

**Company Registration No. 07104090**

**NOBLE DESSERTS HOLDINGS LIMITED**

**Consolidated Annual Report and Financial Statements**

**53 week period ended 2 October 2020**



# **NOBLE DESSERTS HOLDINGS LIMITED**

## **CONSOLIDATED ANNUAL REPORT AND FINANCIAL STATEMENTS 2020**

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# **NOBLE DESSERTS HOLDINGS LIMITED**

## **CONSOLIDATED ANNUAL REPORT AND FINANCIAL STATEMENTS 2020**

### **OFFICERS AND PROFESSIONAL ADVISERS**

#### **DIRECTORS**

D Everett

J Patey

#### **REGISTERED OFFICE**

Cotswold Farm

Standlake

Witney

Oxfordshire

OX29 7RB

#### **AUDITOR**

Deloitte LLP

Statutory Auditor

Birmingham

United Kingdom

# **NOBLE DESSERTS HOLDINGS LIMITED**

## **STRATEGIC REPORT**

The directors present their strategic report for the 53 week period ended 2 October 2020.

### **PRINCIPAL ACTIVITY**

The principal activity of the Group was that of the manufacture and marketing of chilled desserts.

### **REVIEW OF THE BUSINESS**

The Group made a profit for the year of £3,188k (2019: £1,252k) on turnover of £54,408k (2019: £47,908k). At the balance sheet date, the Group had net assets of £30,875k (2019: £27,773k). The Group opened a state of the art production facility during 2018 and the Board feel the group is well placed to deliver healthy growth going forward.

### **KEY PERFORMANCE INDICATOR (KPI)**

The directors consider earnings before interest, taxation, depreciation and amortisation (EBITDA) to be the core KPI of the business. EBITDA for the period is £8,699k (2019: £6,415k).

### **PRINCIPAL RISKS AND UNCERTAINTIES**

The principal risks and uncertainties facing the Company are as follows:

- General competitive pressure in the market place; and
- Control over food safety.

### **SECTION 172(1) STATEMENT**

During the financial year the directors have complied with their duty to have regard to the matters in section 172 (1) (a)-(f) of the Companies Act 2006. The directors believe that they have acted in a way they consider, in good faith, would be most likely to promote the success of the Group for the benefit of its members as a whole.

#### *Stakeholder engagement*

The directors consider that the key stakeholders of the Group are those impacted by the inputs and outputs of the Group. These are (in no particular order): customers, suppliers, employees, banks, government organisations and industry regulators. The Group engages with each stakeholder with the appropriate level of detail and frequency depending on their specific requirements and level of influence and interest.

The directors foster the Group's mutually beneficial business relationships with stakeholders through positive interactions during meetings, written communication and site visits. The process for engaging with and involving our employees is described in more detail in the Directors Report.

The majority of the Group's customers are based in the United Kingdom, with some trade taking place with customers based in the European Union. Equally, the majority of the Group's suppliers are vendors based in the United Kingdom which provide goods and services that enable the Company to carry out its principal activities. The directors ensure that the Group acts responsibly, and in compliance with statutory regulatory and industry code's of practice, when dealing with its supply base.

The Group has established procedures with regard to ethical business practices, health and safety and human rights.

#### *Principal decisions*

Principal decisions are those that are material to the Group and to the above stakeholder groups. During the financial year, the Company has taken a number of operational and strategic decisions that the directors consider are for the benefit of the Group, with a view to promoting its long-term success and sustainability. Specific, but non exhaustive, examples include: preparation and review of the annual budget and forecasts, customer and supplier price reviews, analysis of and response to market dynamics and consideration of the organisation structure of the business.

# NOBLE DESSERTS HOLDINGS LIMITED

## STRATEGIC REPORT

### STREAMLINED ENERGY AND CARBON REPORTING

This streamlined energy and carbon report presents the Company's footprint within the United Kingdom for the financial year.

	2020
Electricity purchased for own use, including for purposes of transportation (tCO <sub>2</sub> e)	103
Total greenhouse gas emissions (tCO <sub>2</sub> e)	595
Energy consumption – all sources (kWh)	7,641,075
Intensity ratio (kgCO <sub>2</sub> e/sales revenue £Mn)	0.011

tCO<sub>2</sub>e = tonnes of carbon dioxide equivalent kWh= Kilowatt hours

#### *Methodology*

The Company has followed the 2019 UK Government environmental reporting guidance. Greenhouse gas emissions have been calculated using an operational control approach to define the greenhouse gas boundary.

Energy consumption represents the aggregate of energy consumed from activities for which the Company is responsible including gas consumption or fuel consumption for transport purposes and energy consumed resulting from purchasing electricity for own use.

#### *Energy Efficiency Actions*

From October 2019 the Company has invested in a zero-carbon electricity tariff, which has significantly reduced the carbon footprint of electricity purchased. The Company also has plans to roll out energy awareness training across the business during 2021.


### FUTURE DEVELOPMENTS

The directors expect the general level of activity to increase in the forthcoming period. The directors' focus will be to improve margin and grow profit whilst ensuring the cost base continues to remain appropriate for the business.

The directors are actively monitoring the impact that the UK's withdrawal from the European Union and the recently agreed UK-EU Trade and Co-Operation Agreement may have upon the Company. However given the Company is predominantly UK based with a well-established workforce, the directors don't believe there will be significant supply chain, workforce or other issues for the Company as a consequence.

The directors also continually monitor the impact of Covid-19, and associated lockdowns, on both the operations and commercial performance of the Company. To ensure continuity of operations the business has invested in social distancing infrastructure and ensured it has a robust supply chain in place. As a business operating in the food production sector commercial performance has remained robust during the Covid-19 pandemic, and the directors expect this to continue to be the case.

Approved by the Board and signed on its behalf by



J Patey  
Director

Date 27 January 2021

# **NOBLE DESSERTS HOLDINGS LIMITED**

## **DIRECTORS' REPORT**

The directors present their audited annual report on the affairs of the Group, together with the financial statements and auditor's report for the 53 week period ended 2 October 2020.

