

Registered No.  
5196137

**InnSpired (ITB) Limited**

**Report and Financial Statements**

**20 August 2016**

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COMPANIES HOUSE

**InnSpired (ITB) Limited**  
**Period ended 20 August 2016**

**DIRECTORS**

E Bashforth

S Dando

N Griffiths                      resigned              30 Nov 2016

**SECRETARY**

F Appleby

**AUDITOR**

KPMG LLP

One Snowhill

Snow Hill Queensway

Birmingham

B4 6GH

**SOLICITORS**

Slaughter & May

One Bunhill Row

London

EC1Y 8YY

**REGISTERED OFFICE**

Jubilee House

Second Avenue

Burton upon Trent

Staffordshire

DE14 2WF

**InnSpired (ITB) Limited**  
**Period ended 20 August 2016**

**STRATEGIC REPORT**

**Registered No. 5196137**

**PRINCIPAL ACTIVITY AND REVIEW OF THE BUSINESS**

The company is a non-trading company.

**RESULTS AND DIVIDENDS**

The loss after taxation for the 52 week period amounted to £36,580,000 (52 week period ended 22 August 2015: loss after taxation of £31,650,000). The directors do not propose the payment of a final dividend (2015: £nil).

**REVIEW OF THE BUSINESS**

Punch manages its operations at a group level and the directors therefore believe that disclosure of key performance indicators for the company are not appropriate to understand the development, performance or position of the business. The performance of the Punch group is discussed in the Punch Taverns plc Annual Report and Financial Statements which are publicly available. The directors do not consider that there are any specific principal risks and uncertainties applicable to the company which need to be disclosed.

As explained in note 1 to the financial statements, the company is dependent upon support from its parent company to meet its liabilities as they fall due. Enquiries have been made of the directors of the company's ultimate parent company, Punch Taverns plc, regarding the ability of Punch Taverns plc to continue as a going concern. Therefore the directors have, continued to adopt the going concern basis in preparing the financial statements.

On behalf of the board



S Dando  
Director  
28 Feb 2017

**InnSpired (ITB) Limited**  
**Period ended 20 August 2016**

**DIRECTORS' REPORT**

**Registered No. 5196137**

The directors present their report and financial statements for the financial period ended 20 August 2016.

**DIRECTORS**

The directors of the company who served during the period are listed on the inside front cover.

A third party indemnity provision (as defined in section 234 of the Companies Act 2006) is in force for the benefit of the directors.

**POST BALANCE SHEET EVENTS**

There are no events affecting the company occurring after the balance sheet date.

**AUDIT INFORMATION**

The directors confirm that, so far as they are aware, there is no relevant audit information of which the auditor is unaware and that each director has taken all reasonable steps to make themselves aware of any relevant audit information and to establish that the auditor is aware of that information.

**AUDITOR**

The company has elected to dispense with the obligation to appoint an auditor annually under s487 of the Companies Act 2006.

On behalf of the board



S Dando  
Director  
28 Feb 2017

**InnSpired (ITB) Limited**  
**Period ended 20 August 2016**

**STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RESPECT OF THE DIRECTORS' REPORT, THE STRATEGIC REPORT AND THE FINANCIAL STATEMENTS**

The directors are responsible for preparing the Directors' Report, the Strategic 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; 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 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 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 INNSPIRED (ITB) LIMITED**

We have audited the financial statements of InnSpired (ITB) Limited for the period ended 20 August 2016 which comprise the Profit and Loss Account, the Balance Sheet, the Statement of Changes in Equity and the related notes 1 to 12. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including FRS 101 Reduced Disclosure Framework.

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.

**Respective responsibilities of directors and auditor**

As explained more fully in the Statement of Directors' Responsibilities set out on the previous page, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit, and express an opinion on, the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's Ethical Standards for Auditors.

**Scope of the audit of the financial statements**

A description of the scope of an audit of financial statements is provided on the Financial Reporting Council's website at [www.frc.org.uk/auditscopeukprivate](http://www.frc.org.uk/auditscopeukprivate).

**Opinion on financial statements**

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 20 August 2016 and of its loss for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

**Opinion on other matter prescribed by the Companies Act 2006**

In our opinion the information given in the Directors' Report and the Strategic Report for the financial year for which the financial statements are prepared is consistent with the financial statements.

