

SPIRIT PUB COMPANY (SERVICES) LIMITED

ANNUAL REPORT AND FINANCIAL STATEMENTS

For the 52 weeks ended 28 April 2019



SPIRIT PUB COMPANY (SERVICES) LIMITED

COMPANY INFORMATION

Director	R Smothers
Company secretary	Mrs L A Keswick
Registered number	05266811
Registered office	Westgate Brewery Bury St Edmunds Suffolk IP33 1QT
Auditor	Ernst & Young LLP Statutory Auditor 1 More London Place London SE1 2AF

SPIRIT PUB COMPANY (SERVICES) LIMITED

CONTENTS

	Page
Strategic report	I
Directors' report	2 - 3
Directors' responsibilities statement	4
Independent auditor's report	5 - 7
Statement of comprehensive income	8
Balance sheet	9
Statement of changes in equity	10
Notes to the financial statements	11 - 19

SPIRIT PUB COMPANY (SERVICES) LIMITED

STRATEGIC REPORT For the 52 weeks ended 28 April 2019

Introduction

The directors present their strategic report for the 52 weeks ended 28 April 2019.

Business review

The company's principal activity is the procurement of services to fellow Greene King group companies under a service agreement.

The company's performance in the period has met the director's expectations and no significant change to the operations of the business is expected in future periods.

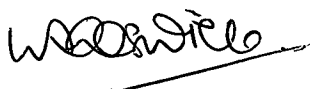
Principal risks and uncertainties

As a 100% owned subsidiary of the Greene King plc group, the principal risks and uncertainties faced by the company are consistent with those disclosed within the Greene King plc financial statements for the 52 weeks ended 28 April 2019. The economic, financial, liquidity and interest rate risks are considered to be minimal on this entity due to the simple nature of its trade.

Financial key performance indicators

The operations of Spirit Pub Company (Services) Limited are managed at a Greene King plc group level and the directors therefore believe that disclosure of key performance indicators for the company are not appropriate to understand the performance or position of the business. The performance of Greene King plc is discussed in the Greene King plc annual report and financial statements which are publicly available.

This report was approved by the board and signed on its behalf.



Mrs L A Keswick

Secretary

Date: 6 November 2019

SPIRIT PUB COMPANY (SERVICES) LIMITED

DIRECTORS' REPORT For the 52 weeks ended 28 April 2019

The directors present their report and the financial statements for the 52 weeks ended 28 April 2019.

Results and dividends

The loss for the 52 weeks, after taxation, amounted to £69,000. (2018:£1,747,000).

No dividends were paid or proposed during the period (2018: £nil).

Going concern

At the balance sheet date the company had net current liabilities of £119,460,000 and net liabilities of £119,460,000. This includes net amounts due to Greene King plc and other group undertakings amounting to £119,570,000. It is therefore clear that the company requires financial support from its ultimate parent undertaking, Greene King plc, to enable it to meet its liabilities as they fall due. Greene King plc has confirmed that it will provide the necessary financial support for at least 12 months from the date of approval of these financial statements to enable the company to meet its liabilities as they fall due. The directors of the company have made appropriate enquiries of the directors of Greene King plc to confirm that they are satisfied that the financial support will be available and accordingly continue to prepare the financial statements on a going concern basis.

Directors

The directors who served during the 52 weeks were:

R Smothers
M Todd (resigned 6 June 2018)
J Forrest (resigned 5 October 2018)
R Lewis (resigned 1 May 2019)
M Starbuck (resigned 1 May 2019)
W Shurvinton (resigned 1 May 2019)
N Elliot (resigned 1 May 2019)

None of the directors held any interest in the share capital of the company during the period.

The interests of the directors in the shares of the ultimate parent company, Greene King plc, are shown in the financial statements of that company, where they are directors of Greene King plc.

Future developments

No significant changes are anticipated to the activities of the company in the foreseeable future.

Qualifying third party indemnity provisions

The company has indemnified the directors of the company in respect of proceedings brought by third parties. Such qualifying third party indemnity provision remains in place at the date of this report.