### **BUSINESS REVIEW AND FUTURE DEVELOPMENTS**

A review of the group and future developments is included in the strategic report on page 2.

### **GOING CONCERN**

As disclosed on page 17 of the financial statements, the directors consider the company to be a going concern.

### **DIVIDENDS**

No dividends (2019: nil) were paid during the year nor proposed in respect of the year (2019: nil).

### **DIRECTORS**

The directors who served during the year, unless otherwise stated, and subsequently were:

D Everett (appointed 15 September 2020)

D Burnett (resigned 15 September 2020)

J Patey

### **FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES**

The Group's activities expose it to a number of financial risks including cash flow risk, credit risk and liquidity risk.

#### *Cash flow risk*

The Group's activities expose it to the risk of changes in the Euro exchange rate and it has consequently entered into forward contracts in order to manage exposure to exchange rate fluctuations.

#### *Credit risk*

The Group's principal financial assets are bank balances and trade debtors.

The Group's credit risk is primarily attributable to its trade debtors. The amounts presented in the balance sheet are net of allowances for doubtful receivables. The Group continuously monitors its exposure to credit risk and has minimal levels of doubtful debts.

The credit risk associated with cash at bank is limited because the counterparties are banks with high credit ratings.

The Group has no significant concentration of credit risk, with exposure spread over a large number of counterparties and customers.

#### *Liquidity risk*

In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, the Group has external finance as part of a Group arrangement and consequently the Group has intercompany borrowings.

## **NOBLE DESSERTS HOLDINGS LIMITED**

### **DIRECTORS' REPORT (continued)**

#### **DISABLED EMPLOYEES**

Applications for employment by disabled persons are always fully considered, bearing in mind the abilities of the applicant concerned. In the event of members of staff becoming disabled, every effort is made to ensure that their employment with the Group continues and that appropriate training is arranged. It is the policy of the Group that the training, career development and promotion of disabled persons should, as far as possible, be identical to that of other employees.

#### **EMPLOYEE CONSULTATION**

The Group places value on the involvement of its employees and has continued to keep them informed on matters affecting them as employees and on the various factors affecting the performance of the Group. This is achieved through formal and informal team and divisional meetings, employee surveys, internal and external training and seminars and individual performance reviews. Employees also have access to a Group online portal and magazine. The objective of such engagement is to maintain the best performance possible from employees of the Group.

#### **AUDITOR**

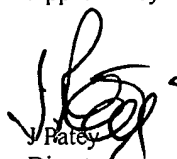
Each of the persons who is a director at the date of approval of this report confirms that:

- So far as the director is aware, there is no relevant audit information of which the Company's auditor is unaware; and
- The directors 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 auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Deloitte LLP have expressed their willingness to continue in office as auditor and appropriate arrangements are being made for them to be deemed reappointed as auditor in the absence of an Annual General Meeting.

Approved by the Board and signed on its behalf by:

  
J. Patey  
Director

Date: 27 January 2021

## **NOBLE DESSERTS HOLDINGS LIMITED**

### **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 FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". 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; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for 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.



# **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NOBLE DESSERTS HOLDINGS LIMITED**

## **Report on the audit of the financial statements**

### **Opinion**

In our opinion the financial statements of Noble Desserts Holdings Limited (the 'parent company') and its subsidiaries (the 'group'):

- give a true and fair view of the state of the Group's and of the parent company's affairs as at 2 October 2020 and of the group's profit for the 53 week period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the consolidated profit and loss account;
- the consolidated statement of comprehensive income;
- the consolidated and parent company statements of changes in equity;
- the consolidated and parent company balance sheets;
- the consolidated and parent company cash flow statements; and
- the related notes 1 to 24.

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).

### **Basis for opinion**

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the group and parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Councils ('FRC's') Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Conclusions relating to going concern**

We are required by ISAs (UK) to report in respect of the following matters where:

- the directors' use of the going concern basis of accounting in preparation of the financial statements is not appropriate; or
- the directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the group's or the parent company's ability to continue to adopt the going concern basis of accounting for a period of at least twelve months from the date when the financial statements are authorised for issue.

We have nothing to report in respect of these matters.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NOBLE DESSERTS HOLDINGS LIMITED (continued)**

### **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 auditor's 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 respect of these matters.

### **Responsibilities of directors**

As explained more fully in the directors' responsibilities statement, 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 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 parent company or to cease operations, or have no realistic alternative but to do so.

### **Auditor's responsibilities for the audit of the financial statements**

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

A further description of our responsibilities for the audit of the financial statements is located on the FRC's website at: [www.frc.org.uk/auditorsresponsibilities](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our auditor's report.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF NOBLE DESSERTS HOLDINGS LIMITED (continued)**

### **Report on other legal and regulatory requirements**

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

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

#### **Matters on which we are required to report by exception**

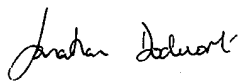
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

- 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.

We have nothing to report in respect of these matters.

#### **Use of our report**

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



Jonathan Dodworth (Senior Statutory Auditor)  
for and on behalf of Deloitte LLP  
Statutory Auditor  
Birmingham  
United Kingdom

Date: 27 January 2021

# NOBLE DESSERTS HOLDINGS LIMITED

## CONSOLIDATED PROFIT AND LOSS ACCOUNT

	Note	53 weeks ended 2 October 2020 £'000	52 weeks ended 27 September 2019 £'000
<b>TURNOVER</b>	3	54,408	47,908
Cost of sales		(36,644)	(35,123)
<b>GROSS PROFIT</b>		17,764	12,785
Sales and distribution expenses		(5,276)	(4,259)
Administrative expenses		(7,734)	(6,020)
<b>OPERATING PROFIT</b>	4	4,754	2,506
Interest receivable and similar income	6	38	9
Interest payable and similar charges	6	(771)	(928)
<b>PROFIT BEFORE TAXATION</b>		4,021	1,587
Taxation of profit	7	(833)	(335)
<b>PROFIT FOR THE FINANCIAL PERIOD</b>		3,188	1,252

All activities are derived from continuing operations.

