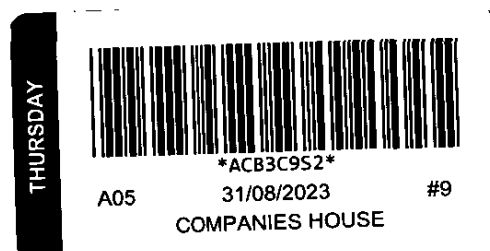

**CATERMASTERS CONTRACT CATERING (HOLDING) COMPANY
LIMITED**

**UNAUDITED
ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2022**



CATERMASTERS CONTRACT CATERING (HOLDING) COMPANY LIMITED

COMPANY INFORMATION

Directors N E H Thomas
W J Toner

Company secretary A Seymour

Registered number 08092736

Registered office 550 Second Floor
Thames Valley Park
Reading
RG6 1PT

CATERMASTERS CONTRACT CATERING (HOLDING) COMPANY LIMITED

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CATERMASTERS CONTRACT CATERING (HOLDING) COMPANY LIMITED

**DIRECTORS REPORT
FOR THE YEAR ENDED 31 DECEMBER 2022**

The directors present their report and the unaudited financial statements for the year ended 31 December 2022.

Principal activity

The principal activity of the Company during the year was that of catering and food services.

Results and dividends

The profit for the year, after taxation, amounted to £Nil (2021: £100 loss).

The directors do not recommend payment of a final dividend (2021: £Nil).

Directors

The directors who served during the year were:

N E H Thomas
W J Toner

Qualifying third party indemnity provisions

The Company provides qualifying third-party indemnity provision to its Directors against liability in respect of proceedings brought by third parties.

Going Concern

The directors have made an assessment in preparing these financial statements as to whether the Company is a going concern and have concluded that there are no material uncertainties that may cast doubt on the Company's ability to continue as a going concern.

Should the Company require financial support to meet its obligations as they fall due for payment, the Company has received a letter of support from Orchestra Topco Limited, their ultimate parent company. The directors have assessed the ability of Orchestra Topco to provide this support, and have concluded that they believe that company will be able to provide financial support as required. The directors therefore consider it appropriate that the financial statements are prepared on a going concern basis.

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

M. E. H. Thomas

N E H Thomas
Director

Date: 16 August 2023

CATERMASTERS CONTRACT CATERING (HOLDING) COMPANY LIMITED

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE YEAR ENDED 31 DECEMBER 2022

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 101 'Reduced Disclosure Framework'. Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the Company and of the profit or loss of the Company for that period.

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

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent; 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 to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

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

CATERMASTERS CONTRACT CATERING (HOLDING) COMPANY LIMITED

**STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2022**

	Note	2022 £	2021 £
Administrative expenses		-	(100)
Loss before tax		-	(100)
Tax on Loss		-	-
Loss for the financial year		-	(100)

There was no other comprehensive income for 2022 (2021: £Nil).

The notes on pages 10 to 14 form part of these financial statements.

CATERMASTERS CONTRACT CATERING (HOLDING) COMPANY LIMITED

**STATEMENT OF FINANCIAL POSITION
AS AT 31 DECEMBER 2022**

	Note	2022 £	2022 £	2021 £	2021 £
Current assets					
Debtors: amounts falling due within one year	5	1		6,495,842	
		<u>1</u>		<u>6,495,842</u>	
Creditors: amounts falling due within one year	6	-		(1,064,506)	
				<u>(1,064,506)</u>	
Net current assets			1		5,431,336
Total assets less current liabilities			<u>1</u>		<u>5,431,336</u>
Net assets			<u>1</u>		<u>5,431,336</u>
Capital and reserves					
Called up share capital	7		1		1
Retained earnings	8		-		5,431,335
					<u>5,431,335</u>
Shareholders' funds			<u>1</u>		<u>5,431,336</u>

CATERMASTERS CONTRACT CATERING (HOLDING) COMPANY LIMITED

**STATEMENT OF FINANCIAL POSITION (CONTINUED)
AS AT 31 DECEMBER 2022**

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

The Company was entitled to exemption from the requirement to have an audit under section 479A of the Companies Act 2006.