Disclosure of information to auditor

Each of the persons who are directors at the time when this directors' report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the company's auditor is unaware, and
- the director has taken all the steps that ought to have been taken as a director in order to be aware of any relevant audit information and to establish that the company's auditor is aware of that information.

SPIRIT PUB COMPANY (SERVICES) LIMITED

DIRECTORS' REPORT (CONTINUED) **For the 52 weeks ended 28 April 2019**

Post balance sheet events

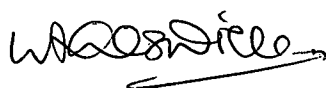
On 19th August 2019, the boards of CK Noble (UK) Limited ("CK Bidco"), a wholly owned subsidiary of CK Asset Holdings Limited ("CKA"), a Cayman Islands company listed on the Hong Kong Stock Exchange and Greene King plc ("Greene King") reached agreement on the terms of a recommended cash offer by CK Bidco for the entire issued and to be issued share capital of Greene King, not already owned by or on behalf of the CKA group.

The Acquisition was implemented by way of a scheme of arrangement which took place on 30 October 2019, and on 31 October 2019 Greene King plc was re-registered as a private limited company with the name Greene King Limited.

Auditor

The auditor, Ernst & Young LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

This report was approved by the board and signed on its behalf.



Mrs L A Keswick

Secretary

Date: 6 November 2019

SPIRIT PUB COMPANY (SERVICES) LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT

For the 52 weeks ended 28 April 2019

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 the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 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 judgments and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards including FRS 101 'Reduced Disclosure Framework' have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 to enable them to ensure that the financial statements comply with the Companies Act 2006. They 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SPIRIT PUB COMPANY (SERVICES) LIMITED

OPINION

We have audited the financial statements of Spirit Pub Company (Services) Limited for the 52 weeks ended 28 April 2019 which comprise the statement of comprehensive income, the balance sheet, the statement of changes in equity and the related notes 1 to 18, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 28 April 2019 and of its loss for the 52 weeks 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.

BASIS FOR OPINION

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report below. We are independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

CONCLUSIONS RELATING TO GOING CONCERN

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- 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.

OTHER INFORMATION

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion 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 such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in 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 the other information, we are required to report that fact.

We have nothing to report in this regard.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SPIRIT PUB COMPANY (SERVICES) LIMITED

OPINIONS ON OTHER MATTERS PRESCRIBED BY THE COMPANIES ACT 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the strategic report and the directors' report for the financial period for which the financial statements are prepared is consistent with the financial statements; and
- the strategic report and directors' report has been prepared in accordance with applicable legal requirements.

MATTERS ON WHICH WE ARE REQUIRED TO REPORT BY EXCEPTION

In the light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or directors' report.

We have nothing to report in respect of the following matters in relation to which 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.

RESPONSIBILITIES OF DIRECTORS

As explained more fully in the directors' responsibilities 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, and for such internal control as the directors 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.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

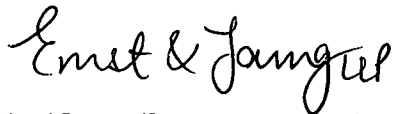
Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee 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 Financial Reporting Council's website at <https://www.frc.org.uk/auditorsresponsibilities>. This description forms part of our auditor's report.

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF SPIRIT PUB COMPANY (SERVICES)
LIMITED**

USE OF OUR REPORT

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.



Lloyd Brown (Senior statutory auditor)

for and on behalf of
Ernst & Young LLP, Statutory Auditor
London, UK

Date: 13/11/2019

SPIRIT PUB COMPANY (SERVICES) LIMITED

STATEMENT OF COMPREHENSIVE INCOME
For the 52 weeks ended 28 April 2019

		52 weeks ended 28 April 2019 £000	52 weeks ended 29 April 2018 £000
	Note		
Turnover	4	304,698	366,721
Cost of sales		(302,723)	(364,664)
Gross profit		<u>1,975</u>	<u>2,057</u>
Net impairment losses on financial assets		(88)	-
Operating profit	6	<u>1,887</u>	<u>2,057</u>
Interest receivable and similar income		1	2
Interest payable and expenses	8	(1,957)	(1,957)
(Loss)/profit before tax		<u>(69)</u>	<u>102</u>
Taxation	9	-	(1,849)
Loss for the period		<u><u>(69)</u></u>	<u><u>(1,747)</u></u>

There was no other comprehensive income for 2019 (2018: £nil).

