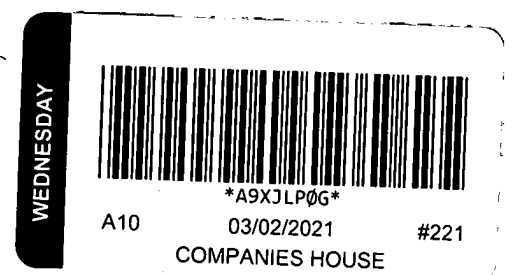


Registration number: 08684899

Holland & Barrett (Benelux) Limited

Annual Report and Financial Statements

for the Year Ended 30 September 2020



Holland & Barrett (Benelux) Limited

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Holland & Barrett (Benelux) Limited

Company Information

Directors

RI Bell

M Smith

S Willet

Company secretary

M Smith

Registered office

Samuel Ryder House

Barling Way

Eliot Park

Nuneaton

Warwickshire

CV10 7RH

Independent Auditors

PricewaterhouseCoopers LLP

Chartered Accountants and Statutory Auditors

Donington Court

Pegasus Business Park

Castle Donington

East Midlands

DE74 2UZ

Holland & Barrett (Benelux) Limited

Strategic Report for the Year Ended 30 September 2020

The directors present their strategic report for the year ended 30 September 2020.

Principal activity

The principal activity of the company is acting as an intermediate holding company.

Business review and results

The results of the Company shows a loss before taxation for the financial year of £5,000 (2019: profit before tax of £2,855,000). This loss has been charged to reserves. The Company did not trade during the financial year.

The Statement of Comprehensive Income and the Balance Sheet is set out on page 7 onwards. Both the activity in the year and the year end financial position of the Company remain satisfactory, and the directors expect that the present level of activity will be sustained for the foreseeable future.


Principal risks and uncertainties

The management of the business and the execution of the Company's strategy are subject to a number of risks. The Company is the holding company of a number of wholly owned subsidiaries. The key risk affecting the Company is related to the performance of the subsidiaries and any requirement for a potential impairment of the carrying value of investments held.

Key performance indicators ("KPIs")

Given the straightforward nature of the business, the Company's directors are of the opinion that analysis using KPIs is not necessary for an understanding of the development, performance or position of the business.

Approved by the Board on 27 January 2021 and signed on its behalf by:



.....
RI Bell
Director

Holland & Barrett (Benelux) Limited

Directors' Report for the Year Ended 30 September 2020

The directors present their report and the financial statements for the year ended 30 September 2020.

Results and dividends

The loss for the financial year amounted to £0.005m (2019: profit of £2.9m).

No dividends were paid out during the year (2019: £Nil).

The net assets of the Company are £86.0m (2019: £86.0m).

Directors of the company

The directors who held office during the year and up to the date of signing the financial statements were as follows:

LM Garley-Evans - Company secretary and director (ceased 31 December 2020)

GA Watts (appointed 23 October 2019 and ceased 1 July 2020)

AD Buffin (appointed 23 October 2019 and ceased 2 October 2020)

RI Bell (appointed 1 July 2020)

C Keen (ceased 23 October 2019)

The following directors were appointed after the year end:

M Smith - Company secretary and director (appointed 1 January 2021)

S Willet (appointed 1 January 2021)

Going concern

The Group meets its day-to-day working capital requirements through its bank facilities. The Group's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the Group is able to operate within the level of its current facilities. There are no significant borrowings due within the financial year ending 30 September 2021. Having assessed the principal risks, the directors considered it appropriate to adopt the going concern basis of accounting in preparing its financial statements.

Management has produced forecasts that have been sensitised to reflect plausible downside scenarios as a result of the COVID-19 pandemic and its impact on the global economy, which have been reviewed by the directors. These demonstrate the Company is forecast to generate profits and cash in the year ending 30 September 2021 and beyond and that the Company and wider Group has sufficient cash reserves to enable it to meet its obligations as they fall due for a period of at least 12 months from the date of signing of these financial statements.

COVID-19 has not had and is not expected to have a significant impact on the going concern assumption of Holland and Barrett (Benelux) Limited.

