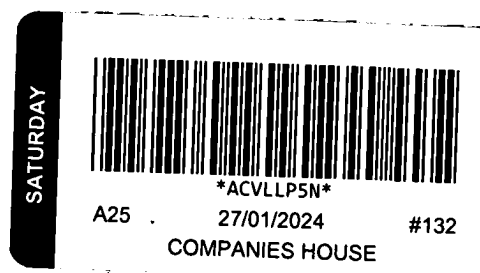


Registered number: 04349918

BODY OPTIMISE LIMITED

FINANCIAL STATEMENTS
INFORMATION FOR FILING WITH THE REGISTRAR
FOR THE YEAR ENDED 6 MAY 2023



BODY OPTIMISE LIMITED

COMPANY INFORMATION

Directors	Mrs L T Salmon Ms E Wells Ms L J Dobbs Ms R A Robinson
Company secretary	Mr D J Birkby
Registered number	04349918
Registered office	Slimming World, C/O Slimming World Clover Nook, Road Somercoates Alfreton Derbyshire DE55 4RF
Independent auditor	Grant Thornton UK LLP Chartered Accountants & Statutory Auditor 1 Holly Street Sheffield South Yorkshire S1 2GT
Bankers	Barclays Bank plc Chesterfield Business Centre P O Box 14 37 Rose Hill Chesterfield Derbyshire S40 1LS
Solicitors	Hopkins Solicitors 27 Regent Street Nottingham Nottinghamshire NG1 5BS

BODY OPTIMISE LIMITED

CONTENTS

	Page
Statement of Financial Position	1
Notes to the Financial Statements	2 - 11

BODY OPTIMISE LIMITED
REGISTERED NUMBER:04349918

STATEMENT OF FINANCIAL POSITION
AS AT 6 MAY 2023

	Note	2023 £	2022 £
Fixed assets			
Tangible assets	6	9,657	10,869
		<u>9,657</u>	<u>10,869</u>
Current assets			
Debtors: amounts falling due within one year	7	1,085,443	634,374
Cash at bank and in hand	8	791,910	1,510,347
		<u>1,877,353</u>	<u>2,144,721</u>
Creditors: amounts falling due within one year	9	(731,376)	(841,380)
Net current assets		<u>1,145,977</u>	<u>1,303,341</u>
Total assets less current liabilities		<u>1,155,634</u>	<u>1,314,210</u>
Net assets		<u><u>1,155,634</u></u>	<u><u>1,314,210</u></u>
Capital and reserves			
Called up share capital	11	1,000	1,000
Profit and loss account	12	1,154,634	1,313,210
		<u>1,155,634</u>	<u>1,314,210</u>

The financial statements have been prepared and delivered in accordance with the provisions applicable to companies subject to the small companies regime and in accordance with the provisions of FRS 102 Section 1A - small entities.

The financial statements have been delivered in accordance with the provisions applicable to companies subject to the small companies regime.

The Company has opted not to file the statement of income and retained earnings in accordance with provisions applicable to companies subject to the small companies' regime.

The financial statements were approved and authorised for issue by the board and were signed on its behalf by:

Lisa Salmon

Mrs L T Salmon
 Director
 Date: 25/1/2024

The notes on pages 2 to 11 form part of these financial statements.

BODY OPTIMISE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 6 MAY 2023**

1. General information

Body Optimise Limited is a private company limited by shares and incorporated in England and Wales. Registered number 04349918. Its registered head office is located at Slimming World, C/O Slimming World, Clover Nook, Road, Somercotes, Alfreton, Derbyshire, DE55 4RF.

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 Section 1A of Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

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

The Company's financial statements are presented in Sterling and all values are rounded to the nearest pound (£) except when otherwise stated.

The following principal accounting policies have been applied:

2.2 Going concern

The directors have reviewed cash forecasts covering the period up to January 2025, which have been prepared based on a number of possible scenarios and indicate that there are no material uncertainties that may cast doubt on the Company's ability to continue as a going concern.

The financial statements have been prepared on the going concern basis on the grounds that the directors' forecasts for future trading for at least 12 months from the date these financial statements are signed and post period end results demonstrate ongoing profitability. In addition, the directors foresee no problems in paying for the Company's current liabilities as they fall due.

BODY OPTIMISE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 6 MAY 2023**

2. Accounting policies (continued)

2.3 Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Company and the revenue can be reliably measured. Revenue 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 revenue is recognised:

Sale of goods

Revenue 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 revenue 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.

Rendering of services

Revenue 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 revenue 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.

BODY OPTIMISE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 6 MAY 2023**

2. Accounting policies (continued)**2.4 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, on a straight line and reducing balance basis.

Depreciation is provided on the following basis:

Motor vehicles	- 33% reducing balance
Computer equipment	- 33% straight line

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

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

2.5 Debtors

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

2.6 Government grants

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

2.7 Interest income

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

2.8 Finance costs

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

2.9 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.

BODY OPTIMISE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 6 MAY 2023**

2. Accounting policies (continued)**2.10 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 Income and Retained Earnings 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, an impairment loss is recognised in the Statement of Income and Retained Earnings.

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.

2.11 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.

BODY OPTIMISE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 6 MAY 2023**

2. Accounting policies (continued)

2.12 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.

2.13 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.

