Company number: 13425998

COPY OF AUDITED PARENT COMPANY ACCOUNTS IN SUPPORT OF A GUARANTEE GIVEN UNDER S479C COMPANIES ACT 2006 FOR THE UNAUDITED FINANCIAL STATEMENTS OF GLENDALE LIVERPOOL LIMITED (05765738)

Alston Investments Holdings Limited

Report and Financial Statements for the period 1st July 2021 to 31st December 2021

Table of Contents

Company Information

Directors:	M P Hewitt M J Quayle
Registered number:	13425998 (England and Wales)
Registered office:	The Stables Duxbury Park Duxbury Hall Road Chorley Lancashire PR7 4AT
Independent auditors:	Fairhurst Accountants Douglas Bank House Wigan Lane Wigan WN1 2TB

Group Strategic and Finance Report

The directors present their strategic report for Alston Investments Holdings Limited for the period 1st July 2021 to 31 December 2021.

Introduction

Alston Investments Holdings Limited was incorporated on 28th May 2021 and acquired the entire share capital of two existing trading groups on 9 July 2021 with the consideration satisfied by the issue of 4 million £1 ordinary shares in the Company and £2 million cash funded by a shareholder loan. The two groups acquired were Alston Investments Limited and Mallinson Holdings Limited, which were previously owned and controlled by the directors and shareholders of the Company, Patricia Hewitt and Mike Quayle. Prior to their acquisition by Alston Investments Holdings Limited, both companies were managed within a common senior management structure and the unification into a single group structure will provide a simplified operating structure.

Although the combination of Alston Investments Limited and Mallinson Holdings Limited had many of the characteristics of a merger, for accounting purposes, both purchase transactions have been accounted for using the acquisition method. As such, the trading results of Alston Investments Limited and Mallinson Holdings Limited are reported in these accounts for the 6 month period from July 2021 to 31 December 2021 with no prior year comparative. Also goodwill totalling £3.3 million arose on the acquisitions and will be amortised over its estimated useful life of 5 years.

Alston Investments Limited is comprised of three trading businesses, being Glendale Managed Services (a leading grounds management business), Glendale Horticulture (a grower of plants) and Glendale Golf (golf management), together with a property holding company. Mallinson Holdings Limited operates a specialist sports field construction and maintenance business.

On 20 August 2021, the Company approved the introduction of a growth share ownership plan which issued 50% of the growth share capital in Glendale Managed Services to the senior management of this company. The purpose of this scheme is to reward and incentivise the senior management team.

On 29 October 2021 the Company acquired 80% of the issued share capital of Parkwood Healthcare Holdings Limited from Patricia Hewitt. On 31 January 2022, the Company acquired the trade and assets of ALS Contract Services, a specialist golf course maintenance business which is now operated within the Mallinson business unit.

Review of the business

The material income streams are summarised on each divisional business below:

Glendale

Glendale comprises the business activities of Glendale Grounds Management Limited, Glendale Countryside Limited and Glendale Managed Services Limited. Glendale operates with a single management board and its business activities focus on the delivery of green space services which include grounds management and specialised services relating to trees and woodlands, with arboricultural services being the most important aspect of this activity. These services are complemented by estate management and soft landscaping.

Glendale generated revenues of £20.5 million and a profit before tax for the period of £1.5 million. The division's order book was £135m at the end of 2021.

Glendale invests in its bespoke software application hub 'Glendale Live' which has been rolled out to all customers delivering real-time benefits to the business planners, commercial functions, end-users, operatives and management. Similar systems led improvements have been established through the creation of management information hubs, staff recruitment & retention tools and high-quality asset management platforms.

Glendale delivers its services nationally giving full UK geographic coverage stretching from Edinburgh to Cornwall. Glendale will continue to follow a strategy of targeting organic growth, bidding for work in its core local authority and public sector market whilst actively growing its market share in the private sector. The Companies will continue to be technology and systems led, further investing in research and development and acquiring the necessary talent and resources to support this strategy.

Glendale had 654 staff in post at the end of 2021 and maintains its strategy of being a direct employer of staff investing in training to provide entry-level roles and career opportunities. In 2021 Glendale continued to invest significantly in health and safety with the introduction of 'GlenSafe', systematically improving risk management and safety indicators within its businesses. Glendale has a comprehensive health and safety system that is continuously reviewed and developed, attaining the national ISO 45001 accreditation. The Managing Director, Senior Directors and senior management team are required to become NEBOSH (the National Examining Board of Occupational Health and Safety) qualified.

Glendale monitors risk and maintains an up to date risk register reviewed regularly at the board level. It seeks to mitigate risk through several business processes including the continuation of its externally audited ISO 9001, ISO 14001 and ISO 45001 accreditations.

The current marketplace in which Glendale operates is subject to continuous change, driven by the prevailing economic cycle, up/down confidence in the economy and the directing view regarding the outsourcing of services in the public sector. Glendale has sought to mitigate this turbulence by widening its customer base across the sectors of spending in which its core services are procured and by being a supplier of value and excellence. It has strengthened its competitive position by increasing investment in technology and resources linked to operational productivity and quality of customer service and will continue to invest in its staff whilst offering competitive remuneration and change led incentive schemes.

Glendale has taken several important steps to mitigate its carbon footprint, acting and thinking sustainably in its business operations and decisions. Through these activities, the business has achieved carbon neutrality in 2021. The 2021 Greenhouse Gas (GHG) emissions calculations and the Glendale Qualifying Explanatory Statement 2021 (QES) for PAS 2060:2014 have been verified by Be Sustainable Ltd and the business will continue to measure and offset its GHG emissions on an annual basis to remain carbon neutral, as well as setting and measuring GHG reduction targets in line with PAS 2060.

Mallinsons

Mallinsons provides a range of specialised design, build, renovation and maintenance services in the sports pitch and landscape construction sector. The Company delivers its services nationally from its base in the North West, near Skelmersdale.

The Company will follow a strategy of continued investment in its people, infrastructure and research and development with the intent of growing its brand and capability in its core sector. The Company will seek to secure its long term client relationships and grow its market share in the upper tier of professional sport pitches in the UK.

In the period the Company generated revenues of £3.3 million and loss before tax of £0.2 million. The Company's activities continued to be affected by the Coronavirus pandemic as the Company's customers sought to reduce costs due to lost spectator income.

Golf

Glendale Golf Limited generated revenues of £1.8 million in the period and reported a profit before tax of £0.5m.

A strategic decision was taken early in the year to transition the operational management of Glendale Golf to Parkwood Leisure, a subsidiary of Parkwood Leisure Holdings Limited of which Mrs Hewitt is a majority shareholder and director. The Leisure business already operates 80+ facilities on behalf of 31 Local Authorities and is well placed to provide professional support services and strategic direction to the Golf business. Ultimately contracts will transition to sit within Parkwood Leisure, supported by its operating partners and head office infrastructure. This process began on the 1st July 2021, when the lease to operate Duxbury Park Golf Course was transferred from Glendale Golf Limited to Parkwood Leisure Limited.

Post year end the lease for Edwalton Golf Course was also novated to Parkwood Leisure Limited with effect from 1st January 2022, and the lease for Castle Point Golf Course was assigned from Glendale Golf Limited to Parkwood Leisure Limited on the 1st January 2022.

Horticulture

Glendale Horticulture's product range covers bedding plants, soft fruits, vegetables and herbs, herbaceous perennial products, shrubs, trees and hedging.

Revenue for the period was £1.6 million and the Company reported a loss before tax of £0.2 million.

Due to the nature of the horticulture market, orders for plants are placed eight to twelve months in advance of delivery and there is a risk that customers will not purchase their full allocation. The business manages this risk by retaining contact with customers during the off-season and maintaining a high level of service and product quality.

Healthcare

Parkwood Healthcare Limited operates two Healthy Living contracts in Rotherham and Buckinghamshire. 80% of Parkwood Healthcare's share capital was purchased by the Group on the 29th October 2021. Since the Company's acquisition it has generated revenues of £0.3 million and a profit before tax of £6,000. Business development is a key focus as the Company seeks to secure new contracts to maintain and grow revenue.

Finance Review

Alston Group results and dividends
Since the acquisitions the Group has generated revenues of £27.4 million and reports a profit before tax of £2.1million.