As such, the directors are satisfied that the company has adequate resources to continue to operate for the foreseeable future. For this reason they continue to adopt the going concern basis for preparing these financial statements.

Directors' liabilities

During the year and up to the date of signing of this report the Group maintained liability insurance and qualifying third party indemnification provisions for its Directors and the Company Secretary.

Holland & Barrett (Benelux) Limited

Directors' Report for the Year Ended 30 September 2020 (continued)

Disclosure of information to the auditors

Each director has taken steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information. The directors confirm that there is no relevant information that they know of and of which they know the auditors are unaware.

Statement of directors' responsibilities in respect of the financial statements

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulation.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have prepared the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing the financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- state whether applicable United Kingdom Accounting Standards, comprising FRS 102, have been followed, subject to any material departures disclosed and explained in the financial statements;
- 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 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 keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006.

Directors' confirmations

In the case of each director in office at the date the Directors' Report is approved:

- so far as the director is aware, there is no relevant audit information of which the company's auditors are unaware; and
- they have taken all the steps that they ought to have taken as a director in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Approved by the Board on 27 January 2021 and signed on its behalf by:



RI Bell
Director

Independent auditors' report to the members of Holland & Barrett (Benelux) Limited

Report on the audit of the financial statements

Opinion

In our opinion, Holland & Barrett (Benelux) Limited's financial statements:

- give a true and fair view of the state of the company's affairs as at 30 September 2020 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards, comprising FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland", and applicable law); and
- have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements, included within the Annual Report and Financial Statements (the "Annual Report"), which comprise: the Balance Sheet as at 30 September 2020; the Statement of Comprehensive Income and the Statement of Changes in Equity for the year then ended; and the notes to the financial statements, which include a description of the significant accounting policies.

Basis for Opinion

We conducted our audit in accordance with International Standards on Auditing (UK) ("ISAs (UK)") and applicable law. Our responsibilities under ISAs (UK) are further described in the Auditors' responsibilities for the audit of the financial statements section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Independence

We remained independent of the company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, which includes the FRC's Ethical Standard, and we have fulfilled our other ethical responsibilities in accordance with these requirements.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which ISAs (UK) require us to report to you where:

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

However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

Reporting on other information

The other information comprises all of the information in the Annual Report other than the financial statements and our auditors' report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, accordingly, we do not express an audit opinion or, except to the extent otherwise explicitly stated in this report, any form of assurance thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated. If we identify an apparent material inconsistency or material misstatement, we are required to perform procedures to conclude whether there is a material misstatement of the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report based on these responsibilities.

With respect to the Strategic Report and Directors' Report, we also considered whether the disclosures required by the UK Companies Act 2006 have been included.

Based on the responsibilities described above and our work undertaken in the course of the audit, ISAs (UK) require us also to report certain opinions and matters as described below.

Independent auditors' report to the members of Holland & Barrett (Benelux) Limited (continued)

Strategic Report and Directors' Report

In our opinion, based on the work undertaken in the course of the audit, the information given in the Strategic Report and Directors' Report for the year ended 30 September 2020 is consistent with the financial statements and has been prepared in accordance with applicable legal requirements.

In light of the knowledge and understanding of the company and its environment obtained in the course of the audit, we did not identify any material misstatements in the Strategic Report and Directors' Report.

Responsibilities for the financial statements and the audit

Responsibilities of the directors for the financial statements

As explained more fully in the Statement of directors' responsibilities in respect of the financial statements, the directors are responsible for the preparation of the financial statements in accordance with the applicable framework and for being satisfied that they give a true and fair view. The directors are also responsible for such internal control as they determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

Use of this report

This report, including the opinions, has been prepared for and only for the company's members as a body in accordance with Chapter 3 of Part 16 of the Companies Act 2006 and for no other purpose. We do not, in giving these opinions, accept or assume responsibility for any other purpose or to any other person to whom this report is shown or into whose hands it may come save where expressly agreed by our prior consent in writing.

Other required reporting

Companies Act 2006 exception reporting

Under the Companies Act 2006 we are required to report to you if, in our opinion:

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

We have no exceptions to report arising from this responsibility.