The directors acknowledge their responsibilities for complying with the requirements of the Companies Act 2006 with respect to accounting records and the preparation of financial statements.

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

M.E.H. Thomas

N E H Thomas
Director

Date: 16 August 2023

The notes on pages 10 to 14 form part of these financial statements.

CATERMASTERS CONTRACT CATERING (HOLDING) COMPANY LIMITED

**STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2022**

	Called up share capital £	Merger relief reserve £	Retained earnings £	Total equity £
At 1 January 2021	240	5,415,760	15,436	5,431,436
Comprehensive loss for the year				
Loss for the year	-	-	(100)	(100)
Reduction in share capital	(239)		239	-
Merger relief reserve		(5,415,760)	5,415,760	-
At 31 December 2021	<u>1</u>	<u>-</u>	<u>5,431,335</u>	<u>5,431,336</u>
Contributions by and distributions to owners				
Corporate Simplification	-	-	(5,431,335)	(5,431,335)
At 31 December 2022	<u><u>1</u></u>	<u><u>-</u></u>	<u><u>-</u></u>	<u><u>1</u></u>

CATERMASTERS CONTRACT CATERING (HOLDING) COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 DECEMBER 2022

1. General information

Catermasters Contract Catering (Holding) Company Limited is a private company, limited by shares, domiciled and incorporated in England and Wales (registered number: 08092736). The registered office address is 550 Second Floor, Thames Valley Park, Reading, RG6 1PT.

The Company's functional and presentational currency is GBP.

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 101 'Reduced Disclosure Framework' and the Companies Act 2006.

The preparation of financial statements in compliance with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies.

In preparing the financial statements for the financial year, the Directors have considered these requirements, and concluded that no such estimates or judgements have been necessary.

The following principal accounting policies have been applied:

2.2 Financial reporting standard 101 - reduced disclosure exemptions

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

- the requirements of IFRS 7 Financial Instruments: Disclosures
- the requirements of the second sentence of paragraph 110 and paragraphs 113(a), 114, 115, 118, 119(a) to (c), 120 to 127 and 129 of IFRS 15 Revenue from Contracts with Customers
- the requirement in paragraph 38 of IAS 1 'Presentation of Financial Statements' to present comparative information in respect of:
 - paragraph 79(a)(iv) of IAS 1;
 - paragraph 73(e) of IAS 16 Property, Plant and Equipment;
 - paragraph 118(e) of IAS 38 Intangible Assets;
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134-136 of IAS 1 Presentation of Financial Statements
- the requirements of IAS 7 Statement of Cash Flows
- the requirements of paragraphs 30 and 31 of IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors
- the requirements of paragraph 17 and 18A of IAS 24 Related Party Disclosures
- the requirements in IAS 24 Related Party Disclosures to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member

The information is included in the consolidated financial statements of Orchestra Topco Limited as at 31 December 2022 and these financial statements may be obtained from Companies House.

CATERMASTERS CONTRACT CATERING (HOLDING) COMPANY LIMITED

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2022**

2. Accounting policies (continued)

2.3 Going concern

The directors have made an assessment in preparing these financial statements as to whether the Company is a going concern and have concluded that there are no material uncertainties that may cast doubt on the Company's ability to continue as a going concern.

Should the Company require financial support to meet its obligations as they fall due for payment, the Company has received a letter of support from Orchestra Topco Limited, their ultimate parent company. The directors have assessed the ability of Orchestra Topco to provide this support, and have concluded that they believe that company will be able to provide financial support as required. The directors therefore consider it appropriate that the financial statements are prepared on a going concern basis.

2.4 Debtors

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

2.5 Creditors

Creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers.

Creditors are recognised initially at fair value and subsequently measured at amortised cost using the effective interest method.