No dividend has been paid since the acquisitions took place.

Taxation
The Group's tax expense was £371,000 representing an effective rate of 18%.

The Group recorded a retained profit after taxation of £1.7 million.

Cash flow
The Group generated net cash in operating activities of £3.9 million. The cash generation reflects the group's profitability and inflow of working capital.

Investing activities generated cash of £0.5 million which reflects proceeds from the disposal of property, plant and equipment of £1.3 million partially offset by total capital expenditure of £0.7 million.

The cash outflow from financing activities of £3.2 million includes £1.2 million of repayments of obligations under finance lease agreements and a £4.0 million repayment of Coronavirus Business Interruption Loans partially offset by a £2.1 million payment of loans from related undertakings .

The total cash inflow since acquisition was £1.3 million resulting in a year end cash and cash equivalent overdraft balance of £2.7 million.

Balance sheet
Net assets of £5.7 million are reported at 31st December 2021.

Pensions
The Group provides a small number of employees with defined benefit pensions. The pension scheme deficit measured on an IAS 19 basis was £1.5 million as at 31 December 2021.

The Group S172 statement and Streamlined Energy and Carbon Reporting (SECR) report are detailed in the Directors Report.

The Group Strategic and Finance Report on pages 4 to 6 is approved by the Board of Directors and is signed on behalf of the Board.

M J Quayle
Director
25 July 2022

Directors' Report

The directors present their report together with the audited consolidated financial statements for the period 1st July 2021 to 31st December 2021.

Principal activities
The activities of the Group throughout the period are set out in the Strategic Report. This report, together with the Strategic Report, fulfils the business review requirements of the Companies Act 2006, including an analysis of the Group's position at the year-end, a description of the principal risks and uncertainties facing the Group and future developments for the business. The risks associated with financial instruments are disclosed in note 21 to the financial statements.

Results and dividends
The Group's profit after tax for the period amounted to £1.7 million. The directors do not recommend payment of a dividend for 2021.

Political and charitable donations
The Group made donations totalling £nil to charitable organisations during the period. The Group did not make any political donations during the period.

Board of Directors
The directors of the Company, who were in office during the period and up to the date of signing of these financial statements were:

- Mary Patricia Hewitt (appointed 9 July 2021)
- Mike Quayle (appointed 9 July 2021)

Financial risk management objectives and policies
The Group uses financial instruments comprising cash, trade receivables and trade payables that arise directly from its operations. The main purpose of the financial instruments is to fund ongoing operations.

Liquidity risk
The Group seeks to manage financial risk to ensure sufficient liquidity is available to meet foreseeable needs and to invest cash assets safely and profitably.

Credit risk
The Group has no significant concentrations of credit risk. The Group has implemented policies that require appropriate credit checks on potential customers before sales commence. Surplus funds held in the Group are invested, in line with Board-approved policy, in high quality, short-term liquid instruments, usually money market funds or bank deposits. Accordingly, the possibility of material loss arising in the event of non-performance by counterparties is considered to be unlikely.

Board responsibility and effectiveness
The Board's role is to provide entrepreneurial leadership to the whole Group within the framework of prudent and effective controls, which enable risk to be assessed and managed, having due regard to the requirements of S172 (1) (a) to (f) of the Companies Act 2006. The Board sets strategic aims, ensures that the necessary financial and human resources are in place to meet these objectives and reviews management performance.

Management supply the Board with appropriate and timely information and the directors are free to seek any further information they consider necessary. In addition to the Board papers, information on the Group's performance is sent to directors each month and ad-hoc meetings are arranged to ensure the whole Board is aware of key business issues.

Directors have access to advice from independent professionals at the Company's expense. Training is available for new and existing directors as necessary.

Corporate Social Responsibility
Alston Investments Holdings is committed to taking account of its corporate social responsibility in its actions and to work to high standards of integrity and ethical propriety. The Board has adopted policies in relation to corporate and social matters covering the following key areas:

Employees
The Group provides equal opportunities to all employees and prospective employees and does not discriminate on the grounds of colour, ethnic origin, gender, age, religion, political or other opinion, disability or sexual orientation. Clear and fair terms of employment, as well as a fair and competitive remuneration policy are in place. Employees are encouraged to develop their knowledge and skills.

Gender diversity
The Group recognises the benefits of diversity throughout the business and employs a number of female senior managers across the Group. The Group will continue to appoint on merit but will seek to ensure that wherever possible female candidates are represented in the short-listing process for executive positions.

Employment of disabled persons
The Group is committed to a policy of recruitment and promotion on the basis of aptitude and ability without discrimination of any kind. Management pursues the employment of disabled persons actively whenever a suitable vacancy arises. Particular attention is given to the training, career development and promotion of disabled employees with a view to encouraging them to play an active role in the development of the Group.

Where an employee becomes disabled during the course of their employment every effort will be made to provide them with suitable alternative employment where their disability renders them unable to carry out their former duties.

Employee involvement
Members of the management team regularly visit operating sites within the Group.

Community and the environment
The Group aims to be a respectful custodian of the environment whilst carrying out business activities by conducting them in an environmentally and socially responsible manner. The Group seeks to minimise the environmental impact of its operations by promoting environmentally responsible practices and incorporating sustainable principles into its work.

The Group continues to develop a culture of sustainable behaviour through the provision of training and development opportunities for all employees, the engagement of teams in community action days and the regular reporting of environmental progress and compliance in internal company meetings.

Environmental awareness training is provided to employees on an annual basis to maintain focus on the Group's commitment to good practice and continual improvement in all aspects of its work and of the environment it operates in.

The Group holds an ISO14001 certification and complies with, and will exceed where practical, all applicable legislation, regulations and codes of practice.

Remuneration
The directors of the Group receive remuneration from a subsidiary of Parkwood Leisure Holdings Limited, a company under the control of Mrs M P Hewitt.

Internal control
The Board is responsible for the review and assessment of the Group's internal control system. The system of internal financial controls is designed to manage, rather than eliminate, the risk of failure to achieve business objectives and can only provide reasonable, not absolute, assurance against material misstatement or loss.

Streamlined Energy & Carbon Report (SECR)

	2021
EMISSION SCOPE	**GREENHOUSE GAS EMISSIONS (tCO_2e)**
SCOPE 1 Direct emissions from company cars, vans and fuel combustion (gas and site diesel)	3,419
SCOPE 2 Indirect emissions from consumption of electricity	123
SCOPE 3 Other indirect emissions from business travel including transmission & distribution losses (from scope 2 electricity consumption) and WTT emissions from fuels and electricity	896.11
Total	**4437.83**

INTENSITY RATIO	**2021**
tCO_2e per £1,000 of turnover	0.113

Methodology - Total energy use covers white diesel, petrol, LPG, red diesel, lubricants, kerosene, business mileage, gas and electricity purchased and used across the Alston Investments Holdings Limited Group.

Associated Greenhouse gases have been calculated using GHG protocol methodology (including the Corporate Standard, GHG protocol upstream leased assets document) and Environmental Reporting Guidelines. Energy use has been measured using the operational control approach. Conversion factors from the UK Government 2021 GHG Conversion Factors for Company Reporting as published by the Department for Business, Energy & Industrial Strategy (BEIS) and the Department for Environment, Food & Rural Affairs (DEFRA) have been used to calculate GHG emissions.

Energy efficiency action taken - In the period covered by the report the Company has purchased a number of electric vehicles and machines to begin to reduce the reliance on petrol and diesel. There has been a reduction of overall operational vehicle mileage through optimum routing software. Driver behaviour is being monitored via advanced vehicle trackers, and subsequent training of poor performers has improved average miles per gallon figures. There has been an increase in the use of video conferencing to reduce business travel for meetings.

Business relationships and ethics
All employees seek to be honest and fair in relationships with customers and suppliers. Every attempt is made to ensure that services are provided to the agreed standards and all reasonable steps are taken to ensure the safety and quality of those services. The Group has adopted an Anti-bribery Policy and Procedure in order to identify and mitigate any risks that may arise from its dealings with current or prospective clients, contractors, suppliers or consultants that may act on behalf of the Group.

