Registered number: 07007357

Animed Direct Limited UNAUDITED ANNUAL REPORT AND FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023



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COMPANY INFORMATION

Directors

R Fairman R Alfonso B Jacklin

Registered number

07007357

Registered office

CVS House Owen Road Diss Norfolk IP22 4ER United Kingdom

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STRATEGIC REPORT FOR THE YEAR ENDED 30 JUNE 2023

Introduction

The directors present their strategic report for the year ended 30 June 2023.

The principal activity of the company is the online dispensary and sales of veterinary products. It is a subsidiary of CVS (UK) Limited.

Business review

Revenue for the Company of £49,703,000 (2022: £47,184,000) was ahead of expectations. This increase in revenue was driven by both an increase in volumes and prices throughout the year. The Company made a profit after tax of £2,674,000 (2022: £2,199,000).

The Company has seen a decrease in net current assets of £6,387,000, and a decrease in net assets of £5,326,000.

The Directors consider the result for the year and the year end position to be satisfactory. The Directors do not recommend the payment of a dividend (2022: £nil). Dividends of £8,000,000 (2022: £nil) have been declared and paid during the year as a final dividend for 2022.

The Company is an integral part of the operations of its ultimate parent undertaking CVS Group plc ("the Group") and as such the "Strategic Report" on pages 1 to 68 of the CVS Group plc 2023 Annual Report, which does not form part of this report, should be read for a full review of the Group's business and developments in the year.

Outlook

The Directors consider the outlook of CVS Group plc and all its subsidiaries as a whole. CVS Group plc and its subsidiaries operate in a sector with favourable market and consumer trends, with pet owners who remain willing to spend money on their pets, and clinical enhancements increasing the range of services we can offer. The companion animal market has grown significantly, both in the reported number of pets owned and in the reported willingness of owners to spend money on their pets' health and wellbeing.

There has been a reported growing trend towards "humanisation" of pets, with owners treating them increasingly like family members, which translates into increased spend on both clinical care of the animals, purchases of ancillary products such as pet food and toys, and preventative healthcare such as regular vaccinations. The continued growth in the companion animal market is expected to generate further growth within the Company, as the products sold by the Company are complimentary to the main animal market.

Financially, the Group has delivered growth both organically and through acquisitions. The Group has strong foundations to continue to develop and grow within the veterinary market and our investors have demonstrated confidence in our ability to do that.

Looking ahead, we are optimistic for future growth and development of the Group, its services and its people. We will continue our strategy of synergistic acquisitions to complement our organic growth.

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2023

Principal risks and uncertainties

The Directors consider that the principal risks (including financial risks) and uncertainties of the Company are integrated with the principal risks and uncertainties of the Group and are not managed separately. The principal risks and uncertainties of the Group, which include those of the Company, are: Key employees, Economic environment, Competition, Adverse publicity, Information technology, Changes in industry regulations, Sourcing pharmaceutical supplies, Sourcing and integrating acquisitions, Health and Safety legislation, Corporate legislation and regulatory requirements, Bank facilities, Future pandemic or lockdown, Sustainability and climate change, Epidemiology, Cyber attack and Competition and Markets Authority Market Review. These are discussed further, within the "Principal risks and uncertainties" on pages 60 to 68 of the CVS Group plc 2023 Annual report which does not form part of this report. The Group has also considered their environmental impact as disclosed in the "Streamlined Energy and Carbon Reporting" on pages 98 and 99 of the CVS Group plc 2023 Annual Report.

Financial risk factors

The Company's operations expose it to a variety of financial risks that include market risk (including currency risk), credit risk and liquidity risk. Given the size of the Company, the Directors have not delegated the responsibility of monitoring financial risk management to a sub-committee of the Board. The policies set by the Board of Directors are implemented by the Group's finance department.

a) Market risk

Cash flow and fair value interest rate risk.

As the Company has no significant interest-bearing assets, the Company's income and operating cash inflows are substantially independent of changes in market interest rates.

b) Credit risk

Trade receivables are recognised initially at fair value and subsequently measured at amortised cost, less provision for impairment. A provision for impairment of trade receivables is recognised on trade receivables if there is considered to be expected credit losses. The amount of expected credit losses is calculated using the simplified approach as allowable under IFRS 9 and is updated at each reporting date to reflect changes in credit risk since initial recognition of the financial asset. Losses arising from impairment are recognised in the statement of comprehensive income in other administrative expenses.

The credit risk on liquid funds is limited because the counterparties are banks with high credit ratings assigned by international credit rating agencies.

Concentrations of credit risk with respect to trade receivables are limited due to the Company's diverse customer base. Customer accounts are also monitored on an ongoing basis and appropriate action is taken where necessary to minimise any credit risk. The Directors therefore believe there is no further credit risk provision required in excess of normal provision for impaired receivables.