Based solely on the work required to be undertaken in the course of the audit of financial statements and from reading the Strategic report and the Directors report:

- we have not identified material misstatements in those reports
- 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**

We have nothing to report in respect of the following matters where the Companies Act 2006 requires us to report to you if, in our opinion:

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



Simon Haydn-Jones  
Senior Statutory Auditor  
for and on behalf of KPMG LLP, Statutory Auditor  
Chartered Accountants  
One Snowhill  
Snow Hill Queensway  
Birmingham  
B4 6GH  
~~28 Feb~~ 2017

3 March

**InnSpired (ITB) Limited**  
**Period ended 20 August 2016**

**PROFIT & LOSS ACCOUNT**

for the 52 week period ended 20 August 2016

		52 week period ended 20 August 2016			52 week period ended 22 August 2015		
	Notes	items £000	underlying £000	Total £000	items £000	underlying £000	Total £000
Interest payable	5	(35,319)	(1,261)	(36,580)	(31,650)	-	(31,650)
<b>LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION</b>	2	(35,319)	(1,261)	(36,580)	(31,650)	-	(31,650)
Tax on loss on ordinary activities	6	-	-	-	-	-	-
<b>LOSS ON ORDINARY ACTIVITIES AFTER TAXATION</b>		(35,319)	(1,261)	(36,580)	(31,650)	-	(31,650)

The profit and loss account relates to continuing activities.

There is no difference between the reported results and the total recognised results in the current or preceding financial year.

**InnSpired (ITB) Limited**  
**Period ended 20 August 2016**

**BALANCE SHEET**

as at 20 August 2016

	<i>Notes</i>	20 August 2016 £000	22 August 2015 £000
<b>CURRENT ASSETS</b>			
Debtors: (including £nil (2015: £139,985,000) due after more than one year)	7	138,724	139,985
		<u>138,724</u>	<u>139,985</u>
<b>CURRENT LIABILITIES</b>			
Creditors: amounts falling due in less than one year	8	(339,951)	-
		<u>(339,951)</u>	<u>-</u>
<b>NET CURRENT (LIABILITIES) / ASSETS, BEING TOTAL ASSETS LESS CURRENT LIABILITIES</b>		(201,227)	139,985
<b>NON-CURRENT LIABILITIES</b>			
<b>CREDITORS:</b> amounts falling due after more than one year	9	-	(304,632)
		<u>-</u>	<u>(304,632)</u>
<b>NET LIABILITIES</b>		<u>(201,227)</u>	<u>(164,647)</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	10	-	-
Profit and loss account		(201,227)	(164,647)
		<u>(201,227)</u>	<u>(164,647)</u>
<b>SHAREHOLDER'S DEFICIT</b>		<u>(201,227)</u>	<u>(164,647)</u>

The financial statements were approved and authorised for issue by the board and signed on its behalf on  
28 February 2017



S Dando  
28 February 2017



**InnSpired (ITB) Limited**  
**Period ended 20 August 2016**

**STATEMENT OF CHANGES IN EQUITY**  
for the 52 week period ended 20 August 2016

	Share Capital £000	Profit & Loss Account £000	Total Equity £000
At 24 August 2014	-	(132,997)	(132,997)
Loss for the period	-	(31,650)	(31,650)
At 22 August 2015	<u>-</u>	<u>(164,647)</u>	<u>(164,647)</u>
Loss for the period	-	(36,580)	(36,580)
At 20 August 2016	<u><u>-</u></u>	<u><u>(201,227)</u></u>	<u><u>(201,227)</u></u>

# **InnSpired (ITB) Limited**

## **Period ended 20 August 2016**

### **NOTES TO THE FINANCIAL STATEMENTS**

for the 52 week period ended 20 August 2016

#### **1 ACCOUNTING POLICIES**

##### ***Basis of preparation***

These financial statements were prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* ("FRS 101"). The amendments to FRS 101 (2014/15 Cycle) issued in July 2015 and effective immediately have been applied.

In the transition to FRS 101, the company has applied IFRS 1 whilst ensuring that its assets and liabilities are measured in compliance with FRS 101. An explanation of how the transition to FRS 101 has affected the reported financial position and financial performance of the company is provided in note 12.

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, Punch Taverns plc, includes the company in its consolidated financial statements. The consolidated financial statements of Punch Taverns plc are prepared in accordance with International Financial Reporting Standards and are available to the public and may be obtained from Jubilee House, Second Avenue, Burton upon Trent, Staffordshire, DE14 2WF.