CATERMASTERS CONTRACT CATERING (HOLDING) COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

2.6 Financial instruments

The Company recognises financial instruments when it becomes a party to the contractual arrangements of the instrument. Financial instruments are de-recognised when they are discharged or when the contractual terms expire. The Company's accounting policies in respect of financial instruments transactions are explained below:

Financial assets

All recognised financial assets are subsequently measured in their entirety at either fair value or amortised cost, depending on the classification of the financial assets.

Debt instruments at amortised cost

Debt instruments are subsequently measured at amortised cost where they are financial assets held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and selling the financial assets, and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. Amortised cost is calculated using the effective interest method and represents the amount measured at initial recognition less repayments of principal plus the cumulative amortisation using the effective interest method of any difference between the initial amount and the maturity amount, adjusted for any loss allowance.

Impairment of financial assets

The Company recognises a loss allowance for expected credit losses on investments in debt instruments that are measured at amortised or at FVOCI. The amount of expected credit losses is updated at each reporting date to reflect changes in credit risk since initial recognition of the respective financial instrument.

The Company always recognises lifetime ECL for trade receivables and amounts due on contracts with customers. The expected credit losses on these financial assets are estimated based on the Company's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where appropriate. Lifetime ECL represents the expected credit losses that will result from all possible default events over the expected life of a financial instrument.

Financial liabilities

At amortised cost

Financial liabilities which are neither contingent consideration of an acquirer in a business combination, held for trading, nor designated as at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. This is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or where appropriate a shorter period, to the amortised cost of a financial liability.

CATERMASTERS CONTRACT CATERING (HOLDING) COMPANY LIMITED

**NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)
FOR THE YEAR ENDED 31 DECEMBER 2022**

3. Employees

The Company has no employees other than the directors, who did not receive any remuneration (2021: £Nil).

4. Directors' remuneration

The directors are remunerated through other group companies. No charge has been made to the Company in the year (2021: £Nil) and no amount has been accrued at the year end.

5. Debtors

	2022	2021
	£	£
Amounts owed by group undertakings	1	6,495,842
	<u>1</u>	<u>6,495,842</u>

Amounts owed by group undertakings are unsecured, interest free, have no fixed date of repayment and are receivable on demand.

6. Creditors

Amounts falling due within one year

	2022	2021
	£	£
Amounts owed to group undertakings	-	1,064,506
	<u>-</u>	<u>1,064,506</u>

Amounts owed to group undertakings are unsecured, interest free, have no fixed date of repayment and are repayable on demand.

7. Share capital

	2022	2021
	£	£
Allotted, called up and fully paid		
1 Ordinary share of £1	1	1
	<u>1</u>	<u>1</u>

The Ordinary shares have attached to them full voting, dividend and capital distribution rights.

8. Reserves

Retained earnings

This reserve relates to the cumulative retained earnings less amounts distributed to shareholders.

CATERMASTERS CONTRACT CATERING (HOLDING) COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE YEAR ENDED 31 DECEMBER 2022

9. Corporate Simplification

The trade and assets of Catermasters Contract Catering (Holding) Company Limited were moved to CH&Co Catering as at 31 December 2021 as part of a corporate simplification process. In the financial year 2022 all trade results have been accounted for in CH&Co Catering. As at 31 December 2022 the final dividend was paid to CH&Co Catering Limited as the final step in the corporate simplification process.

10. Related party transactions

As a wholly owned subsidiary undertaking of an ultimate parent undertaking whose financial statements are publicly available, the Company has taken advantage of the exemption available under "FRS 101 Reduced Disclosure Framework" and has not disclosed transactions with other wholly owned members of the Group.

11. Controlling party

The immediate parent undertaking is CH&Co Catering Limited, a company registered in England and Wales.

The ultimate parent undertaking is Orchestra Topco Limited, a company registered in England and Wales.

The largest and smallest group of undertakings for which group accounts for the year ending 31 December 2022 have been drawn up is that headed by Orchestra Topco Limited. Copies of the group accounts are available from Companies House.

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