BODY OPTIMISE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 6 MAY 2023**

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

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The directors made the following judgements and estimates in preparing the financial statements:

3.1 Useful economic lives of tangible assets

The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives and residual value of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on technological advancement, future investments, economic utilisation and the physical condition of the assets.

3.2 Impairment of debtors

The Company makes an estimate of the recoverable value of trade and other debtors. When assessing the impairment of trade and other debtors, management considers factors including the current credit rating of the debtor, the ageing of the debtors and historical experience.

4. Auditor's remuneration

	2023 £	2022 £
Fees payable to the Company's auditor and its associates for the audit of the Company's annual financial statements	<u>10,000</u>	<u>7,897</u>

5. Employees

The average monthly number of employees, including directors, during the year was 126 (2022: 114).

BODY OPTIMISE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 6 MAY 2023**

6. Tangible fixed assets

	Motor vehicles £	Computer Equipment £	Total £
Cost			
At 1 May 2022	52,277	753,009	805,286
At 6 May 2023	52,277	753,009	805,286
Depreciation			
At 1 May 2022	41,408	753,009	794,417
Charge for the year on owned assets	1,212	-	1,212
At 6 May 2023	42,620	753,009	795,629
Net book value			
At 6 May 2023	9,657	-	9,657
At 30 April 2022	10,869	-	10,869

7. Debtors

	2023 £	2022 £
Amounts owed by related undertakings	52,342	84,084
Other debtors	867,634	332,986
Tax recoverable	29,312	51,523
Deferred taxation	136,155	165,781
	1,085,443	634,374

Amounts owed by related undertakings are interest free and repayable on demand.

BODY OPTIMISE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 6 MAY 2023**

8. Cash and cash equivalents

	2023 £	2022 £
Cash at bank and in hand	<u>791,910</u>	<u>1,510,347</u>

9. Creditors: Amounts falling due within one year

	2023 £	2022 £
Amounts owed to group undertakings	66,878	69,956
Other taxation and social security	-	149,580
Accruals and deferred income	664,498	621,844
	<u>731,376</u>	<u>841,380</u>

Amounts owed to group undertakings are interest free and repayable on demand.

10. Deferred taxation

	2023 £	2022 £
At beginning of year	165,781	153,808
Charged to profit or loss	(29,626)	11,973
At end of year	<u>136,155</u>	<u>165,781</u>

The deferred tax asset is made up as follows:

	2023 £	2022 £
Timing differences	<u>136,155</u>	<u>165,781</u>

BODY OPTIMISE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 6 MAY 2023**

11. Share capital

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

There is a single class of ordinary shares. There are no restrictions on dividends and the repayment of capital.

12. Reserves

Profit & loss account

Includes all current and prior periods' retained profits and losses.

13. Contingent liabilities

An unlimited cross guarantee exists between Miles-Bramwell Executive Services Limited, Body Optimise Limited, Miles Bramwell Support Services Limited, Miles-Bramwell Administrative Services Limited, Slimming World Field Area A Limited, Slimming World Field Area B Limited, Slimming World Field Area C Limited and Slimming World Field Area D Limited.

14. Pension commitments

The Company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Company in an independently administered fund. The pension cost charge represents contributions payable by the Company to the fund and amounted to £140,835 (2022: £116,245). Contributions totalling £Nil (2022: £Nil) were payable to the fund at the Statement of Financial Position date and are included in creditors.

BODY OPTIMISE LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 6 MAY 2023**

15. Related party transactions

During the year motor vehicles with a cost of £Nil (2022: £20,924) and accumulated depreciation of £Nil (2022: £15,700) were transferred to the Company from related undertakings.

Transactions with companies related by virtue of common control were as follows:

	Amount (owed to) / owed by related undertaking 2023 £	Management charge receivable/ (payable) from related undertaking 2023 £	Amount (owed to) / owed by related undertaking 2022 £	Management charge receivable/ (payable) from related undertaking 2022 £
Miles -Bramwell Executive Services Limited	(1,326)	-	9,601	-
Miles-Bramwell Administrative Services Limited	(61,279)	-	(4,512)	-
Miles Bramwell Support Services Limited	-	-	-	-
Slimming World Field Area A Limited	819	1,519,011	18,071	1,182,033
Slimming World Field Area B Limited	(2,030)	1,494,956	21,147	1,436,200
Slimming World Field Area C Limited	(137)	409,761	6,746	389,492
Slimming World Field Area D Limited	(2,106)	1,941,545	28,519	1,731,220
Miles Bramwell Digital Limited	-	-	-	-
	<u>(66,059)</u>	<u>5,365,273</u>	<u>79,572</u>	<u>4,738,945</u>

16. Controlling party

Whittaker Guernsey (an unlimited company incorporated in Guernsey) is the Company's controlling related party by virtue of a majority shareholding.

17. Liability limitation agreement with the auditor

The Company has entered into a liability limitation agreement with Grant Thornton UK LLP, the statutory auditors, in respect of the statutory audit for the year ended 6 May 2023. The proportionate liability agreement follows the standard terms in Appendix B to the Financial Reporting Council's June 2008 Guidance on Auditors Liability Agreements, and was approved by the shareholders on 22 September 2022.

18. Auditor's information

The auditor's report on the financial statements for the year ended 6 May 2023 was unqualified.

The audit report was signed on 25/1/2024 by Peter Edwards BA FCA (Senior Statutory Auditor)
on behalf of Grant Thornton UK LLP.