Registered number: 05492903

Ramona's Kitchen Limited

Annual Report and Unaudited Financial Statements

For the 52 week period ended 25 March 2023

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Company Information

Directors

A H Couch
J M Bottomley
A V Chapman

Secretary

S G Glover

Bankers

Lloyds Bank plc 15 Market Place Driffield East Yorkshire YO24 6AH

Solicitors

Rollits Citadel House High Street Hull HU1 1QE

Registered Office

Crane Court
Hesslewood Country Office Park
Ferriby Road
Hessle
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HU13 OPA

Directors' report

The directors present their annual report and unaudited financial statements for the 52 week period ended 25 March 2023.

Principal activities and review of the business

The Company was acquired by a subsidiary of Cranswick plc on 3 August 2021, and now forms part of the Cranswick Group. Following acquisition, the Company's financial reporting period was aligned with that of the Cranswick Group. The comparative period is therefore for the 38 weeks to 26 March 2022.

On 24 July 2022, following a group reorganisation, the trade and assets of Ramona's Kitchen Limited were hived across to Katsouris Brothers Limited at book value of £1,277,000. Following the transfer, the Company is not expected to trade and is now dormant. Prior to this, the principal activity of the Company was the import and wholesale distribution of food.

Results and dividends

The profit for the period after taxation amounted to £127,000 (2022 – loss £50,000). The net assets of the Company were £1,277,000 (2022 - £1,150,000). Dividends of £nil were paid during the period (2022 – £nil).

Directors

The directors who served the Company during the period and up to the date of signing of this report were as follows:

J M Bottomley

A H Couch

A V Chapman

Statement of directors' responsibilities in respect of the financial statements

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 101 "Reduced Disclosure Framework", and applicable law).

Under company law, directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing the financial statements, the directors are required to:

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

The directors are responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are also 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.

By order of the Board

Steven Glover Company Secretary

05 September 2023

Profit and loss account

for the period ended 25 March 2023

		52 week period to 25	38 week period to 26
		March 2023	March 2022
	Note	£'000	£′000
Revenue	3	1,733	2,940
Cost of sales		(1,197)	(2,012)
Gross profit		536	928
Distribution costs		(263)	(408)
Administrative expenses		(145)	(591)
Operating profit/(loss)	4	128	(71)
Interest payable and similar expenses	7	(1)	(4)
Profit/(loss) before tax		127	(75)
Tax on profit/(loss)	8		25
Profit/(loss) for the financial period		127	(50)

All amounts relate to operations transferred to Katsouris Brothers Limited on 24 July 2022 and are therefore treated as discontinued activities.

There is no other comprehensive income or expenditure other than the profit of £127,000 for the 52 week period to 25 March 2023 (38 week period to 26 March 2022 – loss of £50,000).

Balance sheet

As at 25 March 2023

Note	At 25 March 2023 £'000	At 26 March 2022 £'000
Fixed assets		
Tangible assets 9	•	278
Right-of-use assets 10		120
		398
Current assets		
Stocks 11	-	191
Debtors 12	1,277	937
Cash at bank and in hand	-	458
	1,277	1,586
Creditors: amounts falling due within one year 13		(752)
Net current assets	1,277	834
Total assets less current liabilities	1,277	1,232
Lease liabilities 10	-	(59)
Deferred tax		(23)
Net assets	1,277	1,150
Capital and reserves		
Called up share capital 14	994	994
Share premium account	149	149
Profit and loss account	134	<u> </u>
Total shareholders' funds	1,277	1,150

For the 52 weeks ending 25 March 2023 the company was entitled to exemption from audit under section 479A of the Companies Act 2006 relating to subsidiary companies.

Directors' responsibilities:

- The members have not required the company to obtain an audit of its accounts for the year in question in accordance with section 476; and
- The directors acknowledge their responsibilities for complying with the requirements of the Act with respect to accounting records and the preparation of accounts.

These accounts have been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

The financial statements on pages 3 to 15 were approved and authorised for issue by the Board of Directors on 05 September 2023 and were signed on its behalf by:

J M Bottomley

Director

05 September 2023

Statement of changes in equity

for the 52 week period ended 25 March 2023

	Called-up share capital (Note a) £'000	Share premium account (Note b)	Profit and loss account £'000	Total shareholders' funds £'000
At 30 June 2021 (unaudited)	994	149	57	1,200
Loss for the financial period			(50)	(50)
At 26 March 2022	994	149	7	1,150
Profit for the financial period			127	127
At 25 March 2023	994	149	134	1,277

Notes:

- a) Called-up share capital

 The balance classified as share capital represents the nominal value of shares issued.
- b) Share premium account The balance classified as share premium includes the net proceeds in excess of the nominal value of shares.

for the 52 week period ended 25 March 2023

1. General Information

Ramona's Kitchen Limited is a private Company incorporated and registered in England and Wales under the Companies Act 2006. The address of the registered office is given in the Company information section.

