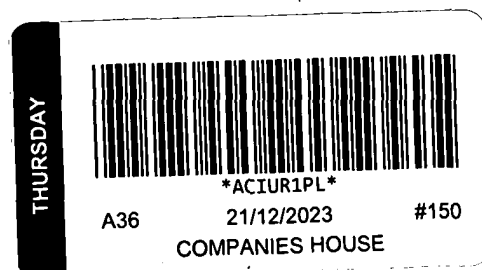


COMPANY REGISTRATION NUMBER: 09359693

THE GALAXY (CITY) PUB COMPANY LIMITED
FINANCIAL STATEMENTS
FOR THE PERIOD ENDED
26 MARCH 2023



THE GALAXY (CITY) PUB COMPANY LIMITED
FINANCIAL STATEMENTS
PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

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THE GALAXY (CITY) PUB COMPANY LIMITED
OFFICERS AND PROFESSIONAL ADVISERS

The board of directors	Mr A Bruce (Resigned 26 June 2023) Mr J Watson (Resigned 26 June 2023) Mr J Dudgeon Mr P W McDonald (Resigned 26 June 2023) Mr R Clark (Appointed 26 June 2023) Ms H Elliott (Appointed 26 June 2023)
Registered office	27 Britton Street London United Kingdom EC1M 5UD
Auditor	TC Group Statutory Auditor Lynton House 7-12 Tavistock Square London WC1H 9BQ

THE GALAXY (CITY) PUB COMPANY LIMITED

STRATEGIC REPORT

PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

The directors present their strategic report of the company for the period ended 26 March 2023.

Principal activity

The principal activity of the company continued to be the development, management and operation of public houses.

Change in ownership

Subsequent to the period end, the company was acquired by The City Pub Group PLC and now forms part of the City Group.

Fair review of the business

For the period ending 26 March 2023, the company has four (2022: four) sites under its management.

The key financial highlights are as follows:

	Period ended 26/03/23	Period ended 27/03/22
Turnover	£4.4m	£2.8m
Turnover growth	54.4%	226.8%
Gross profit margin	69.3%	72.5%
Loss before tax	(£247k)	(£143k)
EBITDA (1)	£308k	£366k
Current ratio	0.18	0.29

(1) = EBITDA calculated as operating profit with depreciation added back.

Turnover during the period under review was again much improved on the prior period, which still had an element of disruption from the Covid-19 pandemic, additionally the company benefitted from a full year of trading at The Larkshall, Chingford. Adversely, train strikes impacted the period throughout, and Christmas in particular. Turnover increased by 54.4% from £2.8m to £4.4m, while like for like turnover was over 95% of the previous period. Gross margins reduced by 3% which was driven by higher food costs, particularly affecting The Garrison with its high food turnover. This in turn impacted EBITDA which reduced by £0.06m to £0.31m. The other main increases in costs came through much increased energy costs, and higher wages driven by a significantly higher National Minimum Wage. The company continued to receive governmental support in the form of reduced business rates. All four sites were significantly profit-making at EBITDA level, with Walkers of Whitehall much improved on the previous year. The Larkshall performed less well than expected, however it is still a new site and trading has continued to improve following the period. The company remains financially stable, with relatively low overheads and strong asset backing. Trading in the 2023-24 period has been robust, with turnover at the time of writing at 105% of 2022-23 on a like for like basis. Cost pressures continue to exist in food prices, wages, and energy costs, and the train strikes continue to have a negative impact, however the impact has been lessened through the good trading described above and the careful management of costs. Since the period-end The City Pub Group have acquired a majority share-holding in the company, which will bring additional operational knowledge and resources with which to help improve performance across the estate.

THE GALAXY (CITY) PUB COMPANY LIMITED

STRATEGIC REPORT *(continued)*

PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

Principal risks and uncertainties

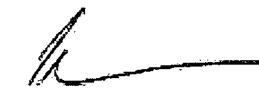
The company continually looks to mitigate and minimise potential risks and uncertainties, which we recognise, amongst others, to be: loss of key suppliers; loss of trade; loss of key personnel; theft; health and safety compliance; cyber breaches; loss of liquidity; increases in energy, food and other prices; inflation; interest rate increases; recession; regulatory and other changes in the macro-economic environment.

