

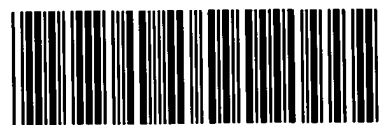
Better All Round Ltd

Registered number: 07938868

Annual report and financial statements

For the year ended 26 March 2022

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BETTER ALL ROUND LTD

COMPANY INFORMATION

Directors	C Abbosh O Abbosh H Udow R Long I Dryburgh C Taylor F Dollfus De Volckersberg N Morrin (resigned 8 March 2023)
Company secretary	C Abbosh
Registered number	07938868
Registered office	3rd Floor 1 Ashley Road Altrincham Cheshire WA14 2DT
Independent auditor	Mazars LLP Chartered Accountants & Statutory Auditor Park View House 58 The Ropewalk Nottingham NG1 5DW

BETTER ALL ROUND LTD

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BETTER ALL ROUND LTD

GROUP STRATEGIC REPORT FOR THE YEAR ENDED 26 MARCH 2022

Introduction

Better All Round Ltd (the "Company" and "BAR") is an innovative producer of sustainable paper products and manufacturer of Ora, the unique one-hand grab paper towel. On 30 March 2018 the Company, through its subsidiary AnCellTek Holdings Ltd, bought a majority stake in Consuma Holdings Ltd (CHL) (collectively "The Consuma Group"). On 5 October 2022, AnCellTek completed the purchase of the remaining stake in CHL.

CHL, through its operating subsidiary Consuma Paper Products Ltd (CPP) (both together "Consuma") was a leading supplier of private label facial tissues, kitchen towel and toilet roll to UK supermarkets. The business was established in 1974, and from its modern Lincolnshire facility supplied all the major retailers and leading discounters. Consuma converted parent reels using 15 production lines which laminate, print, coat, cut and fold or roll paper to produce high quality products for its customers.

On 5 April 2022 Consuma joined forces with the shareholders of a larger tissue group (JV partner), as a 50/50 joint venture. The JV partner had supplied Consuma with tissue for over 20 years, providing both Virgin and Recycled tissue either from its own UK Mills or from global supply partners. The JV partner operates a number of paper machines and is a leading operator in the Away From Home market. They also have an integrated supply chain, with access to raw materials and paper supply via their wholly owned paper sales business. The Consuma Group believed this would help secure the long-term future of the business by bringing an integrated supply chain to Consuma as well as a more secure working capital base.

On 1 December 2022, the JV partner (being a substantial creditor of CPP) placed CPP into administration. The business and assets of CPP were then purchased by the JV partner as part of a prepack on the same day. Consequently, the results presented in these accounts reflect a write off of BAR's investment in the Consuma business as well as its investment in AnCellTek. The total write-off in respect of the Group amounts to £7,283,689.

Business review

A summary of the Group's financial results for the year ended 26 March 2022 and certain key financial performance indicators are set out in the table below. Both the pre and post administration positions are set out below:

	2022 £000	2021 £000
Turnover	24,988	30,161
Gross Profit	2,003	6,286
Gross Profit %	8%	21%
Operational loss	(12,958)	(1,910)
Non-recurring administrative expenses	7,284	280
Operational loss before non-recurring expense and asset impairment	(5,674)	(1,630)
Adjusted EBITDA*	(4,496)	(459)
Adjusted EBITDA %	(18)%	2%
Net Assets before loan notes and shareholder loans	1,552	8,459
Funding Received**	5,906	3,700

*Adjusted EBITDA is defined as result before interest, finance costs, tax, depreciation, amortisation, non-recurring administration and asset impairment costs. It is a non-GAAP metric used by Management and is not a FRS disclosure.

** This refers to equity and convertible loans received by the Group.

GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 26 MARCH 2022

Outlook

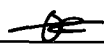
BAR was well positioned for growth following the significant investment in new equipment together with the management team in place. The business expected growth to materialize given that much of the prior year's operational challenges had begun to ease, together with the hoped for strengthening of the Company's business having joined forces with the JV partner. With its new shareholders, the Company felt it had significantly strengthened its overall supply chain and financial position. The administration of CPP resulted in a very different outcome than had been planned for the Consuma business. BAR is now focused on rebuilding its Ora business which also suffered as a result of the administration. It is also focused on launching a new sustainable packaging business in due course.

Going Concern, Financial and Liquidity Risk

As is usual, the key financial risk is the ability to continue to generate and access sufficient funds to meet liabilities as they fall due. As described earlier, BAR's operating subsidiary, Consuma was placed into administration by the JV partner on 1 December 2022. Since the year end, BAR has been focused on rebuilding its proprietary paper towel business which was not part of the Consuma JV. Of the current year turnover of £25m, £24.6m related to the Consuma business which also contributed loss before tax of £5m. The current year result has also been negatively impacted by impairments of £7.3m relating to the administration of the Consuma business hence a positive cash flow from operations was achieved with many of the expenses contributing to the loss for the year being non cash in nature and occurring post year end. BAR's management is exploring the launch of a new sustainable packaging business. The Directors are in discussion with potential investors regarding a significant investment into this new business although this external funding has yet to be committed and as with any new product line inherent uncertainties exist as to how profitable this will ultimately be. These matters indicate that a material uncertainty exists that may cast significant doubt on the Group's and Parent Company's ability to continue as a going concern.

As at the date of this report, the Directors have full expectation that BAR has adequate resources to continue in business for the foreseeable future and that the new packaging business will be both profitable and obtain suitable funding. Thus, they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

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


O Abbosh (Jun 30, 2023 09:42 GMT+1)

O Abbosh
Director

Date: Jun 30, 2023

BETTER ALL ROUND LTD

DIRECTORS' REPORT FOR THE YEAR ENDED 26 MARCH 2022

The Directors present their report and the financial statements for the year ended 26 March 2022.

Directors' responsibilities statement

The Directors are responsible for preparing the group strategic report, the Directors' report and the consolidated 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 applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 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 the Group and of the profit or loss of the Group for that period.

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

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

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

Results and dividends

The loss for the year, after taxation and minority interests, amounted to £12,370,951 (2021 - loss £2,363,504).

Dividends declared during the year amounted to £Nil (2021 - £Nil).

Directors

The Directors who served during the year were:

C Abbosh
O Abbosh
H Udow
R Long
I Dryburgh
C Taylor
F Dollfus De Volckersberg
N Morrin (resigned 8 March 2023)

Qualifying third party indemnity provisions

Appropriate Directors' and officers' liability insurance is in place in respect of all of the Company Directors.

BETTER ALL ROUND LTD

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 26 MARCH 2022

Matters covered in the strategic report

The Company has chosen in accordance with section 414C(11) of the Companies Act 2006 (Strategic Report and Director's Report) Regulations 2013 to set out certain information in the group strategic report as required by schedule 7 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008.