Gillian Hinks (Senior Statutory Auditor)
for and on behalf of PricewaterhouseCoopers LLP
Chartered Accountants and Statutory Auditors
East Midlands

28 January 2021

Holland & Barrett (Benelux) Limited

Statement of Comprehensive Income for the Year Ended 30 September 2020

	Note	2020 £ 000	2019 £ 000
Administrative expenses		(5)	-
Operating (loss)/result		(5)	-
Other interest receivable and similar income	6	-	2,855
(Loss)/profit before taxation		(5)	2,855
(Loss)/profit for the financial year		(5)	2,855
(Loss)/Profit		(5)	2,855

The above results were derived from continuing operations.

The company has no recognised gains or losses for the year other than the results above.

Holland & Barrett (Benelux) Limited

(Registration number: 08684899)
Balance Sheet as at 30 September 2020

	Note	2020 £ 000	2019 £ 000
Fixed assets			
Investments	8	85,958	85,958
Creditors: Amounts falling due within one year	9	(5)	-
Net assets		85,953	85,958
Capital and reserves			
Share premium account	11	85,958	85,958
Profit and loss account	11	(5)	-
Total equity		85,953	85,958

Approved and authorised by the Board on 27 January 2021 and signed on its behalf by:



RI Bell
Director

Holland & Barrett (Benelux) Limited

Statement of Changes in Equity for the Year Ended 30 September 2020

	Called Up Share capital £ 000	Share premium £ 000	Profit and loss account £ 000	Total Equity £ 000
At 1 October 2018	170,000	85,958	43,417	299,375
Profit for the financial year	-	-	2,855	2,855
Total comprehensive income	-	-	2,855	2,855
Other share capital movements	(170,000)	-	170,000	-
Other movements on reserves	-	-	(216,272)	(216,272)
At 30 September 2019	-	85,958	-	85,958

	Called Up Share capital £ 000	Share premium £ 000	Profit and loss account £ 000	Total Equity £ 000
At 1 October 2019	-	85,958	-	85,958
Loss for the financial year	-	-	(5)	(5)
Total comprehensive expense	-	-	(5)	(5)
At 30 September 2020	-	85,958	(5)	85,953

Details of Capital reduction undertaken in the prior year can be found in note 11.

Holland & Barrett (Benelux) Limited

Notes to the Financial Statements for the Year Ended 30 September 2020

1 General information

The company is a private company limited by share capital, incorporated in United Kingdom.

The address of its registered office is:

Samuel Ryder House

Barling Way

Eliot Park

Nuneaton

Warwickshire

CV10 7RH

UK

These financial statements were authorised for issue by the Board on 27 January 2021.

2 Accounting policies

Summary of significant accounting policies

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

Statement of compliance

These financial statements were prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

Basis of preparation

The financial statements have been prepared on a going concern basis under the historical cost convention and in accordance with Financial Reporting Standard 102, the Financial Reporting Standard applicable in the UK and Republic of Ireland and the Companies Act 2006.

The Company's presentation and functional currency is GBP.

The preparation of financial statements in compliance with FRS102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Company's accounting policies.

The following accounting policies have been applied consistently throughout the year.

Holland & Barrett (Benelux) Limited

Notes to the Financial Statements for the Year Ended 30 September 2020 (continued)

2 Accounting policies (continued)

Summary of disclosure exemptions

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by the FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 7 Statement of Cash Flows;
- the requirement of Section 3 Financial Statement Presentation paragraph 3.17 (d);
- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44 to 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26 to 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 26 Share-based Payment paragraphs 26.18(b), 26.19 to 26.21 and 26.23;
- the requirements of Section 33 Related Party Disclosures paragraph 33.7.

Name of parent of group

These financial statements are consolidated in the financial statements of Holland & Barrett International Limited.

The financial statements of Holland & Barrett International Limited may be obtained from Samuel Ryder House, Barling Way, Eliot Park, Nuneaton, CV10 7RH.

