Greenwhitestar UK Plc

Report and Financial Statements for the year ended 30 November 2016

Company Number: 8922456

The Company is the parent company of the Eddie Stobart Logistics group, which is a leading provider of transport, distribution and contract logistics & warehousing services in the UK and Europe.

Company Information

Directors
I A Duncan
S Riffner
W Stobart
B M Whawell

Secretary
R H C Nichols FCIS

Bankers
Royal Bank of Scotland Plc
Waterloo Street
Bolton
BL1 8FH

Auditors
KPMG Audit LLC
Heritage Court
41 Athol Street
Douglas
Isle of Man
IM99 1HN

Registered Office
Stretton Green Distribution Park
Langford Way
Appleton
Warrington
WA4 4TQ

Registered in England
with company number 8922456

Strategic Report

The Directors present the audited consolidated financial statements, including their Strategic Report, of Greenwhitestar UK Plc and subsidiaries ("the Group") for the year ended 30 November 2016.

Principal activities

Greenwhitestar UK Plc is the parent company of Eddie Stobart Logistics Limited (Eddie Stobart) which is the immediate holding company of the trading companies in the Eddie Stobart Logistics group.
Eddie Stobart is a leading end to end logistics company working across the full supply chain in UK and Europe.

With approximately 2,200 vehicles, 3,800 trailers and 4,600 directly employed employees, operating 6.1 million square feet of warehousing over 28 sites and 6 rail services, we meet the distribution and warehousing requirements of many of the UK's leading businesses.

Our strategy continues to focus on developing a balanced portfolio across the following core sectors:

- Manufacturing, Industrial & Bulk
- E-Commerce
- Retail
- Consumer

We are making progress growing our business around these sectors, winning new contracts in the sectors that help to balance our portfolio and complement our network offer. We have also re-secured a number of prestige contracts with blue chip customers and seen some of our longstanding customers grow their business with our support.

Realising these changes has led to a strategic focus on the operational business and we have grown our capability in these areas through targeted investment in our own staff and by bringing in new recruits with relevant industry expertise. We have invested in technology which is helping to improve our operations, re-optimise our network and help transform our business through greater efficiency.

Operating and financial review

We continued to grow revenues and profits during the year with revenues at £570.2m, up by 14.8% on the prior year, driven by new contract wins, growth from within the existing customer portfolio and supported by major contract renewals from blue chip customers. By working with different sectors, we are delivering increased volumes across different markets, improving vehicle utilisation as well as growing our customer offering.

Underlying EBITDA and underlying EBIT were up by 8.3% and 11.4% respectively, demonstrating the ability of the business to maintain margins. We generated net positive cash flow during the year which helped to reduce net debt by £4.4m on the prior year.

A brief analysis of the key financial performance indicators on a like-for-like basis is set out below, in addition to selected operational metrics:

	2016	**2015**	
	£'m	**£'m**	%
Revenue	**570.2**	496.5	14.8%
Underlying EBITDA *	**48.2**	44.5	8.3%
Underlying EBIT *	**42.0**	37.7	11.4%

	2016	2015	%
Trucks (units)	**2,215**	1,961	13.0%
Trailers (units)	**3,758**	3,369	11.5%
Warehouse space (million square feet)	**6.1**	6.1	-

* Underlying EBIT is defined as Profit from operating activities before exceptional costs, amortisation of acquired intangibles, DBAY management services costs, investor related costs and after adding back share of profit from equity accounted investees. Underlying EBITDA is defined as Underlying EBIT before depreciation of property, plant and equipment.

Strategic Report (continued)

Our values

We have been working hard to embed our vision and values which we will be continuing during 2017. Our vision is "We will be recognised for our pride and professionalism in delivering innovative customer solutions and service excellence" and we deliver this through the following core values.

Openness & Honesty
We demonstrate our openness and honesty by:
- Actively exploring perspectives to build ideas
- Working co-operatively together to share experience & knowledge

Trust & Respect
We demonstrate trust and respect by:
- Taking time to fully listen and understand others' perspectives
- Giving and receiving feedback and taking ownership to change things

Integrity
We demonstrate integrity by:
- Taking personal responsibility for our actions
- Leading by example and being thoughtful role models

Compassion
We demonstrate compassion by:
- Being approachable and giving our full attention to others
- Showing genuine care, concern and consideration by offering help and assistance

Fun
We demonstrate fun by:
- Giving praise and saying 'thank you' for a job well done
- Celebrating and recognising personal, team and organisational achievements

The principles which make us proud are:
- Showing our passion for customer service excellence
- Committing ourselves to a clear vision and plan
- Being open and honest with each other, intentionally creating a culture of respect
- Encouraging contribution and ownership at all levels, and so trusting our people
- Releasing the full potential of our people through conscious leadership
- Taking time to recognise success and say thank you

Organisational development

In addition to operating across our four core business sectors across the UK and Europe, we also support some of the leading players in the automotive industry in Europe.

Each sector leader and associated team has developed an in-depth knowledge of what customers require which allows us to tailor our services to meet specific customer requirements.

Traditionally we have serviced the retail and consumer sector which both peak and trough in terms of workload and demand at the same time. Our concept of taking the network to sectors which have different seasonal variations has proven to be successful and we expect this approach to continue to support our growth during 2017.

Investment in people

We continue to add experience and depth to the Executive team to support and complement our growth. As well as investing in the leadership capabilities of our existing team, we have added two additional appointments to the team with Communications and Human Resource expertise.

Strategic Report (continued)

Our people are our greatest asset and we pride ourselves on our high standards of training and development which is led from our award winning training academy in Appleton.

The Eddie Stobart Logistics Academy, as part of its Apprenticeship Programme, is proud to be offering its employees opportunities to gain nationally recognised qualifications. Our employees have the opportunity to join programmes such as HGV Driver, Warehouse Operative, Business Administration, Customer Service, Team Leading and Management and are supported by us throughout their learning. We believe the programmes equip our employees with the knowledge, skills, confidence and development to grow in their role. Many of our employees have received promotion following their development. Our Driver Excellence scheme has provided full LGV Licences for 20 employees in the last 12 months.

We operate over 30 separate training courses, many of which are externally accredited. We also have our own DVSA delegated examiner for licence training and examining and we are looking to commercialise our offer so that we take our high standards of driver training to wider audiences through the Eddie Stobart Driving School.

Our training packages are tailored to the specialist areas of the business. The corporate induction programme is rolled out to all new employees and we have developed a bespoke leadership toolkit which will further embed our vision and values and support our business growth aspirations.

Improving welfare for drivers is also something that we are taking an interest in. We have two company owned truck stops, one in Rugby and one in Carlisle which are both geared towards supporting truck drivers, with plenty of secure parking and refreshment provision. We know that one of the barriers to long haul driving as a career choice is a perceived lack of services and security whilst travelling. Therefore we are looking at how we might increase our network of truck stops across the country to support both our own drivers and the industry generally.

We aspire to be an employer of choice, not just for drivers and logistics specialists but for people across different professions such as Human Resources and IT. We will achieve this by listening to our existing staff to find out what more we can do to improve their working environment and through our commitment to continuous professional development.

Continuous improvement & innovation

We are spending more time getting to know what our customers want and how we can add value to their business, as well as ours. This is proving a particularly successful approach for our warehousing business where we have been able to strengthen our offer from a business to consumer perspective, for instance through offering packing services as well as storage solutions.

We have continued to grow our warehousing operations which are strategically located at many of Britain's most desirable storage locations and maintained to benchmark standards. During 2016 we rolled out an advanced warehouse management solution to give total visibility of stock across all sites, real-time order management and a host of advanced features to stay at the forefront of the industry.

Technology is a huge enabler within the logistics industry and we continue to invest in systems to help simplify our operations and make work easier for our staff and customers. During 2017 we will be rolling out DriveTab in-cab telematics which will drive efficiencies in how our front line deliveries work with the back office transport management system. We are also upgrading our IT systems and processes which includes fleet management and optimisation. This targeted investment in new technology will support growth and simplify our operations.

Community support

It's important to both the company and our colleagues that we put something back by supporting a range of good causes across the UK. Our staff get involved in fundraising for local charities and community events which helps bring an element of fun to our work as well as us being a good neighbour.

We have supported **When You Wish Upon A Star** for a number of years but in 2016 we decided to formalise our links with this charity and named **When You Wish Upon A Star** our official corporate charity for 2016/17 pledging to donate all funds raised by staff, customers and suppliers to help make dreams come true for sick children.

In addition we continued to support many requests from local charities and community groups.

Strategic Report (continued)

Daley Mathison is a fledgling road bike racer from Stockton-on-Tees who has been racing bikes since he was 12 years old. During 2016 we sponsored Daley for the first time and he achieved two podium finishes in the Oliver's Mount Cock o'the North and Isle of Man TT SES Zero. We are supporting him again during 2017 in his quest to improve on his road racing performance and make his mark in the British Superstock Championship.

Eddie Stobart does not make financial or other donations to any political parties or organisations.

Business risks
Like any other business, we are exposed to risks as a result of the internal and external environment. The Board operates a process to develop and maintain an internal risk register which it uses to identify and manage risks. A summary of the more significant risks specific to our operations and industry is outlined below.

Incident Management - we operate an electronic accident management system. This provides accident, incident and near miss reporting, with accidents recorded on front facing cameras, providing the information required to manage this risk and improve controls, both to reduce the number of events in the future and to mitigate the financial cost of past events.

Information Technology - data is replicated and backed-up; supported by both external service providers and an in-house IT team. Documented protocols and risk assessments are in place, along with service level agreements with key suppliers. These are supported by an IT Business Continuity Plan to ensure risk is mitigated. System and data security was enhanced with a migration from an in-house data centre into a highly resilient, secure and scalable third party data centre for all of our key systems.

Consumer Confidence - the Group provides a significant proportion of its services to UK retailers and its volumes may therefore be subject to fluctuations due to changes in the level of consumer spending. However, due to the nature of much of the underlying products, changes to the level of demand have not been as sensitive to general economic and consumer spending conditions. Whilst it would be impossible to mitigate this risk entirely, through our systematic fleet programme, the use of a proportion of agency drivers in addition to our own employed workforce and purchase of sub-contract services, the Group retains a significant level of flexibility of resource in order to cope with both short term and medium term fluctuations in demand.

Seasonality and Abnormal Weather - some of our operations are seasonal. The diversity of operating in different sectors has facilitated the creation of an advantage through seasonality by developing equipment that allow resource to be shared between segments and therefore re-directed as the seasons require. This mitigates the cost of seasonality and therefore should allow us to reduce our cost-base of reacting to this risk relative to our competitors. We aim to further reduce the impact of seasonality by growing in business sectors that have a complementary profile in respect of seasonal trading.

Government Legislation and Regulation - our business is controlled under a variety of legislation and regulation to enhance the safety and environmental characteristics of this industry. Management ensures that it has appropriate procedures and controls in place to identify any changes in legislation and to ensure the necessary compliance and reporting in accordance with that legislation, supported by regular systems audits.

People - many aspects of the business performance are reliant upon certain key management. Procedural documentation is maintained to a high level to reduce the risk of staff turnover. Key management personnel are retained by competitive performance-based remuneration.

Fuel Prices - fuel represents a significant cost to the business and therefore fluctuations in price could have a significant effect on the cost of operation. The risk associated with fuel price movements is mitigated through the use of price escalators within customer contracts which allows for changes in fuel cost per litre to be reflected in the sales price.

Liquidity - there are financing facilities in place to support the planned activity and growth. If the rate of growth exceeds the budget, there may be a requirement for incremental working capital financing and we continue to undertake regular reviews of funding requirements as its growth plans evolve.

Strategic Report (continued)

Health, Safety, Quality and Environment (HSQE)

HSQE continues to be at the forefront of our business with key performance indicators formally reported and discussed at all Board meetings. The Health, Safety, Quality and Environment (HSQE) Department provides a professional dedicated resource which proactively provides support and guidance via site visits, audits and investigation to ensure policies and procedures are implemented, monitored and updated where required. The HSQE Department help to identify and reduce potential risk to help reduce accidents, incidents and near misses and to ensure compliance with legal, company and customer requirements. Our accident frequency rate fell by 17% in 2016, reflecting our strong commitment to health and safety.