Future developments

Details of future developments can be found in the strategic report on page 2 and form part of this report by cross-reference.

Disclosure of information to auditor

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

- so far as the Directors are aware, there is no relevant audit information of which the Company and the Group's auditor is unaware, and
- the Directors have taken all the steps that ought to have been taken as Directors in order to be aware of any relevant audit information and to establish that the Company and the Group's auditor is aware of that information.

Post balance sheet events

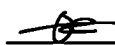
On 5 April 2022 Consuma joined forces with the shareholders of a larger tissue group (JV partner), as a 50/50 joint venture. The JV partner had supplied Consuma with tissue for over 20 years, providing both Virgin and Recycled tissue either from its own UK Mills or from global supply partners. The JV partner operates a number of paper machines and is a leading operator in the Away From Home market. They also have an integrated supply chain, with access to raw materials and paper supply via their wholly owned paper sales business. The Consuma Group believed this would help secure the long-term future of the business by bringing an integrated supply chain to Consuma as well as a more secure working capital base.

On 1 December 2022, the JV partner (being a substantial creditor of CPP) placed CPP into administration. The business and assets of CPP were then purchased by the JV partner as part of a prepack on the same day. Consequently, the results presented in these accounts reflect a write off of BAR's investment in the Consuma business as well as its investment in AnCellTek. The total write-off in respect of the Group amounts to £7,283,689.

Auditor

The auditor, Mazars LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

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


O Abbosh (Jun 30, 2023 09:42 GMT+1)

O Abbosh
Director

Date: Jun 30, 2023

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BETTER ALL ROUND LTD

Opinion

We have audited the financial statements of Better All Round Ltd (the 'Parent Company') and its subsidiaries (the 'Group') for the year ended 26 March 2022 which comprise the consolidated profit and loss account, the consolidated and Company balance sheets, the consolidated and Company statement of changes in equity, the consolidated statement of cash flows, the consolidated analysis of net debt and notes to the financial statements, including a summary of significant accounting policies.

The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the Group and of the Parent Company's affairs as at 26 March 2022 and of the Group's loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the "Auditor's responsibilities for the audit of the financial statements" section of our report. We are independent of the Group and the parent Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the FRC's Ethical Standard and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Material uncertainty related to going concern

We draw attention to note 2.3 in the financial statements, which indicates that the operating subsidiary has been placed into administration post year end. In adopting the going concern basis, the Directors are placing reliance on future external investment in to a new business which is not committed at the date of signing these financial statements. The new business also represents innovative technology which is a change to the previous products sold.

As stated in note 2.3, these events and conditions, along with the other matters as set forth in this note to the financial statements, indicate that a material uncertainty exists that may cast significant doubt on the Group's and Parent Company's ability to continue as a going concern. Our opinion is not modified in respect of this matter.

In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.

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

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BETTER ALL ROUND LTD

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The Directors are responsible for the other information contained within the annual report. 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.

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 course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

In our opinion, based on the work undertaken in the course of the audit:

- the information given in the group strategic report and the directors' report for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the group strategic report and the directors' report have been prepared in accordance with applicable legal requirements.

Matters on which we are required to report by exception

In light of the knowledge and understanding of the Group and the Parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the group strategic report or the directors' report.

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

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

Responsibilities of Directors

As explained more fully in the 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 Group's and the Parent Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or the Parent Company or to cease operations, or have no realistic alternative but to do so.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BETTER ALL ROUND LTD

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.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud.

Based on our understanding of the Group and the Parent Company and their industry, we considered that non-compliance with the following laws and regulations might have a material effect on the financial statements: employment regulation, health and safety regulation, anti-money laundering regulation.

To help us identify instances of non-compliance with these laws and regulations, and in identifying and assessing the risks of material misstatement in respect to non-compliance, our procedures included, but were not limited to:

- Inquiring of management and, where appropriate, those charged with governance, as to whether the Group and the Parent Company is in compliance with laws and regulations, and discussing their policies and procedures regarding compliance with laws and regulations;
- Inspecting correspondence, if any, with relevant licensing or regulatory authorities;
- Communicating identified laws and regulations to the engagement team and remaining alert to any indications of non-compliance throughout our audit; and
- Considering the risk of acts by the Group and the Parent Company which were contrary to applicable laws and regulations, including fraud.

We also considered those laws and regulations that have a direct effect on the preparation of the financial statements, such as tax legislation, pension legislation, the Companies Act 2006.

In addition, we evaluated the Directors' and management's incentives and opportunities for fraudulent manipulation of the financial statements, including the risk of override of controls, and determined that the principal risks were related to posting manual journal entries to manipulate financial performance, management bias through judgements and assumptions in significant accounting estimates, in particular in relation to revenue recognition (which we pinpointed to the cut-off assertion) and significant one-off or unusual transactions.

Our audit procedures in relation to fraud included but were not limited to:

- Making enquiries of the Directors and management on whether they had knowledge of any actual, suspected or alleged fraud;
- Gaining an understanding of the internal controls established to mitigate risks related to fraud;
- Discussing amongst the engagement team the risks of fraud; and
- Addressing the risks of fraud through management override of controls by performing journal entry testing.

There are inherent limitations in the audit procedures described above and the primary responsibility for the prevention and detection of irregularities including fraud rests with management. As with any audit, there remained a risk of non-detection of irregularities, as these may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal controls.

BETTER ALL ROUND LTD

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BETTER ALL ROUND LTD

Auditor's responsibilities for the audit of the financial statements (continued)

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

Use of the audit 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.



Alistair Wesson (Jun 30, 2023 09:46 GMT+1)

Alistair Wesson (Senior Statutory Auditor)

for and on behalf of

Mazars LLP
Chartered Accountants and Statutory Auditor
Park View House
58 The Ropewalk
Nottingham
NG1 5DW

Date: Jun 30, 2023

BETTER ALL ROUND LTD

**CONSOLIDATED PROFIT AND LOSS ACCOUNT
FOR THE YEAR ENDED 26 MARCH 2022**

	Note	2022 £	2021 £
Turnover	4	24,988,007	30,161,238
Cost of sales		(22,984,976)	(23,874,901)
Gross profit		<u>2,003,031</u>	<u>6,286,337</u>
Distribution costs		(2,608,424)	(2,749,866)
Administrative expenses		(5,069,394)	(5,166,629)
Non-recurring administrative expenses	11	(7,283,689)	(279,714)
Operating loss	5	<u>(12,958,476)</u>	<u>(1,909,872)</u>
Interest payable and expenses	9	(925,972)	(715,398)
Loss before taxation		<u>(13,884,448)</u>	<u>(2,625,270)</u>
Tax on loss	10	142,266	180,608
Loss for the financial year		<u>(13,742,182)</u>	<u>(2,444,662)</u>
Unrealised surplus on revaluation of tangible fixed assets		-	350,000
Total comprehensive income for the year		<u>(13,742,182)</u>	<u>(2,094,662)</u>
Loss for the year attributable to:			
Non-controlling interests		(1,371,231)	(81,158)
Owners of the Parent Company		(12,370,951)	(2,363,504)
		<u>(13,742,182)</u>	<u>(2,444,662)</u>

The notes on pages 20 to 44 form part of these financial statements.