The Company was acquired by a subsidiary of Cranswick plc on 3 August 2021, and now forms part of the Cranswick Group. Following acquisition, the Company's financial reporting period was aligned with that of the Cranswick Group. The comparative period is therefore for the 38 weeks to 26 March 2022. The balance sheets for 2023 and 2022 have been prepared as at 25 March 2023 and 26 March 2022 respectively.

2. Accounting policies

Basis of preparation

The financial statements of the Company have been prepared under FRS 101 and in accordance with the Companies Act 2006 as applicable to companies using FRS 101 under the historic cost convention modified by revaluation of financial assets and liabilities held at their fair value through profit and loss. The accounting policies have been applied consistently, other than where new policies have been adopted. The financial statements have been prepared on a going concern basis.

The Company has taken advantage of the following disclosure exemptions under FRS 101 as, where required, equivalent disclosures are included in the parent company's consolidated financial statements:

- (a) the requirements of paragraphs 45(b) and 46-52 of IFRS 2 Share-based Payment because the share-based payment arrangement concerns the instruments of another group entity:
- (b) the requirements of paragraphs 62, B64(d), B64(e), B64(g), B64(h), B64(j) to B64(m), B64(n)(ii), B64(o)(ii), B64(p), B64(q)(ii), B66 and B67of IFRS 3 Business Combinations;
- (c) the requirements of IFRS 7 Financial Instruments: Disclosures;
- (d) the requirements of paragraphs 91-99 of IFRS 13 Fair Value Measurement;
- (e) the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - (i) paragraph 79(a)(iv) of IAS 1;
 - (ii) paragraph 73(e) of IAS 16 Property, Plant and Equipment;
 - (iii) paragraph 118(e) of IAS 38 Intangible Assets;
 - (iv) paragraphs 76 and 79(d) of IAS 40 Investment Property; and
 - (v) paragraph 50 of IAS 41 Agriculture
- (f) 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;
- (g) the requirements of IAS 7 Statement of Cash Flows;
- (h) the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors;
- (i) the requirements of paragraph 17 and 18(a) of IAS 24 Related Party Disclosures;
- (j) 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;

for the 52 week period ended 25 March 2023

2. Accounting policies (continued)

- the requirements of paragraphs 130(f)(ii), 130(f)(iii), 134(d)- 134(f) and 135(c)-135(e) of IAS 36 Impairment of Assets;
- (I) the requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15; and
- (m) The requirements of paragraph 52, the second sentence of paragraph 89, and paragraphs 90, 91 and 93 of IFRS 16 Leases.

New standards, amendments and IFRIC interpretations and new relevant disclosure requirements

There are no amendments to accounting standards, or IFRIC interpretations that are effective for the 52 week period ended 25 March 2023 that have a material impact on the company's financial statements.

Judgements and key sources of estimation uncertainty

The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year.

Management has not been required to make any judgements or estimates that have a significant risk of causing material adjustment to carrying amounts in the next 12 months.

Estimates and judgements have been applied by management in producing the financial statements including, but not limited to, depreciation rates, and provision for impairment of trade receivables. However, these are not considered to have a significant risk of material adjustment.

Going concern

The accounts have been prepared under the going concern concept on the understanding that the company will receive continued support from Cranswick plc.

Revenue

Revenue is recognised as the performance obligation to deliver goods to customers is satisfied and is recorded based on the amount of consideration expected to be received in exchange for satisfying the performance obligation. The performance obligation is satisfied when control of the goods has passed to the buyer which, depending on the contract, is either on despatch of goods or delivery of goods. Revenue on the sale of goods is recognised when control of the goods has passed to the buyer on despatch and represents the value of sales to customers net of discounts, similar allowances and estimates of returns and excludes value added tax.

Sales related discounts and similar allowances comprise (commercial accruals):

- Volume rebates and similar allowances which are sales incentives to customers to encourage them to purchase increased volumes and are related to total volumes purchased and sales growth.
- Advertising and marketing contributions which are directly related to promotions run by customers.

