

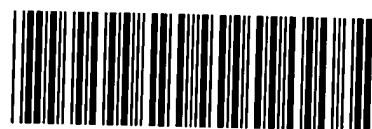
Premier Foods Investments No.1 Limited

Annual report and financial statements

for the 52 weeks ended 28 March 2020

Registered Number: 5014179

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Premier Foods Investments No.1 Limited

Annual report and financial statements for the 52 weeks ended 28 March 2020

Registered number: 5014179

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Premier Foods Investments No.1 Limited

Annual report and financial statements for the 52 weeks ended 28 March 2020

Registered number: 5014179

Strategic report for the 52 weeks ended 28 March 2020

Review of the company's business

The statement of profit and loss and other comprehensive income is set out on page 8 and shows the results for the 52 weeks ended 28 March 2020. The results for Premier Foods Investments No. 1 Limited (the "Company") show a profit before taxation of £8.3m for the 52 weeks ended 28 March 2020 (2018/19: £8.5m profit).

As at 28 March 2020, the Company had net assets of £143.5m (30 March 2019: £135.2m).

In the period the directors passed a resolution to waive the entire balance in relation to an intercompany loan along with accrued interest owed by a group subsidiary via capital contribution amounting to £344.4m as noted within note 7 to the financial statements.

Key performance indicators

The directors of Premier Foods plc (the "Group") manage operations on a divisional basis. For this reason, the Company's directors believe that analysis using key performance indicators for the Company is not appropriate for an understanding of the development, performance or position of the business of Premier Foods Investments No.1 Limited. The development, performance and position of Premier Foods plc is discussed in the Group's 2019/20 annual report and accounts which does not form part of this report.

Subsequent events

As at the time of reporting, the developing and uncertain situation in respect of the COVID-19 pandemic continues to be closely monitored.

Principal risks and uncertainties

From the perspective of the Company, the principal risks and uncertainties are macroeconomic and geopolitical uncertainty, legal compliance, and strategy delivery. The principal risks and uncertainties of Premier Foods plc, which includes those of the Company, are discussed on pages 38-43 and 123-129 in the Group's 2019/20 annual report.

Financial risk management

The Company's activities expose it to interest rate risk. The management of this risk, along with the day-to-day managing of treasury activities is centralised and performed by the Group Finance function. The policy framework governing the managing of this risk is defined by the Board of Premier Foods plc. The framework for the management of this risk is discussed in the Group's 2019/20 annual report and accounts, which does not form part of this report.

On behalf of the board



Duncan Leggett
Director
22 July 2020

Premier Foods Investments No.1 Limited

Annual report and financial statements for the 52 weeks ended 28 March 2020

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Director's report for the 52 weeks ended 28 March 2020

The directors present their annual report together with the audited financial statements for the Company, registered number 5014179, for the 52 weeks ended 28 March 2020.

Principal activities

The principal activity of the Company throughout the period continued to be that of an investment holding company. The directors are satisfied with the results for the period and do not envisage any changes to the conduct of the business over the next twelve months.

In the period the directors passed a resolution to waive the entire balance in relation to an intercompany loan along with accrued interest owed by a group subsidiary via capital contribution amounting to £344.4m as noted within note 7 to the financial statements.

Directors' and Officers' liability insurance

This insurance covers the directors and officers against the costs of defending themselves in civil proceedings taken against them in their capacity as a director or officer of the Company and in respect of damages resulting from the unsuccessful defence of any proceedings.

Proposed dividend

The directors do not recommend the payment of a dividend (2018/19: £nil).

Directors

The directors who held office during the period were as follows:

Duncan Leggett
Simon Rose
Simon Wilbraham

Political contributions

Neither the Company nor any of its subsidiaries made any political donations or incurred any political expenditure during the year (2018/19: £nil).

Other information

An indication of likely future developments in the business and particulars of significant events which have occurred since the end of the financial year have been included in the Strategic Report on page 1.