Going concern
The Board has reviewed the performance for the current period and forecasts for the future period. Based on this information, the Board believes that the Group will continue in operational existence for the foreseeable future. On these grounds, the Board have continued to adopt the going-concern basis for the preparation of the financial statements. Further details are disclosed within the Group's accounting policies and the Financial Review.

Key performance indicators
The directors monitor the performance of the Group against its strategic objectives by reference to a number of key performance indicators (KPIs) as included within the Strategic Report. The key KPIs as set out in the strategic report are: revenue, profit before taxation, order book and employees.

Capital structure
The structure of the Company's capital at 31 December 2021 is 4,000,000 ordinary shares at a nominal value of 1 pound per share. Shares carry the right to discretionary dividends determined by the Company's directors and carry the right to one vote per share. There are no restrictions on the transfer of any of the ordinary shares in issue and none of the shares in issue contain any special control rights.

Commercial relationships
Group guidelines do not allow any division to have more than 20% of its business with any one client or seek to win any contract that represents more than 20% of the Group's total revenue.

Accountability and audit
The Board presents a balanced and understandable assessment of the Group's position and prospects. The directors' responsibilities for the financial statements are described below.

Statement of directors' responsibilities
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 prepared the Group and parent company ('Company') financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 Reduced Disclosure Framework (FRS 102). 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 accounting 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 and the Group 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 the group and 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 the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

The directors are responsible for the maintenance and integrity of the Company's website. Legislation in the United Kingdom governing the preparation and dissemination of financial statements may differ from legislation in other jurisdictions.

Statement of disclosure of information to the auditors
Each of the directors at the date of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the Company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

Independent auditors
A resolution to re-appoint Fairhurst Accountants as auditors for the ensuing year will be proposed at the next general meeting of the Company.

Strategic report
The information required by schedule 7 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 has been included in the separate Strategic Report in accordance with section 414C(11) of the Companies Act 2006 (Strategic Report and Directors' Report) Regulations 2013.

The Directors' Report on pages 6 to 9 is approved by the Board of Directors and is signed on behalf of the Board.

M J Quayle
Director
25 July 2022

Report of the Independent auditors to the members of Alston Investments Limited

Opinion
We have audited the financial statements of Alston Investments Holdings Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 31 December 2021 which comprise the Consolidated Statement of Profit or Loss, Consolidated Statement of Financial Position, Company Statement of Financial Position, Consolidated Statement of Changes in Equity, Company Statement of Changes in Equity and Notes to the Financial Statements, 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 Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:
- give a true and fair view of the state of the group's and of the parent company affairs as at 31 December 2021 and of the group's profit 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.

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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the group 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
In auditing the financial statements, we have concluded that the directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the group's and the parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report.

Other information
The directors are responsible for the other information. The other information comprises the information in the Group Strategic Report and the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our 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 this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

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 Group Strategic Report and the Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Group Strategic Report and the Report of the Directors have 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 group and the parent company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group Strategic Report and the Report of the Directors.

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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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 Statement of Directors' Responsibilities set out on page seven and eight, 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 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 group's and the parent 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 group or the parent company or to cease operations, or have no realistic alternative but to do so.

Auditors' 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 a Report of the Auditors 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.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Extent to which the audit was considered capable of detecting irregularities including fraud
We identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and then design and perform audit procedures responsive to those risks, including obtaining audit evidence that is sufficient and appropriate to provide a basis for our opinion.

In identifying and addressing risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, our procedures included the following:

- The engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;
- We obtained an understanding of laws and regulations that affect the group and the parent company, focusing on those that had a direct effect on the financial statements or that had a fundamental effect on its operations. Key laws and regulations that we have identified included Companies Act 2006, Tax legislation, data protection, employment, environmental and health & safety legislation.
- We assessed the extent of compliance with the laws and regulations identified above through making enquiries of management and inspecting accreditations and legal correspondence.

In assessing the susceptibility of the group and the parent company financial statements to material misstatement, including obtaining and understanding of how fraud might occur;

- We gained an understanding of the controls that management have in place to prevent and detect fraud. We enquired of management about any instances of fraud that had taken place during the year.

To address the risk of fraud through management bias and override of controls;

- We performed analytical procedures to identify any unusual or unexpected relationships;
- We tested journal entries to identify unusual transactions; and
- We assessed whether judgements and assumptions made in determining the accounting estimates were indicative of potential bias.

Due to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, as with any audit, there remained a higher risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal controls. We are not responsible for preventing fraud or non-compliance with laws and regulations and cannot be expected to detect all fraud and non-compliance with laws and regulations.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at www.frc.org.uk/auditorsresponsibilities. This description forms part of our Report of the Auditors.

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 a Report of the Auditors 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.

Fairhurst

Jane Dennis FCA (Senior Statutory Auditor)
for and on behalf of Fairhurst
Statutory Auditor
Chartered Accountants
Douglas Bank House
Wigan Lane
Wigan
Lancashire
WN1 2TB

25 July 2022

Consolidated Statement of Profit or Loss

For the period 1st July 2021 to 31st December 2021

	Note	Period 1.7.21 to 31.12.21 £'000
Revenue		27,271
Cost of sales		(19,529)
Gross profit		7,742
Administrative expenses		(5,857)
Other operating income	3	190
Operating profit		2,075
Finance costs	5	(30)
Profit before taxation	4	2,045
Income tax expense	7	(371)
Profit for the financial period		1,674
Profit attributable to:		
Owners of the parent		1,673
Non-controlling interests		1
		1,674

Consolidated Statement of Comprehensive Income

For the period 1st July 2021 to 31st December 2021

		Period 1.7.21 to 31.12.21 £'000
Profit for the period attributable to owners of the parent		1,674
Other comprehensive income		
Items that will not be reclassified to profit or loss		
Actuarial gain on defined benefit pension scheme	17	46
Deferred tax relating to components of other comprehensive income		(12)
Other comprehensive income for the period		34
Total comprehensive income for the period		1,708
Total comprehensive income attributable to		
Owners of the parent		1,707
Non-controlling interests		1
		1,708

Statements of Financial Position

As at 31 December 2021

	Note	Group 2021 £'000	Company 2021 £'000
Non-current assets			
Goodwill	9	2,928	-
Property, plant and equipment	10	10,322	20
Investments	11	-	6,000
Deferred tax asset	19	1,403	-
		14,653	6,020
Current assets			
Inventories	12	1,108	-
Trade and other receivables	13	9,003	-
Cash and cash equivalents		2,722	-
Total current assets		12,833	-
Total assets		27,486	6,020
Current liabilities			
Trade and other payables	14	12,900	-
Obligations under finance leases	15	185	-
Total current liabilities		13,085	-
Non-current liabilities			
Retirement benefit obligation	17	1,530	-
Long-term provisions	18	1,934	-
Obligations under finance leases	15	39	-
Deferred tax liability	19	1,094	-
Directors Loans		2,000	2,000
Loans from related parties		2,077	20
		8,674	2,020
Total liabilities		21,759	2,020
Net assets		5,727	4,000

	Note	Group 2021 £'000	Company 2021 £'000
Total equity			
Share capital	20	4,000	4,000
Retained earnings		1,707	-
Non-controlling interests	27	20	-
Equity and reserves		5,727	4,000

As permitted by S408 Companies Act 2006, the company has not presented its own profit and loss account and related notes. The Company's profit after tax for the period is £nil.

The notes on pages 19 to 40 form an integral part of these consolidated financial statements.