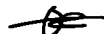
CONSOLIDATED BALANCE SHEET
AS AT 26 MARCH 2022

	Note	26 March 2022 £	27 March 2021 £
Fixed assets			
Intangible assets	12	2,320	2,580,958
Tangible assets	13	4,244,293	11,872,795
		<u>4,246,613</u>	<u>14,453,753</u>
Current assets			
Stocks	15	-	4,003,064
Debtors	16	132,805	5,940,060
Cash at bank and in hand	17	228,803	1,482,253
		<u>361,608</u>	<u>11,425,377</u>
Creditors: Amounts falling due within one year	18	(6,945,724)	(14,287,115)
Net current liabilities		<u>(6,584,116)</u>	<u>(2,861,738)</u>
Total assets less current liabilities		<u>(2,337,503)</u>	<u>11,592,015</u>
Creditors: Amounts falling due after more than one year	19	(25,530)	(6,120,131)
Net (liabilities)/assets		<u><u>(2,363,033)</u></u>	<u><u>5,471,884</u></u>
Capital and reserves			
Called up share capital	23	6,367	4,771
Share premium account	24	7,459,173	1,553,504
Revaluation reserve	24	334,000	350,000
Profit and loss account	24	(9,357,293)	2,997,658
Non-controlling interests		(805,280)	565,951
		<u><u>(2,363,033)</u></u>	<u><u>5,471,884</u></u>

BETTER ALL ROUND LTD
REGISTERED NUMBER: 07938868

CONSOLIDATED BALANCE SHEET (CONTINUED)
AS AT 26 MARCH 2022

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


O Abbosh (Jun 30, 2023 09:42 GMT+1)

O Abbosh
Director

Date: Jun 30, 2023

The notes on pages 20 to 44 form part of these financial statements.


COMPANY BALANCE SHEET
AS AT 26 MARCH 2022

	Note	26 March 2022 £	27 March 2021 £
Fixed assets			
Intangible assets	12	2,320	2,320
Tangible assets	13	4,244,293	1,084,428
Investments	14	1	1
		<u>4,246,614</u>	<u>1,086,749</u>
Current assets			
Debtors: Amounts falling due after more than one year	16	-	6,202,523
Debtors: Amounts falling due within one year	16	132,805	4,584,109
Cash at bank and in hand	17	224,814	1,011,569
		<u>357,619</u>	<u>11,798,201</u>
Creditors: Amounts falling due within one year	18	(4,995,737)	(1,669,975)
Net current (liabilities)/assets		<u>(4,638,118)</u>	<u>10,128,226</u>
Total assets less current liabilities		<u>(391,504)</u>	<u>11,214,975</u>
Creditors: Amounts falling due after more than one year	19	(25,530)	(3,318,232)
Net (liabilities)/assets		<u><u>(417,034)</u></u>	<u><u>7,896,743</u></u>
Capital and reserves			
Called up share capital	23	6,367	4,771
Share premium account	24	7,459,173	1,553,504
Revaluation reserve	24	334,000	350,000
Profit and loss account brought forward		5,988,468	(24,086,576)
Loss for the year		(14,221,042)	(1,183,311)
		<u>16,000</u>	<u>31,258,355</u>
Other changes in the profit and loss account			
Profit and loss account carried forward		<u>(8,216,574)</u>	<u>5,988,468</u>
		<u><u>(417,034)</u></u>	<u><u>7,896,743</u></u>

BETTER ALL ROUND LTD
REGISTERED NUMBER: 07938868

COMPANY BALANCE SHEET (CONTINUED)
AS AT 26 MARCH 2022

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


O Abbosh (Jun 30, 2023 09:42 GMT+1)

O Abbosh
Director

Date: Jun 30, 2023

The notes on pages 20 to 44 form part of these financial statements.

BETTER ALL ROUND LTD

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 26 MARCH 2022

	Called up share capital	Share premium account	Revaluation reserve	Profit and loss account	Equity attributable to owners of Parent Company	Non- controlling interests	Total equity
	£	£	£	£	£	£	£
At 28 March 2021	4,771	1,553,504	350,000	2,997,658	4,905,933	565,951	5,471,884
Comprehensive income for the year	-	-	-	(12,370,951)	(12,370,951)	(1,371,231)	(13,742,182)
Loss for the year	-	-	-	(12,370,951)	(12,370,951)	(1,371,231)	(13,742,182)
Other comprehensive income for the year	-	-	-	-	-	-	-
Total comprehensive income for the year	-	-	-	(12,370,951)	(12,370,951)	(1,371,231)	(13,742,182)
Shares issued during the year	1,596	5,905,669	-	-	5,907,265	-	5,907,265
Reserves transfer	-	-	(16,000)	16,000	-	-	-
At 26 March 2022	6,367	7,459,173	334,000	(9,357,293)	(1,557,753)	(805,280)	(2,363,033)

The notes on pages 20 to 44 form part of these financial statements.

BETTER ALL ROUND LTD

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 27 MARCH 2021

	Called up share capital	Share premium account	Revaluation reserve	Profit and loss account	Equity attributable to owners of Parent Company	Non- controlling interests	Total equity
	£	£	£	£	£	£	£
At 29 March 2020	4,581	31,258,355	-	(25,897,193)	5,365,743	647,109	6,012,852
Comprehensive income for the year							
Loss for the year	-	-	-	(2,363,504)	(2,363,504)	(81,158)	(2,444,662)
Surplus on revaluation of tangible fixed assets	-	-	350,000	-	350,000	-	350,000
Other comprehensive income for the year	-	-	350,000	-	350,000	-	350,000
Total comprehensive income for the year	-	-	350,000	(2,363,504)	(2,013,504)	(81,158)	(2,094,662)
Shares issued during the year	190	1,553,504	-	-	1,553,694	-	1,553,694
Capital reduction	-	(31,258,355)	-	31,258,355	-	-	-
At 27 March 2021	4,771	1,553,504	350,000	2,997,658	4,905,933	565,951	5,471,884

The notes on pages 20 to 44 form part of these financial statements.

BETTER ALL ROUND LTD

**COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 26 MARCH 2022**

	Called up share capital £	Share premium account £	Revaluation reserve £	Profit and loss account £	Total equity £
At 28 March 2021	4,771	1,553,504	350,000	5,988,468	7,896,743
Comprehensive income for the year					
Loss for the year	-	-	-	(14,221,042)	(14,221,042)
Other comprehensive income for the year	-	-	-	-	-
Total comprehensive income for the year	-	-	-	(14,221,042)	(14,221,042)
Contributions by and distributions to owners					
Shares issued during the year	1,596	5,905,669	-	-	5,907,265
Reserves transfer	-	-	(16,000)	16,000	-
At 26 March 2022	6,367	7,459,173	334,000	(8,216,574)	(417,034)

The notes on pages 20 to 44 form part of these financial statements.