The maximum exposure to credit risk at 30 June 2023 is the fair value of each class of receivable as disclosed in note 12 to the financial statements.

c) Liquidity risk

Prudent liquidity risk management implies maintaining sufficient cash and marketable securities and the availability of funding through an adequate amount of committed credit facilities and availability of parent company funding if required. Management monitors rolling forecasts of the Company's liquidity reserve on the basis of expected cash flow.

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2023

Key performance indicators (KPI's)

The Directors of the Company manage the Company's operations on a consolidated basis. For this reason, the Company's Directors believe that analysis using key performance indicators at the Company level (financial and non-financial) is not necessary or appropriate for an understanding of the development, performance or position of the business of Animed Direct Limited. Further information about KPI's are discussed within the "key performance indicators" on page 24 to 27 of the CVS Group plc 2023 Annual Report which does not form part of this report. The development, performance and position of CVS Group plc, which includes the Company, is discussed within the "Financial Review" on pages 55 to 59 of the CVS Group plc 2023 Annual Report which does not form part of this report.

Responding to Stakeholders' needs under S.172 Companies Act 2006

Our section 172 statement sets out how the Board has had regard to the matters set out in section 172(1) (a) to (f) of the Companies Act 2006 (s172) in carrying out its duties over the course of the year. The Company's purpose, vision and strategy are underpinned by the codified duty to promote the success of the Company for the benefit of its members as a whole, whilst having regard to the matters set out in s172(1) being:

- a) the likely consequences of any decisions in the long term;
- b) the interests of the Company's employees;
- c) the need to foster the Company's business relationships with suppliers, customers and others;
- d) the impact of the Company's operations on the community and environment;
- e) the desirability of the Company maintaining a reputation for high standards of business conduct; and
- f) the need to act fairly between members of the Company.

The underlying principles set out in s172 form the basis for decision making by the Board. The Board has identified six key stakeholders who are essential to the delivery of the Company's strategy and long-term success, details of which are set out on the following pages. Our colleagues, customers, shareholders, community, industry bodies and suppliers are at the heart of what we do; it is of the highest importance to us that we engage with all of our stakeholders meaningfully to inform decision-making and ensure that we provide value in all areas of our business. We promote an ongoing dialogue with all of our stakeholders to enable us to act on feedback and foster a culture of honesty and integrity.

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2023

Stakeholder

Our colleagues

Why we engage

Our vision is to be the veterinary company people correspondence in the most want to work for. By engaging with our colleagues, we can understand their motivations and work with them to maximise colleague engagement and welfare. Our focus is continuing to provide our colleagues with the flexibility and support they need to develop their careers.

How we engage

We issue Company-wide form of weekly emails, a monthly magazine and regular live video briefings, which are issued in English customers or animals, and Dutch with subtitles, to under which colleagues improve accessibility. We host an annual conference where clinical colleagues from across our divisions can engage with other members of the business.

We actively monitor our colleague satisfaction via our employee Net Promoter Score (eNPS). which is updated monthly. The score is broken down on a divisional basis, and business leaders seek feedback in response to changes in the score.

Although much of our dayto-day engagement with colleagues is delegated to local teams, a Non-**Executive Director** regularly meets with our colleagues to discuss key matters.

Outcome

During the year, we introduced a zerotolerance policy for abusive behaviour towards colleagues, other are supported to deal with abusive behaviour.

We introduced a range of new benefits and policies to support our colleagues, acting on feedback to introduce policies relating to significant health-related and life events.

Our colleague eNPS score increased to 14.6 from 4.8 in 2022.

We have launched new training packages aimed at increasing colleague wellbeing in the workplace, including a "What matters to you?" framework, psychological safety training and additional support for leaders to improve their impact on their colleagues' wellbeing.

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2023

Stakeholder

Our Patients and their owners (customers)

Why we engage

Customers rightly expect the highest quality care for their animals. We provide this through our integrated veterinary services model which enables us to deliver mail, promoting animal high clinical standards and quality facilities.

We engage with our customers to ensure we are meeting their high standards of service, and to identify opportunities to improve client service

How we engage

We regularly communicate Client NPS has increased with our customers through a variety of channels such as social media, email and direct wellbeing in addition to discounts and benefits.

We seek feedback from customers enabling us to measure our client Net Promoter Score.

Outcome

to 73.0 from 71.9 in 2022.

We are undertaking a programme of investment in our business, including changes designed to improve the experience for customers.

We introduced two pharmacy robots in the year to improve the service we deliver to our clients.

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2023

Stakeholder

Our investors (shareholders)

Why we engage

We actively engage with our shareholders, highlighting our investment Annual General Meeting case and communicating our future plans, to ensure the Company's strategy is aligned to the interests of its shareholders.

Our shareholders hold us accountable for doing the right thing, and by engaging with them we can understand and act on We keep the investor their expectations. enabling us to drive the business forward, deliver sustainable growth in shareholder returns and attract additional investors to support the business.