# **NOBLE DESSERTS HOLDINGS LIMITED**

## **CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME**

	<b>53 weeks ended 2 October 2020 £'000</b>	<b>52 weeks ended 27 September 2019 £'000</b>
<b>Profit for the financial period</b>	<b>3,188</b>	<b>1,252</b>
Foreign exchange movements	2	-
Losses on revaluation of tangible fixed assets net of deferred tax	(90)	(19)
<b>Total comprehensive income relating to the period</b>	<b><u>3,100</u></b>	<b><u>1,233</u></b>

# NOBLE DESSERTS HOLDINGS LIMITED

## STATEMENTS OF CHANGES IN EQUITY

Group	Note	Called up share capital £'000	Reval- uation reserve £'000	Profit and loss account £'000	Total £'000
<b>At 28 September 2018</b>		20,004	4,219	2,317	26,540
Profit for the financial period		-	-	1,252	1,252
Losses on revaluation of tangible fixed assets net of deferred tax		-	(19)	-	(19)
Additional depreciation on revalued cost of assets		-	(46)	46	-
<b>Total comprehensive (expense)/ income</b>		-	(65)	1,298	1,233
<b>At 27 September 2019</b>		20,004	4,154	3,615	27,773
Profit for the financial period		-	-	3,188	3,188
Foreign exchange movements		-	-	2	2
Losses on revaluation of tangible fixed assets net of deferred tax		-	(90)	-	(90)
Additional depreciation on revalued cost of assets		-	(31)	31	-
<b>Total comprehensive (expense)/ income</b>		-	(121)	3,221	3,100
Issue of share capital	16	2	-	-	2
<b>At 2 October 2020</b>		20,006	4,033	6,836	30,875

Company	Note	Called up share capital £'000	Reval- uation reserve £'000	Profit and loss account £'000	Total £'000
<b>At 28 September 2018</b>		20,004	4,219	1,777	26,000
Profit for the financial period		-	-	1,758	1,758
Losses on revaluation of tangible fixed assets net of deferred tax		-	(19)	-	(19)
Additional depreciation on revalued cost of assets		-	(46)	46	-
<b>Total comprehensive (expense)/ income</b>		-	(65)	1,804	1,739
<b>At 27 September 2019</b>		20,004	4,154	3,581	27,739
Profit for the financial period		-	-	3,195	3,195
Losses on revaluation of tangible fixed assets net of deferred tax		-	(90)	-	(90)
Additional depreciation on revalued cost of assets		-	(31)	31	-
<b>Total comprehensive (expense)/ income</b>		-	(121)	3,226	3,105
Issue of share capital	16	2	-	-	2
<b>At 2 October 2020</b>		20,006	4,033	6,807	30,846

# NOBLE DESSERTS HOLDINGS LIMITED

## CONSOLIDATED BALANCE SHEET

	Note	2 October 2020 £'000	27 September 2019 £'000
<b>FIXED ASSETS</b>			
Goodwill	9	13,782	15,259
Tangible fixed assets	10	33,662	35,077
		<u>47,444</u>	<u>50,336</u>
<b>CURRENT ASSETS</b>			
Stock	12	5,829	6,360
Debtors	13	6,624	8,654
Cash at bank and in hand		6,507	3,232
		<u>18,960</u>	<u>18,246</u>
<b>CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR</b>	14	<u>(33,257)</u>	<u>(38,611)</u>
<b>NET CURRENT LIABILITIES</b>		<u>(14,297)</u>	<u>(20,365)</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		33,147	29,971
<b>PROVISION FOR LIABILITIES</b>	15	<u>(2,272)</u>	<u>(2,198)</u>
<b>NET ASSETS</b>		<u>30,875</u>	<u>27,773</u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	16	20,006	20,004
Revaluation reserve		4,033	4,154
Profit and loss account		6,836	3,615
<b>SHAREHOLDERS' FUNDS</b>		<u>30,875</u>	<u>27,773</u>

These financial statements of Noble Desserts Holdings Limited, registered number 07104090, were approved by the Board of Directors and authorised for issue on **27 January 2021**.

Signed on behalf of the Board of Directors



Director

# NOBLE DESSERTS HOLDINGS LIMITED

## COMPANY BALANCE SHEET

	Note	2 October 2020 £'000	27 September 2019 £'000
<b>FIXED ASSETS</b>			
Goodwill	9	13,782	15,259
Tangible fixed assets	10	33,658	35,073
		<u>47,440</u>	<u>50,332</u>
<b>CURRENT ASSETS</b>			
Stock	12	5,817	6,360
Debtors	13	6,586	8,584
Cash at bank and in hand		6,304	3,215
		<u>18,707</u>	<u>18,159</u>
<b>CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR</b>	14	<u>(33,029)</u>	<u>(38,554)</u>
<b>NET CURRENT LIABILITIES</b>		<u>(14,322)</u>	<u>(20,395)</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>		33,118	29,937
<b>PROVISIONS FOR LIABILITIES</b>	15	<u>(2,272)</u>	<u>(2,198)</u>
<b>NET ASSETS</b>		<u><u>30,846</u></u>	<u><u>27,739</u></u>
<b>CAPITAL AND RESERVES</b>			
Called up share capital	16	20,006	20,004
Revaluation reserve		4,033	4,154
Profit and loss account		6,807	3,581
<b>SHAREHOLDERS' FUNDS</b>		<u><u>30,846</u></u>	<u><u>27,739</u></u>

As permitted by Section 408 of the Companies Act 2006, the profit and loss account of the parent company is not presented as part of these accounts. The parent company's profit after tax for the period amounted to £3,195,000 (2019: £1,758,000).