The financial statements were approved by the Board of Directors and authorised for issue on 25 July 2022 and were signed on its behalf by:

M J Quayle
Director

Alston Investments Holdings Limited
Company number: 13425998

Consolidated Statement of Changes in Equity

As at 31 December 2021

	Note	Share capital £000	Retained earnings £000	Non-controlling interest £000	Total equity £000
Profit for the period		-	1,673	1	1,674
Other comprehensive income					
Actuarial gain on defined benefit pension scheme	17	-	46	-	46
Deferred tax relating to other comprehensive expense		-	(12)	-	(12)
Total comprehensive income for the period		-	1,707	1	1,708
Transactions with owners					
Issue of ordinary shares		4,000	-	-	4,000
Non-controlling interest arising on business combination	27	-	-	19	19
Balance at 31 December 2021		**4,000**	**1,707**	**20**	**5,727**

Company Statement of Changes in Equity

As at 31 December 2021

	Share capital £000	Retained earnings £000	Total equity £000
Transactions with owners			
Issue of ordinary shares	4,000	-	4,000
Balance at 31 December 2021	**4,000**	**-**	**4,000**

Statements of Cash Flows

For the period 1st July 2021 to 31st December 2021

	Note	Group Period 1.7.21 to 31.12.21 £'000	Company Period 1.7.21 to 31.12.21 £'000
Net cash flow generated from operating activities	22	**3,912**	**20**
Cash flow from investing activities			
Proceeds on disposal of property, plant and equipment		**1,299**	-
Purchase of property, plant and equipment		**(731)**	-
Purchase of intangible assets		**(20)**	**(20)**
Disposal of investment		**2**	-
Net cash flow generated from / (used in) investing activities		**550**	**(20)**
Cash flow from financing activities			
Interest paid		**(30)**	-
Payment of loans from related undertakings		**2,077**	-
Repayment of obligations under finance leases		**(1,232)**	-
Bank Loan repayment		**(4,000)**	-
Net cash flow used in financing activities		**(3,185)**	-
Net increase in cash and cash equivalents		**1,277**	-
Cash acquired at acquisition		**1,445**	-
Cash and cash equivalents at end of the year		**2,722**	-

Notes to the Consolidated Financial Statements

For the period 1st July 2021 to 31st December 2021

1 Accounting policies

Alston Investments Holdings Limited is a private company, limited by shares, registered in England and Wales. The Company's registered number and registered office can be found on the Company Information page.

The presentation currency of the financial statements is the pound sterling £.

The principal accounting policies adopted in the preparation of the Group's consolidated financial statements and the Company's individual financial statements are set out below. The policies have been applied consistently to all of the statements presented, unless otherwise indicated.

Basis of preparation
The Group financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and the Companies Act 2006 including the provisions of the Large and Medium-Sized Companies and Group (Accounts and Reports) Regulations 2008. The financial statements have been prepared under the historical cost convention, except for the modification to a fair value basis for certain financial instruments as specified in the accounting policies below.

For the period ended 31 December 2021, a number of the Group's subsidiaries (as listed in note 11) are exempt from the requirements of an audit of their individual financial statements since, by virtue of section 479A of the Companies Act 2006, Alston Investments Holdings Limited, the parent undertaking, has provided a guarantee to the relevant subsidiaries under section 479C in respect of the period ended 31 December 2021.

Business combinations
Business combinations are accounted for by applying the purchase method.

The cost of a business combination is the fair value of the consideration given, liabilities incurred or assumed and of equity instruments issued plus the costs directly attributable to the business combination.

On acquisition of a business, fair values are attributed to the identifiable assets, liabilities and contingent liabilities unless the fair value cannot be measured reliably, in which case the value is incorporated in goodwill. Where the fair value of contingent liabilities cannot be reliably measured they are disclosed on the same basis as other contingent liabilities.

Where the fair value of the group's interest in the assets, liabilities and contingent liabilities acquired exceeds the cost of the business combination, negative goodwill arises. The Group, after consideration of the assets, liabilities and contingent liabilities acquired and the cost of the combination, recognises negative goodwill on the balance sheet and releases this to profit and loss, up to the fair value of non-monetary assets acquired, over the periods in which the non-monetary assets are recovered and any excess over the fair value of non-monetary assets in the income statement over the period expected to benefit. The negative goodwill is released over five years.

Going concern
The Group's business activities, together with the factors likely to affect its future development are set out in the Strategic and Finance Report on pages 4 to 6. The financial position of the Group, its cash flows, liquidity position and borrowing facilities are also described in the Strategic and Finance Report on pages 4 to 6. In addition, note 21 to the financial statements includes the Group's objectives, policies and processes for managing its capital, its financial risk management objectives, details of its financial instruments and its exposure to credit and liquidity risk.

After making reasonable enquiries, the directors have a reasonable expectation that the Company and the Group have adequate resources to continue in operational existence for the foreseeable future. Accordingly they adopt the going concern basis in preparing the Annual Report and Financial Statements.

Critical accounting estimates and judgements
The preparation of the Group's financial statements in conformity with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" requires the use of certain critical accounting estimates. It also requires management to exercise its judgement when applying the Group's accounting policies.

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the present circumstances. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the Group's financial statements are disclosed below:

Impairment of goodwill, intangible assets, property, plant and equipment
Determining whether goodwill, intangible assets, property, plant or equipment are impaired requires an estimation of the value in use of the cash generating units. The value in use calculation involves an estimation of the future cash flows of cash generating units and also the selection of appropriate discount rates to calculate present values. In support of the assumptions, management uses experience of historic performance and expected contractual cash flows to arrive at future cash flows. See note 10 for further details.

In assessing the quantum of the future cash flows generated from property, plant and equipment, management have made judgements over future cash flows arising from operational improvements.

Onerous contract provisions
Management have made judgements over the future cash flows and discount rates used in the estimation of onerous contract provisions. In assessing the quantum of certain future cash flows, management have made judgements over future cash flows arising from operational improvements. The carrying value of the onerous contract provisions as at 31 December 2021 amounts to £1.7 million. See note 18 for further details.

Insurance provision
Management have made judgements over the future cash flows used in the estimation of provisions for insurance claims incurred but not reported. In assessing the quantum of future cash flows management have made judgements over the timing and amount of potential claims arising from incidents that occurred during an underwriting year. The carrying value of the insurance provisions at 31 December 2021 amounts to £883,000.

Defined benefit liability
Management have made judgements over certain assumptions in relation to the Group's pension liabilities. Assets reflect actual known data provided by the actuaries. The liabilities have been calculated based on assumptions made in inflation, yields and mortality. The directors have allocated the split of pension scheme assets and liabilities to the group based upon the same proportion as the figures prepared by Hymans Robertson. See note 17 for further details.

Long term contracts
The stage of completion as noted in the turnover policy is subject to estimation and judgement and the directors make use of the information available to them at the balance sheet date to formulate their calculation.

Basis of consolidation
The Group consolidates the financial information of the Company and all of its subsidiary undertakings as at 31 December. The results of subsidiaries acquired or disposed of during the year are included in the consolidated statement of profit or loss from the effective date of acquisition or up to the effective date of disposal. Subsidiaries are those entities that are directly or indirectly controlled by the Group. Control exists where the Group has the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

Inter-company transactions, balances and unrealised gains and losses on transactions between Group companies are eliminated.

Revenue
Revenue is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods and services provided in the normal course of business, net of discounts, VAT and other revenue-related taxes. The Group recognises revenue when the amount of revenue can be reliably measured, it is probable that future economic benefits will flow to the entity and when specific criteria have been met for each of the Group's activities as described below:

- Service contract revenue is recognised in the periods for which a service is being provided to a customer by reference to the proportion of time for which the service has been provided.
- Revenue from the sale of goods is recognised when the goods are delivered and title passes.

In respect of long-term contracts and contracts for ongoing services, turnover represents the value of work done in the year ,including estimates not invoiced. Turnover in respect of long term contracts and contracts for ongoing services is recognised by reference to the stage of completion. An appropriate proportion of the anticipated contract profit is recognised in the profit and loss account based on the stage of completion of the work done and the expected end life outcomes.

Intangible assets
Goodwill arising on the acquisition of a subsidiary is the difference between the fair value of the consideration paid and the fair value of the assets and liabilities acquired. Goodwill is recognised as an asset and reviewed for impairment at least annually. Any impairment is recognised immediately in the statement of profit or loss and is not subsequently reversed. Amortisation is charged to the statement of profit or loss. On disposal, the attributable amount of goodwill is included in the determination of the profit or loss on disposal.

Property, plant and equipment
Property, plant and equipment are recognised under the cost model, where initial measurement is cost and subsequent measurement is at cost less any accumulated depreciation and any accumulated impairment losses. Assets acquired via business combinations are initially recognised at fair value which is deemed cost. Depreciation is provided to write-off the cost, less estimated residual values, of all property, plant and equipment over their expected useful lives. Residual values are assessed at least annually. The annual rates generally applicable are:

Vehicles	- 25% straight line
Plant and equipment	- 12.5 to 25% straight line
Fixtures and fittings	- 10 to 33.3% straight line
Land and buildings	- over the remaining life of the lease or useful life if shorter. Land is not depreciated.