The business continues to liaise closely with vehicle suppliers ensuring that we are kept up to date in respect of any developments in terms of vehicle design, alternative fuels and other fuel saving initiatives. These together with investments in new and updated technology such as monitoring driver performance by telematics recording harsh braking, harsh acceleration, idling and the use of cruise control, reducing the distance travelled by our vehicle fleet through effective route planning and optimisation of vehicle-fill and reducing empty running has led to improvements in safety and fuel economy during the year.

The business has external ISO 9001 and BRC quality management together with ISO 14001 environmental accreditation for our provision of fleet management, warehousing and distribution services. The Daresbury site is also accredited with a Wholesale Dealer's Licence from the Medicines and Healthcare Products Regulatory Agency (MHRA).

We have 12 sites which are accredited to BRC Standards.

Property values

The Directors do not consider that there is any material difference between the market value of the Group's freehold property and their book value, as shown in the Consolidated Statement of Financial Position at 30 November 2016.

Creditor payment policy

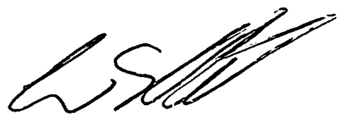
The Group policy for payment to suppliers is to delegate the responsibility for agreeing the trading terms and conditions with suppliers to the individual business units. At 30 November 2016, the amount of trade creditors in the Consolidated Statement of Financial Position represented 36 (2015: 37) days of average daily purchases for the Group.

Strategic Report (continued)

Going concern

Management has undertaken a budgeting process for the financial year ending 30 November 2017, which includes a detailed income statement, cash flow analysis and statement of financial position, and a forecasting exercise for a number of years beyond this. This exercise has not identified any issues that would suggest any significant risk to the Group's continued trading position and the projections demonstrate that the Group is expected to remain within its existing finance facilities and their associated covenants. The Group's finance facilities are set out in Note 16 to the Consolidated Financial Statements. The Directors have therefore adopted the going concern basis in preparing these Consolidated Financial Statements.

On behalf of the Board



William Stobart

Executive Chairman

For and on behalf of Greenwhitestar UK Plc
Stretton Green Distribution Park
Langford Way
Appleton
Warrington
WA4 4TQ

Directors' Report

The directors present the audited consolidated financial statements, including their Directors' Report, of Greenwhitestar UK Plc and subsidiaries ("the Group") for the year ended 30 November 2016.

Result for the year
The profit for the year from continuing operations, after taxation, amounted to £9.9m (2015: £4.5m). The profit for the year from continuing and discontinued operations, after taxation, amounted to £9.9m (£2015: £11.5m).

Dividends
The Company has neither paid nor proposed any dividends in respect of the year ended 30 November 2016 (2015: nil).

Directors
The directors of the Company during the year and up to the date of signing the financial statements were:

S Riffner	
W Stobart	
M J Branigan	(resigned 25 May 2016)
G J Bicknell	(resigned 15 March 2017)
I A Duncan	
J Mara	(resigned 15 March 2017)
B M Whawell	
L McIlwee	(resigned 15 March 2017)
R Fohn	(appointed 25 May 2016) (resigned 15 March 2017)

Charitable and political donations

Charitable donations totalling £151,543 (2015: £23,922) were made during the year. In addition, through their fundraising activities, staff raised a total of £165,790.

There were no political donations during the current or prior year.

Disabled persons
The Company's policy is that any vacancy which arises is open to disabled persons, provided that they are able to fulfil the functions required by that job. Employees who have been injured or become disabled in the course of their employment are considered for other suitable vacancies.

Employee involvement
Employees are kept informed about the progress and position of the Group by means of regular departmental meetings and newsletters.

Issue of share capital
No new share capital was issued during the year.

Disclosure of information to the auditor
The Directors who held office at the date of approval of this Director's report confirm that, so far as they are each aware, there is no relevant audit information of which the Company's auditor is unaware and each Director has taken all the steps that he ought to have taken as a director to make himself aware of any relevant audit information and to establish that the Company's auditor is aware of that information.

Statement on the Modern Slavery Act
This statement is made in compliance with the Modern Slavery Act 2015 and sets out the steps the Group has taken and is continuing to take to ensure that modern slavery or human trafficking is not taking place within our business or supply chain.

Modern slavery encompasses slavery, servitude, human trafficking and forced labour. The Group has a zero tolerance approach to any form of modern slavery. We are committed to acting ethically and with integrity and

Directors' Report (continued)

transparency in all business dealings and to putting effective systems and controls in place to safeguard against any form of modern slavery taking place within the business or our supply chain.

We operate a number of internal policies to ensure that we are conducting business in an ethical and transparent manner. These include:

1. Anti-slavery policy - this policy sets out the organisation's stance on modern slavery and explains how employees can identify any instances of this and where they can go for help
2. Recruitment policy - we operate a robust recruitment policy, including conducting eligibility to work in the UK checks for all employees to safeguard against human trafficking or individuals being forced to work against their will
3. Whistleblowing policy - we operate a whistleblowing policy so that all employees know that they can raise concerns about how colleagues are being treated, or practices within our business or supply chain, without fear of reprisals
4. Code of business conduct - this code explains the manner in which we behave as an organisation and how we expect our employees and suppliers to act

In addition to the above, as part of our contracts with suppliers, we will be requiring them to confirm to us that they also comply with the Modern Slavery Act. We may terminate contracts at any time should any instances of modern slavery come to light.

Auditor
KPMG Audit LLC has expressed a willingness to be re-appointed and in accordance with Section 485 of the Companies Act 2006, a resolution for the re-appointment of KPMG Audit LLC as auditor of the company is to be proposed at the forthcoming Annual General Meeting.

By order of the Board

Rupert H C Nichols FCIS
Company Secretary
By order of the Board of Greenwhitestar UK Plc
Stretton Green Distribution Park
Langford Way
Appleton
Warrington
WA4 4TQ

Statement of Directors' Responsibilities

Statement of Directors' responsibilities
The Directors are responsible for preparing the Directors' Report and the Group and Company 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 they have elected to prepare the financial statements in accordance with International Financial Reporting Standards as adopted by the EU in relation to the Group accounts and for the Company accounts and applicable law.

The financial statements are required by law to 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 estimates that are reasonable and prudent;
- state whether applicable accounting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Company will continue in business.

The Directors are responsible for keeping proper accounting records which 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 have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Company and to prevent and detect fraud and other irregularities.

Independent Auditors
A resolution for the re-appointment of KPMG Audit LLC will be proposed at the forthcoming Annual General Meeting.

Independent auditor's report
to the members of Greenwhitestar UK Plc

We have audited the Group and Company financial statements (the "financial statements") of Greenwhitestar UK Plc for the year from 1 December 2015 to 30 November 2016 which comprise the Consolidated Income Statement, the Consolidated Statement of Comprehensive Income, the Consolidated Statement of Changes in Equity, the Consolidated Statement of Financial Position, the Consolidated Cashflow Statement, the Company Statement of Financial Position and the related notes. The financial reporting framework that has been applied in their preparation is applicable law and International Financial Reporting Standards as adopted by the EU for the Group and for the Company.

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.

Respective responsibilities of directors and auditor
As explained more fully in the Statement of Directors' Responsibilities set out on page 10, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view. Our responsibility is to audit and express an opinion on the financial statements in accordance with applicable law and International Standards on Auditing (UK and Ireland). Those standards require us to comply with the Auditing Practices Board's (APB's) Ethical Standards for Auditors.

Scope of the audit of the financial statements
An audit involves obtaining evidence about the amounts and disclosures in the financial statements sufficient to give reasonable assurance that the financial statements are free from material misstatement, whether caused by fraud or error. This includes an assessment of: whether the accounting policies are appropriate to the Group's and Company's circumstances and have been consistently applied and adequately disclosed; the reasonableness of significant accounting estimates made by the Board of Directors; and the overall presentation of the financial statements. In addition, we read all the financial and non-financial information in the annual report to identify material inconsistencies with the audited financial statements and to identify any information that is apparently materially incorrect based on, or materially inconsistent with, the knowledge acquired by us in the course of performing the audit. If we become aware of any apparent material misstatements or inconsistencies we consider the implications for our report.

Opinion on the financial statements
In our opinion the financial statements:

- give a true and fair view of the state of the Group's and Company's affairs as at 30 November 2016 and of the Group's result for the year from 1 December 2015 to 30 November 2016;
- are in accordance with International Financial Reporting Standards as adopted by the EU for the Group and for the Company; and comply with the Companies Act 2006.

Independent auditor's report

to the members of Greenwhitestar UK Plc (continued)

Matters on which we are required to report by exception

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

- the Company has not kept proper accounting records; or
- the financial statements are not in agreement with the accounting records; or
- we have not received all the information and explanations, which to the best of our knowledge and belief are necessary for the purpose of our audit; or
- certain disclosure of directors' remuneration specified by law are not made.

SNichola

Simon Nicholas (Senior Statutory Auditor)
For and on behalf of KPMG Audit LLC, Statutory Auditor
Chartered Accountants
Heritage Court
41 Athol Street
Douglas
Isle of Man, IM99 1HN

21 March 2017

Consolidated Income Statement
for the year ended 30 November 2016

	Note	Year ended 30 November 2016 £'000	Year ended 30 November 2015 £'000
Continuing operations			
Revenue		**570,177**	496,477
Cost of sales		**(448,986)**	(386,357)
Gross profit		**121,191**	110,120
Administrative expenses: before amortisation and exceptional costs		**(81,601)**	(75,462)
Amortisation of acquired intangibles	9	**(9,509)**	(9,509)
Administrative expenses: before exceptional costs		**(91,110)**	(84,971)
Administrative expenses: exceptional costs	3	**(3,288)**	(2,614)
Total administrative expenses		**(94,398)**	(87,585)
Profit from operating activities: including exceptional costs		**26,793**	22,535
Profit from operating activities: before exceptional costs		**30,081**	25,149
Finance income	4	**5**	3
Finance expense	4	**(15,984)**	(16,683)
Net finance expense		**(15,979)**	(16,680)
Share of profit from equity accounted investees, net of tax	10	**428**	286
Profit before tax	5	**11,242**	6,141
Tax expense	6	**(1,332)**	(1,644)
Profit for the year from continuing operations		**9,910**	4,497
Discontinued operations			
Profit / (Loss) from discontinued operations net of tax		-	7,042
Profit for the year		**9,910**	11,539
Profit attributable to:			
Owners of the Company		**9,029**	11,539
Non-controlling interests		**881**	-
Profit for the year		**9,910**	11,539

The accompanying notes form part of the financial statements.

Consolidated Statement of Comprehensive Income
for the year ended 30 November 2016

	Note	Year ended 30 November 2016 £'000	Year ended 30 November 2015 £'000
Profit for the year		**9,910**	11,539
Items that will not be reclassified to profit or loss:			
Defined benefit plan remeasurements		-	(438)
Total items that will not be reclassified to profit or loss		-	(438)
Items that are or may be reclassified subsequently to profit or loss:			
Foreign currency translation differences – foreign operations		**882**	(766)
Foreign currency translation differences – equity-accounted investees	10	**92**	(76)
Effective portion of changes in fair value of cash flow hedges		**285**	-
Total items that are or may be reclassified subsequently to profit or loss		**1,259**	(842)
Total comprehensive income for the year		**11,169**	10,259
Total comprehensive income attributable to:			
Owners of the Company		**10,288**	10,259
Non-controlling interests		**881**	-
Total comprehensive income for the year		**11,169**	10,259

The accompanying notes form part of the financial statements.