These financial statements of Noble Desserts Holdings Limited, registered number 07104090, were approved by the Board of Directors and authorised for issue on **27 January 2021**.

Signed on behalf of the Board of Directors

  
J Patey  
Director



# NOBLE DESSERTS HOLDINGS LIMITED

## CONSOLIDATED CASHFLOW STATEMENT

	Note	53 weeks 2020 £'000	52 weeks 2019 £'000
Net cash inflow from operating activities	24	13,870	2,647
<b>Cash flows from investing activities</b>			
Payments to acquire tangible fixed assets		(1,093)	(1,259)
<b>Net cash flows used in investing activities</b>		<u>(1,093)</u>	<u>(1,259)</u>
<b>Cash flows from financing activities</b>			
Interest received		-	9
Repayment of loans from fellow group undertakings		(9,504)	(1,339)
Repayment of borrowings		-	(5)
Share capital issued		2	-
<b>Net cash flows used in financing activities</b>		<u>(9,502)</u>	<u>(1,335)</u>
<b>Net increase in cash</b>		3,275	53
<b>Cash at beginning of period</b>		<u>3,232</u>	<u>3,179</u>
<b>Cash at end of period</b>		<u><u>6,507</u></u>	<u><u>3,232</u></u>

There were no cash equivalents at either period end.

# NOBLE DESSERTS HOLDINGS LIMITED

## COMPANY CASHFLOW STATEMENT

	Note	53 weeks 2020 £'000	52 weeks 2019 £'000
Net cash inflow from operating activities	24	13,721	2,697
<b>Cash flows from investing activities</b>			
Payments to acquire tangible fixed assets		(1,092)	(1,260)
<b>Net cash flows used in investing activities</b>		<u>(1,092)</u>	<u>(1,260)</u>
<b>Cash flows from financing activities</b>			
Interest received		-	9
Repayment of loans from fellow group undertakings		(9,542)	(1,385)
Repayment of borrowings		-	(5)
Share capital issued		2	-
<b>Net cash flows used in financing activities</b>		<u>(9,540)</u>	<u>(1,381)</u>
<b>Net increase in cash</b>		3,089	56
<b>Cash at beginning of period</b>		<u>3,215</u>	<u>3,159</u>
<b>Cash at end of period</b>		<u><u>6,304</u></u>	<u><u>3,215</u></u>

There were no cash equivalents at either period end.

# NOBLE DESSERTS HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS

53 week period ended 2 October 2020

### 1. ACCOUNTING POLICIES

Noble Desserts Holdings Limited is a company incorporated in the United Kingdom under the Companies Act. The Company is a private company limited by shares and is registered in England and Wales. The address of the Company's registered office is shown on page 1.

The financial year represents the 53 weeks ended 2 October 2020 (prior financial year 52 weeks ended 27 September 2019). The Company has taken advantage of s390 of the Companies Act 2006 to prepare accounts for a financial period ended 2 October 2020, being within seven days of the accounting reference date.

The principal accounting policies are summarised below. They have been applied consistently throughout the year and the preceding year.

#### Accounting convention

The financial statements are prepared under the historical cost convention, and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The following dormant subsidiaries of the Company have taken advantage of the Companies Act 2006 s394A exemption from preparing individual accounts. These subsidiaries are exempt from the requirement to prepare individual accounts by virtue of this section:

Rensow Limited (04656292)

Rensow Patisserie Limited (02575183)

Gü Limited (04700952)

The functional currency of the company is pounds sterling because that is the currency of the primary economic environment in which the company operates.

#### Going concern

The financial statements have been prepared on a going concern basis after due consideration of the principal risks and uncertainties disclosed in the Directors' Report and Strategic Report. In reaching their conclusion the Company's directors have considered the financial position of the Company and the wider Group along with a parent letter of support provided.

In placing reliance on the parent letter of support, the Company's Board has given regard to the group wide forecasts produced by management. These forecasts have been sensitised to reflect plausible downside scenarios which have been reviewed by the Group's Board of Directors. In producing these forecasts, the Group Directors have had regard to the effects of the current Covid-19 pandemic and underlying market conditions upon the business along with the higher than usual levels of uncertainty created.

The forecasts demonstrate that the Group is projected to generate profits and cash inflows and that the Group has sufficient liquidity to enable the Group to meet its obligations as they fall due for a period of at least twelve months from the date of signing these financial statements. The major variables in these forecasts are a) the continuing depth and duration of the Covid-19 pandemic, and b) the extent to which supply of food product raw materials stays in balance with consumer demand.

In considering these forecasts the Group Directors have taken into account the Group's borrowing facilities (which are in place until March 2024) and the related leverage covenants. Whilst the directors are confident that the Group has adequate liquidity headroom, there existed a material risk of breaching leverage covenants over the next twelve months. Agreement has been reached with the Group's banking syndicate to relax the leverage covenant for a period that covers 12 months from the date of signing these financial statements. The Group Directors believe that the forecasts produced demonstrate that the Group will be able to operate within these revised covenants, and have prepared a stress test to evaluate the EBITDA reduction necessary to breach these revised covenants. Further, the Group Directors are confident that the Group has saleable assets of material value, the disposal of which will not impact the operations of the core business, which could be realised in the medium-term.

As such, the directors of the Company are satisfied that the Company has adequate resources to continue to operate for the foreseeable future (and not for less than twelve months from the date of signing these financial statements). For this reason they continue to adopt the going concern basis for preparing these financial statements.

# NOBLE DESSERTS HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS 53 week period ended 2 October 2020

### 1. ACCOUNTING POLICIES (Continued)

#### Basis of consolidation

The group financial statements consolidate the financial statements of the Company and its subsidiary undertakings drawn up to the balance sheet date each year. The results of subsidiaries acquired or sold are consolidated for the years from or to the date on which control passed. Acquisitions are accounted for under the acquisition method. All intra-group transactions, balances, income and expenses are eliminated on consolidation. In accordance with Section 35 of FRS 102, Section 19 of FRS 102 has not been applied in these financial statements in respect of business combinations affected prior to the date of transition.

