

Registration number: 07501688

Bakkavor Finance (1) Limited

Annual Report and Financial Statements

for the Period from 1 January 2017 to 30 December 2017

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Bakkavor Finance (1) Limited

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Bakkavor Finance (1) Limited

Company Information

Directors A Gudmundsson

E P Gates

Company secretary S Witham

Registered office Fitzroy Place
5th Floor
8 Mortimer Street
London
England
W1T 3JJ

Bankers Barclays Bank PLC
Multinational Corporates
One Churchill Place
London
E14 5HP

Auditor Deloitte LLP
Statutory Auditor
1 Woodborough Road
Nottingham
United Kingdom
NG1 3FG

Bakkavor Finance (1) Limited

Directors' Report for the Period from 1 January 2017 to 30 December 2017

The Directors present their report and the audited financial statements for the 52 week period from 1 January 2017 to 30 December 2017 ('2017'). Comparatives are for the 53 week period from 27 December 2015 to 31 December 2016 ('2016').

Principal activity

The principal activity of Bakkavor Finance (1) Limited (the 'Company') is that of a holding Company that operates within the Bakkavor Group plc group (the 'Group') and is a 100% owned subsidiary. A fair review of the business, future development, dividends and Financial Risk Management is shown in the Strategic Report.

Going concern

The Directors, in their detailed consideration of going concern, have reviewed the Company's future cash forecasts up to September 2019, which they believe are based on prudent market data and past experience. The Directors have considered the Company's access to the Group's financing arrangements. At the date of this report the Group has complied in all respects with the terms of its borrowing agreements, including its financial covenants, and forecasts to continue to do so.

Consequently, the Directors consider that the Company has adequate resources to meet its liabilities as they fall due for a period of at least 12 months from the date of approval of the financial statements.

Directors of the company

The Directors, who held office during the period, and up to the point of signing were as follows:

A Gudmundsson

L Gudmundsson (resigned 28 March 2018)

R Berlin (resigned 28 March 2018)

T Krasnow (resigned 28 March 2018)

The following director was appointed after the period end:

E P Gates (appointed 28 March 2018)

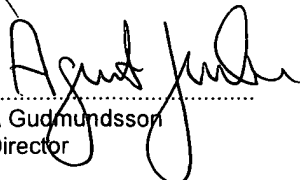
Directors' indemnities

The Company has made qualifying third party indemnity provisions for the benefit of the Directors which remain in force at the date of this report.

Disclosure of information to the auditor

Each Director has taken 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. The Directors confirm that there is no relevant information that they know of and of which they know the auditor is unaware. This confirmation is given and should be interpreted in accordance with the provisions of s418 of the Companies Act 2006.

Approved by the Board on 20 September 2018 and signed on its behalf by:


A Gudmundsson
Director

Bakkavor Finance (1) 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). 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 apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether FRS 101 has 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.

Bakkavor Finance (1) Limited

Strategic Report for the Period from 1 January 2017 to 30 December 2017

The Directors present their strategic report for the period from 1 January 2017 to 30 December 2017.

Fair review of the business and future developments

The Company had no transactions in 2017. The Directors do not recommend the payment of a final dividend (2016: £36,250,000). A dividend was also received in 2016 for £36,250,000 from group undertakings. The Balance sheet shows shareholders' funds amounting to £315,254,000 (2016: £315,254,000). As the Company is a holding company the Directors do not review any key performance indicators to measure performance in the period.

The Directors are satisfied with the results and achievements and they believe that the future prospects of the Company are sound.

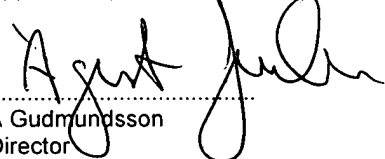
Principal risks and uncertainties

The Company is exposed to a number of risks and uncertainties across a range of strategic, operational and financial areas. The Company continually reviews its internal control and risk management processes and is fully aligned with the policies and objectives set by the Board of Directors of Bakkavor Group. The Company has formally identified key risks, of which, the successful management and mitigation is paramount to the day to day running of our business and the achievement of our long-term vision. The Company considers the risk below to be the key risk:

Investment risk

The performance of the operating subsidiaries within the Company's investments is subject to distinct operational and market risks which may impact the investment value.