Consolidated Statement of Changes in Equity
for the year ended 30 November 2016

	Attributable to equity holders of the Company							
	Share capital £'000	Share premium £'000	Translation reserve £'000	Hedge reserve £'000	Retained earnings £'000	**Total £'000**	Non-controlling interest £'000	**Total equity £'000**
Balance at 1 December 2015	703	64,647	(1,306)	(1,831)	15,098	**77,311**	-	**77,311**
Profit for the year	-	-	-	-	9,029	**9,029**	881	**9,910**
Total other comprehensive income	-	-	974	285	-	**1,259**	-	**1,259**
	703	**64,647**	**(332)**	**(1,546)**	**24,127**	**87,599**	**881**	**88,480**
Changes in ownership interests in subsidiaries								
Acquisition of subsidiary with non-controlling interests	-	-	-	-	-	-	1,750	**1,750**
Dividends paid	-	-	-	-	-	-	(800)	**(800)**
Total contributions by and distributions to owners of the Company	**-**	**-**	**-**	**-**	**-**	**-**	**950**	**950**
Balance at 30 November 2016	**703**	**64,647**	**(332)**	**(1,546)**	**24,127**	**87,599**	**1,831**	**89,430**

	Attributable to equity holders of the Company							
	Share capital £'000	Share premium £'000	Translation reserve £'000	Hedge reserve £'000	Retained earnings £'000	**Total £'000**	Non-controlling interest £'000	**Total equity £'000**
Balance at 1 December 2014	703	64,647	(464)	(1,831)	3,904	**66,959**	93	**67,052**
Profit for the year	-	-	-	-	11,539	**11,539**	-	**11,539**
Total other comprehensive income	-	-	(842)	-	(438)	**(1,280)**	-	**(1,280)**
	703	**64,647**	**(1,306)**	**(1,831)**	**15,005**	**77,218**	**93**	**77,311**
Changes in ownership interests in subsidiaries								
Disposal of subsidiary with non-controlling interests	-	-	-	-	93	**93**	(93)	**-**
Total contributions by and distributions to owners of the Company	**-**	**-**	**-**	**-**	**93**	**93**	**(93)**	**-**
Balance at 30 November 2015	**703**	**64,647**	**(1,306)**	**(1,831)**	**15,098**	**77,311**	**-**	**77,311**

The accompanying notes form part of the financial statements.

Consolidated Statement of Financial Position
as at 30 November 2016

	Note	30 November 2016 £'000	30 November 2015 £'000
Assets			
Non-current assets			
Property, plant and equipment	8	**37,860**	36,787
Intangible assets and goodwill	9	**219,343**	225,461
Investments in equity accounted investees	10	**939**	419
		258,142	262,667
Current assets			
Inventories	11	**2,357**	1,943
Trade and other receivables	12	**133,816**	114,921
Current tax asset	6	**-**	511
Cash and cash equivalents	13	**14,083**	4,097
		150,256	121,472
Total assets		**408,398**	384,139
Liabilities			
Current liabilities			
Loans and borrowings	16	**(6,212)**	(5,504)
Trade and other payables	14	**(110,581)**	(99,613)
Current tax liability	6	**(493)**	-
Deferred tax liabilities	18	**(1,582)**	(1,079)
Provisions	17	**(1,259)**	(3,456)
		(120,127)	(109,652)
Non-current liabilities			
Loans and borrowings	16	**(173,375)**	(168,464)
Trade and other payables	15	**(15,499)**	(17,416)
Deferred tax liabilities	18	**(8,944)**	(10,714)
Provisions	17	**(1,023)**	(582)
		(198,841)	(197,176)
Total liabilities		**(318,968)**	(306,828)
Net assets		**89,430**	77,311
Equity			
Share capital	19	**703**	703
Share premium	19	**64,647**	64,647
Translation reserve		**(332)**	(1,306)
Hedge reserve		**(1,546)**	(1,831)
Retained earnings		**24,127**	15,098
Total equity attributable to owners of the Company		**87,599**	77,311
Non-controlling interests		**1,831**	-
Total equity		**89,430**	77,311

The Consolidated Financial Statements on pages 13 to 44 were approved by the Board of Directors on 21 March 2017 and were signed on its behalf by:

William Stobart
Executive Chairman

Company Number: 8922456

Consolidated Cash Flow Statement
for the year ended 30 November 2016

	Note	Year ended 30 November 2016 £'000	Year ended 30 November 2015 £'000
Cash flows from operating activities			
Profit for the year		**9,910**	11,539
Adjustments for:			
Depreciation	8	**6,125**	7,585
Amortisation of intangible assets	9	**9,509**	9,509
Net finance costs	4	**15,979**	16,680
Share of profit of equity-accounted investees, net of tax	10	**(428)**	(286)
Gain on sale of property, plant and equipment	5	**(1,446)**	(680)
Profit on disposal of vehicle logistics businesses		**-**	(7,465)
Tax expense	6	**1,332**	1,644
Changes in:			
Inventories		**(414)**	225
Trade and other receivables		**(18,381)**	1,924
Trade and other payables		**8,955**	(7,335)
Provisions and employee benefits		**290**	(1,589)
Deferred income/revenue, including government grant		**(1,753)**	298
Cash inflow from discontinued operations		**-**	680
Cash generated from operating activities		**29,678**	32,729
Net interest paid		**(10,328)**	(12,806)
Income taxes paid		**(1,674)**	(3,889)
Net cash generated from operating activities		**17,676**	16,034
Cash flows from investing activities			
Proceeds from sales of property, plant and equipment		**7,237**	7,509
Proceeds from disposal of discontinued operations, net of cash disposed		**-**	11,177
Acquisition of subsidiaries, net of cash acquired		**(1,706)**	-
Purchase of property, plant and equipment		**(8,052)**	(7,664)
Dividends received from equity accounted investees	10	**-**	197
Cash inflow from discontinued operations		**-**	323
Net cash (used in) / generated from investing activities		**(2,521)**	11,542
Cash flows from financing activities			
Draw down of financing facility, net of costs		**641**	-
Repayment of bank borrowings		**(385)**	(21,125)
Payment of capital element of finance lease liabilities		**(5,425)**	(10,709)
Cash inflow from discontinued operations		**-**	(19)
Net cash used in financing activities		**(5,169)**	(31,853)
Net increase in cash and cash equivalents		**9,986**	(4,277)
Cash and cash equivalents at the start of the financial year		**4,097**	8,374
Effect of exchange rate fluctuations on cash held		**-**	-
Cash and cash equivalents at the end of the financial year	13	**14,083**	4,097

The accompanying notes form part of the financial statements.

Notes to the Consolidated Financial Statements
for the year ended 30 November 2016

1. Principal Accounting Policies

Greenwhitestar UK Plc (the 'Company') is a company domiciled in the United Kingdom. The address of the Company's registered office is Stretton Green Distribution Park, Langford Way, Appleton, Warrington, WA4 4TQ. The Consolidated Financial Statements of the Company as at and for the year ended 30 November 2016 and the comparative year ended 30 November 2015 comprise the Company and its subsidiaries (referred to as the 'Group') and the Group's interest in associates and jointly controlled entities.

The Directors have considered the fair values of all debtors and creditors and have determined that their fair values equate to their carrying values.

Statement of compliance
The Consolidated Financial Statements have been prepared in accordance with IFRS and the International Financial Reporting Interpretation Committee ('IFRIC') interpretations endorsed by the EU and with those parts of the Companies Act 2006 applicable to companies reporting under IFRS.

Significant accounting policies
The accounting policies set out below have been applied consistently in these Consolidated Financial Statements, and have been applied consistently by Group entities.

Going concern
Management has completed a budgeting process for the financial year ending 30 November 2017, incorporating a detailed Income Statement, cash flow analysis and statement of financial position, and a forecasting exercise for a number of years beyond this. This exercise has not identified any issues that would suggest any significant risk to the Group's continued trading position and the forecasts demonstrate that the Group is expected to remain within its existing finance facilities and their associated covenants. The Directors have therefore adopted the going concern basis in preparing these Consolidated Financial Statements.

Basis of measurement
The Consolidated Financial Statements have been prepared on the historical cost basis, except intangible assets acquired in business combinations which are measured at fair value and derivative financial instruments which are measured at fair value.

Basis of consolidation
(i) Business combinations - business combinations are accounted for using the acquisition method as at the acquisition date (when control is transferred to the Group). An investor controls an investee when the investor is exposed, or has rights, to variable returns from its involvement with the investee and has the ability to affect those returns through its power over the investee. In assessing control, the Group takes into consideration potential voting rights that are currently exercisable. The Group measures goodwill at the acquisition date as:

- the fair value of the consideration transferred; plus
- the recognised amount of any non-controlling interests in the acquiree; plus
- if the business combination is achieved in stages, the fair value of the pre-existing equity interest in the acquiree; less
- the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed.

Transaction costs, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred.

(ii) Non-controlling interests - for each business combination, the Group measures any non-controlling interests in the acquiree at their proportionate share of the acquiree's identifiable net assets, which are generally at fair value.

Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as transactions with owners in their capacity as owners. Adjustments to non-controlling interests are based on a proportionate amount of the net assets of the subsidiary. No adjustments are made to goodwill and no gain or loss is recognised in profit or loss.

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

1. Principal Accounting Policies (continued)
(iii) Subsidiaries - subsidiaries are entities controlled by the Group. The financial statements of subsidiaries are included in the Consolidated Financial Statements from the date that control commences until the date that control ceases.

(iv) Loss of control of a subsidiary - on the loss of control, the Group derecognises the assets and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising on the loss of control is recognised in profit or loss.

(v) Investments in associates and jointly controlled entities (equity-accounted investees) - associates are those entities in which the Group has significant influence, but not control or joint control, over the financial and operating policies. Significant influence is presumed to exist when the Group holds between 20 percent and 50 percent of the voting power of another entity. Jointly controlled entities are those entities over whose activities the Group has joint control, established by contractual agreement and requiring unanimous consent for strategic financial and operating decisions. Investments in associates and jointly controlled entities are accounted for under the equity method and are recognised initially at cost. The cost of the investment includes transaction costs. The Consolidated Financial Statements include the Group's share of the profit or loss and other comprehensive income of equity-accounted investees from the date that significant influence or joint control commences until the date that significant influence or joint control ceases. When the Group's share of losses exceeds its interest in an equity-accounted investee, the carrying amount of the investment, including any long-term interests that form part thereof, is reduced to zero, and the recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payments on behalf of the investee.

(vi) Transactions eliminated on consolidation - intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated in preparing the Consolidated Financial Statements. Unrealised gains arising from transactions with equity accounted investees are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

Foreign currency
(i) Foreign currency transactions - transactions in foreign currencies are translated to the respective functional currencies of Group entities at exchange rates at the dates of the transactions. Monetary assets and liabilities denominated in foreign currencies at the reporting date are retranslated at the exchange rate at that date. The foreign currency gain or loss on monetary items is the difference between amortised cost at the beginning of the year, adjusted for effective interest and payments during the year, and the amortised cost in foreign currency translated at the exchange rate at the end of the year.

(ii) Foreign operations - The assets and liabilities of foreign operations, including goodwill and fair value adjustments arising on acquisition, are translated at exchange rates at the reporting date. The income and expenses of foreign operations are translated at exchange rates at the dates of the transactions. Foreign currency differences are recognised in other comprehensive income, and presented in the foreign currency translation reserve (translation reserve) in equity. When a foreign operation is disposed of such that control, significant influence or joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal.

Financial instruments
(i) Non-derivative financial asset - Loans and receivables, including financial assets with fixed or determinable payments that are not quoted in an active market. Such assets are recognised initially at fair value plus any directly attributable transaction costs. Subsequent to initial recognition, loans and receivables are measured at amortised cost using the effective interest method, less any impairment losses. Loans and receivables comprise cash and cash equivalents, and trade and other receivables. Cash and cash equivalents comprise cash balances and call deposits with maturities of three months or less from the acquisition date that are subject to an insignificant risk of changes in their fair value, and are used by the Group in the management of its short-term commitments.