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

SPIRIT PUB COMPANY (SERVICES) LIMITED
Registered number:05266811

BALANCE SHEET
As at 28 April 2019

	Note	28 April 2019 £000	29 April 2018 £000
Current assets			
Debtors: amounts falling due within one year	10	144,955	146,809
Cash at bank and in hand		110	1,850
		<u>145,065</u>	<u>148,659</u>
Creditors: amounts falling due within one year	11	(264,525)	(267,847)
Net current liabilities		<u>(119,460)</u>	<u>(119,188)</u>
Net liabilities		<u>(119,460)</u>	<u>(119,188)</u>
Capital and reserves			
Called up share capital	13	-	-
Profit and loss account	14	(119,460)	(119,188)
Equity		<u>(119,460)</u>	<u>(119,188)</u>

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


R Smothers
Director

Date: 6 November 2019

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

SPIRIT PUB COMPANY (SERVICES) LIMITED

STATEMENT OF CHANGES IN EQUITY
For the 52 weeks ended 28 April 2019

	Called up share capital £000	Profit and loss account £000	Total equity £000
At 1 May 2017	-	(117,441)	(117,441)
Loss for the period	-	(1,747)	(1,747)
	<hr/>	<hr/>	<hr/>
At 30 April 2018	-	(119,188)	(119,188)
Impact of change in accounting policy	-	(203)	(203)
	<hr/>	<hr/>	<hr/>
At 30 April 2018 (adjusted balance)	<hr/>	<hr/>	<hr/>
	-	(119,391)	(119,391)
Loss for the period	-	(69)	(69)
	<hr/>	<hr/>	<hr/>
At 28 April 2019	<hr/>	<hr/>	<hr/>
	-	(119,460)	(119,460)
	<hr/>	<hr/>	<hr/>

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

SPIRIT PUB COMPANY (SERVICES) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks ended 28 April 2019

1. GENERAL INFORMATION

Spirit Pub Company (Services) Limited is a private company limited by shares incorporated and domiciled in England & Wales.

The company's financial statements are presented in Sterling and all values are rounded to the nearest thousand pounds (£000) except where indicated.

2. ACCOUNTING POLICIES

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 101 'Reduced Disclosure Framework' and applicable accounting standards.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgment in applying the company's accounting policies (see note 3).

The following principal accounting policies have been applied:

2.2 Financial reporting standard 101 - reduced disclosure exemptions

The company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of paragraphs 45(b) and 46-52 of IFRS 2 Share based payment
- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member

2.3 Impact of new International Reporting Standards, amendments and interpretations

IFRS 9

The company adopted IFRS 9 on 30 April 2018 prospectively, hence, the information presented for comparative periods has not been restated and is presented, as previously reported, under IAS 39.

Classification and measurement

The adoption of IFRS 9 has had no material impact on the measurement of financial assets and liabilities.

Amounts due to the company from group undertakings were classified under loans and receivables under IAS 39 and are now held at amortised cost under IFRS 9.

There is no impact from the change in classification in the company's financial statements and no tax impact from the adoption of IFRS 9.

SPIRIT PUB COMPANY (SERVICES) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks ended 28 April 2019

2. ACCOUNTING POLICIES (CONTINUED)

2.3 IMPACT OF NEW INTERNATIONAL REPORTING STANDARDS, AMENDMENTS AND INTERPRETATIONS (CONTINUED)

Impairment of financial assets

IFRS 9 replaces the incurred loss model in IAS 39 with an expected credit loss (ECL) model. The new impairment model applies to the company's financial assets that are held at amortised cost.

Amounts due to the company from group undertakings are subject to IFRS 9's new ECL model. The amounts owed are not considered to have had a significant increase in credit risk and therefore a twelve month expected credit loss has been determined. Applying the ECL model resulted in the recognition of a loss allowance of £203,000 on 30 April 2018 (previous allowance was £nil) and a further increase in the allowance by £88,000 in the current reporting period.

