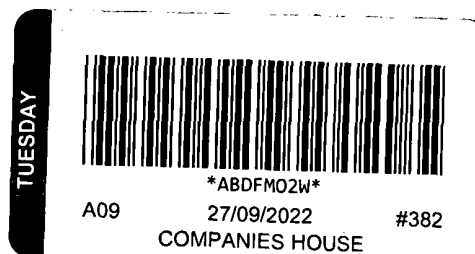


Company registration No. 06557145

Hungryhouse Holdings Limited
Annual Report and Financial Statements
Year ended 31 December 2021



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Company information

Directors
MV Ingram

Registered Number
06557145

Registered Office
Fleet Place House
2 Fleet Place
London
United Kingdom
EC4M 7RF

Directors' Report

The Directors present their report together with the audited financial statements for the year ended 31 December 2021.

Principal activities

The business of Hungryhouse Holdings Limited (the "Company") continues to be that of a holding company. The Company is not involved in any other trading activity other than the management of its investments.

Results and dividends

The Company made a £4k profit in the year (2020: £2,646k profit (restated)).

There were no dividends paid during the year (2020: £nil (restated))

Going concern

It is the intention of directors to liquidate the Company within 12 months of the approval of these financial statements and therefore these financial statements have not been prepared on the going concern basis. These financial statements have been prepared on the break up basis.

Directors' responsibilities statement

The Directors are responsible for preparing the Directors' report and the financial statements in accordance with applicable law and regulations.

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). 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;
- Prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements.

The Directors are responsible for keeping adequate accounting records that are sufficient to show and explain the Company's transactions and disclose with reasonable accuracy at any time the financial position of the Company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Disclosure of information to auditors

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


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

In preparing this report, the Directors have taken advantage of the small companies exemptions provided by section 415A of the Companies Act 2006.

This report has been prepared in accordance with the provisions applicable to companies subject to the small companies regime.

This report was approved by the board on 13/9/22 and signed on its behalf.

By order of the board:

DocuSigned by:

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MV Ingram
Director

Independent auditor's report to the members of Hungryhouse Holdings Limited

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Hungryhouse Holdings Limited (the 'Company') for the year ended 31 December 2021, which comprise the Statement of profit or loss, the Statement of financial position, the Statement of changes in equity and the notes to the financial statements. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 'Reduced Disclosure Framework' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Company's affairs as at 31 December 2021 and of its loss for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis of 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 Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council'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.

Material uncertainty related to going concern

As explained in note 1.2, the director intends to liquidate the Company within 12 months of the approval of these financial statements. The financial statements have been prepared on a break up basis rather than a going concern basis.

Our opinion is not modified in respect of this matter.

Other information

The directors are responsible for the other information. The other information comprises the information included in the Annual Report, other than the financial statements and our Auditors' report 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 there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

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

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Directors' report.

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

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

Responsibility of directors

As explained more fully in the Directors' responsibilities statement set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

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 an Auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with ISAs (UK) will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

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:

- enquiring of management concerning actual and potential litigation and claims;
- performing analytical procedures to identify any unusual results that may indicate risks of material misstatement due to fraud;
- reading minutes of meetings;
- assessing any management override of controls by testing journal entries and other adjustments and
- reviewing accounting estimates for indications of potential bias;
- evaluating any transactions that are unusual or outside the normal course of business; and
- maintaining alert to any fraud risks throughout the audit.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

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 Auditors' report.

Use of our report

This report is made solely to the Company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the Company's members those matters we are required to state to them in an Auditors' report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the Company and the Company's members, as a body, for our audit work, for this report, or for the opinions we have formed.



Daniel Reid (FCA) (Senior Statutory Auditor)

For and on behalf of:

Donald Reid Limited
Chartered Accountants
Statutory Auditors
Prince Albert House
20 King Street
Maidenhead
Berkshire
SL6 1DT

Date: 22/9/22

Statement of Profit or Loss
for the year ended 31 December 2021

	Notes	2021 £'000	2020 (restated) £'000
Dividend Received		-	2,674
Administrative expenses	3	<u>4</u>	<u>(28)</u>
Profit/(loss) before taxation	3	<u>4</u>	<u>2,646</u>
Tax on loss on ordinary activities	4	-	-
Profit/(loss) for the financial year		<u>4</u>	<u>2,646</u>

There are no items of other comprehensive income other than the profit for the year. Accordingly, no separate statement of comprehensive income is presented for the current and prior year.