Assets held under hire purchase and finance leases are depreciated over their expected useful lives on the same basis as owned assets.

Investment properties
Investment properties are stated at cost less accumulated depreciation and any accumulated impairment losses. Depreciation is provided to write-off the cost of buildings over 25 years, less estimated residual values. Residual values are assessed at least annually.

Impairment
At each balance sheet date the Group reviews the carrying amounts of its goodwill, property plant and equipment and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss. Where the asset does not generate cash flows that are independent from other assets, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised as an expense immediately.

Investments
The parent company's investments in subsidiaries are stated at cost less any accumulated impairment losses.

Inventories
Inventories are valued at the lower of cost and net realisable value. Cost comprises direct materials and direct labour costs and those overheads that have been incurred in bringing the inventories to their present location and condition. Cost is calculated using the weighted average cost method. Net realisable value represents the estimated selling price less all estimated costs of completion and costs to be incurred in marketing, selling and distribution.

Trade and other receivables
Trade and other receivables are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for impairment is recognised in the statement of profit or loss when there is reliable evidence that the Group will not be able to fully collect the amount due. The amount of the provision is the difference between the carrying amount and the recoverable amount being the present value of expected future cash flows, discounted at the original effective interest rate.

Cash and cash equivalents
Cash and cash equivalents comprise cash in hand and demand deposits, and other short term highly liquid investments that are readily convertible into a known amount of cash and are subject to an insignificant risk of changes in value.

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

Provisions
Provisions are recognised when the Group has a present legal or constructive obligation as a result of past events, it is probable that an outflow of resources will be required to settle the obligation and the amount can be reliably estimated. Provisions are measured at the present value of the expenditure which is expected to be required to settle the obligation using a pre-tax discount rate that reflects current market assessment of the time value of money and the risks specific to the obligation.

Taxation
Current tax, including UK corporation tax, is provided at amounts which are expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the financial position date.

Deferred tax is the tax expected to be payable or recoverable on differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and is accounted for using the balance sheet liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. However, deferred tax is not provided on the initial recognition of goodwill, nor on the initial recognition of an asset or liability unless the related transaction is a business combination or affects tax or accounting profit.

The carrying amount of deferred tax assets is reviewed at each financial position date and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered. Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset is realised. Deferred tax is charged or credited in the statement of profit or loss, except when it relates to items charged or credited directly to other comprehensive income, in which case the deferred tax is also recognised in other comprehensive income.

Leases and hire purchase contracts
Assets held under finance leases and hire purchase contracts are capitalised in the balance sheet and depreciated over their expected useful lives. The interest element of lease payments represents a constant proportion of the capital balance and is charged to the statement of profit or loss over the period of the lease. All other leases are regarded as operating leases and the payments made under them are charged to the statement of profit or loss on a straight line basis over the lease term. Lease incentives are spread over the term of the lease.

Employee benefits
The pension costs for the defined contribution scheme charged against profits represent the amount of the contributions payable to the scheme in respect of the accounting period.

Defined benefit scheme assets are measured at fair value. Scheme liabilities are measured on an actuarial basis using the projected unit method and are discounted at high quality corporate bond rates that have terms to maturity approximating to the terms of the related liability. Appropriate adjustments are made for unrecognised actuarial gains or losses and past service costs. Past service cost is recognised as an expense on a straight-line basis over the average period until the benefits become vested. To the extent that benefits are already vested the Group recognises past service cost immediately.

Actuarial gains and losses are recognised immediately through the statement of comprehensive income. The surplus or deficit is presented within net assets in the statement of financial position. The related deferred tax is shown with other deferred tax balances. A surplus is recognised only to the extent that it is recoverable by the Group. The current service cost, past service cost, interest cost and costs from settlements and curtailments are charged to the statement of profit or loss.

Admitted body status schemes
Certain employees who were previously members of a Local Government Pension Scheme prior to their employment by the Group continue to participate in these defined benefit schemes. The contributions are paid by the Group in accordance with the advice of the scheme actuary and the Group has no further liability to fund these schemes beyond its contributions in the year. Contributions are therefore charged to the statement of profit or loss in the year in which they are incurred.

Short term employment benefits
Short-term employee benefits, including holiday entitlement are included in current liabilities at the undiscounted amount that the Group expects to pay as a result of the unused entitlement.

Equity and reserves
Ordinary shares are classified as equity. Retained earnings represent cumulative profit and loss net of distribution to owners.

2 Business Divisions

The Group is organised into five operating divisions: Glendale, Mallinsons, Golf, Horticulture and Healthcare. These divisions derive their revenue as follows:

Glendale	grounds management, arboriculture, countryside services and landscaping
Mallinsons	sports field construction
Golf	golf course management and retail sales
Horticulture	plant production and sales
Healthcare	healthy living services

Period ended 31 December	**Total revenue 1.7.21 to 31.12.21 £'000**	**Profit before taxation 1.7.21 to 31.12.21 £'000**
Glendale	**20,381**	**1,519**
Mallinsons	**3,342**	**(223)**
Golf	**1,824**	**525**
Horticulture	**1,576**	**(157)**
Healthcare	**183**	**6**
Head office function	**298**	**375**
Intercompany elimination	**(334)**	**-**
Total Group	**27,271**	**2,045**

All revenues arise within the United Kingdom. The revenue from external customers reported to the Board is measured in a manner consistent with that in the statement of profit or loss.

3 Other operating income

	Period 1.7.21 to 31.12.21 £'000
Government grants relating to Coronavirus	190
	190

4 Profit before taxation

Profit before taxation is stated after charging/(crediting):	**Period 1.7.21 to 31.12.21 £'000**
Depreciation (note 10)	
- owned	**712**
- held under finance leases and hire purchase contracts	**145**
Amortisation of goodwill (note 9)	**334**
Rental income from investment properties	**281**
Movement in provisions (note 18)	**(187)**
Profit on sale of property, plant and equipment	**343**
Cost of inventories recognised as an expense (note 12)	**4,367**
Staff costs (note 6)	**11,700**

Auditors' remuneration	**Period 1.7.21 to 31.12.21 £'000**
Fees payable for the audit of the Company's annual financial statements	3
Fees payable to the auditors for other services:	
- audit of the Company's subsidiaries, pursuant to legislation	30

5 *Finance costs*

	Period 1.7.21 to 31.12.21 £'000
Interest charge in respect of finance leases	30
Total finance costs	30

6 Staff costs

Staff costs for the period (including directors' remuneration) were as follows:

	Period 1.7.21 to 31.12.21 £'000
Wages and salaries	10,508
Social security costs	852
Other pension costs	
- defined contribution scheme (note 17)	281
- defined benefit scheme (note 17)	59
Total staff costs	11,700

The average number of employees in the Group during the period was 691 operations and 191 administration and management.

The Company had no employees during the period and did not incur any staff costs. Directors' remuneration for the Company was wholly borne by Parkwood Holdings Limited, a subsidiary of Parkwood Leisure Holdings Limited, a company under the common control of M P Hewitt. The remuneration received from other companies is not disclosed as the information is not available.

7 Income tax

The income tax expense is based on the profit for the period and comprises:

	Period 1.7.21 to 31.12.21 £'000
Current tax	
- Current year	(474)
- Adjustments in respect of prior years	1
Total current tax	(473)
Deferred tax	
- Origination and reversal of temporary timing differences	102
Total deferred tax	102
Total income tax expense	(371)

The standard rate of current tax for the year based on the UK standard rates of corporation tax is 19%. Changes to the UK standard rate of corporation tax are disclosed in note 19. The Group's tax credit differs from the standard rate for the reasons set out in the following reconciliation:

	Period 1.7.21 to 31.12.21 *£'000*
Profit before taxation	2,045
Tax on profit on ordinary activities at the standard rate	(388)
Expenses not tax deductible	(6)
Adjustment for tax rate differences	10
Adjustments in respect of prior years for current tax	1
Effect of change of tax rate on opening deferred tax	12
Total income tax expense	(371)

8 Parent company results

The parent Company has taken advantage of section 408 of the Companies Act 2006 and has not included its own statement of profit or loss in these financial statements.