#### Goodwill

Goodwill arising on the acquisition of subsidiary undertakings and businesses, representing any excess of the fair value of the consideration over the fair value of the identifiable assets and liabilities acquired, is capitalised and written off on a straight line basis over its useful economic life, which is 20 years. Impairment reviews are performed annually by assessing expected future cash flows of the company and applying an appropriate discount rate to these expected cash flows. Provision is made for any impairment.

#### Investments

Fixed asset investments are shown at cost less provision for impairment.

#### Tangible fixed assets

Tangible fixed assets are stated at cost, net of depreciation and any provision for impairment.

Freehold land is not depreciated. Depreciation has been computed to write off the cost of tangible fixed assets over their expected useful lives. The freehold land and buildings were valued by the directors at the balance sheet date based on an independent valuation performed by Bidwells Property Consultants, a professional firm of chartered surveyors, on an existing use basis in November 2020. Individual freehold properties are revalued with sufficient regularity to ensure that their carrying amount doesn't differ materially from that which would be determined using fair value at the end of the reporting period. Any surplus or deficit on book value arising from a full valuation is transferred to the revaluation reserve, except that a deficit which is in excess of any previously recognised surplus over depreciated cost relating to the same property, or the reversal of such a deficit, is charged (or credited) to the profit and loss account. A deficit which represents a clear consumption of economic benefits is charged to the profit and loss account regardless of any such previous surplus. Assets in the course of construction are not depreciated until they are brought into use.

The rates of depreciation are as follows:

Freehold land and buildings	2-10% per annum
Plant and machinery, fixtures and fittings	5-25% per annum

#### Leased assets

Operating lease rentals are charged to income in equal annual amounts over the lease term.

#### Stocks

Stocks are stated at the lower of cost and estimated net realisable value. Cost of raw materials is determined on a FIFO basis. Finished goods are valued using standard costing, comprising materials, direct labour and attributable production overheads. Net realisable value is based on the estimated sales price after allowing for all further costs of completion and disposal.

#### Taxation

The tax expense represents the sum of the corporation tax currently payable and deferred tax.

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

## NOBLE DESSERTS HOLDINGS LIMITED

### NOTES TO THE FINANCIAL STATEMENTS (Continued)

53 week period ended 2 October 2020

#### 1. ACCOUNTING POLICIES (Continued)

##### **Taxation (continued)**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Group's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits which the future reversal of the underlying timing differences can be deducted.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date that are expected to apply to the reversal of the timing difference.

Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income.

Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the Group intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Deferred tax assets and liabilities are offset only if the Group has a legally enforceable right to set off current tax assets against current tax liabilities and the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

##### **Turnover**

Turnover solely represents amounts derived from the provision of goods and services which fall within the Group's ordinary activities after deduction of trade discounts and value added tax, and is recognised on despatch of goods. The Directors consider the group has one class of business which serves different geographical segments.

##### **Foreign currency**

Transactions in foreign currencies are recorded at the rate of exchange at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date.

The results of overseas operations are translated at the average rates of exchange during the period and their balance sheets at the rates ruling at the balance sheet date. Exchange differences arising on translation of the opening net assets and results of overseas operations are reported in other comprehensive income and accumulated in equity.

##### **Financial instruments**

Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument.

##### *Financial assets and liabilities*

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value, unless the arrangement constitutes a financing transaction. If the arrangement constitutes a financing transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

# NOBLE DESSERTS HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued) 53 week period ended 2 October 2020

### 1. ACCOUNTING POLICIES (Continued)

#### Financial instruments (continued)

##### *Financial assets and liabilities (continued)*

Debt instruments that have no stated interest rate (and do not constitute a financing transaction) and are classified as payable or receivable within one year are initially measured at an undiscounted amount for the cash or other consideration expected to be received, net of impairment.

Financial assets are derecognised when and only when (a) the contractual rights to the cash flows from the financial asset expire or are settled, (b) the Group transfers to another party substantially all the risks and rewards of ownership of the financial asset, or (c) the Group, despite having retained some, but not all, significant risks and rewards of ownership, has transferred control of the asset to another party.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

##### *Derivative financial instruments*

The Group uses derivative financial instruments to reduce exposure to foreign exchange risk. The Group does not hold or issue derivative financial instruments for speculative purposes.

Derivatives are initially recognised at fair value at the date a derivative contract is entered into and are subsequently remeasured to their fair value at each reporting date. The resulting gain or loss is recognised in profit or loss immediately.

##### *Equity instruments*

Equity instruments issued by the Company are recorded at the fair value of cash or other resources received or receivable, net of direct issue costs.

#### Pensions

The Company operates a defined contribution scheme for the benefit of its employees. Contributions payable are charged to the profit and loss account in the year which they are payable.

### 2. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

The preparation of financial statements requires the directors to make judgements, estimates and assumptions about the carrying value of assets and liabilities. The nature of estimation means that actual outcomes may differ from these estimates.

The judgements that have the most significant effect on the amounts recognised as assets and liabilities are as follows:

#### *Taxation*

There are tax transactions and calculations for which judgements have to be made and the ultimate tax determination is uncertain. The Group recognises liabilities for taxation based on estimates of whether taxation will be due. Where the final outcome of these matters is different from the amount recognised, such differences will have an impact on the financial statements in the period such determination is made.

The sources of estimation uncertainty that have the most significant effect on the amounts recognised as assets and liabilities are as follows:

#### *Carrying value of land and buildings*

Land and buildings are carried at valuation. The directors have valued land and buildings as at the balance sheet date based on an independent valuation carried out by a professional firm of chartered surveyors on an open market basis (see note 10). Such valuations require estimates to be made based on current market conditions, and any changes to such conditions will impact the carrying value of land and buildings. Management review the carrying value of land and buildings at each balance sheet date to ensure it continues to materially represent fair value.