(ii) Non-derivative financial liabilities - financial liabilities are recognised initially on the trade date, which is the date that the Group becomes a party to the contractual provisions of the instrument. The Group derecognises a financial liability when its contractual obligations are discharged, cancelled or expire. The Group classifies non-derivative financial

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

1. Principal Accounting Policies (continued)

liabilities into the other financial liabilities category. Such financial liabilities are recognised initially at fair value less any directly attributable transaction costs. Subsequent to initial recognition, these financial liabilities are measured at amortised cost using the effective interest method. Other financial liabilities comprise loans and borrowings, debt securities issued, bank overdrafts, and trade and other payables.

Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the statement of cash flows.

(iii) Share capital - ordinary shares are classified as equity. Incremental costs directly attributable to the issue of ordinary shares are recognised as a deduction from equity, net of any tax effects.

(iv) Derivative financial instruments and hedging– The group uses interest rate swap derivative financial instruments to hedge its risks associated with interest rate fluctuations. All derivative financial instruments are initially recognised and subsequently remeasured at fair value. Derivatives are carried as assets when the fair value is positive and as liabilities when the fair value is negative. The fair value of interest rate swap contracts is determined by reference to market values for similar instruments. For those derivatives designated as hedges and for which hedge accounting is appropriate, the hedging relationship is documented at its inception. This documentation identifies the hedging instrument, the hedged item or transaction, the nature of the risk being hedged and how effectiveness will be measured throughout its duration. Such hedges are expected at inception to be highly effective.

Any gains or losses arising from changes in the fair value of derivatives that do not qualify for hedge accounting are taken to the consolidated income statement. The treatment of gains and losses arising from revaluing derivatives designated as hedging instruments depends on the nature of the hedging relationship, which in the case of the single financial instrument held by the Group is a cash flow hedge.

Hedges are classified as cash flow hedges when hedging exposure to variability in cash flows that is either attributable to a particular risk associated with a recognised asset or liability or a highly probable forecast transaction. For cash flow hedges, the effective portion of the gain or loss on the hedging instrument is recognised in other comprehensive income, while the ineffective portion is recognised in the consolidated income statement. Amounts previously recognised in other comprehensive income are transferred to the consolidated income statement in the period in which the hedged item affects profit or loss, such as when a forecast sale occurs. However, when the forecast transaction results in the recognition of a non-financial asset or liability, the amounts previously recognised in other comprehensive income are included in the initial carrying amount of the asset or liability.

If a forecast transaction is no longer expected to occur, amounts previously recognised in other comprehensive income are transferred to the consolidated income statement. If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover, or if its designation as a hedge is revoked, amounts previously recognised in other comprehensive income remain in equity until the forecast transaction occurs and are then transferred to the consolidated income statement or included in the initial carrying amount of a non-financial asset or liability as above.

Property, plant and equipment

Items of property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses. Cost includes expenditure that is directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the assets to a working condition for their intended use including any directly attributable capitalised borrowing costs and an estimate of any future costs of dismantling and removing the items and restoring the site on which they are located.

Items of property, plant and equipment are depreciated from the date they are available for use or, in respect of self-constructed assets, from the date that the asset is completed and ready for use. Depreciation is calculated to write off the cost of items of property, plant and equipment less their estimated residual values using the straight-line basis over their estimated useful lives. Depreciation is generally recognised within administrative expenses in profit or loss, unless the amount is included in the carrying amount of another asset. Leased assets are depreciated over the shorter of the lease term and their useful lives unless it is reasonably certain that the Group will obtain ownership by the end of the lease term. Land is not depreciated.

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

1. Principal Accounting Policies (continued)

The estimated useful lives for significant items of property, plant and equipment are as follows:

- Freehold buildings: 2% - 5% per annum straight line
- Leasehold land and buildings: 1% straight line, or period of lease if shorter
- Vehicles and trailers: 3 - 10 years straight line and 25% reducing balance as appropriate
- Plant and equipment: 3 - 7 years straight line and between 15% - 20% reducing balance as appropriate
- Fixtures and fittings: 3 - 5 years straight line and between 20% - 33% reducing balance as appropriate

Cash and Cash Equivalents
Cash and cash equivalents are defined as cash in hand, demand deposits, and highly liquid investments readily convertible to known amounts of cash and subject to insignificant risk of changes in value.

Intangible assets and goodwill
Goodwill that arises on the acquisition of subsidiaries is presented within intangible assets. The measurement of goodwill at initial recognition is explained in the Business combinations policy set out above. Subsequently, Goodwill is measured at cost less accumulated impairment losses.

Other intangible assets that are acquired by the Group and have finite useful lives are measured at cost less accumulated amortisation and any accumulated impairment losses. Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure, including expenditure on internally generated goodwill and brands, is recognised in profit or loss as incurred.

Except for goodwill, intangible assets are amortised on a straight-line basis in profit or loss over their estimated useful lives, from the date that they are available for use. The estimated useful lives for the current and comparative years are as follows:

- Brands and trademarks: 6 years
- Customer relationships: 15 years

Amortisation methods, useful lives and residual values are reviewed at each reporting date and adjusted if appropriate.

Inventories
Inventories are measured at the lower of cost and net realisable value. The cost of inventories is based on the first-in first-out principle, and includes expenditure incurred in acquiring the inventories, production or conversion costs, and other costs incurred in bringing them to their existing location and condition. Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and estimated costs necessary to make the sale.

Impairment
(i) Non-derivative financial assets - a financial asset not classified at fair value through profit or loss, including an interest in an equity-accounted investee, is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if there is objective evidence of impairment as a result of one or more events that occurred after the initial recognition of the asset, and that loss event(s) had an impact on the estimated future cash flows of that asset that can be estimated reliably.

(ii) Non-financial assets - the carrying amounts of the Group's non-financial assets, other than inventories and deferred tax 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. Goodwill is tested annually for impairment. An impairment loss is recognised if the carrying amount of an asset or cash-generating unit (CGU) exceeds its recoverable amount. The recoverable amount of an asset or CGU is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. For impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

1. Principal Accounting Policies (continued)

continuing use that are largely independent of the cash inflows of other assets or CGUs. Subject to an operating segment ceiling test, CGUs to which goodwill has been allocated are aggregated so that the level at which impairment testing is performed reflects the lowest level at which goodwill is monitored for internal reporting purposes. Goodwill acquired in a business combination is allocated to groups of CGUs that are expected to benefit from the synergies of the combination.

Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the CGU, and then to reduce the carrying amounts of the other assets in the CGU on a pro rata basis. An impairment loss in respect of goodwill is not reversed. For other assets, an impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised.

Employee benefits

(i) Short-term employee benefits - short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

(ii) Defined contribution plans - a defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and has no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution plans are recognised as an employee benefit expense in profit or loss in the periods during which related services are rendered by employees.

(iii) Defined benefit plans – during the year the Group disposed of the UK based vehicle logistics business, thereby also disposing of the defined benefit plan operating within its trading entities.

Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined based on the expected future cash flows. When it has a material effect, these are discounted at a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of any discount is recognised as a finance cost. The policies used to determine specific provisions are:

(i) Lease remediation and site restoration - provisions are established over the life of leases to cover remedial work necessary at termination under the terms of those leases. Guidance for the total cost is made with reference to independent third party quantity surveyors reports and spread over the terms of the lease.

(ii) Onerous contracts - a provision for onerous contracts is recognised when the expected benefits to be derived by the Group from a contract are lower than the unavoidable cost of meeting its obligations under the contract. The provision is measured at the present value of the lower of the expected cost of terminating the contract and the expected net cost of continuing with the contract. Before a provision is established, the Group recognises any impairment loss on the assets associated with that contract.

(iii) Employee restructuring - a provision for employee restructuring costs is made once the Group is committed to any restructuring plans, which require a change to the status of employees that have a cost implication.

(iv) Insurance claims are assessed on a case by case basis, with the estimated costs of claims based on the advice of the Group's external insurance advisers.

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

1. Principal Accounting Policies (continued)

Revenue
Revenue from services rendered is recognised in the income statement on the delivery of those services based on the proportion of the total delivered that can be reliably measured at the balance sheet date. Where payments are received in advance of revenue being recognised they are included as deferred income. Where revenue is recognised in advance of amounts being invoiced it is reported as accrued income. Where a contract contains elements of variable consideration, the Group will estimate the amount of variable consideration to which it will be entitled under the contract. Variable consideration can arise as a result of incentives, performance bonuses, penalties or other similar items. Variable consideration is recognised only to the extent that it is highly probable that the economic benefit will transfer to the Group.

Government grants
Government grants are recognised initially as deferred income at fair value when there is reasonable assurance that they will be received and the Group will comply with the conditions associated with the grant, and are then recognised in profit or loss as other income on a systematic basis over the useful life of the asset. Grants that compensate the Group for expenses incurred are recognised in profit or loss as other income on a systematic basis in the periods in which the expenses are recognised.

Leases
(i) Leased assets - assets held by the Group under leases which transfer substantially all of the risks and rewards of ownership are classified as finance leases. On initial recognition, the leased asset is measured at an amount equal to the lower of its fair value and the present value of the minimum lease payments. Subsequent to initial recognition, the asset is accounted for in accordance with the accounting policy applicable to that asset. Assets held under other leases are classified as operating leases and are not recognised in the Group's Consolidated Statement of Financial Position.

(ii) Lease payments - payments made under operating leases are recognised in profit or loss on a straight-line basis over the term of the lease. Where leases contain escalation clauses that stipulate specific increases to the rental payable, the operating lease expense is recorded on a straight line basis. Lease incentives received are recognised as an integral part of the total lease expense, over the term of the lease. Minimum lease payments made under finance leases are apportioned between the finance expense and the reduction of the outstanding liability. The finance expense is allocated to each period during the lease term so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Rental income
Rental income is recognised on a straight-line basis over the term of the lease. Lease incentives granted are recognised as an integral part of the total rental income, over the term of the lease.

Finance income and finance costs
Finance income comprises interest income on funds invested. Interest income is recognised as it accrues in profit or loss, using the effective interest method. Finance costs comprise interest expense on borrowings, unwinding of the discount on provisions and the net interest cost from accounting for defined benefit pension schemes. Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method. Foreign currency gains and losses on financial assets and financial liabilities are reported on a net basis as either finance income or finance cost depending on whether foreign currency movements are in a net gain or net loss position.

Exceptional Items
Items that are material in size and non-recurring in nature are presented as exceptional items in the income statement. The Directors are of the opinion that the separate recording of exceptional items provides helpful information about the Group's underlying business performance. Events which may give rise to the classification of items as exceptional include restructuring of business units and the associated legal and employee costs and other significant non-recurring gains or losses.

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

1. Principal Accounting Policies (continued)

Tax
Tax expense comprises current and deferred tax. Current tax and deferred tax are recognised in profit or loss except to the extent that it relates to a business combination, or items recognised directly in equity or in other comprehensive income.

(i) 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 reporting date, and any adjustment to tax payable in respect of previous years. Current tax payable also includes any tax liability arising from the declaration of dividends.
(ii) Deferred tax - is recognised in respect of temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. Deferred tax is not recognised for:

- temporary differences on the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss;
- temporary differences related to investments in subsidiaries, associates and jointly controlled entities to the extent that the Group is able to control the timing of the reversal of the temporary differences and it is probable that they will not reverse in the foreseeable future; and
- taxable temporary differences arising on the initial recognition of goodwill.

New standards and interpretations
At the date of authorisation of these financial statements, the following standards and interpretations, relevant to the Group, which have not been applied to these financial statements, were in issue, but not yet effective:

Title	Key Issues	Effective Date	Impact on GWS
IAS 1 Disclosure Initiative	Amends IAS 1 Presentation of Financial Statements to address perceived impediments to preparers exercising their judgment in presenting their financial statements. Provides clarification that information should not be obscured by aggregating or providing immaterial information and that materiality considerations apply to all parts of the financial statements, even when a standard requires a specific disclosure.	Periods beginning 1 January 2016	Presentational considerations only.
IFRS 15 Revenue from Contracts with Customers	The new standard is a single global revenue standard that contains a single model that applies to two approaches, being at point in time and over time. For complex transactions with multiple components, variable consideration or extended periods, application of the standard can lead to revenue being accelerated or deferred in comparison to current IFRS.	Periods beginning 1 January 2018, deferred from 1 January 2017	Key revenue streams are unlikely to be substantially affected.
IFRS 9 Financial Instruments	IFRS 9 was introduced in 2014 as a complete standard including the requirements previously issued and the additional amendments to introduce a new expected loss impairment model and limited changes to the classification and measurement requirements for financial assets.	Periods beginning 1 January 2018	No material impact anticipated.
IFRS 16 Operating Leases	IFRS 16 was issued in January 2016 and is effective from 1 January 2019, eliminating the classification of leases as operating leases or finance leases and setting out a single lease accounting model.	Periods beginning 1 January 2019 subsequent to EU endorsement	Significant impact on Statement of Financial Position and Income Statement presentation and measurement which is currently under review.