9 Goodwill

	2021 £'000
Cost	
Addition	3,261
As at 31 December	3,261
Amortisation	
Amortisation for the period	334
As at 31 December	334
Carrying amount as at 31 December	2,928

The carrying value of the Group's goodwill is reassessed at least annually or whenever events or changes in circumstances indicate that the carrying value may not be recoverable. If analysis indicates that the carrying value is greater than the higher of fair value less costs to sell and value in use, then the carrying value is reduced to its recoverable amount, which is the higher of fair value and value in use.

On the acquisition of Alston Investments Limited and Mallinson Holdings Limited goodwill of £3,337,000 was recognised. On the acquisition of Parkwood Healthcare Holdings Limited negative goodwill of £76,000 was recognised.

As at 31st December 2021 the Company had £nil intangible assets.

10 Property, plant and equipment

	Land and buildings £'000	Vehicles £'000	Plant and machinery £'000	Fixtures and fittings £'000	Total £'000
Cost					
Additions	5,725	779	5,245	384	12,133
Disposals	(718)	(18)	(79)	(139)	(954)
Reclassifications	-	-	-	31	31
At 31 December 2021	5,007	761	5,166	276	11,210
Accumulated depreciation					
Charge for the period	78	91	645	43	857
Disposals	-	-	-	-	-
Reclassifications	-	-	-	31	31
At 31 December 2021	78	91	645	74	888
Carrying amount					
At 31 December 2021	**4,929**	**670**	**4,521**	**202**	**10,322**

Included in cost or valuation of land and buildings is freehold land of £1,621,000 which is not depreciated.

Non-current assets include assets held under finance leases and similar hire purchase contracts as follows:

	Plant and machinery £'000	Total £'000
Carrying amount		
At 31 December 2021	409	409

The Group's obligations under finance leases are secured by the lessors' title to the leased assets.

Asset transfers take place across the group as and when an asset is moved between contracts.

As at 31st December 2021 the Company has property, plant and equipment of £20,000.

11 Investments

As at 31 December 2021 the Company held or controlled 100% of the allotted ordinary share capital of the following principal trading subsidiaries:

Name	**Principal activity**
Alston Investments Limited[+*]	Intermediate Holding company
Glendale Managed Services Limited[+]	Glendale holding company
Glendale Grounds Management Limited	Grounds management
Glendale Countryside Limited	Countryside, arboriculture and landscaping services
Glendale Liverpool Limited[+*]	Grounds management
Mallinson Holdings Limited[+*]	Intermediate Holding company
J.Mallinson (Ormskirk) Limited	Sport field construction
Alston Properties Limited[+]	Property investment
Glendale Golf Limited[+]	Golf course management
Glendale Community Golf Limited[+]	Golf course management
Glendale Horticulture Limited	Plant production and sales
Parkwood Consultancy Services Limited[+]	Consultancy company

[+] - exempt from audit (note 1).
[*] - held directly by the Company

All subsidiaries were incorporated and registered in England and Wales with the same registered address as Alston Investments Holdings Limited.

At 31 December 2021 the company held 80% of the allotted ordinary share capital of Parkwood Healthcare Holdings Limited. Parkwood Healthcare Holdings Limited held 100% of the allotted ordinary share capital of Parkwood Healthcare Limited.

The cost and carrying value of investments in subsidiaries recognised by the Company at 31 December 2021 amounted to £6,000,000. No impairment losses have been recognised in respect of these investments.

12 Inventories

	2021
	£'000
Raw materials, consumables and work in progress	**1,031**
Tools and safety equipment	**6**
Finished goods and goods for resale	**71**
	1,108

The cost of inventories recognised as an expense and included in cost of sales amounted to £4,367,000. No provisions were held against inventories at the year-end.

At 31 December 2021 the Company had inventories of £nil.

13 Trade and other receivables

	2021
	£'000
Current	
Trade receivables	**5,737**
Amounts owed by related undertakings	**136**
Other receivables	**238**
Prepayments and accrued income	**2,892**
	9,003

All trade and other receivables were receivable under normal commercial terms. The directors consider that the carrying value of trade and other receivables approximates to their fair value. Group receivable days were 43 days. A provision of £167,000 was held against receivables. See note 21 for further analysis of ageing and impairment of trade and other receivables.

At 31 December 2021 the Company had receivables of £nil.

14 Trade and other payables

	2021
	£'000
Current	
Trade payables	3,589
Amounts due to related undertakings	93
Social security and other taxes	1,873
Other payables	1,626
Provisions (note 18)	2,262
Accruals	2,910
Deferred income	547
Total trade and other payables	12,900

Trade purchases are made under normal commercial terms. The directors consider that the carrying value of trade and other payables approximates to their fair value.

At 31 December 2021 the Group owed £1,105,000 to a Director of J.Mallinson (Ormskirk) Limited. This balance is held within other payables.

At 31 December 2021 the Company had payables of £20,000 held in non-current liabilities.

15 Obligations under finance leases

	Minimum lease payments	Present value of minimum lease payments
	2021	2021
	£'000	£'000
Amounts payable under finance leases:		
Within one year	198	185
In the second to fifth years	42	39
	240	224
Less: future finance charges	(16)	-
Present value of lease obligations	224	224

It is the Group's policy to lease major items of its operating equipment under finance leases. The average lease term is three years. For the period ended 31 December 2021 the average effective borrowing rate was 4.86% per cent. Interest rates are fixed at the contract date. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments. The fair value of the Group's lease obligations equates to their carrying amount. Obligations under finance leases and hire purchase contracts are secured on the leased assets which are subject to those contracts.

The Company did not have any obligations under finance leases during the period.

16 Operating lease arrangements

The Group had minimum lease payments under operating leases recognised in profit and loss during the period amounting to £1,351,000.

As at the financial position date the Group had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	2021 £'000
In one year or less	2,043
In the second to fifth years inclusive	4,910
After five years	1,721
	8,674

Operating lease payments represent rentals payable by the Group for certain of its office and operating site leases, equipment leases and motor vehicles. Operating site leases are generally negotiated for the life of the associated operating contract (an estimated average of seven years with the exception of leases relating to Golf contracts, which are for an average of 22 years) and motor vehicles for four years. Property rentals are generally fixed for an average of five years.

The Company did not have any operating lease arrangements during the period.

17 *Retirement benefit obligations*

Defined contribution schemes and admitted body status
The Group operates a defined contribution pension scheme for the benefit of certain employees. The assets of the scheme are administered by trustees in a fund independent from those of the Group. The total cost charged to income of £281,000 represents contributions payable to the Group's scheme, the National Employment Savings Trust (NEST) and admitted body status schemes, at rates specified in the rules of the schemes. As at 31 December 2021, contributions of £79,000 are due in respect of the current reporting period which have not been paid over to the schemes.

Defined benefit scheme
The Group participates in a defined benefit pension scheme for the benefit of employees who were members of the Local Government Pension Scheme prior to their employment by the Group. Benefits under the scheme are provided in the form of a guaranteed level of pension payable for life. The level of benefits provided depends on the members' length of service and their salary upon retirement. The assets of the scheme are administered by trustees in a fund independent from those of the Group and are governed by UK law, as is the nature of the relationship between the Group and the trustees of the scheme. Responsibility for the governance of the scheme lies jointly with the Group and the scheme's trustees. The scheme commenced on 1 May 1994.

The most recent actuarial valuation of scheme assets and present value of the defined benefit obligation was carried out on 31 December 2021 by management. The present value of the defined benefit obligation, the related service cost and past service cost were measured using the projected unit cost method.

Principal actuarial assumptions at the statement of financial position date	2021 %
Rate of increase in salaries	2.90
Rate of increase in pensions in payment	2.90
Discount rate	1.90
Inflation assumptions	3.35
Expected return on scheme assets	1.90

The assumed life expectancy for non-manual members currently aged 65 is 21 years. For a non-manual member currently aged 45, the life expectancy once they reach age 65 is assumed to be 23.3 years.

The expected return on scheme assets has been set taking into account the expected return on each asset class. Other actuarial assumptions used are as proposed by the actuary taking into account current consensus.