For commercial accruals that must be earned, management make estimates related to customer performance, sales volume and agreed terms, to determine total amounts earned and to be recorded in deductions from revenue.

for the 52 week period ended 25 March 2023

2. Accounting policies (continued)

Stocks

Stocks are valued at the lower of cost, on a first in, first out basis, and net realisable value after making due allowance for any obsolete items. In the case of finished goods, cost comprises direct materials, direct labour and an appropriate proportion of manufacturing fixed and variable overheads. The allocation of manufacturing fixed overheads has regard to budgeted normal production.

Cash and cash equivalents

Cash and cash equivalents are defined as cash at bank and in hand including short-term deposits with original maturity within three months.

Cash and cash equivalents includes BACS receipts in flight at the reporting date for transactions where control is considered to have passed to the Company. BACS payments in flight at the reporting date are excluded from cash and cash equivalents as control is deemed to have passed from the Company.

Tangible assets

All fixed assets are initially recorded at cost.

The historic cost of tangible assets is their purchase cost, together with any incidental costs of acquisition directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation is provided on all tangible fixed assets, other than freehold land, at rates calculated to write off the cost, less estimated residual value based on prices prevailing at the date of acquisition, of each asset evenly over its expected useful life, as follows:

Plant, machinery and motor vehicles

4-10 years

Fixtures and fittings

7 years

The carrying values of tangible fixed assets are reviewed for impairment when events or changes in circumstances indicate the carrying value may not be recoverable.

Government Grants

Government grants are recognised where there is reasonable assurance that the grant will be received, and all attached conditions will be complied with. When the grant relates to an expense item, it is recognised as income on a systematic basis over the periods that the related costs, for which it is intended to compensate, are expensed. When the grant relates to an asset, it is recognised as income in equal amounts over the expected useful life of the related asset.

Taxation

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted by the balance sheet date.

Deferred taxation

Deferred taxation is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events have occurred at that date that will result in an obligation to pay more, or right to pay less or to receive more, tax, with the following exceptions:

• Provision is made for tax on gains arising from the revaluation (and similar fair value adjustments) of fixed assets, or gains on disposal of fixed assets that have been rolled over into replacement assets, only to the extent that, at the balance sheet date, there is a binding agreement to dispose of the assets concerned. However, no provision is made where, on the basis of all available evidence at the balance sheet date, it is more likely than not that the taxable

for the 52 week period ended 25 March 2023

2. Accounting policies (continued)

gain will be rolled over into replacement assets and charged to tax only where the replacement assets are sold.

- Provision is made for deferred taxation that would arise on remittance of the retained earnings
 of subsidiaries, associates and joint ventures only to the extent that, at the balance sheet date,
 dividends have been accrued as receivable.
- Deferred tax assets are recognised only to the extent that the directors consider that it is more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted or substantively enacted at the balance sheet date.

Leases

The Company leases various offices, equipment and motor vehicles. Rental contracts are typically made for fixed periods of 2 to 15 years but may have extension options. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions. The lease agreements do not impose any covenants, but leased assets may not be used as security for borrowing purposes.

Leases are recognised as a right-of-use asset and a corresponding liability at the date at which the leased asset is available for use by the Company. Each lease payment is allocated between the liability and finance cost. The finance cost is charged to the income statement over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period. The right-of-use asset is depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis.

Assets and liabilities arising from a lease are initially measured on a present value basis. Lease liabilities include the net present value of the following lease payments:

- fixed payments (including in-substance fixed payments), less any lease incentives receivable
- variable lease payments that are based on an index or a rate
- amounts expected to be payable by the Group under residual value guarantees
- the exercise price of a purchase option if the Group is reasonably certain to exercise that option,
 and
- payments of penalties for terminating the lease, if the lease term reflects the Group exercising that option.

The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be determined, the Company's weighted average incremental borrowing rate is used, being the rate that he Company would have pay to borrow the funds necessary to obtain an asset of similar value in a similar economic environment with similar terms and conditions.

Right-of-use assets are measured at cost comprising the following:

- the amount of the initial measurement of lease liability
- any lease payments made at or before the commencement date less any lease incentives received
- any initial direct costs, and
- restoration costs.

Right-of-use assets are depreciated over the asset's useful life, or over the shorter of the asset's useful life and the lease term if there is no reasonable certainty that the group will obtain ownership at the end of the lease term.

