dividend income received from United Bank Limited | 37,000 | 54,876 |
| Dividend income received from Bestway Cement Limited | 19,920 | 25,812 |

As at the year end, the following amounts were due from group undertakings;

| | 2019 | 2018 |
|-----------------------|-------------|-------------|
| | £000 | £000 |
| Oakleaf Limited | 21 | 8 |
| United Bank Limited | 61 | 17 |
| Bestway Group Limited | 5 | 5 |

As at the year end, the following amounts were due to group undertakings;

| | 2019 | 2018 |
|------------------------|-------------|-------------|
| | £000 | £000 |
| Bestway Cement Limited | (7) | (7) |

There were no other disclosable related party transactions.

17. Ultimate parent company and parent part of larger group

The immediate parent undertaking and ultimate parent undertaking is Bestway Group Limited, a company incorporated in the UK on 9 October 2017. The consolidated financial statements of the Group are available to the public and may be obtained from Companies House, Crown Way, Maindy, Cardiff, CF4 3UZ.

18. Subsequent events

There have been no subsequent events which would have a material effect on the Company's financial statements at 30 June 2019.