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

2. Summary of Significant Accounting Judgements and Fair Value estimates

Significant accounting judgements
In preparing these Financial Statements, the Board makes judgements, estimates and assumptions regarding the future. These are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The judgements, estimates and assumptions that carry the most significant risk of causing a material adjustment within the next financial year to the amounts included in these Financial Statements are explained below:

(i) Determination of fair values of intangible assets acquired in business combinations - these estimates have predominantly been prepared in consultation with third party advisors, but nevertheless contain estimates of future business performance, cash flows and discount rates.

(ii) Useful lives of intangible assets and property, plant and equipment - the useful lives of intangible assets rely on various internal and external factors which could turn out to be different from the assumptions employed in determining their useful life. The useful lives of property, plant and equipment is also dependent upon estimates of the period over which an asset is expected to generate profits, which includes an assessment of the reliability, longevity and cost of maintenance of those assets. The Board periodically reviews the major classes of assets to ensure that the periods over which they are amortised or depreciation is appropriate.

(iii) Estimated value of provisions - these estimates, by their nature, tend to involve judgement in respect of the current knowledge pertaining to a future event and as such the actual cash flows and the timing of those cash flows may be different. To the extent that it is practicable, independent third party assessments are sought in order to corroborate these judgments.

(iv) Impairment of goodwill - the Group is required to perform an annual impairment test on goodwill by reference to its value in use or its fair value, less costs of disposal. This requires an estimate of future business performance, cash flows and discount rates all of which rely on estimates and judgements of future events and may therefore be subject to change.

(v) Taxation - the tax balances are calculated based on an assessment of the tax treatment of income and costs and the availability of tax losses and group reliefs. The calculation of deferred tax balances also includes an estimate of future profits. The calculations are prepared in consultation with third party advisors but due to the estimates and judgements required may still be subject to change.

(vi) Classification of certain leases - judgment is required in certain leases that contain buyback clauses over the extent of risk that remains at the end of the lease term and therefore whether the lease is classified as a finance or operating lease. This judgment is made at the outset on a case by case basis. However, once these judgments have been made, no change to the lease classification is expected.

Fair value estimates
A number of the Group's accounting policies and disclosures require the determination of fair value, for both financial and non-financial assets and liabilities. Fair values have been determined for measurement and/or disclosure purposes based on the following methods. Where applicable, further information about the assumptions made in determining fair values is disclosed in the notes specific to that asset or liability.

(i) Property, plant and equipment - the fair value of property, plant and equipment recognised as a result of a business combination is the estimated amount for which property could be exchanged on the acquisition date between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably. The fair value of items of plant, equipment, fixtures and fittings is based on the market approach and cost approaches using quoted market prices for similar items when available and depreciated replacement cost when appropriate. Depreciated replacement cost reflects adjustments for physical deterioration as well as functional and economic obsolescence.

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

2. Summary of Significant Accounting Judgements and Fair Value estimates (continued)

Fair value estimates (continued)

(ii) Intangible assets - the fair value of customer relationships acquired in a business combination is determined using the multi-period excess earnings method, whereby the subject asset is valued after deducting a fair return on all other assets that are part of creating the related cash flows. Brand names held under licence are valued at their amortised cost.

(iii) Trade and other receivables - the fair values of trade and other receivables are estimated at the present value of future cash flows, discounted at the market rate of interest at the measurement date. Short-term receivables with no stated interest rate are measured at the original invoice amount if the effect of discounting is immaterial. Fair value is determined at initial recognition and, for disclosure purposes, at each annual reporting date.

(iv) Interest rate swaps - the fair values of interest rate swaps are based on broker quotes. Those quotes are tested for reasonableness by discounting estimated future cash flows based on the terms and maturity of each contract and using market interest rates for a similar instrument at the measurement date. Fair values reflect the credit risk of the instrument and include adjustments to take account of the credit risk of the Group entity and counterparty when appropriate.

3. Exceptional Costs

	Year ended 30 November 2016 £'000	Year ended 30 November 2015 £'000
Exceptional costs included in administrative expenses		
Restructuring costs	**(2,318)**	(2,614)
Non-recurring costs associated with contract wins	**(970)**	-
Total exceptional costs	**(3,288)**	(2,614)
Tax credit	**658**	531
Total exceptional costs after tax	**(2,630)**	(2,083)

The year featured a number of key contract wins, with a significant level of upfront, non-recurring costs arising as a consequence of entrance into new markets. Exceptional costs also include legal and employment costs relating to restructuring and costs associated with the discontinuation of a division within the Transport business.

4. Finance Income and Finance Expense

	Year ended 30 November 2016 £'000	Year ended 30 November 2015 £'000
Finance income		
Bank interest receivable	**5**	3
Finance expense		
Interest payable on bank loans and overdrafts	**(9,780)**	(10,610)
Amortisation of bank fees	**(1,679)**	(1,679)
Interest payable on loan notes	**(3,982)**	(3,491)
Interest payable on finance leases	**(543)**	(903)
Total finance expense	**(15,984)**	(16,683)

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

5. Profit Before Tax

The following items have been included in arriving at profit before income tax:

	Year ended 30 November 2016 £'000	Period ended 30 November 2015 £'000
Employee benefits (note 20)	**149,456**	143,780
Depreciation of property, plant and equipment – continuing operations	**6,125**	6,771
Depreciation of property, plant and equipment – discontinued operations	**-**	814
Amortisation of intangible assets	**9,509**	9,509
Profit on disposal of property, plant and equipment	**(1,446)**	(680)
Operating lease rentals payable:		
- land and buildings	**28,192**	27,466
- plant and equipment	**4,921**	4,174
- commercial vehicles	**38,406**	27,135

Auditors' Remuneration

During the year, the Group (including overseas subsidiaries) obtained the following services from the Group's auditors at costs as detailed below:

	Year ended 30 November 2016 £'000	Period ended 30 November 2015 £'000
Audit Services		
Fees payable to the Company's auditors for the audit of the Parent Company and the Consolidated Financial Statements	**44**	30
Fees payable to the Company's auditors and its associates for the audit of the Company's subsidiaries pursuant to legislation	**199**	186
Non-Audit Services		
For other services	**41**	55

Reconciliation to Underlying EBIT and EBITDA

	Year ended 30 November 2016 £'000	Year ended 30 November 2015 £'000
Reported profit from operating activities: before restructuring costs	**30,083**	25,149
Amortisation of acquired intangibles	**9,509**	9,509
Management charges	**1,233**	2,653
Investor related costs	**784**	122
Share of profit from equity accounted investees	**428**	286
Underlying EBIT before restructuring costs	**42,037**	37,719
Depreciation	**6,125**	6,771
Underlying EBITDA before restructuring costs	**48,162**	44,490

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

6. Taxation

Total tax charged in the Income Statement in respect of continuing operations

	Year ended 30 November 2016 £'000	Period ended 30 November 2015 £'000
Current income tax		
UK Corporation tax		
- Continuing operations	**2,888**	2,573
- Discontinued operations	**-**	-
Overseas corporation tax	**1,277**	744
Adjustments in respect of prior periods	**(1,495)**	442
Total current tax charge	**2,670**	3,759
Deferred taxation credit		
Origination and reversal of temporary differences	**(854)**	(1,079)
Adjustments in respect of prior periods	**205**	440
Effect of rate change on opening balance	**(689)**	(1,476)
Total charge in the income statement	**1,332**	1,644

	Year ended 30 November 2016 £'000	Period ended 30 November 2015 £'000
Income tax on items charged to equity		
Deferred tax on effective portion of changes in fair value of cash flow hedges	**71**	45
Disposal of retirement benefit scheme	**-**	639
Total Income tax charged / on items charged to equity	**71**	684

The deferred tax credit in the income statement is analysed as follows:

	Year ended 30 November 2016 £'000	Period ended 30 November 2015 £'000
Accelerated allowances on plant and machinery	**522**	1,352
Amortisation of intangible assets and associated income	**(2,106)**	(3,084)
Pension scheme accounting	**-**	(50)
Other temporary movements	**246**	(333)
Total deferred tax	**(1,338)**	(2,115)

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

6. Taxation (continued)

	Year ended 30 November 2016 £'000	Period ended 30 November 2015 £'000
Profit before tax on continuing and discontinued operations	**11,244**	13,183
Profit before tax on continuing and discontinued operations multiplied by the standard rate of corporation tax in the UK of 20.00% (2015: 20.33%)	**2,249**	2,680
Effects of:		
Tax effect of share of profit from equity accounted investees	**(87)**	(58)
Expenses / (income) not deductible for tax purposes including profit on disposal	**517**	(609)
Effect of different tax rates on overseas profits	**2**	(55)
Impact of change in rate	**147**	(1,196)
Deferred tax disposed of	**-**	355
Deferred tax not recognised	**(688)**	-
Adjustments in respect of prior periods	**(808)**	527
Total tax expense	**1,332**	1,644
Tax expense split by:		
Continuing operations	**1,332**	1,644
Discontinued operations	**-**	-

* A reduction in the UK corporation tax rate from 23% to 21% became effective from 1 April 2014. The rate reduction to 20% with effect from 1 April 2015 has been substantively enacted and therefore the standard rate of corporation tax for the year ended 30 November 2015 was 20.33%. The rate of corporation tax for the year ended 30 November 2016 is 20.00%. Following a review of the expected maturity profile of the deferred tax liability a rate of 17% has been applied at 30 November 2016 (rate applied at 30 November 2015 was 18%).

Factors that may affect future tax expenses

The Group has not recognised deferred tax assets in respect of trading losses with a tax value of £0.7m (2015: £1.2m) in the UK and therefore, to the extent that these losses may be used against profits arising in future periods, the effective tax rate on these profits may be reduced. Other than certain items noted in the tax reconciliation above, there are no other significant factors that may affect future tax expenses.

7. Dividends

No interim dividend was paid during the year ended 30 November 2016 (2015: nil) and at the date of approving these Financial Statements, no final dividend has been recommended in respect of the year ended 30 November 2016 (2015: nil).