In mitigation of the above: the company has good connections with numerous large and bespoke suppliers and an excellent credit history. Higher energy costs have been partially mitigated by government intervention and by selective forward buying by the company's energy broker. The company has relatively low gearing and is therefore able to absorb increases in interest rates. The company has increased sales prices to offset inflationary trends and partakes in collective buying to reduce the costs of raw materials, additionally long-term deals are in place with key beer, wine and spirits suppliers. The company is relatively protected from recessionary pressures due to the well above-average income profile of its customer base and by offering good quality products at relatively affordable prices, it is believed our customers will continue to frequent our pubs as they see this both as an affordable expense and one they derive significant social benefits from. The company has access to a large pool of operational and managerial personnel to ensure business continuity. It has well-located sites in attractive and busy locations and continually assesses the quality and type of offer to ensure attractiveness. Theft is mitigated by robust systems and the low level of cash purchases now made, these same systems are GDPR-approved and contain encryption and other techniques to prevent cyber-crime. The company enjoys a strong relationship with its bank and employs reputable consultants to ensure health standards are vigorously upheld in its sites. Regarding the macro environment there is always risk of unfavourable legislation or higher interest rates or beer duty, however the company maintains significant levels of reserves, and good freehold backing to ensure there is adequate buffering in the event of a downturn.

Covid-19

Covid-19 in the form that we have known it over the past three years no longer has any significant impact upon our operations or the visiting patterns of customers. However the directors will continue to remain vigilant particularly around company finances to ensure access to significant funds is maintained, and are confident that in the event of any possible future period of closure the company has sufficient access to liquidity to comfortably deal with this, and in addition has very saleable freehold premium assets, thankfully though the pandemic has appeared to plateau some time ago now and Covid 19 has become more of a normalised flu virus.

This report was approved by the board of directors on 15 December 2023 and signed on behalf of the board by:



Ms H D Elliott
Director

Registered office:
27 Britton Street
London
United Kingdom
EC1M 5UD

THE GALAXY (CITY) PUB COMPANY LIMITED

DIRECTORS' REPORT

PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

The directors present their report and the financial statements of the company for the period ended 26 March 2023.

Directors

The directors who served the company during the period were as follows:

Mr A Bruce
Mr J Watson
Mr J Dudgeon
Mr P McDonald

The directors who were appointed by the company since the period end were as follows:

- Mr R Clark (Appointed 26 June 2023)
- Ms H Elliott (Appointed 26 June 2023)

The directors who resigned from the company since the period end were as follows:

- Mr A Bruce (Resigned 26 June 2023)
- Mr P McDonald (Resigned 26 June 2023)
- Mr J Watson (Resigned 26 June 2023)

Dividends

The directors do not recommend the payment of a dividend.

Future developments

The company will continue in its principal activity.

The directors continue to review the marketplace with a view to growing the business, identifying opportunities and managing the risks facing the business.

Following the company's acquisition, no significant changes to its operations are anticipated.

Financial instruments

The directors do not consider that a detailed description of the use of financial instruments is necessary for an assessment of the company's financial position and result for the period.

The company is exposed to interest rate fluctuations on its variable rate borrowings.

Events after the end of the reporting period

Particulars of events after the reporting date are detailed in note 25 to the financial statements.

Directors' responsibilities statement

The directors are responsible for preparing the strategic report, directors' report and the financial statements in accordance with applicable law and regulations.

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

THE GALAXY (CITY) PUB COMPANY LIMITED

DIRECTORS' REPORT *(continued)*

PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

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

- select suitable accounting policies and then apply them consistently;
- make judgments and accounting estimates that are reasonable and prudent;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

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

Auditor

Each of the persons who is a director at the date of approval of this report confirms that:

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

This report was approved by the board of directors on 15 December 2023 and signed on behalf of the board by:



Ms H D Elliott
Director

Registered office:
27 Britton Street
London
United Kingdom
EC1M 5UD

THE GALAXY (CITY) PUB COMPANY LIMITED

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE GALAXY (CITY) PUB
COMPANY LIMITED**

PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

Opinion

We have audited the financial statements of The Galaxy (City) Pub Company Limited (the 'company') for the period ended 26 March 2023 which comprise the statement of comprehensive income, statement of financial position, statement of changes in equity, statement of cash flows and the related notes, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 26 March 2023 and of its loss for the period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