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

Cash Flow Statements and related notes

Comparative period reconciliations for share capital

Disclosures in respect of transactions with wholly owned subsidiaries

Disclosures in respect of capital management

The effects of new but not yet effective IFRSs

Disclosures in respect of the compensation of key management personnel

Disclosures of transactions with a management entity that provides key management personnel services to the company.

As the consolidated financial statements of Punch Taverns plc include the equivalent disclosures, the company has also taken the exemptions under FRS 101 available in respect of the following disclosures:

IFRS 2 Share Based Payments in respect of group settled share based payments

Certain disclosures required by IAS 36 Impairment of assets in respect of the impairment of goodwill and indefinite life intangible assets

Disclosures required by IFRS 5 Non-current Assets Held for Sale and Discontinued Operations in respect of the cash flows of discontinued operations

Certain disclosures required by IFRS 3 Business Combinations in respect of business combinations undertaken by the company

Certain disclosures required by IFRS 13 Fair Value Measurement and the disclosures required by IFRS 7 Financial Instrument Disclosures

The company proposes to continue to adopt the reduced disclosure framework of FRS 101 in its next financial statements.

The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these financial statements and in preparing an opening FRS 101 balance sheet at 22 August 2015 for the purposes of the transition to FRS 101.

**InnSpired (ITB) Limited**  
**Period ended 20 August 2016**

**NOTES TO THE FINANCIAL STATEMENTS**

for the 52 week period ended 20 August 2016

**1 ACCOUNTING POLICIES**

***Measurement convention***

The financial statements are prepared on the historical cost basis.

***Going concern***

The company's liabilities exceed its assets. However, the ultimate parent has undertaken to support the company for a period of at least one year following the date of approval of these financial statements and not recall group debt until all other liabilities have been settled and the company has funds to repay. For this reason, the financial statements have been prepared on a going concern basis.

***Significant accounting estimates and judgements***

There are no significant judgements or estimates required in the preparation of these financial statements.

***Taxation***

Current tax is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantially enacted at the balance sheet date. Deferred tax is provided on temporary differences between the carrying amount of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes.

**InnSpired (ITB) Limited**  
**Period ended 20 August 2016**

**NOTES TO THE FINANCIAL STATEMENTS**  
for the 52 week period ended 20 August 2016

**2 LOSS ON ORDINARY ACTIVITIES BEFORE TAXATION**

Auditor remuneration is paid by another company in the Punch Taverns group in the current and preceding periods. The amount of auditor remuneration relating directly to the company is £1,000 (2015: £1,000).

**3 NON-UNDERLYING ITEMS**

	52 week period ended 20 August 2016 £000	52 week period ended 22 August 2015 £000
<b>Included within interest payable and similar income:</b>		
Loss on release of intercompany balance (note 5)	1,261	-
	<u>1,261</u>	<u>-</u>

<sup>1</sup> During the period the company released £1,261,000 of its intercompany loan due from Avebury Properties Limited.

**4 DIRECTORS' EMOLUMENTS AND STAFF COSTS**

The directors performed no qualifying services for the company in respect of the current or preceding years and therefore received no emoluments.

The company had no employees during the current or preceding periods.

**InnSpired (ITB) Limited**  
**Period ended 20 August 2016**

**NOTES TO THE FINANCIAL STATEMENTS**  
for the 52 week period ended 20 August 2016

**5 INTEREST PAYABLE**

	52 week period ended 20 August 2016 £000	52 week period ended 22 August 2015 £000
Loss on release of intercompany balance (note 3)	1,261	-
Interest payable to group undertakings	35,319	31,650
	<u>36,580</u>	<u>31,650</u>

**InnSpired (ITB) Limited**  
**Period ended 20 August 2016**

**NOTES TO THE FINANCIAL STATEMENTS**  
for the 52 week period ended 20 August 2016

**6 TAXATION**

There is no charge for tax on the loss for the period (2015: £nil)

There is no provided or unprovided deferred tax.