Approved by the Board on 20 September 2018 and signed on its behalf by:


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A Gudmundsson
Director

Bakkavor Finance (1) Limited

Independent Auditor's Report to the Members of Bakkavor Finance (1) Limited

Report on the audit of the financial statements

Opinion

In our opinion the financial statements of Bakkavor Finance (1) Limited (the 'company'):

- give a true and fair view of the state of the company's affairs as at 30 December 2017 and of its result for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 101 "Reduced Disclosure Framework"; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the profit and loss account;
- the statement of changes in equity;
- the balance sheet; and
- the related notes 1 to 10.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

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

Conclusions relating to going concern

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 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.

Bakkavor Finance (1) Limited

Independent Auditor's Report to the Members of Bakkavor Finance (1) 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 this regard.

Responsibilities of Directors

As explained more fully in the Directors' Responsibilities Statement (set out on page 3), the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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. This description forms part of our auditor's report.

Bakkavor Finance (1) Limited

Independent Auditor's Report to the Members of Bakkavor Finance (1) 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 in the strategic report and the directors' report for the financial year 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 company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the directors' report.

Matters on which we are required to report by exception

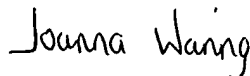
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

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

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.



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Joanna Waring FCA (Senior Statutory Auditor)
For and on behalf of Deloitte LLP,
Statutory Auditor
Nottingham
United Kingdom

20 September 2018

Bakkavor Finance (1) Limited**Profit and Loss Account for the Period from 1 January 2017 to 30 December 2017**

		2017	2016
	Note	£ 000	£ 000
Income from group undertakings	5	-	36,250
Result/profit before tax		-	36,250
Tax	6	-	-
Result/profit for the period		-	36,250

The above results were derived from continuing operations.

The Company has no comprehensive income other than other than the result above and therefore no separate statement of comprehensive income is presented.

Bakkavor Finance (1) Limited**Statement of Changes in Equity for the Period from 1 January 2017 to 30 December 2017**

	Share capital £ 000	Retained earnings £ 000	Total £ 000
At 27 December 2015	55	315,199	315,254
Profit for the period	-	36,250	36,250
Dividends	-	(36,250)	(36,250)
At 31 December 2016	<u>55</u>	<u>315,199</u>	<u>315,254</u>

	Share capital £ 000	Retained earnings £ 000	Total £ 000
At 1 January 2017	55	315,199	315,254
Result for the period	-	-	-
Dividends	-	-	-
At 30 December 2017	<u>55</u>	<u>315,199</u>	<u>315,254</u>

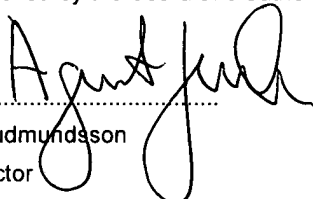
Bakkavor Finance (1) Limited

(Registration number: 07501688)

Balance Sheet as at 30 December 2017

		30 December 2017 £ 000	31 December 2016 £ 000
	Note		
Fixed assets			
Investments	7	315,254	315,254
Net current assets/(liabilities)		-	-
Total assets less current liabilities		<u>315,254</u>	<u>315,254</u>
Net assets		<u>315,254</u>	<u>315,254</u>
Capital and reserves			
Called up share capital	8	55	55
Profit and loss account		<u>315,199</u>	<u>315,199</u>
Shareholders' funds		<u>315,254</u>	<u>315,254</u>

Approved by the Board and authorised for issue on 20 September 2018 and signed on its behalf by:


.....
A Gudmundsson
Director

Bakkavor Finance (1) Limited

Notes to the Financial Statements for the Period from 1 January 2017 to 30 December 2017

1 General information

The Company is a private company limited by share capital incorporated and registered in England and Wales. The Company's registered office address can be found on page 1.

The principal activity of the Company is that of a holding Company that operates within the Bakkavor Group plc group (the 'Group') and is a 100% owned subsidiary.

2 Accounting policies

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the periods presented, unless otherwise stated.

Basis of preparation

The financial statements of the Company have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework (FRS 101)'. As permitted under section 390 (3) of the Companies Act 2006, the Company has taken the option to end its financial period on the Saturday nearest to 31 December, as this is not more than 7 days after or before the end of the period dated 31 December.

The financial statements have been prepared on the historical cost basis and are presented in the currency of the primary economic environment in which the Company operates. For the purpose of the financial statements, the results and financial position are expressed in Pounds Sterling, which is the functional currency of the Company.