BETTER ALL ROUND LTD

**COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 27 MARCH 2021**

	Called up share capital £	Share premium account £	Revaluation reserve £	Profit and loss account £	Total equity £
At 29 March 2020	4,581	31,258,355	-	(24,086,576)	7,176,360
Comprehensive income for the year					
Loss for the year	-	-	-	(1,183,311)	(1,183,311)
Surplus on revaluation of tangible fixed assets	-	-	350,000	-	350,000
Other comprehensive income for the year	-	-	350,000	-	350,000
Total comprehensive income for the year	-	-	350,000	(1,183,311)	(833,311)
Contributions by and distributions to owners					
Shares issued during the year	190	1,553,504	-	-	1,553,694
Capital reduction	-	(31,258,355)	-	31,258,355	-
At 27 March 2021	4,771	1,553,504	350,000	5,988,468	7,896,743

The notes on pages 20 to 44 form part of these financial statements.

BETTER ALL ROUND LTD

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 26 MARCH 2022**

	26 March 2022 £	27 March 2021 £
Cash flows from operating activities		
Loss for the financial year	(13,742,182)	(2,444,662)
Adjustments for:		
Amortisation of intangible assets	58,235	392,368
Depreciation of tangible assets	1,120,610	779,666
Impairments of fixed assets	13,661,979	-
Impairment of debt	(6,096,302)	-
Loss on disposal of tangible assets	-	2,085
Interest paid	925,972	715,398
Taxation charge	(142,266)	(180,608)
Decrease/(increase) in stocks	4,003,064	(1,249,749)
Decrease in debtors	5,623,764	3,178,963
(Decrease)/increase in creditors	(3,582,130)	299,072
Corporation tax received/(paid)	325,757	(63,015)
Net cash generated from operating activities	2,156,501	1,429,518
Cash flows from investing activities		
Purchase of intangible fixed assets	(1,260)	(81,657)
Purchase of tangible fixed assets	(4,632,424)	(7,616,313)
Sale of tangible fixed assets	-	499
Finance lease interest paid	(201,669)	(150,007)
Net cash from investing activities	(4,835,353)	(7,847,478)
Cash flows from financing activities		
Issue of ordinary shares	1,243,304	1,553,694
New other loans	250,000	3,145,117
Loan notes issued	1,900,000	-
Loan notes repaid	(2,553,000)	-
New finance leases	1,200,000	2,691,726
Repayment of finance leases	(1,219,151)	(858,815)
New shareholder loans	4,360,034	350,000
Repayment of shareholder loans	(1,810,000)	(1,273,877)
Interest paid	(251,325)	(428,632)
Decrease in invoice discounting	(1,694,460)	(2,057,245)
Net cash used in financing activities	1,425,402	3,121,968

BETTER ALL ROUND LTD

**CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)
FOR THE YEAR ENDED 26 MARCH 2022**

	26 March 2022 £	27 March 2021 £
Net decrease in cash and cash equivalents	(1,253,450)	(3,295,992)
Cash and cash equivalents at beginning of year	1,482,253	4,778,245
Cash and cash equivalents at the end of year	<u>228,803</u>	<u>1,482,253</u>
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	<u>228,803</u>	<u>1,482,253</u>

**CONSOLIDATED ANALYSIS OF NET DEBT
FOR THE YEAR ENDED 26 MARCH 2022**

	At 28 March 2021 £	Cash flows £	New finance leases £	Other non- cash changes £	At 26 March 2022 £
Cash at bank and in hand	1,482,253	(1,253,450)	-	-	228,803
Other loans due after 1 year	(3,145,117)	-	-	3,145,117	-
Loan notes due within one year	(2,554,039)	653,000	-	(35,088)	(1,936,127)
Shareholder loans	(433,083)	(2,550,034)	-	1,004,434	(1,978,683)
Finance leases	(4,086,247)	1,219,151	(1,200,000)	3,893,976	(173,120)
	<u>(8,736,233)</u>	<u>(1,931,333)</u>	<u>(1,200,000)</u>	<u>8,008,439</u>	<u>(3,859,127)</u>

The notes on pages 20 to 44 form part of these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

1. General information

Better All Round Limited is a private limited Company, limited by shares, and is registered in England.

Its registered office address is 3rd Floor, 1 Ashley Road, Altrincham, Cheshire, England, WA14 2DT. Its Company registered number is 07938868.

The principal activity for the year for the Company was that of continuing to perform research and development into the technology to manufacture the Company's innovative new eco-friendly paper towels and the sale of this product.

The principal activity for the year for the Group was the manufacture of own label tissue products for the major retailers.

The financial statements have been presented in Pound Sterling (£) as this is currency of the primary economic environment in which the Company operates and is rounded to the nearest pound.

The following principal accounting policies have been applied:

2. Accounting policies

2.1 Basis of preparation of financial statements

The financial statements have been prepared under the historical cost convention unless otherwise specified within these accounting policies and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and the Republic of Ireland and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires Group management to exercise judgement in applying the Group's accounting policies (see note 3).

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own profit and loss account in these financial statements.

2.2 Basis of consolidation

The consolidated financial statements present the results of the Company and its own subsidiaries ("the Group") as if they form a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the balance sheet, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the consolidated profit and loss account from the date on which control is obtained. They are deconsolidated from the date control ceases.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

2. Accounting policies (continued)

2.3 Going concern

As is usual, the key financial risk is the ability to continue to generate and access sufficient funds to meet liabilities as they fall due. As described within the strategic report, BAR's operating subsidiary, Consuma was placed into administration by the JV partner on 1 December 2022. Since the year end, BAR has been focused on rebuilding its proprietary paper towel business which was not part of the Consuma JV. Of the current year turnover of £25m, £24.6m related to the Consuma business which also contributed loss before tax of £5m. The current year result has also been negatively impacted by impairments of £7.3m relating to the administration of the Consuma business hence a positive cash flow from operations was achieved with many of the expenses contributing to the loss for the year being non cash in nature and occurring post year end. BAR's management is exploring the launch of a new sustainable packaging business. The Directors are in discussion with potential investors regarding a significant investment into this new business although this external funding has yet to be committed and as with any new product line inherent uncertainties exist as to how profitable this will ultimately be. These matters indicate that a material uncertainty exists that may cast significant doubt on the Group's and Parent Company's ability to continue as a going concern.

As at the date of this report, the Directors have full expectation that BAR has adequate resources to continue in business for the foreseeable future and that the new packaging business will be both profitable and obtain suitable funding. Thus, they continue to adopt the going concern basis of accounting in preparing the annual financial statements.