Group financial statements not prepared

The Company is a parent Company that is also a subsidiary included in the consolidated financial statements of its immediate UK parent undertaking and is therefore exempt from the requirement to prepare consolidated financial statements under section 400 of the Companies Act 2006.

Going concern

The Group meets its day-to-day working capital requirements through its bank facilities. The Group's forecasts and projections, taking account of reasonably possible changes in trading performance, show that the Group is able to operate within the level of its current facilities. There are no significant borrowings due within the financial year ending 30 September 2021. Having assessed the principal risks, the directors considered it appropriate to adopt the going concern basis of accounting in preparing its financial statements.

Management has produced forecasts that have been sensitised to reflect plausible downside scenarios as a result of the COVID-19 pandemic and its impact on the global economy, which have been reviewed by the directors. These demonstrate the Company is forecast to generate profits and cash in the year ending 30 September 2021 and beyond and that the Company and wider Group has sufficient cash reserves to enable it to meet its obligations as they fall due for a period of at least 12 months from the date of signing of these financial statements.

COVID-19 has not had and is not expected to have a significant impact on the going concern assumption of Holland and Barrett (Benelux) Limited.

As such, the directors are satisfied that the company has adequate resources to continue to operate for the foreseeable future. For this reason they continue to adopt the going concern basis for preparing these financial statements.

Finance income and costs policy

Interest income is recognised in the Statement of Comprehensive Income using the effective interest method

Holland & Barrett (Benelux) Limited

Notes to the Financial Statements for the Year Ended 30 September 2020 (continued)

2 Accounting policies (continued)

Foreign currency transactions and balances

Transactions in foreign currencies are initially recorded at the functional currency rate prevailing at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated into the respective functional currency of the entity at the rates prevailing on the reporting period date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rate on the date when the fair value is re-measured.

Non-monetary items measured in terms of historical cost in a foreign currency are not retranslated.

Tax

Tax on profit or loss for the year comprises of current tax only recognised in the profit and loss account. Current tax is the expected tax payable or receivable on the taxable income or loss for the year, using tax rates enacted or substantively enacted at the balance sheet date and any adjustment to tax payable in respect of previous years.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates taxable income.

Investments

Investments in equity shares which are publicly traded or where the fair value can be measured reliably are initially measured at fair value, with changes in fair value recognised in profit or loss. Investments in equity shares which are not publicly traded and where fair value cannot be measured reliably are measured at cost less impairment.

Interest income on debt securities, where applicable, is recognised in income using the effective interest method. Dividends on equity securities are recognised in income when receivable.

Trade debtors

Trade debtors are amounts due from customers for merchandise sold or services performed in the ordinary course of business.

Trade debtors are recognised initially at the transaction price. They are subsequently measured at amortised cost using the effective interest method, less provision for impairment. A provision for the impairment of trade debtors is established when there is objective evidence that the company will not be able to collect all amounts due according to the original terms of the receivables.

Trade creditors

Trade creditors are obligations to pay for goods or services that have been acquired in the ordinary course of business from suppliers. Accounts payable are classified as current liabilities if the company does not have an unconditional right, at the end of the reporting period, to defer settlement of the creditor for at least twelve months after the reporting date. If there is an unconditional right to defer settlement for at least twelve months after the reporting date, they are presented as non-current liabilities.

Trade creditors are recognised initially at the transaction price and subsequently measured at amortised cost using the effective interest method.

Holland & Barrett (Benelux) Limited

Notes to the Financial Statements for the Year Ended 30 September 2020 (continued)

2 Accounting policies (continued)

Share capital

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

Impairment excluding stocks and deferred tax asset

Financial assets:

Financial assets are assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably. Impairment losses are recognised in profit or loss. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Non-financial assets:

The carrying amounts of the Company's non-financial assets are reviewed at each reporting date to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated. Impairment losses are recognised in profit or loss. An impairment loss is reversed if and only if the reasons for the impairment have ceased to apply.