***Reconciliation of tax charge***

	52 week period ended 20 August 2016 £000	52 week period ended 22 August 2015 £000
Loss on ordinary activities before taxation	<u>(36,580)</u>	<u>(31,650)</u>
Current tax at 20.00% (2015: 20.61%)	(7,316)	(6,523)
Effects of:		
Expenses not deductible for tax purposes	<u>7,316</u>	<u>6,523</u>
Total tax charge	<u>-</u>	<u>-</u>

Reductions in the UK corporation tax rate from 21% to 20% (effective 1 April 2015) was enacted on 2 July 2013. Further reductions to 19% (effective from 1 April 2017) and to 18% (effective 1 April 2020) were substantively enacted on 26 October 2015.

An additional reduction to 17% (effective from 1 April 2020) was substantively enacted on 6 September 2016. This will reduce the company's future current tax charge accordingly.

**InnSpired (ITB) Limited**  
**Period ended 20 August 2016**

**NOTES TO THE FINANCIAL STATEMENTS**  
for the 52 week period ended 20 August 2016

**7 DEBTORS**

	2016 £000	2015 £000
<b>Amounts falling due in less than one year:</b>		
Amounts due from group undertakings	74,589	-
Loans due from group undertakings	64,135	-
	<u>138,724</u>	<u>-</u>

During the year ended 20 August 2016 the company agreed with its counterparties that the amounts and loans due to group undertakings of £75,850,000 and £64,135,000 would be repayable on demand. As a result, these amounts are treated as current and are held at amortised cost.

Loans due from group undertakings relates to a non-interest bearing loan with fellow group company, Punch Taverns (PGE) Limited. The loan is repayable on demand.

	2016 £000	2015 £000
<b>Amounts falling due after more than one year:</b>		
Loans due from group undertakings	-	64,135
Amounts due from group undertakings	-	75,850
	<u>-</u>	<u>139,985</u>

At the year ended 22 August 2015 loans due from group undertakings relates to a non-interest bearing loan with fellow group company, Punch Taverns (PGE) Limited.

**8 CREDITORS: amounts falling due in less than one year**

	2016 £000	2015 £000
Loans owed to group undertakings	339,951	-
	<u>339,951</u>	<u>-</u>

Loans owed to group undertakings relates to a subordinated loan with the company's immediate parent, InnSpired (Cedar) Limited of £339,951,000 which accrues interest at 11% that is capitalised quarterly in arrears. The loan is repayable on demand.

**9 CREDITORS: amounts falling due after more than one year**

	2016 £000	2015 £000
Loans owed to group undertakings	-	304,632
	<u>-</u>	<u>304,632</u>

At the year ended 22 August 2015 loans owed to group undertakings related to a subordinated loan with the company's immediate parent, InnSpired (Cedar) Limited of £304,632,000 which accrues interest at 11% that is capitalised quarterly in arrears.

**InnSpired (ITB) Limited**  
**Period ended 20 August 2016**

**NOTES TO THE FINANCIAL STATEMENTS**  
for the 52 week period ended 20 August 2016

**10 SHARE CAPITAL**

	2016	2016	2015	2015
	No.	£	No.	£
<i>Allotted, called up and fully paid:</i>				
Ordinary shares of £1 each	2	2	2	2



**InnSpired (ITB) Limited**  
**Period ended 20 August 2016**

**NOTES TO THE FINANCIAL STATEMENTS**  
for the 52 week period ended 20 August 2016

**11 ULTIMATE PARENT UNDERTAKING**

The company's immediate parent undertaking is InnSpired (Cedar) Limited a company registered in England and Wales.

The company's ultimate parent undertaking and controlling party is Punch Taverns plc, a company registered in England & Wales.

The largest group in which the results of the company are consolidated is that headed by Punch Taverns plc, a company registered in England & Wales.

Copies of the financial statements of Punch Taverns plc are available from Jubilee House, Second Avenue, Burton upon Trent, Staffordshire, DE14 2WF.

**InnSpired (ITB) Limited**  
**Period ended 20 August 2016**

**NOTES TO THE FINANCIAL STATEMENTS**  
for the 52 week period ended 20 August 2016

**12 EXPLANATION OF TRANSITION TO FRS 101**

As stated in note 1, these are the company's first financial statements prepared in accordance with FRS 101.

The accounting policies set out in note 1 have been applied in preparing the financial statements for the year ended 20 August 2016, the comparative information presented in these financial statements for the year ended 22 August 2015 and in the preparation of an opening FRS 101 balance sheet at 24 August 2014 (the date of transition).

There has been no impact as a result of the transition from UK GAAP to FRS 101 to the company's financial position and financial performance.