2.4 Foreign currency translation

Functional and presentation currency

The Company's functional and presentational currency is GBP.

Transactions and balances

Foreign currency transactions are translated into the functional currency using the spot exchange rates at the dates of the transactions.

At each period end foreign currency monetary items are translated using the closing rate. Non-monetary items measured at historical cost are translated using the exchange rate at the date of the transaction and non-monetary items measured at fair value are measured using the exchange rate when fair value was determined.

Foreign exchange gains and losses resulting from the settlement of transactions and from the translation at period-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in the consolidated profit or loss except when deferred in other comprehensive income as qualifying cash flow hedges.

Foreign exchange gains and losses that relate to borrowings and cash and cash equivalents are presented in the consolidated profit or loss within 'finance income or costs'. All other foreign exchange gains and losses are presented in the consolidated profit or loss within 'other operating income'.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

2. Accounting policies (continued)

2.5 Turnover

Turnover is recognised at the point of sale in the consolidated profit or loss at the fair value of the consideration received or receivable for products provided in the normal course of business to customers and is shown net of value added tax and applicable discounts, returns, rebates and deductions.

The point of sale is determined when the following conditions are satisfied :

- the Group has transferred significant risks and rewards of ownership to the customer
- the Group retains neither continuing managerial involvement to the degree usually associated with ownership nor effective control over the goods sold
- the amount to be recognised as a sale can be measured with sufficient reliability
- it is probable that the Group will receive the amount invoiced
- costs incurred in respect of the sale can be reliably measured.

The destination of turnover is disclosed in note 4 of these financial statements.

Deductions from sales are based upon the actual transactions noted and accounted for in the year concerned together with an appropriately calculated allowance for provisions necessary at the period end.

2.6 Operating leases

Rentals paid under operating leases are charged to the consolidated profit or loss on a straight line basis over the lease term.

2.7 Research and development

In the research phase of an internal project it is not possible to demonstrate that the project will generate future economic benefits and hence all expenditure on research shall be recognised in the consolidated profit or loss when it is incurred.

2.8 Finance costs

Finance costs are charged to the consolidated profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

2.9 Pensions

Defined contribution pension plan

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations.

The contributions are recognised as an expense in the consolidated profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the balance sheet. The assets of the plan are held separately from the Group in independently administered funds.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

2. Accounting policies (continued)

2.10 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in the consolidated profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the balance sheet date in the countries where the Company and the Group operate and generate income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the balance sheet date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- Where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the Group can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

2.11 Non-recurring items

Exceptional items are transactions that fall within the ordinary activities of the Group but are presented separately due to their size or incidence.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

2. Accounting policies (continued)

2.12 Intangible assets

Goodwill

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of the Group's share of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight line basis to the consolidated profit or loss over its useful economic life.

Other intangible assets

Intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

The estimated useful lives range as follows:

Goodwill	-	10	years
Software	-	5	years

2.13 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the company assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

2. Accounting policies (continued)

2.13 Tangible fixed assets (continued)

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using both reducing balance and straight line bases.

Leasehold property improvements	- Over the life of the lease
Plant and machinery	- 15 years
Office equipment	- 33% straight line

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in the consolidated profit or loss.

2.14 Revaluation of tangible fixed assets

Individual freehold and leasehold properties are carried at current year value at fair value at the date of the revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses. Revaluations are undertaken with sufficient regularity to ensure the carrying amount does not differ materially from that which would be determined using fair value at the balance sheet date.

Fair values are determined from market based evidence normally undertaken by professionally qualified valuers.

Revaluation gains and losses are recognised in other comprehensive income unless losses exceed the previously recognised gains or reflect a clear consumption of economic benefits, in which case the excess losses are recognised in the consolidated profit or loss.

2.15 Impairment of fixed assets and goodwill

Assets that are subject to depreciation or amortisation are assessed at each balance sheet date to determine whether there is any indication that the assets are impaired. Where there is any indication that an asset may be impaired, the carrying value of the asset (or cash-generating unit to which the asset has been allocated) is tested for impairment. An impairment loss is recognised for the amount by which the asset's carrying amount exceeds its recoverable amount. The recoverable amount is the higher of an asset's (or CGU's) fair value less costs to sell and value in use. For the purposes of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (CGUs). Non-financial assets that have been previously impaired are reviewed at each balance sheet date to assess whether there is any indication that the impairment losses recognised in prior periods may no longer exist or may have decreased.

2.16 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

2. Accounting policies (continued)

2.17 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis. Work in progress and finished goods include labour.

At each balance sheet date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in the consolidated profit or loss.

2.18 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at transaction value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.19 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

In the consolidated statement of cash flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

2.20 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at transaction value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.21 Financial instruments

Financial assets and liabilities are recognised when the Group becomes party to the contractual provisions of the financial instrument. The Group holds only basic financial instruments, which comprise cash and cash equivalents, debtors and creditors. The Company has chosen where applicable to apply the measurement and recognition provisions of Section 11 Basic Financial Instruments and Section 12 Other Financial Instrument Issues in full.

Financial assets - Classified as basic instruments

Financial assets are defined as cash or any asset from another entity, or a contractual right to receive cash or another financial asset from another entity, or a contractual right to exchange financial instruments with another entity under conditions that are potentially favourable, or an equity instrument of another entity. The category of financial assets held by the Group comprise of bank and cash balances, amounts owed by related parties and trade debtors.

Debtors are assets with fixed or determinable payments that are not quoted on an active market, other than those that are categorised as financial assets at transaction value through profit and loss. These are initially recognised at the transaction price. At each balance sheet date, they are subsequently measured at amortised cost, with interest income recognised to profit and loss using the effective interest method.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

2. Accounting policies (continued)

2.21 Financial instruments (continued)

Financial liabilities - Classified as basic instruments

Financial liabilities are defined as any liability that is contractual obligation to deliver cash or another financial asset to another entity, or to exchange financial instruments with another entity under conditions that are potentially unfavourable. Financial liabilities held by the Group comprise of trade creditors, amounts owed to group undertakings finance leases and loans. Interest charges are recognised in profit and loss using the effective interest method. The only category of financial liability held by the Group is those measured at amortised cost using the effective interest method.

3. Significant management judgements and key sources of estimation uncertainty

Preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets and liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not apparent from other sources. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the year in which the estimate is revised and in any future periods affected.

Significant management judgements

The Directors have not identified any significant management judgements in preparing these financial statements.