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

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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

THE GALAXY (CITY) PUB COMPANY LIMITED

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE GALAXY (CITY) PUB
COMPANY LIMITED (continued)**

PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

Other information

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is a material misstatement in the financial statements or a material misstatement of the other information. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

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

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

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

Responsibilities of directors

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

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

THE GALAXY (CITY) PUB COMPANY LIMITED

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE GALAXY (CITY) PUB
COMPANY LIMITED (continued)**

PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

Auditor's responsibilities for the audit of the financial statements

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

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

Extent to which the audit was considered capable of detecting irregularities, including fraud

The objectives of our audit, in respect to fraud, are: to identify and assess the risks of material misstatement of the financial statements due to fraud; to obtain sufficient appropriate audit evidence regarding the assessed risks of material misstatement due to fraud, through designing and implementing appropriate responses; and to respond appropriately to fraud or suspected fraud identified during the audit. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and its management.

Our approach was as follows:

- We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our general commercial and sector experience, and through discussion with the directors and other management (as required by auditing standards), and discussed with the directors and other management the policies and procedures regarding compliance with laws and regulations;
- We considered the legal and regulatory frameworks directly applicable to the financial statements reporting framework (FRS 102 and the Companies Act 2006) and the relevant tax compliance regulations in the UK;
- We considered the nature of the industry, the control environment and business performance, including the key drivers for management's remuneration;
- We communicated identified laws and regulations throughout our team and remained alert to any indications of non-compliance throughout the audit;
- We considered the procedures and controls that the company has established to address risks identified, or that otherwise prevent, deter and detect fraud; and how senior management monitors those programmes and controls.

Based on this understanding we designed our audit procedures to identify non-compliance with such laws and regulations. Where the risk was considered to be higher, we performed audit procedures to address each identified fraud risk. These procedures included, but were not limited to: Enquiry of management and performing analytical review procedures to identify any unusual relationships that may indicate a material misstatement; agreement of the financial statement disclosures to underlying supporting documentation; considering and challenging assumptions and judgements made by management in their significant accounting estimates and judgements; we performed testing in respect of the risk of fraud in revenue recognition by performing analytical procedures, together with cut-off and directional testing; we tested the appropriateness of journals to address the risk of fraud through management override of controls; we held discussions with management, including enquiring of management as to any actual or suspected non-compliance with laws and regulations or fraud; and we confirmed that there are no significant issues with regard the company's premises licensing. These procedures were designed to provide reasonable assurance that the financial statements were free from fraud or error.

THE GALAXY (CITY) PUB COMPANY LIMITED

**INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE GALAXY (CITY) PUB
COMPANY LIMITED (continued)**

PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

Owing to the inherent limitations of an audit, there is an unavoidable risk that we may not have detected some material misstatements in the financial statements, even though we have properly planned and performed our audit in accordance with auditing standards. For example, the further removed non-compliance with laws and regulations (irregularities) is from the events and transactions reflected in the financial statements, the less likely the inherently limited procedures required by auditing standards would identify it. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation. We are not responsible for preventing non-compliance and cannot be expected to detect non-compliance with all laws and regulations.

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

Use of our report

This report is made solely to the company's members, as a body, in accordance with chapter 3 of part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Luke Richardson BSc FCA (Senior Statutory Auditor)

For and on behalf of
TC Group
Statutory Auditor
Lynton House
7-12 Tavistock Square
London
WC1H 9BQ

15 December 2023.

THE GALAXY (CITY) PUB COMPANY LIMITED

STATEMENT OF COMPREHENSIVE INCOME

PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

	Note	Period from 28 Mar 22 to 26 Mar 23 £	Period from 29 Mar 21 to 27 Mar 22 £
Turnover	4	4,357,051	2,822,518
Cost of sales		<u>(1,338,638)</u>	<u>(777,519)</u>
Gross profit		3,018,413	2,044,999
Administrative expenses		(3,182,362)	(2,302,264)
Other operating income	5	<u>–</u>	<u>176,129</u>
Operating loss	6	(163,949)	(81,136)
Other interest receivable and similar income	11	–	1,051
Interest payable and similar expenses	12	<u>(82,985)</u>	<u>(62,439)</u>
Loss before taxation		(246,934)	(142,524)
Tax on loss	13	<u>–</u>	<u>–</u>
Loss for the financial period and total comprehensive income		<u><u>(246,934)</u></u>	<u><u>(142,524)</u></u>

All the activities of the company are from continuing operations.