How we engage

We engage with our shareholders through our (AGM), broker conferences, one-to one meetings and investor roadshows. We have an ongoing dialogue with our shareholders and value their feedback, which is regularly discussed at Board meetings.

section of our website up to date to provide timely updates about Company activities.

encouraged to contact Directors on all matters relating to governance and strategy via the Company Secretary. Our Executive Directors take part in live webcasts of our interim and preliminary results announcements, including live question and answer sessions with analysts.

Animed Direct Limited is under common directorship and oversight as the parent company, and therefore there is regular interaction between the Company and the rest of the Group.

Outcome

At the 2022 Group AGM, 100.0% of resolutions were passed with all resolutions achieving over 90.0% votes for, other than the re-appointment of Richard Grav which achieved 80.1%.

In November 2022, we hosted a Capital Markets Day in the north of England. During this event we outlined the key elements behind our ambition to double EBITDA over five years and provided attendees with an opportunity to tour Individual shareholders are two practices and take part in interactive demonstrations.

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2023

Stakeholder

Our communities

Why we engage

We regularly engage with local communities in which our Company operates, communities of pet owners local charities or and animal carers, and the individuals who identify communities to which our colleagues belong, in order to understand how we can We have a charity of the support them.

By engaging with our communities we can find ways to contribute positively to the environments in which we work, promote employment satisfaction within our operations and support our communities to achieve common goals, such as the advancement of clinical care.

How we engage

We engage within local communities, providing key care to animals for animals in need.

year, which is chosen by our colleagues, in 2022-23 this was Pet Blood Bank. Throughout the year we held regular fundraising events from bake sales in local practices to Groupwide promoted events. In 2023-24 we look forward to supporting Guide Dogs, which has been chosen by our colleagues.

We are active within the veterinary community, engaging with industry bodies on topical subjects, and supporting veterinary professionals to advance the profession, for example through our Clinical Research Awards. We also support charities, such as Vetlife, which support individuals and their families in the veterinary community

Outcome

Our colleagues raised nearly £19,000 in 2023 for our charity of the year, Pet Blood Bank, which was matched by CVS in a donation to Vetlife.

We are piloting a student outreach Equity, Diversity and Inclusion initiative. This project is about creating equity for all students regardless of their background who might like a career in our industry, raising awareness of the opportunities the veterinary industry offers and encouraging students to take up a veterinary career.

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2023

Stakeholder

bodies)

Why we engage

Our profession (Industry We actively engage with our industry bodies, including the Royal College range of issues. of Veterinary Surgeons (RCVS), the British Veterinary Association (BVA) and the British **Veterinary Nurses** Association (BVNA), to promote innovation and advancement within the veterinary industry

How we engage

We engage with our regulators over a wide

Where appropriate, we hold meetings with industry improvement should be bodies, such as the RCVS, prepared to share its Defence Society, to discuss key issues and share initiatives and improvements across the industry.

Appropriate colleagues attend update calls and webinars with regulatory bodies to understand upcoming regulatory changes.

Outcome

In June 2023, we again published our annual **Quality Improvement** report. An organisation that is committed to quality BVA, BVNA and Veterinary results, celebrate progress and recognise success in learning, which is what we aim to achieve with this report.

> We launched our clinical improvement projects to support our colleagues and also drive continuous improvement within the industry as a whole.

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2023

Stakeholder

Our suppliers

Why we engage

We are proud to have long-term relationships with our wholesalers and manufacturers. regularly communicating with them to promote positive relationships. Through these relationships we can generate consistent return achieving mutually favourable terms on purchases.

We engage with our suppliers to deliver ongoing benefits to our businesses, collaboratively finding operational and sustainable improvements and delivering improved value.

We have shared sustainability goals with some of our key suppliers. We recognise that through working together we can reduce our impact on the environment.

How we engage

We regularly communicate During the year, we with our suppliers to review completed a full review of contract terms and identify our supplier policies, mutually beneficial opportunities.

attend our annual conference to understand our business, engage with custom for our suppliers, in other key stakeholders and diligence process to ask any questions they may have.

> We attend industry conferences and events which are also attended by our existing suppliers, as well as other suppliers that we may work with in the future. We actively engage at these events to understand where our goals might be aligned to those of suppliers.

Outcome

including due diligence, code of conduct and labour force, with the Our suppliers are invited to engagement of existing suppliers. During this process we aimed to add more rigour to the due ensure long-term relationships can be maintained with suppliers and added additional questions about sustainability and environmental impact.

> We continue to nurture our strong working relationships with some of our key suppliers, including attendance at conferences, inviting suppliers to host stands at our annual colleague conference, and inviting suppliers to be involved in charity initiatives such as our annual CVS Team Distance Challenge, which four of our suppliers were involved with including sponsorship.

Sustainability is a key priority for both us and many of our suppliers, and we are working with a number of suppliers to implement initiatives including trials of reusable equipment, improved waste disposal, and promoting bulk buying and scheduled orders to reduce freight emissions.