Summary of disclosure exemptions

As permitted by Financial Reporting Standard 101, the Company has taken advantage of the disclosure exemptions available under that standard in relation to financial instruments, capital management, presentation of comparative information in respect of certain assets, presentation of a cash-flow statement, standards not yet effective, impairment of assets and related party transactions. Where relevant, equivalent disclosures have been given in the group financial statements of Bakkavor Group plc. The group financial statements of Bakkavor Group plc are available to the public and can be obtained as set out in the parent and ultimate parent undertaking note.

Going concern

The Directors' have reviewed the historical trading performance of the Company and the forecasts through to September 2019, to assess the level of finance required by the Company. The going concern basis has been adopted in preparing these financial statements, refer to the Directors' Report for the Directors' consideration of going concern.

Bakkavor Finance (1) Limited

Notes to the Financial Statements for the Period from 1 January 2017 to 30 December 2017 (continued)

2 Accounting policies (continued)

Exemption from preparing group financial statements

The financial statements contain information about Bakkavor Finance (1) Limited as an individual company and do not contain consolidated financial information as the parent of a group.

The Company is exempt under section 400 of the Companies Act 2006 from the requirement to prepare consolidated financial statements as it and its subsidiary undertakings are included by full consolidation in the consolidated financial statements of Bakkavor Group plc, a company incorporated in the United Kingdom.

Changes in accounting policy

New standards, interpretations and amendments effective

The following have been applied for the first time from 1 January 2017 and have had no effect on the financial statements:

IAS 7 - Disclosure initiative

IAS 12 - Recognition of Deferred Tax Assets for unrealised losses

Tax

The tax expense for the period comprises current tax. Tax is recognised in profit or loss, except that an amount attributable to an item of income or expense recognised as other comprehensive income is also recognised directly in other comprehensive income.

The tax currently payable is based on taxable profit for the period. Taxable profit differs from net profit as reported in the profit and loss account because it excludes items of income or expense that are taxable or deductible in other periods and it further excludes items that are never taxable or deductible. The Group's liability for current tax is calculated using tax rates that have been enacted or substantively enacted by the balance sheet date.

Payments for intragroup transfer of tax losses

Where the Company transfers tax losses to another member of the group, the entity obtains an amount of compensation from the respective group member ('group relief payments'). Such payments are treated as if they were income taxes to the extent that the intragroup payment is for an amount of that would otherwise have been paid by the paying company. If the compensation amount differs, the difference is treated as distribution or capital contribution (as applicable).

Investments

Investments in subsidiaries are included at cost less provision for impairment where necessary. An impairment loss is recognised in the Profit and Loss account when there is objective evidence that the asset is impaired, and is measured as the difference between the investment's carrying amount and the present value of estimated future cash flows discounted at the effective interest rate computed at initial recognition.

Subsidiaries

A subsidiary is an entity over which the Company has control. Control exists when the Company has the power directly, or indirectly, to govern the financial and operating policies of an entity so as to obtain economic benefits from its activities.

Bakkavor Finance (1) Limited

Notes to the Financial Statements for the Period from 1 January 2017 to 30 December 2017 (continued)

2 Accounting policies (continued)

Share capital

Ordinary shares are classified as equity. Equity instruments are measured at the fair value of the cash or other resources received or receivable, net of the direct costs of issuing the equity instruments. If payment is deferred and the time value of money is material, the initial measurement is on a present value basis.

Dividends

Dividend distribution

Dividend distribution to the Company's shareholders is recognised as a liability in the Company's financial statements in the period in which the dividends are approved by the Company's shareholders.

Dividend income

Dividend income is recognised when the right to receive payment is established.

Contingent liabilities

A contingent liability is a possible obligation that arises from past events and the existence of which will only be confirmed by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Company or the amount of the obligation cannot be measured reliably. A contingent liability is not recognised but it is disclosed in the notes to the financial statements. When an outflow becomes probable, it is recognised as a provision.

Financial assets and liabilities

Classification

Financial assets held by the Company are classified as 'loans and receivables'. The classification depends on the nature and purpose of the financial assets and is determined at the time of initial recognition. Loans and receivables are measured at amortised cost using the effective interest method, less any impairment.

Financial liabilities held by the Company are classified as other financial liabilities. The classification is according to the substance of the contractual arrangements entered into.

Recognition and measurement

Financial assets are initially measured at fair value, plus transaction costs, except for those financial assets classified as at fair value through profit and loss, which are initially measured at fair value.