The notes on pages 14 to 23 form part of these financial statements.

THE GALAXY (CITY) PUB COMPANY LIMITED

STATEMENT OF FINANCIAL POSITION

26 MARCH 2023

	Note	26 Mar 23 £	27 Mar 22 £
Fixed assets			
Tangible assets	14	7,144,857	7,364,956
Current assets			
Stocks	15	77,786	63,769
Debtors	16	213,132	420,157
Cash at bank and in hand		91,794	35,718
		<u>382,712</u>	<u>519,644</u>
Creditors: amounts falling due within one year	17	<u>(2,122,642)</u>	<u>(1,802,407)</u>
Net current liabilities		<u>(1,739,930)</u>	<u>(1,282,763)</u>
Total assets less current liabilities		<u>5,404,927</u>	<u>6,082,193</u>
Creditors: amounts falling due after more than one year	18	<u>(1,258,785)</u>	<u>(1,689,117)</u>
Net assets		<u>4,146,142</u>	<u>4,393,076</u>
Capital and reserves			
Called up share capital	21	72,949	72,949
Share premium account	22	5,398,041	5,398,041
Profit and loss account	22	<u>(1,324,848)</u>	<u>(1,077,914)</u>
Shareholders' funds		<u>4,146,142</u>	<u>4,393,076</u>

These financial statements have been prepared in accordance with the provisions applicable to companies subject to the medium companies regime.

These financial statements were approved by the board of directors and authorised for issue on 15 December 2023, and are signed on behalf of the board by:



Ms H D Elliott
Director

Company registration number: 09359693

The notes on pages 14 to 23 form part of these financial statements.

THE GALAXY (CITY) PUB COMPANY LIMITED

STATEMENT OF CHANGES IN EQUITY

PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

	Called up share capital £	Share premium account £	Profit and loss account £	Total £
At 29 March 2021	72,949	5,401,289	(935,390)	4,538,848
Loss for the period			(142,524)	(142,524)
Total comprehensive income for the period	—	—	(142,524)	(142,524)
Transactions costs from prior year share issuance	—	(3,248)	—	(3,248)
Total investments by and distributions to owners	—	(3,248)	—	(3,248)
At 27 March 2022	72,949	5,398,041	(1,077,914)	4,393,076
Loss for the period			(246,934)	(246,934)
Total comprehensive income for the period	—	—	(246,934)	(246,934)
At 26 March 2023	<u>72,949</u>	<u>5,398,041</u>	<u>(1,324,848)</u>	<u>4,146,142</u>

The notes on pages 14 to 23 form part of these financial statements.

THE GALAXY (CITY) PUB COMPANY LIMITED

STATEMENT OF CASH FLOWS

PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

	26 Mar 23 £	27 Mar 22 £
Cash flows from operating activities		
Loss for the financial period	(246,934)	(142,524)
<i>Adjustments for:</i>		
Depreciation of tangible assets	471,879	447,447
Other interest receivable and similar income	–	(1,051)
Interest payable and similar expenses	82,985	62,439
Accrued expenses	6,009	56,491
<i>Changes in:</i>		
Stocks	(14,017)	(32,960)
Trade and other debtors	207,025	(212,832)
Trade and other creditors	421,170	1,112,507
Cash generated from operations	928,117	1,289,517
Interest received	–	1,051
Tax paid	–	(37,072)
Net cash from operating activities	<u>928,117</u>	<u>1,253,496</u>
Cash flows from investing activities		
Purchase of tangible assets	(251,780)	(2,627,366)
Net cash used in investing activities	<u>(251,780)</u>	<u>(2,627,366)</u>
Cash flows from financing activities		
Repayments of borrowings	(537,276)	(290,825)
Interest paid	(82,985)	(62,439)
Transactions costs from prior year share issuance	–	(3,248)
Net cash used in financing activities	<u>(620,261)</u>	<u>(356,512)</u>
Net increase/(decrease) in cash and cash equivalents	56,076	(1,730,382)
Cash and cash equivalents at beginning of period	35,718	1,766,100
Cash and cash equivalents at end of period	<u>91,794</u>	<u>35,718</u>

The notes on pages 14 to 23 form part of these financial statements.