Under IFRS 16, right-of-use assets are tested for impairment in accordance with IAS 36 Impairment of Assets and any impairment is provided for by writing down the asset value.

for the 52 week period ended 25 March 2023

2. Accounting policies (continued)

Payments associated with short-term leases and leases of low-value assets are recognised on a straight-line basis as an expense in the income statement. Short-term leases are leases with a lease term of 12 months or less. Low-value assets primarily comprise IT-equipment.

Financial assets

Basic financial assets, which include trade debtors, are amounts due from customers for goods sold or services performed in the ordinary course of business.

Trade debtors are recognised initially at the amount of consideration that is unconditional, unless they contain significant financing components, when they are recognised at fair value. The company holds the trade receivables with the objective of collecting the contractual cash flows and therefore measures them subsequently at amortised cost using the effective interest method.

The company applies the IFRS 9 simplified approach to measuring expected credit losses which uses a lifetime expected loss allowance for all trade receivables and contract assets.

To measure the expected credit losses, trade receivables are grouped based on shared credit risk characteristics and the days past due.

Financial liabilities

Financial liabilities, which include creditors, are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

Creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

Creditors are presented as amounts falling due within one year unless payment is not due within 12 months after the reporting period.

3. Revenue

The revenue is attributable to the one principal activity of the Company.

An analysis of revenue by geographical market is given below:

		1,/35	2,340
		1.733	2,940
United Kingdom	1,733	2,940	
		£'000	£′000
		2023	2022

4. Operating profit/(loss)

This is stated after charging:

	2023	2022
	£′000	£′000
Depreciation of owned fixed assets	12	77
Depreciation of right-of-use assets	20	43
Cost of inventory recognised as an expense (included in cost of sales)	899	1,494

As the company was entitled to exemption from audit under section 479A of the Companies Act 2006, no audit fees were incurred. (2022: Audit fees of £16,000 were incurred). There were no non-audit services received in the current or prior year.

for the 52 week period ended 25 March 2023

5. Directors' remuneration

The directors' aggregate remuneration in respect of qualifying services were:

	2023 £'000	2022 £'000
Remuneration		10
Company contributions paid to defined contribution pension schemes		2

The directors of the Company were paid by the ultimate parent undertaking and fellow subsidiary companies. The directors received total remuneration for the period, in relation to their qualifying services to the Cranswick plc Group as a whole, of £2,763,000 (2022 - £1,877,000), of which £nil (2022 - £10,000) was paid by this company including pension costs and payments in lieu of pension of £nil (2022 - £2,000). The directors do not believe it is practicable to apportion their total remuneration between their services as directors of the Company and as directors of the holding and fellow subsidiary companies.

6. Staff costs

	2023	2022
	£'000	£′000
Wages and salaries	347	667
Social security costs	39	57
Other pension costs	8	91
	394	815

The average monthly number of employees during the period was made up as follows:

	2023	2022
	No.	No.
Production	20	16
Administrative		7
	20	23

The Company participates in a defined contribution pension scheme. Contributions to be paid are determined as a percentage of employees' earnings and the amount charged to the profit and loss account is shown above. Pension contributions totalling £nil remained outstanding at the period-end (2022 - £1,000).

The Company considers the Directors to be the key management personnel. Details of the Directors' remuneration can be found in Note 5:

7. Interest payable and similar expenses

	2023	2022
	£'000	£′000
Bank interest	-	1
Lease interest	1	3
	1	4

for the 52 week period ended 25 March 2023

At 26 March 2022

At 25 March 2023

Profit and loss account movement during the period

Transfers to other Group company

(a)	Tax on profit/(loss)
The ta	ex charge/(credit) is made up as follows:

	2023 £′000	2022 £'000
Current tax:		
UK corporation tax on the profit/(loss) for the period	-	(10)
Adjustments in respect of prior periods		
Total current tax		(10)
Deferred tax:		
Origination and reversal of timing differences	-	(19)
Effect of change in tax rates	-	4
Total deferred tax	-	(15)
Tax on profit/(loss)	-	(25)

(b) Factors affecting tax charge for the period

The tax assessed for the period differs (2022 – differs from) from the standard rate of corporation tax in the UK of 19% (2022 – 19%). The differences are explained below:

	2023	2022
	£'000	£'000
Profit/(loss) before tax	127	(75)
Profit/(loss) multiplied by standard rate of corporation tax in the UK of 19% (2022 – 19%)	24	(14)
Effects of:		
Effect of change in tax rate	-	4
Transfers to other Group company	(24)	-
Losses (Deferred tax asset not recognised)	-	(15)
Tax charge/(credit) for the period	-	(25)
(c) Deferred tax		
The movement in the deferred taxation provision during the period was:		
	2023	2022
	£′000	£′000
Fixed asset timing differences	-	23
Deferred tax liability		23

£'000

23

(23)

for the 52 week period ended 25 March 2023

8. Tax on profit/(loss) (continued)

(d) Factors that may affect future tax charges

An increase in the UK corporation rate from 19% to 25% (effective 1 April 2023) was substantively enacted on 24 May 2021. This will increase the company's future current tax charge accordingly.