# NOBLE DESSERTS HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued)

53 week period ended 2 October 2020

### 2. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY (CONTINUED)

#### *Carrying value of goodwill*

Determining whether goodwill is impaired requires an estimation of the value in use of the cash generating units to which the goodwill has been allocated. The value in use calculation requires estimates to be made of the future cash flows expected to arise and a suitable discount rate in order to calculate the present value.

### 3. TURNOVER

Geographic segments (turnover by destination):	2020 £'000	2019 £'000
United Kingdom	43,444	36,425
Rest of Europe	10,936	11,483
Rest of World	28	-
	<u>54,408</u>	<u>47,908</u>

### 4. OPERATING PROFIT

Operating profit is stated after charging/(crediting):	2020 £'000	2019 £'000
Depreciation		
- owned assets	2,468	2,433
Rentals under operating leases		
- hire of plant and machinery	87	76
- other operating leases	137	172
Amortisation of goodwill	1,477	1,476
Auditor's remuneration		
- For the audit of the company's financial statements	35	35
- Tax services provided by auditor	22	20
Foreign exchange differences	(9)	20
	<u></u>	<u></u>

# NOBLE DESSERTS HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued) 53 week period ended 2 October 2020

### 5. INFORMATION REGARDING DIRECTORS AND EMPLOYEES

#### Group

	2020 Number	2019 Number
<b>Average number of persons employed:</b>		
Production	108	111
Sales and distribution	4	4
Administration	82	76
	<u>194</u>	<u>191</u>
<b>Employee costs during the period:</b>	<b>£'000</b>	<b>£'000</b>
Wages and salaries	7,411	6,652
Social security costs	850	751
Pension costs	189	171
	<u>8,450</u>	<u>7,574</u>
	<b>2020 £'000</b>	<b>2019 £'000</b>
Directors' emoluments	<u>-</u>	<u>-</u>

The directors of the company are remunerated through Noble Foods Limited. The directors received no remuneration for their services to the company and it is not practicable to split the costs of services between those provided to Noble Desserts Holdings Limited and those provided to other companies within the wider group.

### 6. INTEREST

	2020 £'000	2019 £'000
<b>a) Interest receivable and similar income</b>		
Derivative financial instruments	38	9
	<u>38</u>	<u>9</u>
<b>b) Interest payable and similar charges</b>		
Interest on group loans	770	928
Interest payable on invoice discounting	1	-
	<u>771</u>	<u>928</u>



# NOBLE DESSERTS HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued)

53 week period ended 2 October 2020

### 7. TAXATION

#### a) Tax on profit

	2020 £'000	2019 £'000
<b>Current tax:</b>		
UK corporation tax charge	1,241	394
Adjustment in respect of previous periods	(392)	-
<b>Total current tax</b>	<b>849</b>	<b>394</b>
<b>Deferred tax:</b>		
Origination and reversal of timing differences	(182)	157
Adjustments in respect of previous periods	4	(216)
Change in deferred tax rate	162	-
<b>Total deferred tax</b>	<b>(16)</b>	<b>(59)</b>
<b>Total tax charge for the current period</b>	<b>833</b>	<b>335</b>

#### b) Factors affecting the tax charge for the period

The tax charged for the period differs from the standard rate of 19% (2019: 19%) corporation tax in the UK. The differences are explained below:

	2020 £'000	2019 £'000
Profit before taxation	4,021	1,587
Tax on profit at standard rate in the UK 19% (2019: 19%)	764	301
<b>Effects of:</b>		
Expenses not deducted for tax purposes	295	298
Adjustment in respect of previous periods	(388)	(216)
Group relief not paid for	-	(48)
Change in rate	162	-
<b>Total tax charge for the period</b>	<b>833</b>	<b>335</b>

#### c) Change in tax rates

As part of the Finance Bill 2016, the Government stated its intention to reduce the main corporation tax rate to 17% effective 1 April 2020. The Finance Bill 2020 reinstated a main corporation tax rate of 19% effective 1 April 2020. As the 19% tax rate was substantively enacted at the balance sheet date, the relevant rate increases have been reflected in the calculation of deferred tax.

### 8. RESULT OF PARENT COMPANY

As permitted by Section 408 of the Companies Act 2006, the profit and loss account of the parent company is not presented as part of these accounts. The parent company's profit after tax for the financial period amounted to £3,195,000 (2019: £1,758,000).

# NOBLE DESSERTS HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued) 53 week period ended 2 October 2020

### 9. GOODWILL

	£'000
<b>Group and Company</b>	
<b>Cost</b>	
At 28 September 2019	28,551
At 2 October 2020	28,551
<b>Amortisation</b>	
At 28 September 2019	13,292
Charge for the period	1,477
At 2 October 2020	14,769
<b>Net book value</b>	
At 2 October 2020	13,782
At 27 September 2019	15,259

### 10. TANGIBLE FIXED ASSETS

Group	Freehold Land and buildings £'000	Plant and machinery £'000	Total £'000
<b>Cost</b>			
At 28 September 2019	15,537	25,990	41,527
Additions	416	637	1,053
Disposals	(28)	-	(28)
At 2 October 2020	15,925	26,627	42,552
<b>Accumulated depreciation</b>			
At 28 September 2019	297	6,153	6,450
Charge for the period	227	2,241	2,468
Disposals	(28)	-	(28)
At 2 October 2020	496	8,394	8,890
<b>Net book value</b>			
At 2 October 2020	15,429	18,233	33,662
At 27 September 2019	15,240	19,837	35,077

Included in the total for land and buildings is an amount of £725k (2019: £4,590k) relating to land that is not being depreciated.

The directors have valued land and buildings at the balance sheet date based on an independent valuation performed by Bidwells Property Consultants, a professional firm of chartered surveyors, on an open market basis in November 2020. Subsequent additions have been recorded at cost. The comparative method of valuation was used as far as possible in arriving at property values, with the main assumption being what constitutes appropriate comparable property.