Amounts recognised in the statement of profit or loss	Period 1.7.21 to 31.12.21 £'000
Current service cost	28
Administrative cost	24
Interest cost	81
Expected return on scheme assets	(74)
Total	59

The total amount recognised in the statement of profit or loss has been recognised in administrative expenses.

Actuarial gains and losses have been reported in the statement of comprehensive income.

Amounts recognised in the statement of financial position	2021 £'000
Fair value of scheme assets	11,317
Present value of scheme liabilities	(12,847)
Deficit in the scheme	(1,530)
Related deferred tax asset	383
Net pension liability	(1,147)

Reconciliation of the movement in the fair value of assets	2021 £'000
At acquisition	10,621
Expected return on scheme assets	74
Actuarial gains on scheme assets	874
Contributions by the employer	28
Contributions from scheme members	4
Benefits paid and other net movements	(284)
At 31 December	11,317

Reconciliation of the movement in the present value of liabilities	2021 £'000
At acquisition	12,166
Current service cost	28
Administrative cost	24
Interest cost	81
Contributions from scheme members	4
Actuarial losses	828
Benefits paid and other net movements	(284)
At 31 December	12,847

Scheme assets	Fair value of assets 2021 £'000
Equities	**4,810**
Corporate bonds	**5,591**
Government bonds	**916**
Total fair value of assets	**11,317**

Risks
Through the defined benefit scheme the Group is exposed to the following principal risks:

Asset volatility
The scheme's liabilities are calculated using a discount rate set with reference to yields on high quality corporate bonds. If scheme assets underperform this yield there is a risk that the deficit will increase. The scheme holds a significant proportion of its assets in equities, returns on which are expected to exceed corporate bond yields in the long-term. This strategy does expose the scheme to market volatility risk in the short-term, however the Group believes that the long-term nature of the scheme's liabilities and the level of continuing equity investment is appropriate to the long-term strategy for the scheme.

Changes in bond yields
A decrease in yields on corporate bonds will increase the liabilities of the scheme, however this will be offset by an increase in the value of the scheme's bond holdings.

Inflation risk
The obligations of the scheme are linked to inflation, as such increases in inflation will result in increased liabilities for the scheme.

Life expectancy
The scheme has an obligation to provide benefits for the life of its members; as such an increase in life expectancy will result in an increase in the scheme's obligations. The sensitivity of this risk is increased by inflationary increases in the benefits provided by the scheme.

Sensitivities

Discount rate
The overall effect of a 0.5% decrease in the discount rate would be an increase to the retirement benefit obligation of £1,086,000. An equivalent increase in the discount rate would result in a similar reduction to the retirement benefit obligation.

Inflation
The overall effect of a 0.5% decrease in expected future inflation would be a decrease to the retirement benefit obligation of £1,086,000.

Life expectancy
The overall effect of changing the life expectancy assumptions such that members are assumed to live one year longer would be an increase to the retirement benefit obligation of £458,000.

Maturity profile
The weighted average maturity profile of the defined benefit obligation is 16.6 years.

The history of experience adjustments is as follows:

	2021
	£'000
Present value of benefit obligations	(12,847)
Fair value of scheme assets	11,317
Deficit in the scheme	(1,530)
Experience adjustments on scheme liabilities	828
% of scheme liabilities	6.4%
Experience adjustments on scheme assets	874
% of scheme assets	7.7%

The estimated amount of contributions expected to be paid in the current financial year is £73,000.

18 Provisions

	2021
	£'000
At Acquisition	4,383
Charged to the statement of profit or loss	660
Released to the statement of profit or loss	(236)
Utilised during the year	(611)
At 31 December	4,196
Included in:	
Current liabilities	2,262
Non-current liabilities	1,934
	4,196

During the period a provision of £32,000 was charged to the statement of profit or loss relating to obligations to continue performance within a number of loss-making Golf sites. A balance of £1,264,000 is included within non-current liabilities. A balance of £264,000 is included in current liabilities. The provision is discounted at a rate of 6%.

During the period £23,000 was utilised relating to obligations to continue performance at a closed contract. A balance of £210,000 is included within current liabilities.

During the period a provision of £236,000 was released to the statement of profit and loss as the Golf course construction cost was reassessed. The whole provision of £1,170,000 is included in current liabilities.

During the period, £9,000 was charged to the statement of profit or loss relating to dilapidation costs. The balance at the year-end of £405,000 is included in non-current liabilities.

From 31 October 2012 the Group has adopted a policy of self-insuring certain losses up to £50,000. A provision has been recognised for such claims, amounting to a £619,000 charge to the statement of profit or loss. £587,000 was utilised during the period. Of the balance, £386,000 is expected to be utilised in twelve months or less and £497,000 is expected to be utilised after twelve months.

19 Deferred tax

	2021 £'000
At Acquisition	**219**
Amount credited to profit or loss	**102**
Amount charged to other comprehensive income	**(12)**
Asset at 31 December	**309**
Included in:	
Non-current assets	**1,403**
Non-current liabilities	**(1,094)**
Asset at 31 December	**309**

The rate at which deferred tax is expected to unwind is 25% with the exception of the group losses which are expected to unwind at 19%. This has been used to calculate the deferred tax assets and liabilities recognised in the statement of financial position.

During the year the main rate of UK corporation tax was 19%.

The deferred tax asset arises from the following:

	At acquisition £'000	Charged to profit or loss £'000	Charged to equity £'000	Closing balance £'000
Depreciation in excess of capital allowances	(622)	63	-	(559)
Short-term temporary differences	17	30	-	47
Chargeable gain held over	(476)	-	-	(476)
Tax on trade losses	913	-	-	913
Tax on provision for retirement benefit obligations	386	9	(12)	383
Asset at 31 December	218	102	(12)	308

The directors consider the recovery of the deferred tax asset to be probable due to forecast future profits and future deficit recovery payments. Deferred tax assets have been recognised in respect of temporary differences and tax relating to the Group's pension liability. There is no unprovided deferred tax at 31 December 2021.

The Company holds no deferred tax asset or liability and there is no unprovided deferred tax relating to the Company.

20 Share capital

	2021 £'000
Authorised, issued and fully paid	
4,000,000 ordinary shares of £1 each	**4,000**
	4,000

Share capital represents the nominal value of equity shares.

21 Financial instruments

The Group uses financial instruments comprising cash, borrowings, trade receivables and trade payables that arise directly from its operations. The main purpose of these financial instruments is to fund on-going operations.

Financial risk factors
The Group's activities are exposed to a variety of financial risks, primarily credit risk and liquidity risk. The Group's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

Risk management is undertaken and monitored by the central finance team and the Group's Board of Directors on an ongoing basis.

a) Credit risk
Credit risk arises from cash and cash equivalents, deposits with banks and credit exposure to customers, including outstanding receivables and committed transactions.

Credit risk is managed at both a Group and at an operational level. For banks and institutions, only independently rated parties with a minimum rating of 'A' are accepted. Credit assessments are carried out by the operating divisions when accepting new customers. The Group benefits from the fact that a percentage of its revenues derive from customers who are local government bodies.

An analysis of the ageing of financial assets held at amortised cost is as follows:

2021	Not past due £'000	< 30 days £'000	30-60 days £'000	60-90 days £'000	> 90 days £'000	Total £'000
Trade receivables	3,600	1,313	274	213	1,192	6,592
Amounts owed by related undertakings	136	-	-	-	-	136
Other receivables	138	-	-	-	100	238
Total	**3,874**	**1,313**	**274**	**213**	**1,292**	**6,966**

The Company had no receivables past their due date at 31 December 2021.

The directors consider the credit quality of the above financial assets (not past due or impaired) to be good. Directors consider the ageing and renegotiation of terms on the above financial assets when determining whether financial assets are impaired.

A reconciliation of the movements in the receivables impairment is as follows:

	2021 £'000
Balance at the beginning of the year	**(263)**
Impairment losses recognised	**(33)**
Amounts written off as uncollectible	**1**
Amounts recovered during the year	**128**
Balance at the end of the year	**(167)**

b) Liquidity risk
The Group monitors its available cash resources and aims to keep credit funds available to maintain flexibility for operational and strategic goals.

The table below analyses the Group's financial liabilities, excluding short-term bank borrowings to be settled on a net basis, into relevant maturity groupings based on the remaining period from the statement of financial position date to the contractual maturity date. The amounts disclosed in the table are the contractual undiscounted cash flows.