IFRS 15

There have been no material impacts on the company's financial statements as a result of adopting IFRS 15 from 30 April 2018.

The following tables summarise the impacts of adopting new reporting standards on the company's financial statements.

Balance sheet (extract)

	29 April 2018 As originally presented £000	IFRS 9 £000	29 April 2018 As restated £000
CURRENT ASSETS			
Debtors	146,808	(203)	146,605
CAPITAL AND RESERVES			
Profit and loss account	<u>(119,189)</u>	<u>(203)</u>	<u>(119,392)</u>

SPIRIT PUB COMPANY (SERVICES) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks ended 28 April 2019

2. ACCOUNTING POLICIES (CONTINUED)

2.4 Going concern

At the balance sheet date the company had net current liabilities of £119,460,000 and net liabilities of £119,460,000. This includes net amounts due to Greene King plc and other group undertakings amounting to £119,570,000. It is therefore clear that the company requires financial support from its ultimate parent undertaking, Greene King plc, to enable it to meet its liabilities as they fall due. Greene King plc has confirmed that it will provide the necessary financial support for at least 12 months from the date of approval of these financial statements to enable the company to meet its liabilities as they fall due. The directors of the company have made appropriate enquiries of the directors of Greene King plc to confirm that they are satisfied that the financial support will be available and accordingly continue to prepare the financial statements on a going concern basis.

2.5 Intercompany balances

Policy applicable from 30 April 2018

Amounts owed by or to group undertakings are classified as short term assets or liabilities unless there is a formal loan arrangement in place that specifies repayment over a period longer than one year at the balance sheet date.

The company recognises a loss allowance for expected credit losses on amounts due from group undertakings. The methodology used to determine the amount of the expected credit loss is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset.

For those financial assets where the credit risk has not increased significantly since initial recognition of the financial asset, twelve month expected credit losses are recognised. Interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset. For those financial assets where the credit risk has increased significantly (or determined to be credit impaired), lifetime expected credit losses are recognised. Interest income is recognised by applying the effective interest rate to the gross carrying amount of the financial asset (or for credit impaired assets, to the net carrying amount of the financial asset).

Policy applicable prior to 30 April 2018

Amounts owed by or to group undertakings are classified as short term assets or liabilities unless there is a formal loan arrangement in place that specifies repayment over a period longer than one year at the balance sheet date. Impairments, if any, were recognised for incurred losses.

2.6 Turnover

Generally, turnover represents external sales (excluding taxes) of goods and services, net of discounts. Turnover is recognised to the extent that it is probable that the economic benefits will flow to the company and is measured at the fair value of consideration receivable, excluding discounts, rebates and other sales taxes or duty relating to brewing and packaging of certain products.

The company has initially adopted IFRS 15 from 30 April 2018, as described in note 2.3.

2.7 Pensions

Defined benefit pension plan

The company has the legal responsibility for the Spirit Group (Legacy) Pension Scheme which is a defined benefit pension scheme. Spirit Pub Company (Managed) Limited and Spirit Pub Company (Trent) Limited, in substance, fund any pension deficit / receive any pension surplus as they are the main trading companies with staff who are members of the scheme. Consequently, all detailed pension disclosures in respect of IAS 19, Employee Benefits are set out in the financial statements of Spirit Pub Company (Managed) Limited and Spirit Pub Company (Trent) Limited.

SPIRIT PUB COMPANY (SERVICES) LIMITED

NOTES TO THE FINANCIAL STATEMENTS For the 52 weeks ended 28 April 2019

2. ACCOUNTING POLICIES (CONTINUED)

2.8 Cash at bank

Cash at bank in the balance sheet comprises cash at bank.

2.9 Interest

Interest costs are expensed to the income statement using the effective interest method. Interest income is recognised in the income statement using the effective interest method.

2.10 Taxation

Tax is recognised in the statement of comprehensive income, 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 balance sheet date in the countries where the company operates and generates income.