Future developments

The Directors expect the general level of activity to remain consistent with prior years. The Company will continue to seek growth opportunities through the provision of new products to customers.

STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2023

This report was approved by the board on 6 November 2023 and signed on its behalf.

R Alfonso Director

DIRECTORS' REPORT FOR THE YEAR ENDED 30 JUNE 2023

The Directors present their report and the financial statements for the year ended 30 June 2023.

Directors' responsibilities statement

The Directors are responsible for preparing the Annual 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), including Financial Reporting Standard 101 'Reduced Disclosure Framework'. Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

In preparing these financial statements, the Directors are required to:

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

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

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

Directors

The Directors who served during the year were:

R Fairman

R Alfonso

B Jacklin

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 30 JUNE 2023

Directors' third-party indemnity provision

A qualifying third-party indemnity provision as defined in Section 234 of the Companies Act 2006 was in force during the year and also at the balance sheet date for the benefit of each of the Directors in respect of liabilities incurred as a result of their office with the Company and any associated company, to the extent permitted by law. In respect of those liabilities for which Directors may not be indemnified, the Company maintained a directors' and officers' liability insurance policy throughout the financial year.

Going Concern

In preparing these financial statements, the Directors have had regard to both the forecasts of the ultimate parent company CVS Group plc ("the Group"), of which the Company is an integral part, and the unrestricted letter of support received, in which the CVS Group plc has pledged continuing financial support for at least 12 months from the date of approval of these financial statements, and to seek repayment of intercompany liabilities only to the extent that the Company is able to pay other debts as they fall due.

After having regard to the financial forecasts, cash position, liquidity and total available facilities of the Group and related covenant requirements, the Directors have concluded there is a reasonable expectation that the Group as a whole will continue to trade for at least 12 months from the date of approval of these financial statements, and in virtue of this and the letter of support received from CVS Group plc, the Company will also continue to trade and meet its liabilities as they fall due for at least the same period. As a result, the Directors continue to adopt the going concern basis in preparing these financial statements.

Research and development expenditure

The Company did not incur research and development expenditure during the year ended 30 June 2023 or 30 June 2022.

Disclosure in the Strategic Report

The principle activity, business review, future developments and financial risk factors of the Company have been disclosed in the Strategic Report in accordance with section 414C of the Companies Act 2006.

Events since the year end

There have been no significant events affecting the Company since the year end.

In respect of year ending 30 June 2022 was subject to an audit. The members have elected to take the section 479a exemption in the current year.

This report was approved by the board on 6 November 2023

and signed on its behalf.

R Alfonso Director

STATEMENT OF COMPREHENSIVE INCOME FOR THE YEAR ENDED 30 JUNE 2023

	2023	2022
Note	£'000	£'000
3	49,703	47,184
	(38,865)	(37,521)
-	10,838	9,663
	(7,693)	(6,944)
5	3,145	2,719
5	3,145	2,719
6	(471)	(520)
-	2,674	2,199
- -	-	<u> </u>
-	2,674	2,199
	3 - 5 - 5	Note £'000 3

All activities derive from continuing operations.

The notes on pages 16 to 34 form part of these financial statements.

ANIMED DIRECT LIMITED REGISTERED NUMBER: 07007357

STATEMENT OF FINANCIAL POSITION AS AT 30 JUNE 2023

	Note		2023 £'000		2022 £'000
Fixed assets					
Intangible assets	8		2,397		1,715
Tangible assets	9		738		330
Deferred tax			10		39
			3,145		2,084
Current assets					
Stocks		2,798		966	
Trade and other receivables		13,963		24,929	
	_	16,761		25,895	
Creditors: amounts falling due within one year		(16,024)		(18,771)	
Net current assets	_		737		7,124
Net assets		_ _	3,882		9,208
Capital and reserves		_			
Called up share capital			-		-
Retained earnings			3,882		9,208
		_	3,882		9,208
		=		:	

The members have not required the Company to obtain and audit for the year in question in accordance with section 476 of the Companies Act 2006.

The company was entitled to exemption from audit under section 479a of the Companies Act 2006.

The Directors acknowledge thier responsibilities for complying with the requirements of the Companies Act 2006 with respoect to accounting records and the preparation of financial statements.

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

R Alfonso 6 November 2023 Director

The notes on pages 16 to 34 form part of these financial statements.

STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 30 JUNE 2023

	Called up share capital £'000	Retained earnings	Total equity £'000
At 1 July 2021	-	7,009	7,009
Comprehensive income for the year			
Profit for the year	-	2,199	2,199
Total comprehensive income for the year	-	2,199	2,199
At 1 July 2022	-	9,208	9,208
Comprehensive income for the year			
Profit for the year	-	2,674	2,674
Total comprehensive income for the year		2,674	2,674
Dividends: Equity capital	-	(8,000)	(8,000)
At 30 June 2023	-	3,882	3,882

The notes on pages 16 to 34 form part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

1. Statutory information

Animed Direct Limited is a private company, limited by shares, incorporated in the UK under the Companies Act 2006 and is registered in England and Wales. The Company's registered number and registered office address can be found on the Company Information page.