Estimation uncertainty

The Directors have not identified any key sources of estimation uncertainty in preparing these financial statements.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

4. Turnover - group

An analysis of turnover by class of business is as follows:

	26 March 2022 £	27 March 2021 £
Sale of goods	<u>24,988,007</u>	<u>30,161,238</u>

Analysis of turnover by country of destination:

	26 March 2022 £	27 March 2021 £
United Kingdom	24,713,482	29,410,966
Overseas	274,525	750,272
	<u>24,988,007</u>	<u>30,161,238</u>

5. Operating loss - group

The operating loss - group is stated after (crediting)/charging:

	26 March 2022 £	27 March 2021 £
Amortisation of intangible assets	58,235	392,368
Depreciation of tangible assets	1,120,610	779,666
Loss on sale of tangible assets	-	2,085
Exchange differences	(2,538)	38,306
Other operating lease rentals	<u>553,941</u>	<u>465,744</u>

6. Auditor's remuneration - group

	26 March 2022 £	27 March 2021 £
Fees payable to the Group's auditor for the audit of the Group's annual financial statements	<u>25,500</u>	<u>23,500</u>

Fees payable to the Group's auditor in respect of:

Fees payable for the audit of the Company's annual financial statements are £10,200 (2021 - £6,800).

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

7. Employees - group

Staff costs, including Directors' remuneration, were as follows:

	Group 26 March 2022 £	Group 27 March 2021 £	Company 26 March 2022 £	Company 27 March 2021 £
Wages and salaries	5,344,176	5,855,263	635,182	577,955
Social security costs	508,042	502,144	62,124	57,607
Cost of defined contribution scheme	148,881	147,063	2,931	2,601
	<u>6,001,099</u>	<u>6,504,470</u>	<u>700,237</u>	<u>638,163</u>

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

	Group 26 March 2022 No.	Group 27 March 2021 No.	Company 26 March 2022 No.	Company 27 March 2021 No.
Production staff	136	168	-	-
Administrative staff	56	54	5	-
Management staff	6	11	6	7
	<u>198</u>	<u>233</u>	<u>11</u>	<u>7</u>

8. Directors' remuneration

	26 March 2022 £	27 March 2021 £
Directors' emoluments	330,000	316,185
Company contributions to defined contribution pension schemes	2,634	2,146
	<u>332,634</u>	<u>318,331</u>

During the year retirement benefits were accruing to 2 Directors (2021 - 1) in respect of defined contribution pension schemes.

The highest paid Director received remuneration, excluding pension contributions, of £250,000 (2021 - £235,988).

The value of the Company's contributions paid to a defined contribution pension scheme in respect of the highest paid Director amounted to £1,321 (2021 - £Nil).

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

9. Interest payable and similar expenses

	26 March 2022 £	27 March 2021 £
Bank interest payable	142,357	139,726
Other loan interest payable	581,946	425,665
Finance leases	201,669	150,007
	<u>925,972</u>	<u>715,398</u>

10. Taxation

	26 March 2022 £	27 March 2021 £
Corporation tax		
Adjustments in respect of previous periods	(165,570)	(106,684)
Total current tax	<u>(165,570)</u>	<u>(106,684)</u>
Deferred tax		
Origination and reversal of timing differences	(37,409)	(68,956)
Adjustments in respect of prior periods	51,735	(4,968)
Effect of tax rate change on opening balance	8,978	-
Total deferred tax	<u>23,304</u>	<u>(73,924)</u>
Taxation on loss on ordinary activities	<u>(142,266)</u>	<u>(180,608)</u>

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

10. Taxation (continued)**Factors affecting tax charge for the year**

The tax assessed for the year is higher than (2021 - higher than) the standard rate of corporation tax in the UK of 19% (2021 - 19%). The differences are explained below:

	26 March 2022 £	27 March 2021 £
Loss on ordinary activities before tax	<u>(9,500,003)</u>	<u>(2,625,270)</u>
Loss on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2021 - 19%)	(1,805,001)	(498,801)
Effects of:		
Non-tax deductible amortisation of goodwill and impairment	464,675	66,382
Expenses not deductible for tax purposes, other than goodwill amortisation and impairment	37,244	7,985
Fixed asset differences	(102,891)	39,974
Utilisation of tax losses	-	96,496
Other permanent differences	52	1,687
Adjustments to tax charge in respect of prior periods	(113,835)	(111,652)
Remeasurement of deferred tax for changes in tax rates	(1,420,438)	-
Movement in deferred tax not recognised	2,631,731	219,414
Other differences leading to a decrease in the tax charge	166,197	(2,093)
Total tax credit for the year	<u><u>(142,266)</u></u>	<u><u>(180,608)</u></u>

Factors that may affect future tax charges

The UK Government announced in the 2021 budget that from 1 April 2023, the rate of corporation tax in the United Kingdom will increase from 19% to 25%. Companies with profits of £50,000 or less will continue to be taxed at 19%, which is a new small profits rate. Where taxable profits are between £50,000 and £250,000, the higher 25% rate will apply but with a marginal relief applying as profits increase.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

11. Non-recurring administrative expenses

	26 March 2022 £	27 March 2021 £
Non-recurring exceptional costs	<u>7,283,689</u>	<u>279,714</u>

In the prior period the Group incurred exceptional costs during the year as a result of the Covid pandemic and redundancies. Covid costs were incurred in order to protect employees in the form of Personal Protective Equipment like facemasks, gloves and sanitiser, as well as measures such as screens to form physical barriers between employees. There were also increased costs to incentivise employees in order to meet demand at the height of panic buying at the start of the Covid outbreak in the UK. There were also redundancy costs during the year as the Group invested in new more automated machinery which removed some job roles from the business.

The Group incurred exceptional costs during the year as a result of the economic environment post Brexit and Covid. There were increased costs to incentivise employees to stay with the business in the form of a retention bonus. There were also redundancy costs during the year as the Group had to react to the impact of inflationary pressures and the availability of raw materials.

This amount is shown as a separate line in the profit and loss account and the Directors consider these entries to be one off and non-recurring going forwards.

Included within the exceptional items is the goodwill write off associated with the Consuma business following its administration on 1 December 2022. The total write-off in respect of the Group amounts to £2,445,660.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

12. Intangible assets**Group**

	Software £	Development expenditure £	Goodwill £	Total £
Cost				
At 28 March 2021	293,606	2,320	3,493,803	3,789,729
Additions	1,260	-	-	1,260
At 26 March 2022	294,866	2,320	3,493,803	3,790,989
Amortisation				
At 28 March 2021	160,628	-	1,048,143	1,208,771
Charge for the year	58,235	-	-	58,235
Impairment charge	76,003	-	2,445,660	2,521,663
At 26 March 2022	294,866	-	3,493,803	3,788,669
Net book value				
At 26 March 2022	-	2,320	-	2,320
At 27 March 2021	132,978	2,320	2,445,660	2,580,958

None of the above intangible assets have been internally generated.