3. JUDGMENTS IN APPLYING ACCOUNTING POLICIES AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The preparation of financial statements requires management to make judgments, estimates and assumptions in the application of accounting policies that affect reported amounts of assets and liabilities, income and expense. The company bases its estimates and judgments on historical experience and other factors deemed reasonable under the circumstances, including any expectations of future events. Actual results may differ from these estimates.

There are no estimates and judgments made in the company that are considered to be significant.

4. TURNOVER

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

	52 weeks ended 28 April 2019 £000	52 weeks ended 29 April 2018 £000
Services	304,698	366,721
	304,698	366,721

All turnover arose within the United Kingdom.

The company's principal activities during the period continued to be the procurement of services to fellow Greene King group companies under a service agreement.

SPIRIT PUB COMPANY (SERVICES) LIMITED

NOTES TO THE FINANCIAL STATEMENTS For the 52 weeks ended 28 April 2019

5. STAFF COSTS

The company has no employees and did not incur any staff costs during the period (2018: £nil).

The directors who held office during the period were also directors of fellow group undertakings. Total emoluments, including any company pension contributions, received by these directors totals £2,443,000 (2018: £1,552,000) paid by the ultimate parent company or other group companies. The directors do not believe that it is practicable to apportion this amount between qualifying services as directors to the company and to fellow group undertakings. The number of directors who received or exercised share options during the period was 4 (2018: 4).

6. OPERATING PROFIT

The operating profit is stated after charging:

	52 weeks ended 28 April 2019 £000	52 weeks ended 29 April 2018 £000
Net impairment losses on financial assets	88	-

7. AUDITOR'S REMUNERATION

The auditor's remuneration for the period of £1,000 (2018: £1,000) has been borne by another group company.

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

8. INTEREST PAYABLE AND SIMILAR CHARGES

	52 weeks ended 28 April 2019 £000	52 weeks ended 29 April 2018 £000
Interest payable to group undertakings	1,957	1,957

SPIRIT PUB COMPANY (SERVICES) LIMITED

NOTES TO THE FINANCIAL STATEMENTS
For the 52 weeks ended 28 April 2019

9. TAXATION

	52 weeks ended 28 April 2019 £000	52 weeks ended 29 April 2018 £000
CORPORATION TAX		
Adjustments in respect of previous periods	-	1,849
TOTAL CURRENT TAX	<u>-</u>	<u>1,849</u>

FACTORS AFFECTING TAXATION FOR THE PERIOD

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

	52 weeks ended 28 April 2019 £000	52 weeks ended 29 April 2018 £000
(Loss)/profit on ordinary activities before tax	<u>(69)</u>	<u>102</u>
(Loss)/profit on ordinary activities multiplied by standard rate of corporation tax in the UK of 19.0% (2018 -19.0%)	(13)	19
EFFECTS OF:		
Expenses not deductible for tax purposes	17	-
Adjustments to tax charge in respect of prior periods	-	1,849
Group relief for nil consideration	525	314
Transfer pricing adjustments	(529)	(333)
TOTAL TAX CHARGE FOR THE 52 WEEKS/PERIOD	<u>-</u>	<u>1,849</u>

FACTORS THAT MAY AFFECT FUTURE TAX CHARGES

The Finance (No.2) Act 2015 reduced the rate of corporation tax from 20% to 19% from 1 April 2017 and the Finance Act 2016 further reduced the rate to 17% from 1 April 2020. Both these rate reductions were substantively enacted at the balance sheet date and are therefore included in these accounts.

SPIRIT PUB COMPANY (SERVICES) LIMITED

NOTES TO THE FINANCIAL STATEMENTS For the 52 weeks ended 28 April 2019

10. DEBTORS: Amounts falling due within one year

	28 April 2019 £000	29 April 2018 £000
Amounts owed by group undertakings	144,955	146,809
	<u>144,955</u>	<u>146,809</u>

Amounts owed by group undertakings are unsecured, bear no interest, have no fixed date of repayment and are repayable on demand. Expected credit losses of £291,000 (2018: £nil) have been recognised against the carrying value.

The effect of the initial adoption of IFRS 9 is described in note 2.3.