	Within 6 months £'000	6 - 12 months £'000	1 - 5 years £'000
Trade payables	3,669	-	-
Amounts owed to related undertakings	93	-	-
Finance lease obligations	93	92	39
Other financial liabilities	6,384	102	-
Total	10,239	194	39

At 31 December 2021 the Company had payables due to subsidiary and related undertakings of £2,020,005 due within six months.

Capital risk management
The Group's objective when managing capital is to safeguard its ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders. In order to maintain or adjust its capital structure, the Group may adjust the amount of dividends paid to shareholders or sell assets to reduce debt. The Group monitors capital on the basis of the gearing ratio. The ratio is calculated as net debt divided by the relevant net assets. Net debt is calculated as bank loans and overdrafts added to finance lease creditors less cash and cash equivalents. The relevant net assets are as presented in the consolidated statement of financial position.

Significant accounting policies
Details of significant accounting policies and methods adopted are disclosed in the accounting policies (note 1). These include the criteria for recognition, the basis of measurement and the basis on which income and expenses are recognised in respect of each class of financial asset, financial liability and equity instrument.

Categories of financial assets and liabilities

Carrying value	2021 £'000
Financial assets	
Loans and receivables (including cash and cash equivalents)	6,966
Financial liabilities	
Held at amortised cost (including overdrafts)	10,472

22 Notes to the consolidated statement of cash flows

	Group Period 1.7.21 to 31.12.21 £'000	Company Period 1.7.21 to 31.12.21 £'000
Profit before taxation	2,045	-
Finance costs recognised in profit or loss	30	-
Depreciation of property, plant and equipment	857	-
Amortisation and impairment charges	334	-
Profit on the sale of property, plant and equipment	(343)	-
Decrease in provisions	(156)	-
Operating cash flows before movements in working capital	2,767	-
Decrease in inventories	83	-
Decrease in receivables	4,168	20
Decrease in payables	(2,493)	-
Income taxes received	(613)	-
Net cash flow generated from operations	3,912	20

23 Reconciliation of net cash flow movement to net debt

	Period 1.7.21 to 31.12.21 £'000
Increase in cash in the period	1,277
Cash outflow from reduction in debt and lease financing	1,232
Change in net debt resulting from cash flows	2,509
Cash at acquisition	(11)
Net cash at 31 December	2,498

24 Analysis of net cash

	At Acquisition £'000	Cash flow £'000	At 31 December £'000
Cash and cash equivalents	1,445	1,277	2,722
Obligations under finance leases	(1,456)	1,232	(224)
Total net cash	(11)	2,509	2,498

25 Related party transactions

Transactions between the Group, the Company and its related parties under common control are disclosed below. Balances are payable in cash under normal commercial terms and are not subject to guarantees or other security unless noted otherwise. No amounts receivable have been impaired.

Transactions with related parties under common control

- During the period a loan of £217,171 was repaid by Coblands Garden Centre Limited, of which Mrs Hewitt is a director. A balance of £nil was outstanding at year-end.
- During the period loan payments amounting to £1,726,876 were made to Alston Investments Limited by Parkwood Holdings Limited. A balance of £1,726,876 was outstanding at the year-end and is held in non-current liabilities.
- During the period, Alston Properties Limited charged rent to subsidiaries of Parkwood Leisure Holdings Limited amounting to £223,917. No balance was outstanding at the year-end.
- During the period Parkwood Holdings Limited recharged centrally negotiated insurance costs totalling £458,301 to the Group. No balance was outstanding at the year-end.
- During the period Glendale Grounds Management Limited charged £32,167 to subsidiaries of the Parkwood Leisure Holdings Limited group in respect of grounds maintenance. A balance of £13,367 was outstanding at the year-end and is held in current trade and other receivables.
- During the period Glendale Countryside Limited charged £239,792 to Parkwood Leisure Limited for grounds maintenance works. A balance of £36,989 was outstanding at the year-end and is held in current trade and other receivables.
- During the period a loan repayment of £350,000 was made to Alston Properties Limited by Parkwood Holdings Limited. This balance is held in non-current liabilities at the year-end.
- At the year-end the Group's operating subsidiaries owed £92,659 to subsidiaries of Parkwood Leisure Holdings Limited. This balance is held in current trade and other payables.
- At the year-end the Group's operating subsidiaries were due £85,592 from subsidiaries of Parkwood Leisure Holdings Limited. This balance is held in current trade and other receivables.

Transactions with directors
As at 31st December 2021 a £2,000,000 was due to a director of Alston Investments Holdings Limited. A £1,105,215 loan was due to a director of J.Mallinson (Ormskirk) Limited and is held in trade and other payables.

Remuneration of key management personnel
The remuneration of the directors of the Company's subsidiaries, who are the key management personnel of the Group, is set out below:

	2021
	£
Short-term employee benefits	**387,416**
Post-employment benefits	**21,058**
	408,474

Ultimate controlling party
The ultimate controlling parties of the Company are Mrs M P Hewitt and Mr M J Quayle, the majority shareholders.

26 Business combinations

Alston Investments Limited
On 9 July 2021 the Group acquired 100% of the share capital of Alston Investments Limited in exchange for £2,000,000 of cash plus the issue of 2,000,000 £1 ordinary shares in Alston Investments Holdings Limited to the shareholders of Alston Investments Limited.

The acquisition resulted in goodwill of £2,030,000 which management have estimated the useful life to be 5 years.

The following table summarises the consideration paid by the Group, the fair value of the assets acquired and liabilities assumed.

	£'000
Cash	2,000
Ordinary shares	2,000
Total consideration	**4,000**

Amounts of identifiable assets acquired and liabilities assumed

	Book values £'000	Fair value adjustments £'000	Fair value at acquisition £'000
Property, plant and equipment	8,756	-	8,756
Deferred tax asset	740	-	740
Trade and other receivables	8,838	-	8,838
Cash and cash equivalents	134	-	134
Trade and other payables	(8,181)	-	(8,181)
Provisions	(4,272)	-	(4,272)
Retirement benefit obligations	(1,545)	-	(1,545)
Bank Loan	(2,500)	-	(2,500)
Total identifiable net assets	**1,970**	**-**	**1,970**

Mallinson Holdings Limited

On 9 July 2021 the Group also acquired 100% of the share capital of Mallinson Holdings Limited in exchange for the issue of 1,999,999 £1 ordinary shares.

The acquisition resulted in goodwill of £1,307,000 which management have estimated the useful life to be 5 years.

The following table summarises the consideration paid by the Group, the fair value of the assets acquired and liabilities assumed.

Consideration

	£'000
Ordinary shares	2,000
Total consideration	**2,000**

Amounts of identifiable assets acquired and liabilities assumed

	Book values £'000	Fair value adjustments £'000	Fair value at acquisition £'000
Property, plant and equipment	2,614	-	2,614
Trade and other receivables	5,089	-	5,089
Cash and cash equivalents	1,621	-	1,621
Trade and other payables	(6,558)	-	(6,558)
Deferred tax liability	(573)	-	(573)
Bank Loan	(1,500)	-	(1,500)
Total identifiable net assets	**693**	**-**	**693**

Parkwood Healthcare Holdings Limited

On 29 October 2021 the Group acquired 80% of the share capital of Parkwood Healthcare Holdings Limited in exchange for the issue of 80 £1 ordinary shares.

The acquisition resulted in negative goodwill of £76,000 which will be released over 5 years.

The following table summarises the fair value of the assets acquired and liabilities assumed.

Amounts of identifiable assets acquired and liabilities assumed

	Book values £'000	Fair value adjustments £'000	Fair value at acquisition £'000
Deferred tax asset	52	-	52
Trade and other receivables	149	-	149
Cash and cash equivalents	611	-	611
Trade and other payables	(717)	-	(717)
Total identifiable net assets	**95**	**-**	**95**

Identifiable net assets attributable to:	
Owners of the parent	76
Non-controlling interests	19
	95

27 Non-controlling interests

On 29 October 2021 the Group acquired 80% of the share capital of Parkwood Healthcare Holdings Limited. At the date of acquisition the Group recognised the carrying amount of the non-controlling interest of £32,000.