The notes on pages 13 to 16 form part of these financial statements.

Statement of Financial Position

for the year ended 31 December 2021


	Notes	2021 £'000	2020 (restated) £'000
Non-current Assets			
Debtors	6	-	705
		-	705
Current assets			
Debtors	5	2,657	1,952
Cash and cash equivalents		-	-
		2,657	2,086
Creditors: amounts falling due within one year	7	(701)	(705)
Net current assets		1,956	1,247
Total assets less current liabilities		1,956	1,952
Capital and Reserves			
Called up Share capital	8	-	-
Share premium account		1,950	1,950
Profit and loss account		6	2
Shareholders' funds		1,956	1,952

The Directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 ("the Act") with respect to accounting records and for preparing financial statements which give a true and fair view of the state of affairs of the Company as at 31 December 2021 and of its profit for the year in accordance with the requirements of sections 394 and 395 of the Act and which otherwise comply with the requirements of the Act relating to financial statements, so far as applicable to the Company.

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

The notes on pages 13 to 16 form part of these financial statements.

The financial statements were approved and authorised for issue by the board on 13/9/22 and were signed on its behalf by:

DocuSigned by:

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MV Ingram
 Director

Statement of Changes in Equity

for the year ended 31 December 2021

	Called up share capital £'000	Share premium £'000	Profit and loss account £'000	Total equity £'000
Balance at 1 January 2020 (restated)	-	1,950	(122)	1,828
Total comprehensive income for the period				
Profit/ (Loss) for the financial year (restated)	-	-	2,646	2,646
Movement in Reserves	-	-	(2,523)	(2,511)
Balance at 31 December 2020 (restated)	-	1,950	2	1,952
Balance at 1 January 2021	-	1,950	2	1,952
Total comprehensive income for the period				
Profit/ (Loss) for the financial year	-	-	4	4
Balance at 31 December 2021	-	1,950	6	1,956

The notes on pages 13 to 16 form part of these financial statements.

Notes

Forming part of the financial statements

1. Accounting policies

1.1. Basis of preparation

Hungryhouse Holdings Limited is a company limited by shares and incorporated and domiciled in the UK. The registration number is 06557145. For further information regarding directors and the registered office, please refer to page 3.

The financial statements were prepared in accordance with FRS 101 Reduced Disclosure Framework ("FRS 101"). The amendments to FRS issued in May 2021 have been applied.

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

In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of IFRS as adopted by the EU, but makes amendments where necessary in order to comply with Companies Act 2006 and has set out below where advantage of the FRS 101 disclosure exemptions has been taken.

As at 31 December 2021, the Company's ultimate parent undertaking was Just Eat Takeaway.com N.V. The consolidated financial statements of Just Eat Takeaway.com N.V. are prepared in accordance with International Financial Reporting Standards. Copies of the financial statements for Just Eat Takeaway.com N.V. are publicly available from Companies House, United Kingdom and via the Just Eat Takeaway.com corporate website <https://www.justeattakeaway.com/investors/results-and-reports/>. Just Eat Takeaway.com N.V. does not have a majority shareholder.

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

- A Cash Flow Statement and related notes;
- Comparative period reconciliations for share capital and tangible fixed assets;
- Disclosures in respect of transactions with wholly owned subsidiaries;
- Disclosures in respect of capital management
- The effects of new but not yet effective IFRSs;
- Disclosures in respect of the compensation of Key Management Personnel; and
- Disclosures of transactions with a management entity that provides key management personnel services to the Company.

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

1.2. Going concern

It is the intention of directors to liquidate the Company within 12 months of the approval of these financial statements and therefore these financial statements have been prepared on the break up basis rather than the going concern basis.

1.3. Taxation

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

Deferred tax is accounted for using the balance sheet liability method in respect of temporary differences arising from differences between the carrying value of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit.

Deferred tax assets are recognised to the extent that it is probable that the future taxable profit will be available against which the temporary differences can be utilised. Their carrying amount is reviewed at each reporting date on the same basis.