9. Tangible assets

	Plant and	Fixtures and	
	machinery	fittings	Total
•	£'000	£′000	£′000
Cost:			
At 26 March 2022	969	180	1,149
Disposals	(12)	- .	(12)
Transfers to other Group company	(957)	(180)	(1,137)
At 25 March 2023	<u> </u>	<u>-</u>	
Accumulated depreciation:			
At 26 March 2022	691	180	871
Charge for the period	12	-	12
Transfers to other Group company	(703)	(180)	(883)
At 25 March 2023			
Net book value:			
At 25 March 2023			
At 26 March 2022	278	_	278

10. Right-of-use assets and lease liabilities

	Land and buildings
	£′000
Cost:	
At 27 March 2022	220
Additions	27
Disposals	(80)
Transfers to other Group company	(167)
At 25 March 2023	-
Accumulated depreciation:	
At 27 March 2022	100
Provided during the period	20
Disposals	(80)
Transfers to other Group company	(40)
At 25 March 2023	-
Net book value:	
At 25 March 2023	-
At 26 March 2022	120

for the 52 week period ended 25 March 2023

10.	Right-of	-use assets	and lea	ise liabiliti	es (continued)
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	, ,	2023	2022
	Lease Liabilities	£′000	£'000
	Current	-	63
	Non-current	-	59
			122
11.	Stocks		
		2023	2022
		£'000	£'000
	Finished goods and goods for resale	-	71
	Raw materials	-	· 59
	Packaging	_	61
		<u> </u>	191
12.	Debtors		
		2023	2022
		£′000	£'000
	Trade debtors	-	583
	Amounts owed by Group undertakings	1,277	278
	Other debtors	-	22
	Corporation tax	-	12
	Prepayments and accrued income	-	42
		1 277	027

Trade debtors are stated after provisions for impairment of £nil (2022 – £nil).

Amounts owed by Group undertakings are interest free, unsecured, have no fixed repayment date and are repayable on demand.

13. Creditors: amounts falling due within one year

	2023	2022
	£′000	£′000
Trade creditors	-	397
Lease liabilities	-	63
Amounts owed to Group undertakings	-	146
Other taxation and social security	-	1
Accruals and deferred income	<u> </u>	145
	<u> </u>	752

Amounts owed to Group undertakings are interest free, unsecured, have no fixed repayment date and are repayable on demand.

for the 52 week period ended 25 March 2023

14. Called up share capital

		2023		2022
Allotted, called up and fully paid	No.	£'000	No.	£′000
Ordinary A shares of £1 each	1,000	1	1,000	1
Ordinary B shares of £1 each	667	1	667	1
Ordinary C shares of £0.10 each	1,340,000	134	1,340,000	134
Redeemable Preference shares of £1 each	858,250	858	858,250	858
Total	2,199,917	994	2,199,917	994

The 'A' Ordinary shares and the 'B' Ordinary shares rank Pari passu in all respects except that dividends may be declared at different rates.

The 'C' Ordinary shares are non-voting and do not confer any rights to dividends.

The Redeemable Preference Shares are non-voting and do not confer any rights to dividends. They are redeemable, at par, at any time, at the discretion of the company.

On a winding up or other repayment of capital, the Redeemable Preference Shares take precedence over all other classes of share.

15. Related party transactions

The Company is a wholly owned subsidiary of Cranswick plc, the Group financial statements of which are publicly available. Accordingly, the Company has taken advantage of the exemption in FRS 101 from disclosing transactions with Cranswick plc and its wholly owned subsidiaries.

16. Ultimate parent undertaking and controlling party

The Company is a wholly owned subsidiary of Cranswick Country Foods plc, a company registered in England and Wales and itself a wholly owned subsidiary of Cranswick plc.

The ultimate parent undertaking and the smallest and largest group to consolidate these financial statements is Cranswick plc. Copies of the financial statements of Cranswick plc can be obtained from Crane Court, Hesslewood Country Office Park, Ferriby Road, Hessle, East Yorkshire, HU13 0PA.