The presentational currency of the financial statements is the Pound Sterling (£).

The principal activity of the Company is the online dispensary and sales of veterinary products.

2. Accounting policies

2.1 Basis of preparation of financial statements

These financial statements present the financial record for the year ended 30 June 2023 of Animed Direct Limited.

These financial statements have been prepared in accordance with Financial Reporting Standard 101, "Reduced Disclosure Framework" (FRS 101) and the Companies Act 2006 (the Act). FRS 101 sets out a reduced disclosure framework for a 'qualifying entity' as defined in the standard which addresses the financial reporting requirements and disclosure exemptions in the individual financial statements of qualifying entities that otherwise apply the recognition, measurement and disclosure requirements of IFRS.

The Company is a qualifying entity for the purposes of FRS 101 as a member of a Group where the parent of that Group prepares publicly available consolidated financial statements which are intended to give a true and fair view (of the assets, liabilities, financial position and profit or loss) and that entity must be included in the consolidation. Note 17 gives details of the Company's parent and from where its consolidated financial statements prepared in accordance with IFRS may be obtained.

These financial statements have been prepared on a going concern basis and under the historical cost convention.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

2. Accounting policies (continued)

2.2 Financial Reporting Standard 101 - reduced disclosure exemptions

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

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 Revenue from Contracts with Customers
- the requirements of paragraph 52, the second sentence of paragraph 89, and paragraphs 90, 91 and 93 of IFRS 16 Leases. The requirements of paragraph 58 of IFRS 16, provided that the disclosure of details in indebtedness relating to amounts payable after 5 years required by company law is presented separately for lease liabilities and other liabilities, and in total
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
 - paragraph 73(e) of IAS 16 Property, Plant and Equipment;
 - paragraph 118(e) of IAS 38 Intangible Assets;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member

This information is included in the consolidated financial statements of CVS Group plc as at 30 June 2023 and these financial statements may be obtained from www.cvsuk.ltd.

2.3 Standards adopted by the Company for the first time

Four new and revised standards, including the following, are effective for annual periods beginning on or after 1 January 2022:

- Amendment to IFRS 3 Reference to the conceptual framework
- Amendments to IAS 16 Property, Plant and Equipment Proceeds before intended use
- Amendments to IAS 37 Onerous Contracts Costs of Fulfilling a Contract
- Annual improvements to IFRS Standards 2018–2020

Adoption of these standards has not had an impact on the Companies financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

2. Accounting policies (continued)

2.4 Going concern

In preparing these financial statements, the Directors have had regard to both the forecasts of the ultimate parent company CVS Group plc ("the Group"), of which the Company is an integral part, and the unrestricted letter of support received, in which the CVS Group plc has pledged continuing financial support for at least 12 months from the date of approval of these financial statements, and to seek repayment of intercompany liabilities only to the extent that the Company is able to pay other debts as they fall due.

After having regard to the financial forecasts, cash position, liquidity and total available facilities of the Group and related covenant requirements, the Directors have concluded there is a reasonable expectation that the Group as a whole will continue to trade for at least 12 months from the date of approval of these financial statements, and in virtue of this and the letter of support received from CVS Group plc, the Company will also continue to trade and meet its liabilities as they fall due for at least the same period. As a result, the Directors continue to adopt the going concern basis in preparing these financial statements.

2.5 Revenue

Revenue is measured in accordance with relevant accounting standards. For all contracts within the scope of IFRS 15, 'Revenue from Contracts with Customers', the Group determines whether enforceable rights and obligations have been created with the customer and recognises revenue based on total transaction price as estimated at the contract inception, being the amount which the Group expects to be entitled to and has present enforceable rights under contract. Revenue is allocated proportionately across the contract performance obligations and recognised either over time or at a point in time as appropriate.

Revenue relating to the sale of veterinary and dispensary products is recognised according to the terms of sale, at the point in time when the performance obligations are satisfied.

2.6 Dividends

Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

2.7 Intangible assets

Computer software

Acquired computer software is capitalised on the basis of the costs incurred to acquire and bring into use the specific software. These costs are amortised on a straight line basis over their estimated useful lives of three years and charged to administrative expenses. Costs associated with maintaining computer software programs are recognised as an administrative expense as incurred.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

2. Accounting policies (continued)

2.8 Tangible fixed assets

Tangible fixed assets are stated at cost (being the purchase cost, together with any incidental costs of acquisition) less accumulated depreciation and any accumulated impairment losses. The assets' residual values and useful lives are reviewed annually, and adjusted as appropriate. Depreciation is provided so as to write off the cost of tangible fixed assets, less their estimated residual values, over the expected useful economic lives of the assets in equal annual instalments at the following principal rates:

Improvements to property

Straight line over the life of the lease

Plant and machinery

20% - 33% straight line

Motor vehicles

25% straight line

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to the Statement of Comprehensive Income during the financial period in which they are incurred.