As described in the Director's report, included within the exceptional items is the goodwill write off associated with the Consuma business following its administration on 1 December 2022.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

12. Intangible assets (continued)**Company**

	Development expenditure £
Cost	
At 28 March 2021	2,320
At 26 March 2022	<u>2,320</u>
Net book value	
At 26 March 2022	<u>2,320</u>
At 27 March 2021	<u>2,320</u>

None of the above intangible assets have been internally generated.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

13. Tangible fixed assets

Group

	Leasehold property improvements £	Plant and machinery £	Office equipment £	Total £
Cost				
At 28 March 2021	1,873,110	17,137,678	4,812	19,015,600
Additions	17,391	4,615,033	-	4,632,424
Impairment	-	(9,580)	-	(9,580)
At 26 March 2022	<u>1,890,501</u>	<u>21,743,131</u>	<u>4,812</u>	<u>23,638,444</u>
Depreciation				
At 28 March 2021	1,113,177	6,026,745	2,883	7,142,805
Charge for the year	148,379	971,037	1,194	1,120,610
Impairment charge	628,945	10,501,791	-	11,130,736
At 26 March 2022	<u>1,890,501</u>	<u>17,499,573</u>	<u>4,077</u>	<u>19,394,151</u>
Net book value				
At 26 March 2022	<u>-</u>	<u>4,243,558</u>	<u>735</u>	<u>4,244,293</u>
At 27 March 2021	<u>759,933</u>	<u>11,110,933</u>	<u>1,929</u>	<u>11,872,795</u>

The net book value of assets held under finance leases, included above, are as follows:

	26 March 2022 £	27 March 2021 £
Plant and machinery	<u>741,151</u>	<u>6,719,989</u>

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

13. Tangible fixed assets (continued)**Company**

	Plant and machinery £	Office equipment £	Total £
Cost			
At 28 March 2021	1,083,679	4,812	1,088,491
Additions	3,179,134	-	3,179,134
At 26 March 2022	<u>4,262,813</u>	<u>4,812</u>	<u>4,267,625</u>
Depreciation			
At 28 March 2021	1,180	2,883	4,063
Charge for the year	18,075	1,194	19,269
At 26 March 2022	<u>19,255</u>	<u>4,077</u>	<u>23,332</u>
Net book value			
At 26 March 2022	<u>4,243,558</u>	<u>735</u>	<u>4,244,293</u>
At 27 March 2021	<u>1,082,499</u>	<u>1,929</u>	<u>1,084,428</u>

The net book value of assets held under finance leases, included above, are as follows:

	26 March 2022 £	27 March 2021 £
Plant and machinery	<u>741,151</u>	<u>350,000</u>

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

14. Fixed asset investments**Company**

	Investments in subsidiary companies £
Cost	
At 28 March 2021	1
At 26 March 2022	<u>1</u>
Net book value	
At 26 March 2022	<u>1</u>
At 27 March 2021	<u>1</u>

Subsidiary undertakings

The following were subsidiary undertakings of the Company:

Name	Principal activity	Class of shares	Holding
AnCellTek Holdings Limited	Intermediate holding company	Ordinary	100%
Consuma Holdings Limited*	Intermediate holding company	Ordinary	87.5%
Consuma Paper Products Limited*	Manufacture of own label tissue products for the major retailers.	Ordinary	87.5%

* denotes companies which were indirect subsidiary undertakings of Better All Round Limited.

The registered office of AnCellTek Holdings Limited and Consuma Holdings Limited is 3rd Floor, 1 Ashley Road, Altrincham, Cheshire, United Kingdom, WA14 2DT. The registered address of Consuma Paper Products Limited is Riverside House, Irwell Street, Manchester, Salford, M3 5EN.

All of the above subsidiaries are included within these consolidated financial statements.

BETTER ALL ROUND LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

15. Stocks

	Group 26 March 2022 £	Group 27 March 2021 £
Raw materials and consumables	-	2,147,253
Finished goods and goods for resale	-	1,855,811
	<u>-</u>	<u>4,003,064</u>

16. Debtors

	Group 26 March 2022 £	Group 27 March 2021 £	Company 26 March 2022 £	Company 27 March 2021 £
Amounts owed by group undertakings	-	-	-	6,202,523
	<u>-</u>	<u>-</u>	<u>-</u>	<u>6,202,523</u>

Amounts owed by group undertakings are interest free and due for repayment in 12 months and 1 day.

	Group 26 March 2022 £	Group 27 March 2021 £	Company 26 March 2022 £	Company 27 March 2021 £
Trade debtors	50,288	3,862,235	50,288	85,986
Amounts owed by group undertakings	-	-	-	4,410,412
Other debtors	51,125	1,338,011	51,125	51,125
Prepayments and accrued income	31,392	716,510	31,392	36,586
Deferred taxation	-	23,304	-	-
	<u>132,805</u>	<u>5,940,060</u>	<u>132,805</u>	<u>4,584,109</u>

Amounts owed by group undertakings are unsecured, interest free and repayable on demand. Given the administration of the Consuma business in December 2022, BAR's Directors felt it appropriate to write off the total amounts owed by group undertakings of £13,171,395 in BAR's Company balance sheet.

BETTER ALL ROUND LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

17. Cash and cash equivalents

	Group 26 March 2022 £	Group 27 March 2021 £	Company 26 March 2022 £	Company 27 March 2021 £
Cash at bank and in hand	228,803	1,482,253	224,814	1,011,569

18. Creditors: Amounts falling due within one year

	Group 26 March 2022 £	Group 27 March 2021 £	Company 26 March 2022 £	Company 27 March 2021 £
Shareholder loans including interest	1,978,683	433,083	1,978,683	433,083
Other loans	250,000	-	250,000	-
Loan notes	1,936,127	2,554,039	-	-
Trade creditors	2,134,229	3,430,799	2,134,229	305,272
Amounts owed to Group Undertakings	-	-	-	645,000
Other taxation and social security	10,919	1,067,985	10,919	20,968
Obligations under finance lease	147,590	1,111,233	147,590	137,998
Other creditors	13,860	4,646,601	-	-
Accruals and deferred income	474,316	1,043,375	474,316	127,654
	<u>6,945,724</u>	<u>14,287,115</u>	<u>4,995,737</u>	<u>1,669,975</u>

Included within other creditors is an amount of £Nil (2021 - £3,896,786) in connection with an invoice discounting and stock finance facility. This facility is secured by a debenture executed by Consuma Holdings Limited containing a legal mortgage and a fixed and floating charge.

Shareholder loans bear an interest of 7% to 9%. The shareholder loans are convertible into equity on maturity at the behest of the loan provider. Maturity dates vary, but all are within one year. The amount converted post year end was £1,140k at the behest of the Company.

Finance leases are secured against the individual assets acquired.

Amounts owed to group undertakings are unsecured, interest free and repayable on demand. Given the administration of the Consuma business in December 2022, BAR's Directors felt it appropriate to write off the amounts owed to group undertakings of £645,000 in BAR's Company balance sheet.