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 he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Premier Foods Investments No.1 Limited

Annual report and financial statements for the 52 weeks ended 28 March 2020

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Director's report for the 52 weeks ended 28 March 2020 (*continued*)

Auditor

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and KPMG LLP will therefore continue in office.

By order of the board



Duncan Leggett
Director

22 July 2020

Premier House
Centrium Business Park
Griffiths Way
St Albans
Hertfordshire
AL1 2RE

Premier Foods Investments No.1 Limited

Annual report and financial statements for the 52 weeks ended 28 March 2020

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Statement of directors' responsibilities in respect of the strategic report, the directors' report and the financial statements

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 (UK Generally Accepted Accounting Practice), including FRS 101 *Reduced Disclosure Framework*.

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 judgements 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.

Independent auditor's report to the members of Premier Foods Investments No.1 Limited

Opinion

We have audited the financial statements of Premier Foods Investments No.1 Limited ("the company") for the 52 weeks ended 28 March 2020 which comprise the Statement of Profit and Loss and Other Comprehensive Income, Balance Sheet, Statement of Changes in Equity and related notes, including the accounting policies in note 1.

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 28 March 2020 and of its profit for the 52 weeks then ended;
- have been properly prepared in accordance with UK accounting standards, including FRS 101 *Reduced Disclosure Framework*; 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.

Going concern

The directors have prepared the financial statements on the going concern basis as they do not intend to liquidate the company or to cease its operations, and as they have concluded that the company's financial position means that this is realistic. They have also concluded that there are no material uncertainties that could have cast significant doubt over its ability to continue as a going concern for at least a year from the date of approval of the financial statements ("the going concern period").

We are required to report to you if we have concluded that the use of the going concern basis of accounting is inappropriate or there is an undisclosed material uncertainty that may cast significant doubt over the use of that basis for a period of at least a year from the date of approval of the financial statements. In our evaluation of the directors' conclusions, we considered the inherent risks to the company's business model and analysed how those risks might affect the company's financial resources or ability to continue operations over the going concern period. We have nothing to report in these respects.

However, as we cannot predict all future events or conditions and as subsequent events may result in outcomes that are inconsistent with judgements that were reasonable at the time they were made, the absence of reference to a material uncertainty in this auditor's report is not a guarantee that the company will continue in operation.

Independent auditor's report to the members of Premier Foods Investments No.1 Limited

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 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 4, 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.

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.

Independent auditor's report to the members of Premier Foods Investments No.1 Limited

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.

Richard Pinckard

Richard Pinckard (Senior Statutory Auditor)
for and on behalf of KPMG LLP, Statutory Auditor
Chartered Accountants
15 Canada Square
London
E14 5GL

22 July 2020

Premier Foods Investments No.1 Limited

Annual report and financial statements for the 52 weeks ended 28 March 2020

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Profit and Loss Account and Other Comprehensive Income for the 52 weeks ended 28 March 2020

	Note	52 weeks ended 28 March 2020	52 weeks ended 30 March 2019
		£m	£m
Finance income	4	15.2	15.5
Finance cost	5	(6.9)	(7.0)
Profit before tax		8.3	8.5
Taxation	6	-	-
Profit after taxation and total comprehensive income		8.3	8.5

There is no material difference between the results as disclosed in the profit and loss account and other comprehensive income and the results on a historical cost basis in either period.

The notes on pages 11 to 19 form an integral part of these financial statements.