2.9 Financial instruments

Financial assets and financial liabilities are recognised on the Company's statement of financial position when the Company becomes a party to the contractual provisions of the instrument.

(a) Trade and other receivables

Trade and other receivables are recognised initially at fair value through profit or loss (FVTPL) and subsequently measured at amortised cost, less provision for impairment. A provision for impairment of trade and other receivables is recognised if there are considered to be expected credit losses. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the financial asset. Losses arising from impairment are recognised in the income statement within administration expenses.

(b) Financial liabilities and equity

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. Financial liabilities are obligations to pay cash or other financial assets and are recognised when the Company becomes a party to the contractual provisions of the instrument. Financial liabilities are recorded initially at fair value and subsequently at amortised cost using the effective interest method, with interest related charges recognised as an expense in finance cost in profit or loss. A financial liability is derecognised only when the obligation is extinguished. An equity instrument is any contract that gives a residual interest in the assets of the Company after deducting all of its liabilities.

(c) Trade payables

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

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

2. Accounting policies (continued)

2.10 Stocks

Stocks are valued at the lower of cost and net realisable value, after making due allowance for obsolete and slow moving items.

Stocks comprise of goods held for sale, and are stated at the lower of cost and net realisable value on a first in first out basis. Net realisable value is based on estimated selling price less further costs expected to be incurred on disposal. Where necessary, provision is made for obsolete, slow moving or defective stocks.

2.11 Taxation

The tax expense represents the sum of the current tax payable, deferred tax and any adjustments in respect of previous periods.

The current tax payable is based on taxable profit for the year. Taxable profit differs from profit before tax as reported in the statement of comprehensive income because it excludes some items of income or expense that are taxable or deductible in other years and it further excludes items that are never taxable or tax deductible. The Company's liability for current tax is calculated on the basis of tax laws and tax rates that have been enacted or substantively enacted by the Company statement of financial position date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation and establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax is provided in full, using the balance sheet liability method, on temporary differences arising between the tax bases of assets and liabilities used in the computation of taxable profits and their carrying amounts in the financial statements. However, deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred tax is also not accounted for if it arises from the initial recognition of goodwill. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the Company statement of financial position date and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Current and deferred tax is charged or credited in the statement of comprehensive income, except where it relates to items charged or credited directly to other comprehensive income or equity, in which case the current and deferred tax is also recognised in other comprehensive income or equity respectively.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis, or to realise the asset and settle the liability simultaneously.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

2. Accounting policies (continued)

2.12 Foreign currency translation

(a) Functional and presentational currency

The financial information in this report is presented in pound sterling, the functional currency of the Company, rounded to the nearest thousand.

(b) Transactions and balances

Transactions denominated in foreign currencies are translated into pound sterling (the functional currency of the Company) at the rate of exchange ruling at the date of transaction. All realised foreign exchange differences are taken to the statement of comprehensive income. Monetary assets and liabilities denominated in foreign currencies are translated into pound sterling at the rates of exchange ruling at the balance sheet date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences are recognised in the statement of comprehensive income in the period in which they arise.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

2. Accounting policies (continued)

2.13 Leases

The Company as a lessee

The Company assesses whether a contract is or contains a lease, at inception of the contract. The Company recognises a right-of-use asset and a corresponding lease liability with respect to all lease arrangements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets (such as tablets and personal computers, small items of office furniture and telephones). For these leases, the Company recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the lessee uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- Fixed lease payments (including in-substance fixed payments), less any lease incentives receivable;
- Variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- The amount expected to be payable by the lessee under residual value guarantees;
- The exercise price of purchase options, if the lessee is reasonably certain to exercise the options; and
- Payments of penalties for terminating the lease, if the lease term reflects the exercise of an option to terminate the lease.

The lease liability is presented as a separate line in the Statement of Financial Position.

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability (using the effective interest method) and by reducing the carrying amount to reflect the lease payments made.

The Company remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- The lease term has changed or there is a significant event or change in circumstances resulting in a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- The lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which case the lease liability is remeasured by discounting the revised lease payments using an unchanged discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).
- A lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured based on the lease term of the modified lease by discounting the revised lease payments using a revised discount rate at the effective date of the modification.

The right-of-use assets comprise the initial measurement of the corresponding lease liability, lease payments made at or before the commencement day, less any lease incentives received and any initial direct costs. They are subsequently measured at cost less accumulated depreciation and impairment losses.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

2. Accounting policies (continued)

2.13 Leases (continued)

Whenever the Company incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under IAS 37. To the extent that the costs relate to a right-of-use asset, the costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories.

Right-of-use assets are depreciated over the shorter period of lease term and useful life of the underlying asset. If a lease transfers ownership of the underlying asset or the cost of the right-of-use asset reflects that the Company expects to exercise a purchase option, the related right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts at the commencement date of the lease.