Judgements in applying accounting policies and key sources of estimation uncertainty

The key assumptions concerning the areas of uncertainty at the Balance Sheet date which have a significant risk of causing a material adjustment to carrying amounts are:

Critical estimates: Impairment of investment in subsidiaries

The Company considers whether investments in subsidiaries undertakings are impaired, and where an indicator of impairment is identified, the Company performs an impairment test through estimating the recoverable value of the investee. The recoverable amount is based upon forecast cash flows of the businesses. The amount and timing of the cash flows and the discount rate used in the model require management's judgement. An impairment loss is recognised where the carrying value of an investment exceeds its recoverable value. See note 8.

3 Auditors' remuneration

	2020 £ 000	2019 £ 000
Audit of the financial statements	7	7

The audit fee was borne by Holland & Barrett Retail Limited, another group company.

Amounts receivable by the Company's auditors and its associates in respect of services to the Company and its associated, other than audit of the Company's financial statements, have not been disclosed as the information is required instead to be disclosed on a consolidated basis in the consolidated financial statements on the Company's immediate parent, Holland & Barrett International Limited.

Holland & Barrett (Benelux) Limited

Notes to the Financial Statements for the Year Ended 30 September 2020 (continued)

4 Staff costs

The Company has no employees other than the directors (2019: Nil), who did not receive any remuneration (2019: £Nil).

5 Directors' remuneration

The remuneration of UK residents is borne by Holland & Barrett Retail Limited, another group company. The UK directors received no remuneration in respect of their services as directors or other services to the Company. Holland & Barrett Retail Limited does not recharge Holland & Barrett (Benelux) Limited for these services and it is not considered possible to accurately apportion their emoluments between the individual entities within the group.

6 Other interest receivable and similar income

	2020 £ 000	2019 £ 000
Income from shares in group undertakings	-	1,203
Other finance income	-	1,652
	-	2,855

In the financial year ended 30 September 2019, other finance income relates to net foreign exchange gain. Also, an inter-company loan was waived in the prior year.

7 Taxation

Tax charged/(credited) in the income statement

	2020 £ 000	2019 £ 000
Current taxation	-	-

The tax on loss before tax for the year is higher than the standard rate of corporation tax in the UK (2019 - lower than the standard rate of corporation tax in the UK) of 19% (2019 - 19%).

The differences are reconciled below:

Holland & Barrett (Benelux) Limited

Notes to the Financial Statements for the Year Ended 30 September 2020 (continued)

7 Taxation (continued)

	2020 £ 000	2019 £ 000
(Loss)/profit before tax	(5)	2,855
Corporation tax at standard rate	(1)	543
Tax increase/(decrease) arising from group relief	1	(543)
Total tax charge/(credit)	-	-

A change to the main UK corporation tax rate, announced in the Budget on 11 March 2020, was substantively enacted on 17 March 2020. The main rate now remains at 19% from 1 April 2020, rather than the previously enacted reduction to 17%. Deferred taxes have been measured on the enacted rates at the Balance Sheet date and reflected in these financial statements.

8 Investments in subsidiaries, joint ventures and associates

	2020 £ 000	2019 £ 000
Investments in subsidiaries	85,958	85,958

Subsidiaries

£ 000

Cost or valuation

At 1 October 2019 and at 30 September 2020	85,958
--	--------

Carrying amount

At 30 September 2020	85,958
At 30 September 2019	85,958

Holland & Barrett (Benelux) Limited

Notes to the Financial Statements for the Year Ended 30 September 2020 (continued)

8 Investments in subsidiaries, joint ventures and associates (continued)

Impairment

The company tests whether investments have suffered any impairment on an annual basis. For the reporting periods, the recoverable amount of the cash-generating units (CGUs) was determined based on value-in-use calculations which require the use of assumptions. The calculations use cash flow projections based on financial budgets approved by management covering a five-year period. Cash flows beyond the five-year period are extrapolated using the estimated growth rates stated below. These growth rates are consistent with forecasts included in industry reports specific to the industry in which each CGU operates.

The key assumptions of the calculations are:

- Period on which management approved forecasts are based- 5 years
- Revenue growth in 5 year plan- 3% - 14%
- EBITDA margin in 5 year plan- 23% - 25%
- Growth rate for Year 6 and beyond- 2%
- Discount rate (post-tax rate)- 7%

Based on the assessment undertaken, no CGU has been impaired in the year (2019: Nil). Sufficient headroom was seen on all material CGUs to not indicate an impairment was necessary in the current financial year.