Premier Foods Investments No.1 Limited

Annual report and financial statements for the 52 weeks ended 28 March 2020

Registered number: 5014179

Balance sheet as at 28 March 2020

	Note	As at 28 March 2020 £m	As at 30 March 2019 £m
ASSETS:			
Non-current assets			
Investments	7	706.9	362.5
Trade and other receivables	8	1.4	330.6
		<u>708.3</u>	<u>693.1</u>
Current assets			
Trade and other receivables	8	18.1	18.1
Total assets		<u>726.4</u>	<u>711.2</u>
LIABILITIES:			
Current liabilities			
Trade and other payables	9	(582.9)	(576.0)
Net current liabilities		<u>(564.8)</u>	<u>(557.9)</u>
Total liabilities		<u>(582.9)</u>	<u>(576.0)</u>
Net assets		<u>143.5</u>	<u>135.2</u>
EQUITY:			
Capital and reserves			
Share capital	10	1.0	1.0
Share premium		151.0	151.0
Other reserves	11	3.4	3.4
Profit and loss account		(11.9)	(20.2)
Total equity		<u>143.5</u>	<u>135.2</u>

The notes on pages 11 to 19 form an integral part of these financial statements.

The financial statements were approved by the Board of directors on 22 July 2020, and were signed on its behalf by



Duncan Leggett
Director
22 July 2020

Premier Foods Investments No.1 Limited

Annual report and financial statements for the 52 weeks ended 28 March 2020

Registered number: 5014179

Statement of changes in equity for the 52 weeks ended 28 March 2020

	Share capital	Share premium	Other reserves	Profit and loss account	Total equity
	£m	£m	£m	£m	£m
At 1 April 2018	1.0	151.0	3.4	(28.7)	126.7
Total comprehensive income for the 52 weeks	-	-	-	8.5	8.5
At 30 March 2019	1.0	151.0	3.4	(20.2)	135.2
At 31 March 2019	1.0	151.0	3.4	(20.2)	135.2
Total comprehensive income for the 52 weeks	-	-	-	8.3	8.3
At 28 March 2020	1.0	151.0	3.4	(11.9)	143.5

The notes on pages 11 to 19 form an integral part of these financial statements.

Premier Foods Investments No.1 Limited

Annual report and financial statements for the 52 weeks ended 28 March 2020

Registered number: 5014179

Notes to the financial statements for the 52 weeks ended 28 March 2020

1. Principal accounting policies*Basis of accounting*

Premier Foods Investments No. 1 Limited is a private company incorporated and domiciled in the United Kingdom (UK), registered number 5014179, with its registered office at Premier House, Centrium Business Park, Griffiths Way, St Albans, Hertfordshire, AL1 2RE.

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

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's ultimate parent undertaking, Premier Foods plc, includes the Company in its consolidated financial statements. The consolidated financial statements of Premier Foods plc are prepared in accordance with International Financial Reporting Standards and are available to the public and may be obtained from www.premierfoods.co.uk

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

- A Cash flow statement and related notes;
- Comparative 52 week reconciliations for share capital;
- Disclosures in respect of transactions with wholly owned subsidiaries of the Group;
- Disclosures in respect of capital management;
- The effects of new but not yet effective IFRSs; and
- Disclosures in respect of the compensation of Key Management Personnel.

As the consolidated financial statements of Premier Foods plc include the equivalent disclosures, the Company has also taken the exemptions under FRS 101 available in respect of certain disclosures required by IFRS 13 *Fair Value Measurement* and the disclosures required by IFRS 7 *Financial Instrument Disclosures*.

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

Going Concern

Notwithstanding net current liabilities of £564.8m as at 28 March 2020, the financial statements have been prepared on a going concern basis which the directors consider to be appropriate for the following reasons.

The directors have reviewed the financial position of the Company for a period of at least 12 months from the date of approval of these financial statements, the company will have sufficient funds, through cash pooling arrangements and funding from its ultimate parent company, Premier Foods plc, to meet its liabilities as they fall due for that period. A going concern analysis of the ultimate parent company, Premier Foods plc, including detail of reasonable possible downsides considered, is presented on page 99 in the Premier Foods plc 2019/20 annual report and accounts.

Premier Foods Investments No.1 Limited

Annual report and financial statements for the 52 weeks ended 28 March 2020

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Notes to the financial statements for the 52 weeks ended 28 March 2020 (continued)

1. Principal accounting policies (continued)

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.