Other loans bear an interest of 3% until 31st May 2022, and 6% thereafter and is repayable on 28th Feb 2023.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

19. Creditors: Amounts falling due after more than one year

	Group 26 March 2022 £	Group 27 March 2021 £	Company 26 March 2022 £	Company 27 March 2021 £
Other loans	-	3,145,117	-	3,145,117
Obligations under finance lease	25,530	2,975,014	25,530	173,115
	<u>25,530</u>	<u>6,120,131</u>	<u>25,530</u>	<u>3,318,232</u>

Finance leases are secured against the individual assets acquired.

Other loans included a principal amount of £3,145,000 due to the Future Fund, a Government COVID 19 related support scheme. The unsecured loan was taken out in December 2020. This loan was converted into BAR equity on 26 March 2022.

20. Loans

	Group 26 March 2022 £	Group 27 March 2021 £	Company 26 March 2022 £	Company 27 March 2021 £
Amounts falling due within one year				
Other loans	250,000	-	250,000	-
Loan notes	1,936,127	2,554,039	-	-
Shareholder loans including interest	1,978,683	433,083	1,978,683	433,083
Amounts falling due 1-2 years				
Other loans	-	3,145,117	-	3,145,117
	<u>4,164,810</u>	<u>6,132,239</u>	<u>2,228,683</u>	<u>3,578,200</u>

On 2 December 2022 the above £1.94m of secured loan notes were redeemed in full. In addition, since the year end, £1.14m of above £1.98m shareholder loans were converted to equity.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

21. Finance leases

Minimum lease payments under finance leases fall due as follows:

	Group 26 March 2022 £	Group 27 March 2021 £	Company 26 March 2022 £	Company 27 March 2021 £
Within one year	147,590	1,111,233	147,590	137,998
Between 1-5 years	25,530	2,975,014	25,530	173,115
	<u>173,120</u>	<u>4,086,247</u>	<u>173,120</u>	<u>311,113</u>

22. Deferred taxation

Group

	26 March 2022 £	27 March 2021 £
At beginning of year	23,304	(50,620)
Charged to profit or loss	(23,304)	73,924
At end of year	<u>-</u>	<u>23,304</u>

The deferred tax asset is made up as follows:

	Group 26 March 2022 £	Group 27 March 2021 £	Company 26 March 2022 £	Company 27 March 2021 £
Fixed asset timing differences	(356,243)	(782,625)	(356,243)	(28,099)
Short term timing differences	50,146	6,051	50,146	18,216
Losses and other deductions	306,097	799,878	306,097	9,883
	<u>-</u>	<u>23,304</u>	<u>-</u>	<u>-</u>

BETTER ALL ROUND LTD

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

23. Share capital

	26 March 2022 £	27 March 2021 £
Allotted, called up and fully paid		
636,677 (2021 - 477,100) Ordinary shares of £0.01 each	6,367	4,771

During the year the Company issued 159,577 (2021 - 18,971) 1 pence shares for a consideration of £5,907,265 (2021 - £1,553,694).

There is a single class of ordinary shares. Each share is entitled to one vote in any circumstance.

24. Reserves**Share premium account**

The share premium account represents the amount above the nominal value received for issued share capital, less transaction costs.

Revaluation reserve

This represents the surplus arising on the revaluation of plant and machinery.

Profit and loss account

The profit and loss account represents cumulative profits and losses of the Company.

25. Contingent liabilities

The Group has guaranteed indemnities given by its bankers in favour of HM Revenue and Customs, totalling £30,000 (2021 - £30,000).

26. Capital commitments

At 26 March 2022 the Group and Company had capital commitments as follows:

	Group 26 March 2022 £	Group 27 March 2021 £	Company 26 March 2022 £	Company 27 March 2021 £
Contracted for but not provided in these financial statements	-	3,867,000	-	2,450,000

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

27. Pension commitments

The Group operates defined contribution pension schemes. The assets of the scheme are held separate from those of the Company in independently administered funds. The pension cost charge of £148,881 (2021 - £147,063) represents contributions payable by the Company funds. At the year end there was a pension creditor balance of £29,324 (2021 - £31,851).

28. Commitments under operating leases

At 26 March 2022 the Group and the Company had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	Group 26 March 2022 £	Group 27 March 2021 £
Land and buildings		
Not later than 1 year	428,750	428,750
Later than 1 year and not later than 5 years	1,715,000	2,143,750
Later than 5 years	3,715,833	3,715,833
	<u>5,859,583</u>	<u>6,288,333</u>
	Group 26 March 2022 £	Group 27 March 2021 £
Other lease commitments		
Not later than 1 year	60,614	74,151
Later than 1 year and not later than 5 years	74,642	125,313
	<u>135,256</u>	<u>199,464</u>

All the above leases relate to the Consuma business, and these leases were assigned to the new JV partner acquiring entity in December 2022. As such the BAR Group does not have any outstanding operating lease commitments.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 26 MARCH 2022**

29. Related party transactions

Better All Round Ltd has taken advantage of the exemption contained in Section 33 of FRS 102 - "Related Party Disclosures" and therefore has not disclosed transactions or balances with entities wholly owned members of Better All Round Ltd.

During the year, £522,260 (2021 - £438,699) of expenses were recharged from Consuma Paper Products Limited, a subsidiary Company. Included within amounts owed by group undertakings is an amount of £Nil (2021 - £4,410,412) owed from Consuma Paper Products Limited. The amounts are unsecured, interest free and repayable on demand. Prior to the administration of the Consuma business in December 2022, amounts owed by group undertakings was £6,111,321 and this has been written off in full as described in note 16.

Included in shareholder loans is an amount of £350,000 (2021 - £100,000) owed to Directors, interest is accrued at 7/8% on these loans and therefore interest accrued in the year was £49,389 (2021 - £37,052). The charge for the year included in the profit and loss account on these loans is £12,337 (2021: £7,000).

30. Post balance sheet events

On 5 April 2022 Consuma joined forces with the shareholders of a larger tissue group (JV partner), as a 50/50 joint venture. The JV partner had supplied Consuma with tissue for over 20 years, providing both Virgin and Recycled tissue either from its own UK Mills or from global supply partners. The JV partner operates a number of paper machines and is a leading operator in the Away From Home market. They also have an integrated supply chain, with access to raw materials and paper supply via their wholly owned paper sales business. The Consuma Group believed this would help secure the long-term future of the business by bringing an integrated supply chain to Consuma as well as a more secure working capital base.

On 1 December 2022, the JV partner (being a substantial creditor of CPP) placed CPP into administration. The business and assets of CPP were then purchased by the JV partner as part of a prepack on the same day. Consequently, the results presented in these accounts reflect a write off of BAR's investment in the Consuma business as well as its investment in AnCellTek. The total write-off in respect of the Group amounts to £7,283,689.

31. Controlling party

The Directors do not consider there to be an ultimate controlling party.