THE GALAXY (CITY) PUB COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS

PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

1. General information

The company is a private company limited by shares, registered in England and Wales. The address of the registered office is 27 Britton Street, London, EC1M 5UD, United Kingdom.

2. Statement of compliance

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and the Republic of Ireland'.

3. Accounting policies

Basis of preparation

The financial statements have been prepared on the historical cost basis.

The financial statements are prepared in sterling, which is the functional currency of the entity.

The financial period represents the 52 weeks to 26 March 2023 (prior period 52 weeks ended 27 March 2022).

Going concern

At the period end the company has net current liabilities of £1,739,642(2022: £1,802,407). The company made an operating loss for the period to 26 March 2023, and as at the period end has accumulated losses of £1,324,848 (2022: £1,077,914) as the balance of its profit and loss account. However, the company has total shareholders' funds of £4,146,142 (2022: £4,393,076). Additionally, the company has significant freehold assets which can either be realised or used to raise finance if required.

Following the return to normality post covid-19, the outlook for the medium term continues to be uncertain with a number of potential headwinds for the industry. These headwinds include the wider macro-economic environment, the cost of living impact on consumers, increases to the cost of wet and dry goods, and increasing energy costs. However, the directors are confident in the company's ability to weather these challenges. The directors have prepared a cashflow forecast to 31 December 2024, and a trading forecast for the year to 31 March 2024. The cashflow forecast shows the company having sufficient cash to meet its obligations as they fall due.

Furthermore, the company's new owners have confirmed in writing that they will provide support to the company, such to ensure that it can meet its liabilities as they fall due, for a period of at least 12 months from the approval of these financial statements.

Accordingly, the directors are therefore of the opinion that it is appropriate to prepare the financial statements on a going concern basis.

Judgements and key sources of estimation uncertainty

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported. These estimates and judgements are continually reviewed and are based on experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

THE GALAXY (CITY) PUB COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS *(continued)*
PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

3. Accounting policies *(continued)*

Judgements and key sources of estimation uncertainty *(continued)*

- *Accruals* - accruals have been calculated by management based upon their estimate of expenses incurred by the company up to the period end, which have not been invoiced or paid. Their estimate is based upon past billing history and estimated usage over the period; and
- *Supplier discounts* - retrospective discounts from suppliers are accounted for when notified by the supplier, or where the company deems a retro to be due or probable and where a reliable estimate can be made.

Revenue recognition

Turnover is measured at the fair value of the consideration received or receivable and represents amounts receivable for goods supplied and services rendered, stated net of discounts and Value Added Tax.

Turnover is derived from pub operations, including food and beverage sales and the hosting of private function events, and accommodation income. Turnover in relation to food and beverage sales is recognised at the point of sale, turnover in relation to private function events is recognised when the event is held. Accommodation income is recognised in the period to which it relates.

Income tax

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case, tax is recognised in other comprehensive income or directly in equity, respectively.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

Tangible assets

Tangible assets are initially recorded at cost, and subsequently stated at cost less any accumulated depreciation and impairment losses. Any tangible assets carried at revalued amounts are recorded at the fair value at the date of revaluation less any subsequent accumulated depreciation and subsequent accumulated impairment losses.

Depreciation

Depreciation is calculated so as to write off the cost or valuation of an asset, less its residual value, over the useful economic life of that asset as follows:

Freehold property	- 2% straight line
Short leasehold property	- Over terms of the lease
Fixtures and fittings	- 12% straight line
Equipment	- 50% straight line

THE GALAXY (CITY) PUB COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

3. Accounting policies *(continued)*

Judgements and key sources of estimation uncertainty *(continued)*

Significant judgements

The judgements (apart from those involving estimations) that management has made in the process of applying the entity's accounting policies and that have the most significant effect on the amounts recognised in the financial statements are as follows:

- *Going concern* - as detailed in the accounting policy above, the directors judge that the company is a going concern;
- *Deferred tax asset* - no deferred tax asset has been recognised in respect of trading losses. This is due to the uncertainties over the existence and timing of future taxable profits. Should the availability of future taxable profits become more certain and a reliable estimate possible, then an asset may be recognised;
- *Goodwill* - any goodwill arising on a site acquisition reflects the judgements that management have made on acquisition in respect of assessing the fair values of the acquired land and buildings along with any goodwill;
- *Impairment review of fixed assets* - at each reporting date the directors perform an impairment review on the company's assets, treating each pub site along with any related goodwill as an income generating unit. In performing this impairment review the directors have estimated the value of each site by applying a profit multiple to their estimate of the sustainable profit of the site. Additionally, they have considered, where available, market based evidence. Where the estimated value of the site is less than the carrying value, an impairment has been recognised. Impairments are allocated firstly to any goodwill allocated to the income generating unit, and then to the other assets of the income generating unit. The directors have made judgements in both the selection of the appropriate profit multiple and in estimating the sustainable profit. The estimate of sustainable profit incorporates a number of judgements, including changes to the company's cost base, consumer behaviours, and the wider macro-economic environment, all of which are inherently uncertain. Ultimately, the directors judge that, the carrying value of the company's pub assets will be recovered. For the current period the directors have considered the post year end acquisition of the business as supporting the book value of the company's assets at the period end; and
- *Depreciation of land* - the land forming part of the company's trading sites is depreciated along with the buildings upon it. This is on the basis that the directors judge this approach to be normal industry practice.

Key sources of estimation uncertainty

Accounting estimates and assumptions are made concerning the future and, by their nature, will rarely equal the related actual outcome. The key assumptions and other sources of estimation uncertainty that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial period are as follows:

- *Tangible fixed assets* - tangible fixed assets are initially recorded at cost and are then depreciated over their estimated useful economic lives, as detailed in the below accounting policy;
- *Site depreciation* - freehold sites are depreciated over their estimated useful economic life. It is not deemed practical to come up with a reliable estimate of the land values within the price paid for the freehold, consequently the land intrinsic to the site is depreciated along with the buildings;
- *Lease obligations* - in determining if lease obligations are onerous, management are estimating the future economic benefits that the company will receive from the site, based upon current and anticipated performance;

THE GALAXY (CITY) PUB COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS *(continued)*
PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

3. Accounting policies *(continued)*

Impairment of fixed assets

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

For the purposes of impairment testing, when it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that largely independent of the cash inflows from other assets or groups of assets.

Stocks

Stocks are measured at the lower of cost and estimated selling price less costs to complete and sell. Cost includes all costs of purchase, costs of conversion and other costs incurred in bringing the stock to its present location and condition.

Government grants

Government grants are recognised at the fair value of the asset received or receivable. Grants are not recognised until there is reasonable assurance that the company will comply with the conditions attaching to them and the grants will be received.

Government grants are recognised using the accrual model.

Under the accrual model, government grants relating to revenue are recognised on a systematic basis over the periods in which the company recognises the related costs for which the grant is intended to compensate. Grants that are receivable as compensation for expenses or losses already incurred or for the purpose of giving immediate financial support to the entity with no future related costs are recognised in income in the period in which it becomes receivable.

Government grants are recognised in the income statement as other operating income.

Financial instruments

A financial asset or a financial liability is recognised only when the entity becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately.

THE GALAXY (CITY) PUB COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

Loans and borrowings

Borrowings are initially recorded at the fair value of the consideration received less directly attributable transaction costs. After initial recognition, borrowings are subsequently measured at amortised cost using the effective interest rate method.

Operating leases

Lease payments are recognised as an expense over the lease term on a straight-line basis. The aggregate benefit of lease incentives is recognised as a reduction to expense over the lease term, on a straight-line basis.

Temporary rent concessions received as a direct consequence of the Covid-19 pandemic, that meet the following conditions, are recognised on a systematic basis over the periods that the change in lease payments is intended to compensate. Conditions:

- the change in lease payments results in revised consideration for the lease that is less than the consideration for the lease immediately preceding the change;
- any reduction in lease payments affects only payments originally due on or before 30 June 2022; and
- there is no significant change to other terms and conditions of the lease.