Financial liabilities are initially measured at fair value, net of transaction costs. Other financial liabilities are subsequently measured at amortised cost using the effective interest method, with interest expense recognised on an effective yield basis.

Impairment

Financial assets are assessed for indicators of impairment at each Balance sheet date and are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows of the asset have been affected.

Bakkavor Finance (1) Limited

Notes to the Financial Statements for the Period from 1 January 2017 to 30 December 2017 (continued)

3 Critical accounting judgements and key sources of estimation uncertainty

The following are areas of particular significance to the Company's financial statements and include the application of judgement, which is fundamental to the compilation of the financial statements:

Investment in subsidiaries - key source of estimation uncertainty

The Company evaluated whether there are any potential impairment or impairment reversal indicators present at 30 December 2017 and concluded that is not the case, this is disclosed further in note 7.

The recoverable amounts of the investments are determined based on the higher of net realisable value and value in use calculations, which require the use of estimates. The key estimates that can impact the value in use calculations are changes to the growth rates applied to derive a five-year forecast, or a movement in the discount rate applied to the future cash flows. These are key estimates as they are subjective in nature and a significant assumption is required and any changes to assumptions may lead to impairment charges being recognised.

There are no areas in which the application of critical accounting judgements has been considered necessary in the compilation of these financial statements.

4 Directors, Employees and auditor remuneration

The Directors have received no emoluments for their services to the Company in either financial period presented and were paid through Bakkavor Foods Limited. The Directors are considered to be the key management personnel of the Company.

The Company had no employees for the period ended 30 December 2017 (2016: nil).

Fees of £5,000 (2016: £5,000) payable to the Company's auditor in respect of the statutory audit of the Company's financial statements for the period ended 30 December 2017 have been borne by Bakkavor Foods Limited.

No non-audit fees were charged to the Company for the period ended 30 December 2017 (2016: £nil).

5 Income from group undertakings

	2017	2016
	£ 000	£ 000
Dividend income	-	36,250

Bakkavor Finance (1) Limited

Notes to the Financial Statements for the Period from 1 January 2017 to 30 December 2017 (continued)

6 Taxation

Corporation tax is calculated at 19.25% (2016: 20%) of the estimated result for the period. The tax for the period is reconciled to the profit and loss account as follows:

	2017 £ 000	2016 £ 000
Result/profit before tax	-	36,250
Corporation tax at standard rate	-	7,250
Non-taxable income	-	(7,250)
Tax	-	-

The UK corporation tax rate reduced from 20% to 19% from 1 April 2017. In accordance with the Finance Act 2016, the UK corporation tax rate will reduce to 17% in 2020.

7 Investments in subsidiaries

Subsidiaries	£ 000
Cost	
At 1 January 2017 and 30 December 2017	315,254
Carrying amount	
At 1 January 2017 and 30 December 2017	315,254

Details of the subsidiaries as at 30 December 2017 are as follows:

Name of subsidiary	Principal activity	Registered office	Proportion of ownership interest and voting rights held	
			2017	2016
Bakkavor Finance (2) Plc*	Holding company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
Bakkavor Finance (3) Limited	Holding company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%

Bakkavor Finance (1) Limited

Notes to the Financial Statements for the Period from 1 January 2017 to 30 December 2017 (continued)

7 Investments in subsidiaries (continued)

Name of subsidiary	Principal activity	Registered office	Proportion of ownership interest and voting rights held	
			2017	2016
Bakkavor (London) Limited	Holding company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
Bakkavor Estates Limited	Property management	West Marsh Road, Spalding, Lincolnshire, England, PE11 2BB. United Kingdom	100%	100%
Bakkavor Acquisitions (2008) Limited	Holding company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
Bakkavor USA Inc.	Holding company	18201 Central Avenue, Carson, California, 90746. USA	100%	100%
Bakkavor USA Limited	Holding company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
Bakkavor Foods USA Inc.	Manufacture of custom and private label savoury and bakery products	18201 Central Avenue, Carson, California, 90746. USA	100%	100%
Bakkavor Foods Holdings LLC.	Holding company	18201 Central Avenue, Carson, California, 90746. USA	100%	100%
Bakkavor Invest Limited	Holding company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
Bakkavor (Acquisitions) Limited	Holding company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%

Bakkavor Finance (1) Limited

Notes to the Financial Statements for the Period from 1 January 2017 to 30 December 2017 (continued)