# NOBLE DESSERTS HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued) 53 week period ended 2 October 2020

### 10. TANGIBLE FIXED ASSETS (CONTINUED)

Comparable amounts determined according to the historical cost convention:-

	Freehold land and buildings £'000	Plant, machinery, fixtures and fittings £'000	Total £'000
<b>2020</b>			
Cost	10,426	26,627	37,053
Accumulated depreciation	(418)	(8,394)	(8,812)
Net book value 2 October 2020	<u>10,008</u>	<u>18,233</u>	<u>28,241</u>
<b>2019</b>			
Cost	10,786	25,990	36,776
Accumulated depreciation	(230)	(6,153)	(6,383)
Net book value 27 September 2019	<u>10,556</u>	<u>19,837</u>	<u>30,393</u>
<b>Company</b>	<b>Freehold Land and buildings £'000</b>	<b>Plant and machinery £'000</b>	<b>Total £'000</b>
<b>Cost</b>			
At 28 September 2019	15,537	25,958	41,495
Additions	416	637	1,053
Disposals	(28)	-	(28)
At 2 October 2020	<u>15,925</u>	<u>26,595</u>	<u>42,520</u>
<b>Accumulated depreciation</b>			
At 28 September 2019	297	6,125	6,422
Charge for the period	227	2,241	2,468
Disposals	(28)	-	(28)
At 2 October 2020	<u>496</u>	<u>8,366</u>	<u>8,862</u>
<b>Net book value</b>			
At 2 October 2020	<u>15,429</u>	<u>18,229</u>	<u>33,658</u>
At 27 September 2019	<u>15,240</u>	<u>19,833</u>	<u>35,073</u>

# NOBLE DESSERTS HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued) 53 week period ended 2 October 2020

### 10. TANGIBLE FIXED ASSETS (CONTINUED)

Comparable amounts determined according to the historical cost convention:-

	Freehold land and buildings £'000	Plant, machinery, fixtures and fittings £'000	Total £'000
<b>2020</b>			
Cost	10,426	26,595	37,021
Accumulated depreciation	(418)	(8,366)	(8,784)
Net book value 2 October 2020	<u>10,008</u>	<u>18,229</u>	<u>28,237</u>
<b>2019</b>			
Cost	10,786	25,958	36,744
Accumulated depreciation	(230)	(6,125)	(6,355)
Net book value 27 September 2019	<u>10,556</u>	<u>19,833</u>	<u>30,389</u>

### 11. FIXED ASSET INVESTMENTS

The group's principal subsidiaries are listed below:

Company	Principal activity	Country of incorporation
Rensow Limited	Dormant	United Kingdom
Rensow Patisserie Limited	Dormant	United Kingdom
Noble Desserts France SARL	Marketing of chilled desserts	France
Gü Limited	Dormant	United Kingdom
Gü Desserts Inc	Marketing of chilled desserts	USA

The company owns 100% of the ordinary share capital of voting rights of all the companies above. The total carrying value of investments is £101 (2019: £101).

The registered address of Rensow Limited, Rensow Patisserie Limited and Gü Limited is Cotswold Farm, Standlake, Witney, Oxfordshire, England, OX29 7RB.

The registered address of Noble Desserts France SARL is 25 place de la Madeleine, 75008, Paris, France.

The registered address of Gü Desserts Inc is 71 McMurray Road, Suite 104, Pittsburgh, PA 15241, USA.

# NOBLE DESSERTS HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued)

53 week period ended 2 October 2020

### 12. STOCKS

	Group 2020 £'000	Company 2020 £'000	Group 2019 £'000	Company 2019 £'000
Finished goods	5,124	5,112	5,412	5,412
Raw materials and consumables	705	705	948	948
	<u>5,829</u>	<u>5,817</u>	<u>6,360</u>	<u>6,360</u>

The replacement cost of the above stocks would not be significantly different from the values stated.

### 13. DEBTORS

	Group 2020 £'000	Company 2020 £'000	Group 2019 £'000	Company 2019 £'000
<b>Amounts falling due within one year:</b>				
Trade debtors	5,509	5,508	7,901	7,901
VAT	554	543	457	413
Corporation tax	158	158	-	-
Other debtors	10	-	10	-
Prepayments and accrued income	361	345	286	270
Derivative financial instruments (see note 19)	32	32	-	-
	<u>6,624</u>	<u>6,586</u>	<u>8,654</u>	<u>8,584</u>

### 14. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group 2020 £'000	Company 2020 £'000	Group 2019 £'000	Company 2019 £'000
Trade creditors	2,644	2,614	4,447	4,446
Amounts owed to companies with common ultimate parent	20,008	20,008	28,741	28,741
Amounts owed to group undertakings	-	66	-	104
Corporation tax	61	51	31	21
Other taxes and social security	133	-	80	-
Accruals	10,411	10,290	5,306	5,236
Derivative financial instruments (see note 19)	-	-	6	6
	<u>33,257</u>	<u>33,029</u>	<u>38,611</u>	<u>38,554</u>

Loans with companies with common ultimate parent are repayable on demand. Interest on these loans is charged at between 0% and LIBOR+2.5%.

# NOBLE DESSERTS HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued) 53 week period ended 2 October 2020

### 15. PROVISION FOR LIABILITIES

Provision for liabilities is in respect of deferred taxation.

Group and Company	£'000
At 27 September 2019	2,198
Credit to the profit and loss	(16)
Debited to comprehensive income	90
	<hr/>
At 2 October 2020	2,272
	<hr/>

The deferred tax balance consists of the following amounts:

	2020 £'000	2019 £'000
Difference between capital allowances and depreciation	1,540	1,315
Timing differences on revalued properties	973	883
Employee benefits	(241)	-
	<hr/>	<hr/>
	2,272	2,198
	<hr/>	<hr/>

There is no unprovided deferred tax.