Sensitivities

No impairment is recognised within the financial year ending 30 September 2020, sensitivities have been performed on the assumptions used to demonstrate the headroom.

- Decrease EBITDA by 1% in Yrs 1-5- £7m decrease in headroom
- Increase discount rate by 1%- £109m decrease in headroom

Based on the above analysis, management deem no impairment charge is required.

Details of undertakings

Details of the investments in which the company holds 20% or more of the nominal value of any class of share capital are as follows:

Undertaking	Registered office	Holding	Proportion of voting rights and shares held	
			2020	2019
Subsidiary undertakings				
LIR HB Finance (Netherlands) B.V.*	22 Grenville Street, St Helier, Jersey	Ordinary	100%	100%
Precision Engineered Limited	Samuel Ryder House, Barling Way, Eliot Park, Nuneaton, Warwickshire, CV10 7RH	Ordinary	100%	100%
Holland & Barrett B.V.	Piet Heinkade 167, 1019 GM Amsterdam, Netherlands	Ordinary	100%	100%

Holland & Barrett (Benelux) Limited

Notes to the Financial Statements for the Year Ended 30 September 2020 (continued)

8 Investments in subsidiaries, joint ventures and associates (continued)

Undertaking	Registered office	Holding	Proportion of voting rights and shares held	
			2020	2019
Holland & Barrett N.V. Limited	Pres. Wilsonplein, 4/288, 9000 Gent, Belgium	Ordinary	100%	100%

* Denotes direct undertaking of the Company

Subsidiary undertakings

*LIR HB Finance (Netherlands) B.V.**

The principal activity of LIR HB Finance (Netherlands) B.V.* is Intermediate holding company.

Precision Engineered Limited

The principal activity of Precision Engineered Limited is Intermediate holding company.

Holland & Barrett B.V.

The principal activity of Holland & Barrett B.V. is Retailer of health food and related products.

Holland & Barrett N.V. Limited

The principal activity of Holland & Barrett N.V. Limited is Retailer of health food and related products.

The directors believe that the carrying value of the investments is supported by the recoverable amount of the investees and their subsidiary business.

The information comprises a full listing of the Company's subsidiary undertakings at the Balance Sheet date.

9 Creditors: Amounts falling due within one year

	2020 £ 000	2019 £ 000
Due within one year		
Accruals and deferred income	5	-

Holland & Barrett (Benelux) Limited

Notes to the Financial Statements for the Year Ended 30 September 2020 (continued)

10 Called Up Share capital

Allotted, called up and fully paid shares

	2020		2019	
	No.	£	No.	£
Ordinary shares of £1 each	1	1	1	1

The holder of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

On 21 December 2018, the Company reduced share capital from £170m to £1 by cancelling and extinguishing 170,000,001 ordinary shares of £1 each.

11 Reserves

Share premium account

The share premium account represents amounts raised on the initial allotment of share capital in excess of the nominal value of shares issued, less any costs directly attributable to the issue of that share capital.

Profit and loss account

The profit and loss account represents the accumulated profits, losses and distributions of the Company.

During the financial year ending 30 September 2019, the Company completed a reduction of its share capital whereby the entire amount standing to the credit of the Company's share capital was cancelled. The distributable reserves created by the reduction of capital amount to £170m. This was utilised to allow the waiving of the intercompany loan.

12 Related party transactions

The Company has transacted in the year with related parties, being subsidiaries and other members of the wider group of Letterone Investments Holdings S.A. As all such related parties transacted with are wholly owned member of the wider group, the Company has taken advantage of FRS 102 33.11 from disclosing transactions with such fellow Group members.

13 Parent and ultimate parent undertaking

The company's immediate parent is Holland & Barrett International Limited, incorporated in United Kingdom.

The ultimate parent is Letterone Investment Holdings S.A., incorporated in Luxembourg.

The parent of the smallest group in which these financial statements are consolidated is Holland and Barrett International Limited, incorporated in United Kingdom.