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

8. Property, Plant and Equipment

Year ended 30 November 2016	Land and buildings	Plant and machinery	Fixtures, fittings and equipment	Commercial vehicles	Total
	£'000	£'000	£'000	£'000	£'000
Cost at 1 December 2015	**19,696**	**7,746**	**2,203**	**14,592**	**44,237**
Effects of movements in foreign exchange	171	(9)	32	243	437
Additions in the year	2,946	4,163	2,369	3,073	12,551
Disposals	(3,372)	(2,976)	(7)	(3,525)	(9,880)
Reclassifications	(1)	16	1	(16)	-
At 30 November 2016	**19,440**	**8,940**	**4,598**	**14,367**	**47,345**
Accumulated depreciation at 1 December 2015	1,593	1,077	1,000	3,780	7,450
Charge for the year	1,370	1,464	753	2,538	6,125
Disposals	(1,683)	(510)	(4)	(1,893)	(4,090)
At 30 November 2016	**1,280**	**2,031**	**1,749**	**4,425**	**9,485**
Net book value at 30 November 2016	**18,160**	**6,909**	**2,849**	**9,942**	**37,860**

As at 30 November 2016, the balances held in respect of assets held under finance leases and hire purchase agreements are shown below:

	Land and buildings	Plant and machinery	Fixtures, fittings and equipment	Commercial vehicles	Total
	£'000	£'000	£'000	£'000	£'000
Cost	1,563	1,347	701	12,897	16,508
Aggregate depreciation	(73)	(177)	-	(5,321)	(5,571)
Net book value at 30 November 2016	**1,490**	**1,170**	**701**	**7,576**	**10,937**

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

8. Property, Plant and Equipment (continued)

Year ended 30 November 2015	Land and buildings	Plant and machinery	Fixtures, fittings and equipment	Commercial vehicles	Total
	£'000	£'000	£'000	£'000	£'000
Cost	18,540	5,773	1,926	23,476	49,715
Effects of movements in foreign exchange	(112)	(3)	(2)	(248)	(365)
Additions in the year	4,609	3,865	485	8,143	17,102
Disposals	(1)	(921)	-	(13,415)	(14,337)
Disposal of discontinued operations	(3,340)	(968)	(206)	(3,364)	(7,878)
At 30 November 2015	**19,696**	**7,746**	**2,203**	**14,592**	**44,237**
Accumulated depreciation	799	873	448	169	2,289
Charge for the year	1,147	1,396	636	4,406	7,585
Disposals	-	(270)	-	(592)	(862)
Disposal of discontinued operations	(353)	(922)	(84)	(203)	(1,562)
At 30 November 2015	**1,593**	**1,077**	**1,000**	**3,780**	**7,450**
Net book value at 30 November 2015	**18,103**	**6,669**	**1,203**	**10,812**	**36,787**

As at 30 November 2015, the balances held in respect of assets held under finance leases and hire purchase agreements are shown below:

	Land and buildings	Plant and machinery	Fixtures, fittings and equipment	Commercial vehicles	Total
	£'000	£'000	£'000	£'000	£'000
Cost	3,724	1,085	-	11,581	16,390
Aggregate depreciation	(851)	(422)	-	(769)	(2,042)
Net book value at 30 November 2015	**2,873**	**663**	**-**	**10,812**	**14,348**

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

9. Goodwill and intangible assets

	Goodwill	Brand names	Customer relationships	Total
	£'000	£'000	£'000	£'000
Cost				
At 1 December 2014	132,133	22,300	86,876	241,309
Additions in the period	-	-	-	
At 30 November 2015	**132,133**	**22,300**	**86,876**	**241,309**
Additions in the period	3,391	-	-	**3,391**
At 30 November 2016	**135,524**	**22,300**	**86,876**	**244,700**
Amortisation and impairment				
At 1 December 2014	-	**2,478**	**3,861**	**6,339**
Amortisation charge for the period	-	3,717	5,792	9,509
At 30 November 2015	-	**6,195**	**9,653**	**15,848**
Amortisation charge for the year	-	3,717	5,792	9,509
At 30 November 2016	-	**9,912**	**15,445**	**25,357**
Net book value				
At 30 November 2015	**132,133**	**16,105**	**77,223**	**225,461**
At 30 November 2016	**135,524**	**12,388**	**71,431**	**219,343**

On 6 January 2016 AHL Anglia Limited, a Group subsidiary, acquired a 50% interest in TLP Holdings Limited. The Group is exposed to variable rates of return from this investment, has the power to direct the relevant activities of TLP Holdings and is therefore deemed to have control. The consideration of £4,402,000 acquired net assets with an unadjusted fair value of £1,011,000, primarily relating to cash of £655,000, property plant and equipment of £56,000 and working capital balances of £300,000. The transaction resulted in goodwill upon acquisition of £3,391,000 due to anticipated future benefits in margin. TLP Holdings Limited will provide driver related services and support the Group with its anticipated growth plans. From the date of acquisition, TLP Holdings Limited has contributed £1,800,000 of revenue and £881,000 to the net profit after tax of the Group. The remaining Goodwill and Customer Relationship intangible assets were acquired as part of the acquisition of the Eddie Stobart Logistics Limited Group.

Brand names comprise the Eddie Stobart trademark and designs, which have been licensed to the Group and are being amortised over 6 years. Customer relationships represent the existing contractual and expected future relationships with customers of the Group at the point of acquisition and are being amortised over 15 years.

Goodwill is considered to have an indefinite life because there is no foreseeable limit to the period over which it is expected to generate net cash inflows for the Group. Factors taken into consideration in this judgment are the long period over which the business has been established, the strength of the brand awareness and the longevity of the industries in which the business is involved.

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

9. Goodwill and intangible assets (continued)

The goodwill has been allocated to cash generating units (CGUs), which represent the lowest level within the Group at which the goodwill is monitored for internal management purposes. This allocation is shown in the table below:

	General Transport £'000	Ports £'000	Automotive £'000	TLP Holdings £'000	Total £'000
Goodwill at 30 November 2015	125,574	5,559	1,000	-	**132,133**
Goodwill at 30 November 2016	125,574	5,559	1,000	3,391	**135,524**

The recoverable amount of goodwill is determined from value-in-use calculations, which are prepared for each CGU and use budgeted cash flows for year one and cash flow projections for years 2 and 3. Years 4 and 5 are extrapolated from these projections and terminal cash flows are based on year 5, assumed to grow perpetually at 2.5%. The key assumptions forming inputs to the cash flows are in revenues and margins. Future revenues have been assessed by reference to existing contracts and an estimate of market volumes, which in turn have been assessed through discussions with customers and an assessment of the expected trends in wider economic factors. Margins have been assumed to remain broadly at existing levels with the exception of Ports, where the strategic goal to become a national operator resulted in speculative costs being incurred in target growth areas. Anticipated growth towards the end of the year did not materialise, however the Directors remain confident in the strategic plan and business model. In the event that this plan is not delivered, there is a future risk of impairment. All forecasts have been discounted at a post-tax discount rate of 12%. No impairment losses have been recognised in the year. For General Transport, Automotive and TLP Holdings Limited the value in use calculation is most sensitive to the discount rate and projected margins. Management believes that no reasonable adjustment to the discount rate or projected margins would cause the carrying value of the unit to exceed its recoverable amount.

10. Investments in Equity Accounted Investees

	2016 £'000	2015 £'000
Interests in joint ventures		
Balance b/f	**419**	845
Post-tax share of profits	**428**	286
Dividends paid to Group companies	**-**	(197)
Disposal of equity accounted investee	**-**	(439)
Exchange movement	**92**	(76)
At 30 November	**939**	419
Represented by		
Property, plant and equipment	**46**	38
Current assets	**1,994**	951
Current liabilities	**(1,101)**	(570)
Share of net assets	**939**	419

The Group acquired a 50% shareholding in Transport Service & Logistics GMBH. Details of joint ventures at 30 November 2016 are shown in note 27.

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

11. Inventories

	2016	2015
	£'000	£'000
Fuel and lubricants	2,039	1,720
Consumable supplies	318	223
	2,357	1,943

There is no impairment provision in respect of inventories. Inventories represent the value of fuel, lubricants and consumable supplies as at 30 November 2016. Purchases of these goods during the year are charged directly to the consolidated Income Statement and as such the value of inventories expensed or credited to the Consolidated Income Statement during the year represents the difference between the opening and closing balances.

12. Trade and Other Receivables

	2016	2015
	£'000	£'000
Trade receivables	89,228	78,350
Less provision for impairment of trade receivables	(68)	(211)
Trade receivables – net	89,160	78,139
Other receivables and prepayments	44,656	36,782
	133,816	114,921

The ageing of trade receivables and associated provision for impairment is detailed below:

	2016		2015	
	Trade receivables £'000	Provision for impairment £'000	Trade receivables £'000	Provision for impairment £'000
Current	67,918	-	55,507	-
Overdue less than 1 month	18,377	-	20,139	-
Overdue 1 - 2 months	1,895	-	2,065	-
Overdue more than 2 months	1,038	(68)	639	(211)
	89,228	(68)	78,350	(211)

13. Cash and Cash Equivalents

	2016	2015
	£'000	£'000
Cash at bank and in hand	14,083	4,097

14. Trade and Other Payables (Current)

	2016	2015
	£'000	£'000
Trade payables	57,774	56,178
Tax and social security	7,010	4,846
Amounts owed to associates and joint ventures	-	601
Other payables, accruals and deferred income	44,763	36,804
Interest rate swap	1,034	1,184
	110,581	99,613

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

15. Trade and Other Payables (Non-current)

	2016 £'000	2015 £'000
Government grants	-	635
Employmee benefits	43	-
Deferred lease liability	11,140	9,466
Deferred income	3,348	6,211
Interest rate swap	968	1,104
	15,499	17,416

16. Financial Assets and Liabilities

	2016 £'000	2015 £'000
Current		
Fixed rate		
Finance lease and hire purchase obligations	4,360	5,203
Bank loans	571	-
Variable rate		
Bank loans	1,281	301
	6,212	5,504
Non-current		
Fixed rate		
Bank loans fixed by virtue of interest rate swap	95,425	94,375
Bank loans	1,794	1,443
Loan notes, including interest	32,346	28,363
Finance lease and hire purchase obligations	7,527	7,572
	137,092	131,753
Variable rate		
Bank loans	36,283	36,711
	173,375	168,464
Total Loans and borrowings	179,587	173,968
Cash	14,083	4,097
Net debt	165,504	169,871

Included in the analysis above are bank fees of £7.3m (2015: £9.0m) at the year end, which have been netted against the principal loans outstanding. During the year bank fees of £1.7m (2015: £1.7m) were amortised through the Consolidated Income Statement.

Finance Facilities

Loan notes

The Group issued Loan Notes of £22.8m on 10 April 2014. The Loan Notes attract a fixed rate of interest that is converted to PIK Notes on each anniversary of the issue. The PIK Notes attract the same rate of fixed interest as the loan notes which is converted into further PIK Notes on each anniversary of the issue. The Loan Notes and PIK Notes are repayable in April 2022.

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

16. Financial Assets and Liabilities (continued)

Borrowing facilities

On 10 April 2014, the Group drew down finance facilities of £160.0m with associated fees of £11.8m. The facility is secured on assets of the Group, is subject to a variable rate of interest and subject to certain conditions is repayable in full in April 2021. The Group entered into an interest rate swap in order to hedge the variable rate of interest on a proportion of this loan, for a period of its duration. The swap is for a principal of £100.0m, was first effective from 10 November 2014 and is in place until April 2018. The swap was assessed as being highly effective both during the year and in the estimate of future interest cash flows which it is hedging. An unrealised loss on the fair value of the swap of £2.3m was included in other comprehensive income at 30 November 2014, arising because the fixed rate in the swap is higher than current LIBOR. There was no change in fair value at 30 November 2015. At the 30 November 2016 balance date the fair value was £2.0m, resulting in a £0.3m gain in other comprehensive income.

In the UK, the Group also has access to a revolving finance facility of up to £50.0m though normally restricted to £40.0m, which is dependent upon and secured against assets within the Group. The facility is subject to a variable rate of interest and is in place until 2021. The Group has finance facilities in Belgium which are secured against assets in that region and comprise an overdraft of €1.5m, subject to a variable rate of interest and available over 7 years to 2021, and a loan of €3.0m, subject to a fixed rate of interest and repayable in equal quarterly instalments over 7 years to 2021. During the year a new facility of €1.5m has been agreed at a fixed rate of interest and and repayable in equal quarterly instalments over 5 years to 2021. The facilities are secured against specific assets in the Group.

Maturity Profile of Financial Liabilities

The maturity profiles (including interest payments in respect of finance lease and hire purchase liabilities) of financial liabilities are shown in the table below:

Maturity profile at 30 November 2016	Due within 1 year £'000	Due between 1 and 5 years £'000	Due after 5 years £'000	Total £'000
Financial liabilities				
Bank loans and interest	13,859	171,409	56,949	242,217
Interest rate swaps	1,034	969	-	2,003
Trade payables	57,774	-	-	57,774
Finance lease and hire purchase obligations	4,569	7,818	52	12,439
	77,236	180,196	57,001	314,433

Maturity profile at 30 November 2015	Due within 1 year £'000	Due between 1 and 5 years £'000	Due after 5 years £'000	Total £'000
Financial liabilities				
Bank loans and interest	7,931	32,079	196,616	236,626
Interest rate swaps	1,184	1,104	-	2,288
Trade payables	56,178	-	-	56,178
Finance lease and hire purchase obligations	5,600	8,068	96	13,764
	70,893	41,251	196,712	308,856

Notes to the Consolidated Financial Statements (continued)

for the year ended 30 November 2016

16. Financial Assets and Liabilities (continued)

Foreign exchange differences on retranslation of these assets and liabilities are taken to the Consolidated Income Statement except where those assets and liabilities are held in entities denominated in foreign currency in which case differences are taken to reserves as described in note 1.