Consequently, the directors are confident that the company will have sufficient funds to continue to meet its liabilities as they fall due for at least 12 months from the date of approval of the financial statements and therefore have prepared the financial statements on a going concern basis.

Investments

Investments are stated at cost less any provision required for impairment in their value. Investments are reviewed at least annually to determine whether there is an indication of impairment. An impairment loss is recognised in the statement of profit and loss and other comprehensive income, if the carrying amount of an asset exceeds its estimated recoverable amount. The recoverable amount of an asset is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Investments are stated at cost less any provision required for impairment in their value.

Receivables

Receivables comprise intercompany loans. The Company uses the expected loss model to review the recoverability of receivables and measure the loss allowance required. The Company measures loss allowances for receivables at an amount equal to lifetime expected credit losses. In determining credit risk, the Company considers reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Company's historical experience and forward looking information.

Trade and other payables

Trade and other payables are initially measured at fair value and subsequently measured at amortised cost. Trade payables and other liabilities are discounted when the time value of money is considered material.

Taxation

Taxation losses within the tax group are surrendered for nil consideration from 3 April 2016 to other members of the Group to off-set against taxable profits in the claimant company.

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

Finance cost

Borrowing costs are accounted for on an accruals basis in the statement of profit or loss and other comprehensive income using the effective interest method.

Premier Foods Investments No.1 Limited

Annual report and financial statements for the 52 weeks ended 28 March 2020

Registered number: 5014179

Notes to the financial statements for the 52 weeks ended 28 March 2020 (continued)

1. Principal accounting policies (continued)*Finance income*

Finance income is recognised on a time proportion basis, taking into account the principal amounts outstanding and the interest rates applicable, taking into consideration the interest element of derivatives.

2. Auditor's remuneration

The audit fee has been borne by a fellow Group undertaking in the 52 weeks ended 28 March 2020 and 30 March 2019.

3. Directors and employees

None of the Directors received any remuneration for their qualifying services to the Company (2018/19: nil). The Directors' services were incidental to their service to the Group as a whole and no allocation has been made to the Company.

There were no employees of the Company during the period (2018/19: nil).

4. Finance income

	52 weeks ended 28 March 2020 £m	52 weeks ended 30 March 2019 £m
Interest receivable from Group undertakings	<u>15.2</u>	<u>15.5</u>

5. Finance cost

	52 weeks ended 28 March 2020 £m	52 weeks ended 30 March 2019 £m
Interest payable to Group undertakings	<u>(6.9)</u>	<u>(7.0)</u>

Premier Foods Investments No.1 Limited

Annual report and financial statements for the 52 weeks ended 28 March 2020

Registered number: 5014179

Notes to the financial statements for the 52 weeks ended 28 March 2020 (continued)**6. Taxation**

	52 weeks ended 28 March 2020	52 weeks ended 30 March 2019
	£m	£m
UK corporation tax on the loss for the period at 19.0% (2018/19: 19.0%)	-	-
Income tax credit	-	-

The tax assessed for the period is the less than (2018/19: less than) the standard rate of corporation tax in the UK of 19.0% (2018/19: 19.0%). The differences are explained below:

	52 weeks ended 28 March 2020	52 weeks ended 30 March 2019
	£m	£m
Profit before taxation	8.3	8.5
Profit multiplied by the standard rate of corporation tax in the UK of 19.0% (2018/19: 19.0%)	(1.6)	(1.6)
Group relief not paid for	1.6	1.6
Total income tax credit	-	-

With effect from 3 April 2016, the losses surrendered as Group Relief between UK members of the Group have been surrendered for no consideration.

The applicable rate of corporation tax for the period is 19%. The 2016 Finance Act had a provision to reduce the UK corporation tax rate to 17% from 1 April 2020, however, this was repealed in the Spring budget of 2020. There are no other factors that may significantly affect future tax charges.