The right-of-use assets are presented as a separate line in the Statement of Financial Position.

The Company applies IAS 36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in the 'Property, Plant and Equipment' policy.

Variable rents that do not depend on an index or rate are not included in the measurement of the lease liability and the right-of-use asset. The related payments are recognised as an expense in the period in which the event or condition that triggers those payments occur and are included in 'Administrative expenses' in the Statement of Comprehensive Income.

As a practical expedient, IFRS 16 permits a lessee not to separate non-lease components, and instead account for any lease and associated non-lease components as a single arrangement. The Company has not used this practical expedient. For contracts that contain a lease component and one or more additional lease or non-lease components, the Company allocates the consideration in the contract to each lease component on the basis of the relative stand-alone price of the lease component and the aggregate stand-alone price of the non-lease components.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

2. Accounting policies (continued)

2.14 Critical judgements and key sources of estimation uncertainty

The preparation of financial statements in conformity with IFRS requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form a basis for making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Due to the inherent uncertainty involved in making assumptions and estimates, actual outcomes will differ from those assumptions and estimates.

Judgement: Leases

Management exercises judgement in determining the likelihood of exercising break or extension options in determining the lease term.

When determining the lease term in accordance with IFRS 16 paragraph 18 -21, management have applied the following policy for all leases:

- a) For properties in contract, the lease term has been determined as to the end of the contractual lease term:
- b) For properties out of contract and therefore occupied on a rolling basis, in accordance with legislation that permits this, the lease term has been determined to be 7.5 years from the end of the contractual lease term; and
- c) For properties where management have committed to close the site, the lease term is determined to be until the next break clause.

2.15 Retirement benefit costs

The Company operates a defined contribution pension scheme. Contributions payable to the Company's pension scheme are charged to the Statement of Comprehensive Income in the period to which they relate.

The Company makes contributions to stakeholder and employee personal pension schemes, which are defined contribution schemes, in respect of certain employees. The Company has no further payment obligations once the contributions have been paid. The contributions are recognised as employee benefit expense when they are due. Prepaid contributions are recognised as an asset to the extent that a cash refund or a reduction in the future payments is available.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

3. Revenue

The revenue and profit before taxation are attributable to the one principle activity of the company. An analysis of revenue by class of business is given below:

	2023 £'000	2022 £'000
Online dispensary & veterinary product sales	49,703	47,184
- -	49,703	47,184
An analysis of revenue by geographical market is given below:		
	2023 £'000	2022 £'000
United Kingdom	49,703	47,184
- -	49,703	47,184

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

4. Employees and directors

Staff costs were as follows:

	2023 £'000	2022 £'000
Wages and salaries	3,176	3,111
Social security costs	283	252
Other pension costs	58	54
	3,517	3,417

The average monthly number of employees, including the Directors, during the year was as follows:

	2023 No.	2022 No.
Veterinary staff	58	57
Central support	71	68
	129	125

The Company is part of a group arrangement for PAYE in the principal name of the immediate parent company CVS (UK) Limited. Under the group arrangement salaries are borne by CVS (UK) Limited and recharged to the company. As a result, the employee information presented is in relation to employees of CVS (UK) Limited who are recharged to the company.

The total recharge for the year amounted to £3,517,000 (2022: £3,417,000) and are included within the values shown above.

The Directors are paid a single salary in respect of their services to the group and it is not considered practicable to apportion this between the subsidiaries.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

5.	Profit before taxation		
		2023 £'000	2022 £'000
	Cost of inventories recognised as expense	35,295	33,603
	Depreciation - owned assets	77	94
	Depreciation - right-of-use assets	-	2
	Profit on disposal of fixed assets	(9)	-

Services provided by the Company's auditor and its associates

During the year the Company obtained the following services from the Company's auditor as detailed below:

Audit services

Computer software amortisation

Employees benefit expense

	2023 £'000	2022 £'000
Fees payable to the Company's auditor for the audit of the Company's financial statements	-	37
	-	37

No additional services were undertaken by the auditor other than that stated above.

482

3,517

513

3,417

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

6. Taxation

Corporation tax	2023 £'000	2022 £'000
Current tax on profits for the year	652	524
Adjustments in respect of prior periods	(210)	(5)
Total current tax	442	519
Deferred tax		
Origination and reversal of timing differences	3	(2)
Adjustments for previous years	26	3
Total deferred tax	29	1
Taxation on profit on ordinary activities	471	520

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

6. Taxation (continued)

Factors affecting tax charge for the year

The corporation tax rate for the period up to 31 March 2023 was 19.0% and increased to 25.0% from 1 April 2023. Corporation tax rate is calculated using the blended standard rate of tax for the year of 20.5% (2022: 19.0%). The differences are explained below:

	2023 £'000	2022 £'000
Profit on ordinary activities before tax	3,145	2,719
Profit on ordinary activities multiplied by blended standard rate of corporation tax in the UK of 20.5% (2022 - 19%) Effects of:	645	517
Expenses not deductible for tax purposes	10	6
Adjustments to deferred tax charge in respect of previous periods	26	3
Adjustments to current tax charge in respect of previous periods	(210)	(5)
Effect of difference between deferred tax and current tax rate	-	(1)
Total tax charge for the year	471	520

Factors that may affect future tax charges

There were no factors that may affect future tax charges.