The minimum lease payments under finance leases fall due as follows:

	2016	2015
	£'000	£'000
Within 1 year	**4,569**	5,600
Between 1 and 5 years	**7,818**	8,068
After 5 years	**52**	96
	12,439	13,764
Future finance charges on finance leases	**(552)**	(989)
Present value of finance lease liabilities	**11,887**	12,775

The obligations under finance leases and hire purchase contracts are taken out with various lenders at interest rates prevailing at the inception of the contracts.

Financial Risks and Capital Management

Through its operations, the Group is exposed to the following financial risks:

- Funding and liquidity risk
- Credit risk from trade receivables
- Interest rate cash flow risk from variable rate bank loans
- Foreign exchange risk

In the process of managing these financial risks, the Group uses the following financial instruments:

- Cash at bank
- Bank loans
- Trade receivables, including amounts owed by associates and joint ventures
- Trade and other payables, including amounts owed to associates and joint ventures
- Finance leases and hire purchase agreements

The Group's overall risk management programme focuses on reducing financial risk as far as possible and therefore seeks to minimise potential adverse effects on the Group's financial performance. The policies and strategies for managing specific financial risks are summarised as follows:

(i) Funding and Liquidity Risk

The Group finances its operations by a combination of equity, bank loans, leases, working capital and retained profits. The Group undertakes short term cash forecasting to monitor its expected cash flows against its cash availability and finance facilities. The Group also undertakes longer term cash forecasting to monitor its expected funding requirements in order to meet its current business plan, in the context of its existing facilities and to identify any requirement for future funding facilities. The Group monitors its current and forecast financial performance against its banking covenants to ensure that it remains compliant with their requirements. The Group also maintains an active dialogue with a wide range of finance providers in order to ensure that it is aware of all possible sources of finance when it is assessing the availability and cost of providing for the funding requirements in the current business plan.

Notes to the Consolidated Financial Statements (continued)

for the year ended 30 November 2016

16. Financial Assets and Liabilities (continued)

(ii) Credit Risk

The Group's principal exposure to credit risk is in its trade receivables arising from credit sales. A large proportion of the Group's trade receivables are covered by insurance. In accordance with this insurance policy and also carried out as Group policy in other uninsured credit sales, the Group carries out procedures to assess the credit risk of new customers before entering into new contracts, sets credit limits accordingly and monitors outstanding receivables balances in accordance with these. The Board places significant emphasis on credit control and any changes in debtor payment profiles are identified and acted upon. The age profile of outstanding trade debtors as at 30 November 2016 is shown in note 12, together with associated provisions against recoverability, which gives an indication of the level of credit risk to which the Group is exposed.

(iii) Interest Rate Cash Flow Risk

Some of the Group's borrowings are issued at variable rates that expose the Group to interest rate cash flow risk. The Group's exposure to floating rate interest is modelled in its budgets and forecasts. The Group's principal strategy is to manage its treasury position to reduce borrowing requirements and therefore its exposure to interest cost. As such, the current exposure to volatility in interest rates is limited and the Group estimates that a rise of 0.5% in interest rates would have reduced pre-tax profits by approximately £180,000 for the year ended 30 November 2016 (2015: £180,000 pre-tax profits).

(iv) Foreign Exchange Risk

The Company's functional currency is Pound Sterling. The Group operates internationally and is exposed to foreign exchange risk, primarily with respect to the Euro. Due to the unpredictable nature of denominated cash flows, and a significant degree of natural hedging arising from purchases and receipts in Euros, the Board does not currently seek to hedge its exposure to foreign exchange risk. The Group estimates that a 5% weakening of the Euro from the year end exchange rate would decrease net assets by approximately £1,220,000 (2015: £680,000 decrease in net assets).

Capital Management

Capital comprises share capital, retained profits and borrowing facilities. The Group's short to medium-term strategy continues to be to strengthen its capital base in order to sustain the future development of the business and therefore the current policy is to reinvest profits rather than recommend the payment of dividends. The Group also focuses on the management and control of working capital in order to reduce net debt, whilst allowing for capital investment in assets for the future development of the business. The Group has also secured finance facilities that contain sufficient headroom to allow for business growth in the event that market volumes significantly increase or incremental turnover is obtained through organic growth or acquisition.

Fair Value of Financial Assets and Liabilities

The Book value and comparable fair value of the Group's financial assets and liabilities are shown in the table below.

		2016		2015	
		Book	**Fair value**	Book	Fair Value
		£'000	**£'000**	£'000	£'000
Classification	Valuation method				
Financial assets					
Cash	Level 1	**14,083**	**14,083**	4,097	4,097
Trade receivables	Level 2	**89,160**	**89,160**	78,139	78,139
Amounts owed by associates and joint ventures	Level 2	**-**	**-**	39	39
Financial liabilities					
Trade payables	Level 2	**57,774**	**57,774**	56,178	56,178
Bank loans	Level 2	**167,700**	**167,700**	161,193	161,193
Interest rate swap	Level 2	**2,003**	**2,003**	2,288	2,288
Finance lease and hire purchase obligations	Level 2	**11,887**	**11,887**	12,775	12,775

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

16. Financial Assets and Liabilities (continued)

The Group uses the following valuation methods for measuring the fair value of financial instruments:

Level 1: Quoted prices in active markets for identical assets or liabilities.

Level 2: Other techniques for which all inputs which have a significant effect on the recorded fair value are based on data from active markets.

Level 3: Other techniques for which all inputs which have a significant effect on the recorded fair value are not based on data from active markets.

17. Provisions

	Lease remediation £'000	Employee claims £'000	Other £'000	Total £'000
Balance at 30 November 2014	**420**	**1,622**	**49**	**2,091**
Provisions made	792	3,119	-	3,911
Provisions used	-	(1,915)	(49)	(1,964)
Total	792	1,204	(49)	1,947
Balance at 30 November 2015	**1,212**	**2,826**	**-**	**4,038**
Provisions made	509	-	-	509
Provisions used	(391)	(824)	-	(1,215)
Provisions released	(400)	(719)	-	(1,119)
Movement in foreign currency translation	69	-	-	69
Total	(211)	(1,543)	-	(1,754)
Balance at 30 November 2016	**999**	**1,283**	**-**	**2,282**

Analysis of total provisions:	**2016 £'000**	2015 £'000
Current	**1,259**	3,456
Non-current	**1,023**	582
	2,282	4,038

Employee claims

The Group has various on-going and potential litigations and claims, principally relating to accidents in the workplace. These cases are being defended, however, a provision is held to cover the estimated future liability to the Group.

Lease remediation

A provision is held across the Group property portfolio for future dilapidation costs and site restoration.

18. Deferred Tax

Deferred tax is calculated in full on temporary differences using the liability method, and predominantly relates to UK balances, using a tax rate of 17% (2015 18%).

	2016 £'000	**2015 £'000**
Deferred tax brought forward	**(11,793)**	(13,224)
Transfer to the Consolidated Income Statement	**1,338**	2,115
Deferred tax on items recognised directly in equity	**(71)**	(684)
Deferred taxation	**(10,526)**	(11,793)

The timing of the recovery of the deferred tax asset is expected to be:		
- in less than 1 year	**(1,582)**	(1,079)
- in more than 1 year	**(8,944)**	(10,714)

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

18. Deferred Tax (continued)

Deferred tax assets have been recognised in respect of pension deficits, the fair value of financial instruments, accelerated capital allowances and other temporary differences giving rise to deferred tax assets because it is probable that these assets will be recovered.

	At 30 November 2016	(Charged) / credited to the Consolidated Income Statement	(Charged) / Credited directly to equity	Acquired with business combinations
	£'000	£'000	£'000	£'000
Tax effects of temporary differences due to:				
Intangible assets	(11,108)	2,107	-	-
Accelerated capital allowances	370	(522)	-	-
Revaluations	(292)	17	-	-
Losses	122	122	-	
Pension scheme deficits	-	-	-	-
Hedging instruments	341	-	(71)	-
Other temporary differences	41	(386)	-	-
	(10,526)	1,338	(71)	-

	At 30 November 2015	(Charged) / credited to the Consolidated Income Statement	(Charged) / Credited directly to equity	Acquired with business combinations
	£'000	£'000	£'000	£'000
Tax effects of temporary differences due to:				
Intangible assets	(13,215)	3,084	-	-
Accelerated capital allowances	892	(1,352)	-	-
Revaluations	(309)	35	-	-
Pension scheme deficits	-	50	(639)	-
Hedging instruments	412	-	(45)	-
Other temporary differences	427	298	-	
	(11,793)	2,115	(684)	-

Unprovided deferred tax assets, which are unprovided because they may not be recovered, are as follows:

	2016	2015
	£'000	£'000
Trading losses	**4**	191
Non-trading losses	**904**	1,019
Capital losses	**2,253**	821

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

19. Capital and reserves

Share Capital and Share Premium

	Share capital £'000	Share premium £'000
Ordinary share capital as at 30 November 2015 and 30 November 2016		
703,000 authorised shares of £1 each	703	64,647

No new share capital was issued during the year.

Nature and Purpose of Reserves
(i) Translation reserve - represents the gains and losses arising on retranslating the net assets of overseas operations into Sterling. When a foreign operation is disposed of such that control, significant influence or joint control is lost, the cumulative amount in the translation reserve related to that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal.

(ii) Hedge reserve - the hedging reserve comprises the effective portion of the cumulative net change in the fair value of hedging instruments used in cash flow hedges pending subsequent recognition of the hedged cash flows. During the year, £71k (2015: £45k) was recognised in equity in relation to the hedge. No amount was removed from equity and included in profit or loss for the period. The cash flows in relation to the hedge are payable on an ongoing basis

20. Employees and Directors

The average number of persons (including Directors) employed by the Group during the year was:

	Year ended 30 November 2016	Period ended 30 November 2015
Average monthly number of employees		
Drivers	**2,423**	2,425
Other direct staff	**724**	818
Administration and support staff	**1,499**	1,365
	4,646	4,608
	£'000	£'000
Staff costs for the Group during the year		
Wages and salaries, including payments on termination	**133,106**	127,083
Social security costs	**13,485**	12,881
Pension	**2,865**	3,816
	149,456	143,780

Directors' remuneration

	£'000	£'000
Emoluments and benefits in kind	**221**	203
Other pension costs – defined contribution plans	**13**	13
Total directors remuneration	**234**	216

All amounts shown above are borne by subsidiary undertakings. Emoluments paid to the highest paid director were £121,000 (2015: £115,000), including pension contributions of £13,000 (2015: £13,000).

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2016

21. Operating Lease Arrangements

At the year end the Group had outstanding commitments under non-cancellable operating leases, which fall due as follows:

	2016		2015	
	Plant and equipment £'000	**Land and buildings £'000**	Plant and equipment £'000	Land and buildings £'000
within 1 year	**39,644**	**28,155**	35,052	27,562
between 1 and 5 years	**52,654**	**93,794**	39,665	94,731
due after 5 years	**10,128**	**237,790**	3,742	249,163
	102,426	**359,739**	78,459	371,456

22. Related Party Disclosures and Ultimate Parent Undertaking

During the year the Company entered into commercial transactions with related parties as shown in the table below.