7. Investments

	Subsidiary undertakings £m
Cost and net book value	
At 30 March 2020	362.5
Capital contribution	344.4
At 28 March 2020	706.9

During the year the Directors passed a resolution to waive an intercompany loan along with accrued interest owed by Premier Foods Group Limited to Premier Foods Investments No 1 Limited via capital contribution amounting to £344.4m.

Subsidiary undertakings are disclosed within note 15.

The directors believe that the carrying value of the investments is supported by their underlying net assets.

Premier Foods Investments No.1 Limited

Annual report and financial statements for the 52 weeks ended 28 March 2020

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Notes to the financial statements for the 52 weeks ended 28 March 2020 (continued)**8. Trade and other receivables**

	28 March 2020	30 March 2019
	£m	£m
<i>Amounts due after more than one year:</i>		
Amounts owed by Group undertakings	1.4	330.6
	<u>1.4</u>	<u>330.6</u>

Amounts owed by Group undertakings include loans of £1.4m (2018/19: £330.6m) which carry interest at LIBOR plus 3.75% (2018/19: LIBOR plus 3.75%).

	28 March 2020	30 March 2019
	£m	£m
<i>Amounts due within one year:</i>		
Amounts owed by Group undertakings	18.1	18.1
	<u>18.1</u>	<u>18.1</u>

9. Trade and other payables

	28 March 2020	30 March 2019
	£m	£m
Amounts owed to Group undertakings	(582.9)	(576.0)

Amounts owed to Group undertakings include loans of £137.2m (2018/19: £131.7m) which carry interest at LIBOR plus 3.75% (2018/19: LIBOR plus 3.75%).

The remaining amounts owed to Group undertakings are interest free, unsecured and repayable on demand.

10. Share capital

	Allotted, called up and fully paid	
	Number	£m
Ordinary shares of £1 each		
At 28 March 2020 and at 30 March 2019	<u>1,000,200</u>	<u>1.0</u>

Premier Foods Investments No.1 Limited

Annual report and financial statements for the 52 weeks ended 28 March 2020

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Notes to the financial statements for the 52 weeks ended 28 March 2020 (continued)

11. Other reserves

The reserve was established on 30 June 2004 as £203.4m. An application was made to the High Court to reduce the share premium account created on 23 January 2004 shortly after the incorporation of the Company. The court order effectively created distributable reserves. A dividend of £200m was paid in 2007 out of the reserve thus reducing it to £3.4m.

12. Group financial statements

The Company is a wholly owned subsidiary of Premier Foods plc (registered address: Premier House, Centrium Business Park, Griffiths Way, St Albans, Hertfordshire, AL1 2RE) and is included in the consolidated financial statements of Premier Foods plc which are publicly available. Consequently, the Company has taken advantage of the exemption from preparing consolidated financial statements under the terms of section 400 of the Companies Act 2006.

13. Ultimate parent company

The immediate parent undertaking is Premier Foods plc.

The ultimate parent undertaking and controlling party is Premier Foods plc, which is the parent undertaking of the smallest and largest group to consolidate these financial statements. Copies of Premier Foods plc consolidated financial statements can be obtained from the Group's website: www.premierfoods.co.uk. The principal place of business Premier Foods plc, Premier House, Centrium House, Centrium Business Park, Griffiths Way, St Albans, AL1 2RE is in the UK.

14. Guarantees

The Group has provided guarantees to third parties in respect of borrowings of certain subsidiary undertakings. The maximum amount guaranteed at 28 March 2020 is £687.0m (30 March 2019: £687.0m). This facility is guaranteed by the principal entities of the Group including Premier Foods Investments No.1 Limited.

Premier Foods Investments No.1 Limited

Annual report and financial statements for the 52 weeks ended 28 March 2020

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Notes to the financial statements for the 52 weeks ended 28 March 2020 (continued)**15. Investments**

The following represent all the subsidiary undertakings, associate undertakings and joint operations as at 28 March 2020. With the exception of Premier Foods Investments Limited, which is owned 100% by Premier Foods Investments No.1 Limited, all shares in undertakings are held indirectly by Premier Foods Investments No.1 Limited.