1.4. Foreign currencies

Assets and liabilities in foreign currencies are translated into sterling at the rates of exchange ruling at the balance sheet date. Transactions are translated into sterling at the rates of exchange ruling at the date of transaction. Exchange differences are taken into account in arriving at the operating result.

1.5. Trade and other debtors

Trade and other debtors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method, less any impairment losses.

1.6. Trade and other creditors

Trade and other debtors are recognised initially at fair value. Subsequent to initial recognition they are measured at amortised cost using the effective interest method.

1.7. Investments in associates

The carrying amounts of investments are reviewed for each reporting period, together with any other assets under the scope of *IAS 36 Impairment of Assets*, in order to assess whether there is any indication that those assets have suffered an impairment loss, see note 5.

2. Employees and Directors

There were no staff costs for the year ended 31 December 2021 (2020: £nil). The directors are employees of other group companies and their remuneration was paid by other group companies. The estimated remuneration in respect of their services to the company in the year was £nil (2020: £nil).

The average monthly number of employees during the year (including Directors) was made up as follows; 2021: £nil (2020: £nil).

3. Profit before taxation

The profit/(loss) before taxation is stated after charging:

	2021 £000	2020 (restated) £000
Administrative expenses	4	(28)
Dividend Received	-	2,674

4. Taxation**Analysis of tax**

No liability to UK corporation tax arose on the activities for the year ended 31 December 2021. For the year ended 31 December 2020 there a UK corporation tax of £Nil. (restated).

Factors affecting the tax charge for the current year

The current tax charge for the period is 19% (2020:19%):

	2021 £'000	2020 (restated) £'000
<i>Tax reconciliation</i>		
Profit/(loss) before tax:	4	2,646
Profit/(loss) multiplied by the standard rate of UK corporation tax of 19% (2019: 19%)	1	503
Effects of:		
Group tax relief	-	-
Expenses non-deductible for tax	(1)	(503)
	-	-

5. Debtors: amounts falling due within one year

	2021 £000	2020 (restated) £000
Amounts owed by group undertakings	1,952	1,952
Trade & other receivables	705	-

6. Debtors: amounts falling due over one year

	2021 £000	2020 (restated) £000
Amounts owed by group undertakings	-	-
Trade & other receivables	-	705

7. Creditors: amounts falling due within one year

	2021	2020
	£000	(restated)
		£000
Amounts owed to group undertakings	(701)	-
Trade & other payables	-	(705)

8. Called up share capital

	2021	2020
	£	£
<i>Alloted, issued and fully paid:</i>		
475 ordinary shares of £0.01 each	5	5

9. Prior year adjustment

The prior year comparatives have been adjusted to record the loan waiver from its subsidiary to its parent as a dividend receivable and payable in its capacity as an intermediate company between the transacting companies. The resultant withholding tax payable and recoverable has also been included.

As a result of this restatement dividend income was recorded of £2,646k and a dividend payable was recorded of £2,523k. This resulted in an increase in the amounts owed by group undertakings from £1,800k to £1,952k. The withholding tax payable of £705k has been included in other payables and £705k has been included in other receivables greater than 1 year.

As a result of these changes, the profit and loss reserves and net assets were increased by £152k.

10. Controlling party

The immediate parent company is Just Eat.co.uk Limited, a company incorporated in England and Wales. The registered address of Just Eat.co.uk Limited is Fleet Place House, 2 Fleet Place, London EC4M 7RF. Just Eat.co.uk Limited acquired the entire issued share capital of the company on 31 January 2018.

The ultimate parent company is Just Eat Takeaway.com N.V., a company incorporated in the Netherlands. The registered address of Just Eat Takeaway.com N.V. is Oosterdoksstraat 80, 1011 DK Amsterdam, the Netherlands. Copies of the financial statements for Just Eat Takeaway.com N.V. are publicly available from Companies House, United Kingdom and via the Just Eat Takeaway.com corporate website <https://www.justeattakeaway.com/investors/results-and-reports/>. Just Eat Takeaway.com N.V. does not have a majority shareholder and was the largest and smallest group for which group accounts are compiled.