2016 Related Party Disclosures	Description of related party	Sales to related party £'000	Purchases from related party £'000	Balance owed by related party £'000	Balance owed to related party £'000
Stobart Group Limited and Subsidiaries	a	1,287	4,097	183	(174)
AstSigns Limited	b	31	302	31	(30)
Oakfield Manor Estates Limited	b	18	-	1	-
WS Transportation Limited	b	1,241	1,837	505	(208)
DBAY Advisors Limited	c	-	1,233	-	(270)
Greenwhitestar Holding Company 1 Limited	d	-	500	-	(157)
Greenwhitestar Holding Company 2 Limited	e	3,481	-	-	(32,395)

The nature of the relationship and the transactions entered into with the related parties are:

a) Stobart Group Limited and its subsidiary undertakings. During the year, the Group makes purchases of property rents and transport services and provides haulage services to Stobart Group in the normal course of business.

b) W Stobart is a director of the Company and has interests in shares in the companies indicated. During the year, the Group made purchases relating to the provision of branded products and vehicle advertising from AstSigns Limited, provided haulage services to Oakfield Manor Estates Limited and WS Transportation Limited and made purchases of haulage services from WS Transportation Limited.

c) DBAY Advisors Limited, also incorporated in the Isle of Man, is deemed to be the controlling party of Greenwhitestar Holding Company 1 Limited and Advisors is the fund manager of DouglasBay Capital Fund II LP, which is beneficially interested in the Company. During the year the Group made purchases in respect of management services provided by DBAY Advisors Limited.

d) Greenwhitestar Holding Company 1 Limited (GWHC1) is the immediate parent company of GWHC2 and charged a management fee for services rendered during the year.

e) Greenwhitestar Holding Company 2 Limited (GWHC2) is the Company's immediate parent company. GWHC2 holds the Eurobond note described in note 16, which together with the accrued PIK note interest represent a balance of £32,395,000. Eddie Stobart Limited also provided and invoiced property related services to GWHC2 during the year of £3,481,000.

Notes to the Consolidated Financial Statements (continued)

for the year ended 30 November 2016

22. Related Party Disclosures and Ultimate Parent Undertaking (continued)

2015 Related Party Disclosures	Description of related party	Sales to related party £'000	Purchases from related party £'000	Balance owed by related party £'000	Balance owed to related party £'000
Stobart Group Limited and Subsidiaries	a	5,484	2,815	1,838	(1,364)
AstSigns Limited	b	-	351		(144)
Oakfield Manor Estates Limited	b	75	-	3	
WS Transportation Limited	b	588	290	315	-
DBAY Advisors Limited	c	-	1,900	229	(1,457)
Greenwhitestar Holding Company 1 Limited	d	-	500	(163)	-
Greenwhitestar Holding Company 2 Limited	e	9,124	3,491	-	(28,363)

The Group's ultimate parent undertaking is disclosed in note 32 to the Company's Financial Statements.

23. Contingent Liabilities

There is an unlimited bank cross guarantee arrangement between the Company and its fellow subsidiary undertakings. The maximum potential liability at 30 November 2016 was £139.0m (2015: £139.0m).

24. Capital commitments

At 30 November 2016, the Group had commitments of £3.2m (2015: £3.4m).

25. Disposal of the UK Automotive and Logistics Business

The Group disposed of a controlling interest in the UK Automotive and Logistics Business on 25 August 2015, whilst retaining its interest in the European based vehicle logistics business.

The results of the disposed businesses have been reported separately as a single amount presented within discontinued operations. The operation represented a separate major line of business.

The profit, net of tax, from discontinued operations for 2015 was £7,042,000. The consideration, net of disposal costs, was £15,750,000, all paid in cash. The profit on disposal recorded within discontinued operations was £7,465,000 after deducting fees and other costs directly related to the disposal. Immediately prior to disposal, a revaluation of the defined benefit scheme led to a defined benefit actuarial loss of £438,000. This loss was recorded in the Statement of Comprehensive Income and reduced the net assets of the disposed of entities by an equal amount.

Notes to the Consolidated Financial Statements (continued)
for the year ended 30 November 2015

25. Disposal of the UK Automotive and Logistics Business (continued)

	Year ended 30 November 2015 £'000
Results of discontinued operations	
Revenue	54,648
Cost of sales	(51,455)
Administrative expenses	(3,232)
Operating (loss) / profit	(39)
Transaction costs	(234)
Restructuring costs	(18)
Net finance costs	(132)
Profit on disposal of business	7,465
Profit before tax	7,042
Tax	-
Profit for the period from discontinued operations, net of tax	7,042

Cash flows used in discontinued operations	Year ended 30 November 2015 £'000
Net cash from operating activities	678
Net cash from investing activities	323
Net cash used in financing activities	(19)
Net cash flows for the year	982

A full listing of the entities disposed of as part of the disposal is provided below:

Company name	Business activity	Proportion of ordinary share capital held: Directly	Proportion of ordinary share capital held: Indirectly	Country of incorporation
Subsidiary undertakings				
Walon Limited	Contract logistics		100%	England
Walon Automotive Services Limited	Contract logistics		100%	England
Stobart Automotive Limited	Holding company		100%	England
Sensible Automotive Limited	Contract logistics		100%	England
Autotrax Limited	Property investment		76%	England
Autolink Limited	Contract logistics		100%	England

Company Statement of Financial Position
as at 30 November 2016

	Note	2016 £'000	2015 £'000
Fixed assets			
Investments	27	**65,300**	65,300
Current assets			
Amounts owed by Group undertakings	28	**50**	160
Non-current assets			
Amounts owed by Group undertakings	28	**32,395**	28,269
Current liabilities			
Amounts owed to Group undertakings		**-**	(105)
Other Creditors		**(41)**	-
Non-current liabilities			
Amounts owed to Group undertakings	29	**(32,416)**	(28,363)
Net assets		**65,288**	65,261
Capital and reserves			
Share capital		**703**	703
Share premium		**64,647**	64,647
Retained earnings		**(62)**	(89)
Total Shareholders' funds	30	**65,288**	65,261

This Statement of Financial Position should be read in conjunction with the notes to the Company Statement of Financial Position on pages 46 to 48 and the notes to the Consolidated Financial Statements on pages 18 to 44.

The Financial Statements on pages 46 to 48 were approved by the Board of Directors on 21 March 2017 and were signed on its behalf by:

William Stobart
Executive Chairman

Notes to the Company Statement of Financial Position
for the year ended 30 November 2016

25. Principal Accounting Policies
The accounts have been prepared in accordance with the Companies Act 2006 and International Financial Reporting Standards as adopted by the European Union ("IFRS") for the first time. In preparing these financial statements, the Company applies the recognition, measurement and disclosure requirements of International Financial Reporting Standards as adopted by the EU ("Adopted IFRSs") but makes adjustments where necessary in order to comply with Companies Act 2006.

The consolidated financial statements of GWS UK Plc, which are presented separately, have been prepared in accordance with International Financial Reporting Standards as adopted by the European Union.

Under Section 408 of the Companies Act 2006 the Company is exempt from the requirement to present its own profit and loss account.

The Directors consider that the accounting policies set out below are suitable, are supported by reasonable judgements and estimates and have been consistently applied except where stated below. The going concern basis has been applied in these accounts. A summary of the more important accounting policies is set out below.

Investments
The Company's investments in shares in Group companies are stated at cost less provision for impairment.

Cash and Cash Equivalents
In the Statement of Financial Position, cash includes cash and cash equivalents excluding bank overdrafts.

26. Employees and Directors

Directors' remuneration is shown in note 20. Other than directors, the Company has no direct employees. The directors of the company are directors of fellow group subsidiaries and their emoluments are disclosed in the financial statements of these companies which are publically available. The directors do not believe it is practicable to apportion the remuneration of the directors between services as directors of the company and services as director of fellow group subsidiaries.

Notes to the Company Statement of Financial Position (continued)
for the year ended 30 November 2016

27. Investments in Subsidiary Undertakings

The cost and provisions for impairment of the Company's investments are shown below:

	Subsidiary undertakings £'000
Cost and net book value	
At 30 November 2015 and 30 November 2016	**65,300**

The subsidiary undertakings of the Company, and those of the Group whose results or financial position, in the opinion of the Directors, principally affect the consolidated results, are set out below. The Company has taken advantage of Section 410 (1) and (2) of the Companies Act 2006 not to disclose all subsidiary undertakings on the basis that such information would be of excessive length.

Company name	Business activity	Proportion of ordinary share capital held Directly	Indirectly	Country of incorporation
Subsidiary undertakings				
Greenwhitestar Acquisitions Limited	Holding company	100%		England
Eddie Stobart Logistics Limited	Holding company		100%	England
Stobart Rail Freight Limited	Contract logistics		100%	England
O'Connor Container Transport Limited	Contract logistics		100%	England
O'Connor Container Storage Limited	Contract logistics		100%	England
Westlink Storage & Shipping Company Limited	Contract logistics		100%	England
Stobart Transport & Distribution Limited	Holding company		100%	England
AHL Anglia Limited (formerly Autologic Holdings Limited)	Holding company		100%	England
Eddie Stobart Limited	Contract logistics		100%	England
Eddie Stobart Group Limited	Holding company		100%	England
Eddie Stobart (Ireland) Limited	Contract logistics		100%	Ireland
Eddie Stobart (Ireland) Driver Services Limited	Contract logistics		100%	Ireland
Eddie Stobart Belgium NV	Contract logistics		100%	Belgium
Stobart Truckstops Limited	Contract logistics		100%	England
Stobart Automotive Europe BV	Contract logistics		100%	The Netherlands
Stobart Automotive Belgium NV	Contract logistics		100%	Belgium
Stobart Automotive CZ s.r.o.	Contract logistics		100%	Czech Republic
Walon BV	Contract logistics		100%	The Netherlands
TLP Holdings Limited	Holding company		50%	England
The Logistics People Limited	Contract logistics		50%	England
Joint Ventures				
Transport-Service Klingels-Willems NV	Contract logistics		50%	Belgium
Transport Service & Logistics GMBH	Contract logistics		50%	Germany
Transport Service & Releasing Iberia S.L.	Contract logistics		33%	Spain

28. Receivables

	2016 £'000	2015 £'000
Amounts falling due within one year:		
Amounts owed by Group undertakings	**50**	160
Amounts falling due in more than one year:		
Amounts owed by Group undertakings	**32,395**	28,269

The Company has provided a loan facility to its subsidiary undertaking, which together with interest accrued at a fixed rate per annum, is repayable in full in April 2022.

Notes to the Company Statement of Financial Position (continued)
for the year ended 30 November 2016

29. Trade and Other Payables (Non-Current)

	2016 £'000	2015 £'000
Amounts owed to Group undertakings	-	110
Eurobond Loan	22,759	22,759
Accrual for interest on Eurobond loan	9,657	5,494
Corporation tax	-	-
	32,416	28,363

The Company issued Loan Notes of £22.8m on 10 April 2014. The Loan Notes attract a fixed rate of interest that is converted to PIK Notes on each anniversary of the issue. The PIK Note attract the same rate of fixed interest as the loan notes, which is converted into further PIK Notes on each anniversary of the issue. The Loan Notes and PIK Notes are repayable in April 2022.

30. Reconciliation of Movement in Shareholder's Funds

	2016 £'000	2015 £'000
Opening shareholder's funds	65,261	65,024
Profit and loss	27	237
Total shareholder's funds	65,288	65,261

No share capital was issued during the year.

As permitted by Section 408(4) of the Companies Act 2006, the Parent Company's Income Statement has not been included in these Financial Statements. The Parent Company's profit after tax for the financial year was £26,000 (2015: £237,000).

31. Ultimate Parent Undertaking

The immediate parent undertaking is Greenwhitestar Holding Company 2 Limited. The ultimate parent undertaking for which group financial statements are drawn up and of which the company is a member is Greenwhitestar Holding Company 1 Limited, incorporated in the Isle of Man. DBAY Advisors Limited, also incorporated in the Isle of Man, is deemed to be the controlling party of Greenwhitestar Holding Company 1 Limited. Copies of the financial statements can be obtained from the Company Secretary, Greenwhitestar UK Plc, Stretton Green Distribution Park, Appleton, Warrington, Cheshire, WA4 4TQ.

32. Subsequent Events

There were no events after the reporting period that are material for disclosure in the financial statements.