Name of Company	Holding	Class of share	Country of incorporation	Registered address
Premier Foods Investments Limited Premier Foods Finance plc RHM Limited RHM Group Holding Limited RHM Group Two Limited RHM Group Three Limited Premier Foods Group Limited Premier Foods Group Services Limited Premier Foods (Holdings) Limited* Centura Foods Limited* RHM Frozen Foods Limited* RHM Overseas Limited* RH Old Co Limited* Alpha Cereals Unlimited* Premier Financing Limited H.L. Foods Limited Hillsdown Europe Limited* CH Old Co Limited Hillsdown International Limited* Premier International Foods Limited* Knighton Foods Investments Limited Knighton Foods Limited Knighton Foods Properties Limited HMTF Poultry Limited* Premier Grocery Products Limited* Hillsdown Ambient Foods Group Limited* The Specialist Soup Company Ltd* James Robertson & Sons Limited* London Superstores Limited* RHM Foodbrands+ Limited* Family Loaf Bakery Limited (The)* Manor Bakeries Ltd* Tiffany Sharwood's Frozen Foods Limited* Hillsdown Holdings Pension Trustees Limited* Premier Foods Group Life Plan Trustees Limited* Winsford Bacon Company Limited* W & J B Eastwood Limited* F.M.C. (Meat) Limited* Haywards Foods Limited*	100%	Ordinary	England & Wales	Premier House Centrium Business Park Griffiths Way St Albans Hertfordshire AL1 2RE

Premier Foods Investments No.1 Limited

Annual report and financial statements for the 52 weeks ended 28 March 2020

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Notes to the financial statements for the 52 weeks ended 28 March 2020 (continued)**15. Investments (continued)**

Name of Company	Holding	Class of share	Country of incorporation	Registered address
RFB Old Co Limited* Kings Norton No.5 Limited* RLP Old Co Limited* Vic Hallam Holdings Limited* British Bakeries Limited* DFL Oldco Limited* Arkway Limited* Daltonmoor Limited* Premier Foods Pension Scheme Trustees Limited* Premier Grocery Products Pension Scheme Trustees Limited* RHM Pension Trust limited* 0024108 Limited*	100%	Ordinary	England & Wales	Premier House Centrium Business Park Griffiths Way St Albans Hertfordshire AL1 2RE
Premier Brands Limited*	100%	Ordinary	Scotland	Summit House 4-5 Mitchell Street Edinburgh Scotland EH6 7BD
Citadel Insurance Company Limited	100%	Ordinary	Isle of Man	Ioma House Hope Street Douglas Isle of Man IM1 1AP
Premier Foods ROI Limited Premier Foods Ireland Manufacturing Limited*	100%	Ordinary	Republic of Ireland	25-28 North Wall Quay Dublin 1 Ireland
Diamond Foods Lebensmittellehandel GmbH	100%	Ordinary	Germany	Cecilienallee 6 Dusseldorf 40474 Germany
Premier Foods Inc.	100%	Ordinary	USA	The Corporation Trust Company Corporation Trust Centre 1209 Orange Street DE 19801 USA
Hovis Holdings Limited Hovis Limited	49%	Ordinary	England & Wales	Cressex Business Park Lord Rank Centre Lincoln Road High Wycombe HP12 3QS

* Dormant entities

Premier Foods Investments No.1 Limited

Annual report and financial statements for the 52 weeks ended 28 March 2020

Registered number: 5014179

Notes to the financial statements for the 52 weeks ended 28 March 2020 (*continued*)

15. Investments (*continued*)

All undertakings have the same balance sheet date as Premier Foods Investments No.1 Limited with the exception of Diamond Foods Lebensmittlehandel GmbH and Citadel Insurance Company Limited which have a 31 December year end.

16. Subsequent events

As at the time of reporting, the developing and uncertain situation in respect of the COVID-19 pandemic continues to be closely monitored.