7. Dividends

2023 £'000	2022 £'000
8,000	-
8,000	-
	£'000 8,000 ————

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

8. Intangible assets

	Computer software £'000
Cost or valuation	
At 1 July 2022	2,698
Additions	1,164
At 30 June 2023	3,862
Amortisation	
At 1 July 2022	983
Amortisation for year	482
At 30 June 2023	1,465
Net book value	
At 30 June 2023	2,397
At 30 June 2022	1,715

Amortisation expense has been charged to administrative expenses.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

9. Tangible fixed assets	9.	Tan	aible	fixed	assets
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	Plant and machinery £'000	Improvements to property £'000	Motor vehicles £'000	Total £'000
Cost				
At 1 July 2022	388	368	16	772
Additions	462	23	-	485
Disposals	(80)	-	-	(80)
At 30 June 2023	770	391	16	1,177
Depreciation				
At 1 July 2022	247	179	16	442
Charge for year	40	37	-	77
Eliminated on disposal	(80)	-	-	(80)
At 30 June 2023	207	216	16	439
Net book value				
At 30 June 2023	563 ————	175	-	738
At 30 June 2022	141	189	<u>-</u>	330

10. Right of use asset

	Motor Vehicles	Total
Cost	£'000	£'000
At July 2022	3	3
Disposals	(3)	(3)
At 30 June 2023		
Depreciation		
At July 2022	3	3
Disposals	(3)	(3)
At 30 June 2023		
Net book value	-	-
At 30 June 2023		-

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

11.	Stocks		
		2023 £'000	2022 £'000
	Finished goods	2,798	966
		2,798	966

The Directors do not consider the difference between the purchase price of stocks and their replacement cost to be material.

12. Trade and other receivables

202: £'000	
Amounts falling due within one year:	
Amounts owed by group undertakings 12,682	24,489
Other debtors 1,060	64
Prepayments 221	376
13,963	24,929

Amounts owed by group undertakings are unsecured, interest free and payable on demand.

13. Creditors: Amounts falling due within one year

	2023 £'000	2022 £'000
Trade creditors	14,473	14,844
Corporation tax	969	994
Other taxation and social security	-	2,063
Amounts owed to group undertakings	17	21
Other creditors	160	147
Accruals	405	702
	16,024	18,771

Amounts owed to group undertakings are unsecured, interest free and payable on demand.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

14. Deferred tax

	2023 £'000	2022 £'000
Deferred tax asset		
Accelerated capital allowances	9	38
Other temporary differences	1	1
Total deferred tax	10	39

The Company's deferred tax assets have been recognised based on the historical performance and future budgets. The Directors believe that it is probable that there will be sufficient taxable profits against which the assets will reverse.

	£'000
At 1 July 2022	39
Recognised in the Statement of comprehensive income	(29)
At 30 June 2023	10

The deferred tax balance is non-current.

The Company's deferred tax assets have been recognised in accordance with IAS 12 as, based on historical performance and future budgets, the Directors believe that it is probable that there will be sufficient taxable profits against which the assets will reverse.

The Company has no unprovided deferred tax assets or liabilities.

15. Called up share capital

	2023	2022
	£	£
Authorised, allotted, called up and fully paid		
1 (2022 - 1) Ordinary shares of £1.00	1	1

16. Subsequent events

There were no significant events between the statement of financial position date and the date of signing of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 30 JUNE 2023

17. Ultimate controlling party

The company's immediate parent company is CVS (UK) Limited, a company registered in England.

CVS Group plc, a company registered in England, is the immediate parent company of CVS (UK) Limited and is the parent undertaking of the smallest and largest group of which the Company is a member and for which group accounts are prepared. Copies of the group accounts of CVS Group plc can be obtained from its registered office at CVS House, Owen Road, Diss, Norfolk, IP22 4ER.

The shares of CVS Group plc are traded on the Alternative Investment Market and as such, the Directors considered that there is no ultimate controlling party.

18. Pension schemes

The Company contributes to certain employee's personal pension schemes in accordance with their service contracts. The amounts are charged to the statement of comprehensive income as they fall due. The amounts charged during the year amounted to £58,000 (2022: £54,000). The amount outstanding at the end of the year included in creditors was £Nil (2022: £Nil).

19. Guarantees and other financial commitments

Bank guarantees

The Company is a member of the Group banking arrangement under which it is party to unlimited cross-guarantees in respect of the banking facilities amounting to £350,000,000 at 30 June 2023 (2022: £170,000,000). The Directors do not expect any material loss to the Company to arise in respect of the guarantees