7 Investments in subsidiaries (continued)

Name of subsidiary	Principal activity	Registered office	Proportion of ownership interest and voting rights held	
			2017	2016
Bakkavor Finance Limited	Customer invoicing and financing of receivables	West Marsh Road, Spalding, Lincolnshire, England, PE11 2BB. United Kingdom	100%	100%
Bakkavor Asia Limited	Holding company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
Bakkavor China Limited	Holding company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
Creative Food Group Limited	Production and manufacture of salad products	Units 1902-1912, 19/F., Eight Commercial Tower, No 8 Sun Yip Street, Chai Wan. Hong Kong	100%	100%
Bakkavor Hong Kong Limited	Preparation and marketing of fresh prepared foods	Units 1902-1912, 19/F., Eight Commercial Tower, No 8 Sun Yip Street, Chai Wan. Hong Kong	100%	100%
Creative Agriculture Holdings Limited	Production and manufacture of salad products	Units 1902-1912, 19/F., Eight Commercial Tower, No 8 Sun Yip Street, Chai Wan. Hong Kong	100%	100%
Bakkavor China Holdings Limited	Holding company	Units 1902-1912, 19/F., Eight Commercial Tower, No 8 Sun Yip Street, Chai Wan. Hong Kong	100%	100%
Wuhan Bakkavor Food Company Limited	Production and manufacture of salad products	Mujiaying ZhangDuHu Farm, Xinzhou District, Wuhan. China	100%	100%

Bakkavor Finance (1) Limited

Notes to the Financial Statements for the Period from 1 January 2017 to 30 December 2017 (continued)

7 Investments in subsidiaries (continued)

Name of subsidiary	Principal activity	Registered office	Proportion of ownership interest and voting rights held	
			2017	2016
Jiangsu Creative Agriculture Produce Development Company Limited	Production and manufacture of salad products	Agricultural Development Area, Changle Town, Haimen City, Jiangsu Province. China	100%	100%
Shaanxi Bakkavor Food Company Limited	Production and manufacture of salad products	Qinghua Keji Garden, Middle of Shiji Road, Xianyang City, Shanxi Province. China	100%	100%
Shanghai Creative Food Company Limited	Production and manufacture of salad products	No. 279 Jiaqian Road, Nanxiang Developing Area, Jiading District, Shanghai. China	100%	100%
Beijing Bakkavor Foods Company Limited	Production and manufacture of salad products	South Xitai Road, Da Sun Gezhuang Town, Shunyi District, Beijing. China	100%	100%
Guangzhou Creative Food Company Limited	Production and manufacture of salad products	No. 55 Banyutang Road, High Tech Development Area, Guangzhou. China	100%	100%
Bakkavor (Shanghai) Management Company Limited	Holding company	Room 01, 3A Floor, Number 16 Lane 1977, Jinshajiang Road, Putuo District, Shanghai. China	100%	100%
Nantong Creative Agriculture Produce Development Company Limited	Production and manufacture of salad products	No. 18 Group, Lingshu Village, Dong Zaogang Town, Haimen City, Jiangsu Province. China	100%	100%
Fujian Bakkavor Food Company Limited	Production and manufacture of salad products	Jiulong Industry Park of Hua An Economic Development Zone. China	100%	100%

Bakkavor Finance (1) Limited

Notes to the Financial Statements for the Period from 1 January 2017 to 30 December 2017 (continued)

7 Investments in subsidiaries (continued)

Name of subsidiary	Principal activity	Registered office	Proportion of ownership interest and voting rights held	
			2017	2016
Bakkavor (Taicang) Baking Company Limited	Production and manufacture of bakery products	Taican City, No 29 Qingdao East Road, China	100%	100%
Chengdu Bakkavor Foods Company Limited	Production and manufacture of salad products	Rong Tai Road, Cross-Strait Science & Technology Industry Development Park, Wenjiang District, Chengdu, China	100%	100%
Bakkavor Limited	that of a holding company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ, United Kingdom	100%	100%
Bakkavor (Jersey) Limited	Dormant holding company	47 Esplanade, St Helier, Jersey, JE1 0BD, Jersey	100%	100%
Bakkavor (Jersey Two) Limited	Dormant holding company	47 Esplanade, St Helier, Jersey, JE1 0BD, Jersey	100%	100%
Bakkavor Properties Limited	Non-trading	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ, United Kingdom	100%	100%
Geest Corporation Inc.	that of a dormant holding company	251 Little Falls Drive, Wilmington, Delaware, 19808, USA	100%	100%
Bakkavor Overseas Holdings Limited	Non-trading company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ, United Kingdom	100%	100%
BV Foodservice Limited	Non-trading	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ, United Kingdom	100%	100%