### 16. CALLED UP SHARE CAPITAL

	2020 £'000	2019 £'000
<b>Called up, allotted and fully paid</b>		
20,000,000 (2019: 20,000,000) ordinary shares of £1 each	20,000	20,000
1,000 (2019: 1,000) 'A' shares of £1 each	-	1
1,000 (2019: 1,000) 'B' shares of £1 each	1	1
2,000 (2019: 2,000) deferred shares of £1 each	3	2
1,900 (2019: nil) 'D' shares of £1 each	2	-
	<hr/>	<hr/>
	20,006	20,004
	<hr/>	<hr/>

The 'A', 'B', 'D' and deferred shares are non-voting and don't contain rights to receive dividends.

No dividend was approved or paid during the period.

## NOBLE DESSERTS HOLDINGS LIMITED

### NOTES TO THE FINANCIAL STATEMENTS (Continued) 53 week period ended 2 October 2020

#### 17. FINANCIAL COMMITMENTS

At the period end, the total future minimum lease payments under non-cancellable operating leases are as follow:

	2020 Land & buildings £'000	2020 Other £'000	2019 Land & buildings £'000	2019 Other £'000
Leases which expire:				
Within one year	204	113	102	113
Between one and five years	197	138	128	208
After more than five years	-	-	45	-
	<u>401</u>	<u>251</u>	<u>275</u>	<u>321</u>

#### 18. CAPITAL COMMITMENTS

At the period end the company had the following capital commitments:

	2020 £'000	2019 £'000
Contracted but not provided	<u>21</u>	<u>523</u>

# NOBLE DESSERTS HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued) 53 week period ended 2 October 2020

### 19. FINANCIAL INSTRUMENTS

#### Group

	2020 £'000	2019 £'000
<b>Financial assets</b>		
Measured at fair value through profit or loss		
Derivative financial assets	32	-
Measured at undiscounted amount receivable		
Trade and other debtors	5,519	7,911
	<u>5,551</u>	<u>7,911</u>
<b>Financial liabilities</b>		
Measured at fair value through profit or loss		
Derivative financial liabilities	-	6
Measured at undiscounted amount payable		
Trade and other creditors	33,063	38,527
	<u>33,063</u>	<u>38,533</u>

#### Company

	2020 £'000	2019 £'000
<b>Financial assets</b>		
Measured at fair value through profit or loss		
Derivative financial assets	32	-
Measured at undiscounted amount receivable		
Trade and other debtors	5,508	7,901
	<u>5,540</u>	<u>7,901</u>
<b>Financial liabilities</b>		
Measured at fair value through profit or loss		
Derivative financial liabilities	-	6
Measured at undiscounted amount payable		
Trade and other creditors	32,978	38,497
Measured at amortised cost		
Loans payable	-	-
	<u>32,978</u>	<u>38,503</u>

The fair value of derivative financial assets and liabilities are based on market value price quotations at the reporting date. The gain on derivative financial instruments recognised in the profit and loss account during the period was £38,000 (2019: £9,000 gain).

Derivatives are comprised of financial currency contracts with monthly settlement dates up to March 2021.



# NOBLE DESSERTS HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued)

53 week period ended 2 October 2020

### 20. KEY MANAGEMENT REMUNERATION

The directors of the group are considered to constitute key management. Details of their remuneration is disclosed in note 5.

### 21. ULTIMATE PARENT COMPANY AND CONTROLLING PARTIES

The immediate holding company is Noble Foods Group Guernsey Limited, a company incorporated in Guernsey. The ultimate holding company is Lendon Holdings Limited, a company incorporated in Guernsey.

The voting share capital of Noble Foods Group Guernsey Limited is ultimately owned 98% by Lendon Holdings Limited and 2% by P D Dean and they are therefore considered to be the ultimate controlling parties.

### 22. RELATED PARTY TRANSACTIONS

The Company has taken advantage of paragraph 33.1A of FRS102 from disclosing transactions between fellow wholly owned subsidiaries of Noble Desserts Holdings Limited.

During the period goods totalling £317,618 (2019: £167,553) were purchased from Noble Egg Innovations on a normal trading basis. Noble Egg Innovations is a company which has a common ultimate parent company and a company in which Lendon Holdings Limited and P D Dean are the ultimate controlling parties.

During the period the Group repaid net funding to Noble Foods Group Limited of £8,906,560 (2019: £349,627). Noble Foods Group Limited has a common ultimate parent company and is an entity in which Lendon Holdings Limited and P D Dean are the ultimate controlling parties.

### 23. COMMITMENTS

The company has guaranteed by way of a fixed and floating charge over its assets, the bank borrowings of other group companies.

### 24. RECONCILIATION OF OPERATING PROFIT TO OPERATING CASH FLOW

Group	2020 £'000	2019 £'000
Operating profit	4,754	2,506
Adjustments for:		
Depreciation and amortisation	3,945	3,909
<b>Working capital movements</b>		
Decrease/(Increase) in stocks	536	(2,080)
Decrease/(Increase) in debtors	2,221	(3,231)
Increase in creditors	3,384	1,744
<b>Cash flow from operating activities</b>	<b>14,840</b>	<b>2,848</b>
Taxation paid	(970)	(201)
<b>Net cash inflow from operating activities</b>	<b>13,870</b>	<b>2,647</b>

# NOBLE DESSERTS HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (Continued) 53 week period ended 2 October 2020

### 24. RECONCILIATION OF OPERATING PROFIT TO OPERATING CASH FLOW (Continued)

Company	2020 £'000	2019 £'000
Operating profit	4,761	2,491
Adjustments for:		
Depreciation and amortisation	3,945	3,906
Loss on disposal of fixed assets	-	-
<b>Working capital movements</b>		
Decrease/(Increase) in stocks	543	(2,080)
Decrease/(Increase) in debtors	2,188	(3,225)
Increase in creditors	3,253	1,811
<b>Cash flow from operating activities</b>	14,690	2,903
Taxation paid	(969)	(206)
<b>Net cash inflow from operating activities</b>	13,721	2,697