11. CREDITORS: Amounts falling due within one year

	28 April 2019 £000	29 April 2018 £000
Amounts owed to group undertakings	264,525	267,847
	<u>264,525</u>	<u>267,847</u>

Included within amounts owed to group undertakings is a loan from fellow group company, Spirit Group Parent Limited, of £40,354,000 (2018: £38,397,000). Interest accrues at 16% per annum on the original loan balance of £12,265,000 and the loan is repayable on demand.

Also included within amounts owed to group undertakings is a non interest bearing loan from fellow group undertakings, Spirit Group Parent Limited of £39,142,000 (2018: £39,142,000). The balance is repayable on demand.

Other amounts owed to group undertakings are unsecured, bear no interest, have no fixed date of repayment and are repayable on demand.

SPIRIT PUB COMPANY (SERVICES) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks ended 28 April 2019

12. FINANCIAL INSTRUMENTS

	28 April 2019 £000	29 April 2018 £000
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FINANCIAL ASSETS

Financial assets that are debt instruments measured at amortised cost	145,065	148,659
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FINANCIAL LIABILITIES

Financial liabilities measured at amortised cost	(264,525)	(267,847)
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Financial assets that are debt instruments measured at amortised cost comprise amounts owed by group undertakings and cash at bank.

Financial liabilities measured at amortised cost comprise amounts owed to group undertakings.

13. CALLED UP SHARE CAPITAL

	28 April 2019 £	29 April 2018 £
Allotted, called up and fully paid		
2 (2018: 2) Ordinary shares of £1.00 each	2	2

14. RESERVES

Profit and loss account

Profit and loss account reserve represents accumulated retained earnings.

15. PENSION COMMITMENTS

Defined benefit pension plan

The company has the legal responsibility for the Spirit Group (Legacy) Pension Scheme which is a defined benefit pension scheme. Spirit Pub Company (Managed) Limited and Spirit Pub Company (Trent) Limited, in substance, fund any pension deficit / receive any pension surplus as they are the main trading companies with staff who are members of the scheme. Consequently, all detailed pension disclosures in respect of IAS 19, Employee Benefits are set out in the financial statements of Spirit Pub Company (Managed) Limited and Spirit Pub Company (Trent) Limited.

SPIRIT PUB COMPANY (SERVICES) LIMITED

NOTES TO THE FINANCIAL STATEMENTS

For the 52 weeks ended 28 April 2019

16. RELATED PARTY TRANSACTIONS

During the period the company entered into transactions, in the ordinary course of business, with other related parties. The company has taken advantage of the exemption under paragraph 8(k) of FRS 101 not to disclose transactions with related parties that are wholly owned subsidiaries of the Greene King Limited group. Amounts shown as owed to and by group subsidiaries are all held with fellow group undertakings. There were no transactions entered into during the financial year or trading balances outstanding at the balance sheet date with other related parties.

17. POST BALANCE SHEET EVENTS

On 19th August 2019, the boards of CK Noble (UK) Limited ("CK Bidco"), a wholly owned subsidiary of CK Asset Holdings Limited ("CKA"), a Cayman Islands company listed on the Hong Kong Stock Exchange and Greene King plc ("Greene King") reached agreement on the terms of a recommended cash offer by CK Bidco for the entire issued and to be issued share capital of Greene King, not already owned by or on behalf of the CKA group.

The Acquisition was implemented by way of a scheme of arrangement which took place on 30 October 2019, and on 31 October 2019 Greene King plc was re-registered as a private limited company with the name Greene King Limited.

18. ULTIMATE PARENT UNDERTAKING AND CONTROLLING PARTY

At the balance sheet date, the directors consider the immediate parent undertaking and immediate controlling party of Spirit Pub Company (Services) Limited to be Spirit Group Parent Limited, a company incorporated in England and Wales.

The ultimate parent undertaking and ultimate controlling party is Greene King plc, a company registered in England and Wales. On 31 October 2019 Greene King plc was re-registered as a private limited company with the name Greene King Limited.

Greene King Limited is the smallest and largest group which includes the results of the company and for which group financial statements are prepared. Copies of its group financial statements are available from Westgate Brewery, Bury St Edmunds, Suffolk, IP33 1QT.