Bakkavor Finance (1) Limited

Notes to the Financial Statements for the Period from 1 January 2017 to 30 December 2017 (continued)

7 Investments in subsidiaries (continued)

Name of subsidiary	Principal activity	Registered office	Proportion of ownership interest and voting rights held	
			2017	2016
Bakkavor Foods Limited	Preparation and marketing of fresh prepared foods	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
Bakkavor Pension Trustees Limited	Pension Trustee holding company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
Bakkavor European Marketing BV	Holding company	Prins Bernhardplein 200, 1097 JB Amsterdam. Netherlands	100%	100%
NV Bakkavor Belgium BV	Non-trading	Lammerdries-Zuid 16F, 2250 Olen. Belgium	100%	100%
Bakkavor Fresh Cook Limited	Preparation and marketing of fresh prepared foods	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
Anglia Crown Limited	Preparation and marketing of fresh prepared foods	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
English Village Salads Limited	Non-trading	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
Bakkavor Australia Pty Limited	Holding company	Henry Davis York, 44 Martin Place, Sydney, NSW 2000. Australia	100%	100%
BV Restaurant Group Limited	Production and distribution of fresh prepared foods	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%

Bakkavor Finance (1) Limited

Notes to the Financial Statements for the Period from 1 January 2017 to 30 December 2017 (continued)

7 Investments in subsidiaries (continued)

Name of subsidiary	Principal activity	Registered office	Proportion of ownership interest and voting rights held	
			2017	2016
Bakkavor Iberica S.L.U	Distribution	Calle Cartagena 57, 1º D Torre Pacheco, Murcia CP 30700. Spain	100%	100%
Bakkavor Central Finance Limited	Customer invoicing and financing of receivables	West Marsh Road, Spalding, Lincolnshire, England, PE11 2BB. United Kingdom	100%	100%
Notsallow 256 Limited	Dormant non-trading company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
Kent Salads Limited*	Dormant non-trading company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
Laurens Patisseries Limited	Dormant non-trading company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
Hitchen Foods Limited	Dormant non-trading company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
Bakkavor Brothers Limited	Dormant non-trading company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
Cucina Sano Limited	Dormant non-trading company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
Butterdean Products Limited	Dormant non-trading company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%

Bakkavor Finance (1) Limited

Notes to the Financial Statements for the Period from 1 January 2017 to 30 December 2017 (continued)

7 Investments in subsidiaries (continued)

Name of subsidiary	Principal activity	Registered office	Proportion of ownership interest and voting rights held	
			2017	2016
Exotic Farm Prepared Limited	Dormant non-trading company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
Exotic Farm Produce Limited	Dormant non-trading company	Fitzroy Place, 5th Floor, 8 Mortimer Street, London, England, W1T 3JJ. United Kingdom	100%	100%
Bakkavor (Taicang) Baking Company Limited	Production and manufacture of bakery products	29 Qingdao East Road, Taicang. China	100%	0%
Chengdu Bakkavor Food Company Limited	Production and manufacture of salad products	520 Rongtai road, Chengdu Cross-Straits Science & Technology Industry Development Park, Wenjiang district, Chengdu. China	100%	0%

* indicates direct investment of Bakkavor Finance (1) Limited

8 Share capital and share premium

Allotted, called up and fully paid shares

	30 December 2017		31 December 2016	
	No.	£	No.	£
Ordinary shares of £1 each	55,258	55,258	55,258	55,258

Dividends

No dividends have been paid in 2017. In 2016 a final dividend of £656.01 per share, amounting to a total of £36,250,000 was paid during the period.

9 Non adjusting events after the financial period

There are no significant events after the balance sheet date to report.

Bakkavor Finance (1) Limited

Notes to the Financial Statements for the Period from 1 January 2017 to 30 December 2017 (continued)

10 Parent and ultimate parent undertaking

The company's immediate parent is Bakkavor Holdings Limited.

The ultimate parent is Bakkavor Group plc, a company registered in the United Kingdom.

The only parent entity producing publicly available consolidated financial statements is Bakkavor Group plc. These financial statements are available upon request from Fitzroy Place, 5th Floor, 8 Mortimer Street, London, W1T 3JJ, United Kingdom.

The ultimate controlling party is Bakkavor Group plc.