4. Turnover

Turnover arises from:

	Period from 28 Mar 22 to 26 Mar 23 £	Period from 29 Mar 21 to 27 Mar 22 £
Sale of goods	4,357,051	2,819,518
Accommodation	—	3,000
	<u>4,357,051</u>	<u>2,822,518</u>

The whole of the turnover is attributable to the principal activity of the company wholly undertaken in the United Kingdom.

5. Other operating income

	Period from 28 Mar 22 to 26 Mar 23 £	Period from 29 Mar 21 to 27 Mar 22 £
Government grant income	—	176,129
	<u>—</u>	<u>176,129</u>

Other operating income relates to an insurance claim for business interruption.

THE GALAXY (CITY) PUB COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS *(continued)*
PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

6. Operating loss

Operating profit or loss is stated after charging:

	Period from 28 Mar 22 to 26 Mar 23	Period from 29 Mar 21 to 27 Mar 22
	£	£
Depreciation of tangible assets	471,879	447,447
Operating lease rentals	<u>91,569</u>	<u>81,574</u>

7. Rent concessions

During the period, the company recognised rent concessions received to compensate the company for Covid-19 related disruption, to the value of £nil (2022: £9,688).

8. Auditor's remuneration

	Period from 28 Mar 22 to 26 Mar 23	Period from 29 Mar 21 to 27 Mar 22
	£	£
Fees payable for the audit of the financial statements	<u>8,000</u>	<u>7,025</u>

9. Staff costs

The average number of persons employed by the company during the period, including the directors, amounted to:

	26 Mar 23 No.	27 Mar 22 No.
Administrative and management staff	16	17
Pub staff	<u>65</u>	<u>45</u>
	<u>81</u>	<u>62</u>

The aggregate payroll costs incurred during the period, relating to the above, were:

	Period from 28 Mar 22 to 26 Mar 23	Period from 29 Mar 21 to 27 Mar 22
	£	£
Wages and salaries	1,518,074	1,150,144
Social security costs	112,954	95,088
Other pension costs	27,210	21,375
	<u>1,658,238</u>	<u>1,266,607</u>

10. Directors' remuneration

The directors' aggregate remuneration in respect of qualifying services was:

	Period from 28 Mar 22 to 26 Mar 23	Period from 29 Mar 21 to 27 Mar 22
	£	£
Remuneration	<u>140,987</u>	<u>89,167</u>

THE GALAXY (CITY) PUB COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS *(continued)*
PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

10. Directors' remuneration *(continued)*

The number of directors who accrued benefits under company pension plans was as follows:

	26 Mar 23	27 Mar 22
	No.	No.
Defined contribution plans	<u>2</u>	<u>2</u>

11. Other interest receivable and similar income

	Period from 28 Mar 22 to 26 Mar 23	Period from 29 Mar 21 to 27 Mar 22
	£	£
Interest on cash and cash equivalents	<u>–</u>	<u>1,051</u>

12. Interest payable and similar expenses

	Period from 28 Mar 22 to 26 Mar 23	Period from 29 Mar 21 to 27 Mar 22
	£	£
Interest on banks loans and overdrafts	<u>82,985</u>	<u>62,439</u>

13. Tax on loss

Reconciliation of tax income

The tax assessed on the loss on ordinary activities for the period is higher than (2022: higher than) the standard rate of corporation tax in the UK of 19% (2022: 19%).

	Period from 28 Mar 22 to 26 Mar 23	Period from 29 Mar 21 to 27 Mar 22
	£	£
Loss on ordinary activities before taxation	<u>(246,934)</u>	<u>(142,524)</u>
Loss on ordinary activities by rate of tax	(46,917)	(27,080)
Effect of capital allowances and depreciation	(67,199)	(66,760)
Unused tax losses	<u>114,116</u>	<u>93,840</u>
Tax on loss	<u>–</u>	<u>–</u>

Factors that may affect future tax income

The company has estimated tax losses of £561,093 (2022: £493,894) available to be carried forward and offset against future taxable profits.

The UK enacted corporation tax rate has been revised from 19% to 25%, with the change taking effect from April 2023.

THE GALAXY (CITY) PUB COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS *(continued)*
PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

14. Tangible assets

	Freehold property £	Short leasehold property £	Fixtures and fittings £	Equipment £	Total £
Cost					
At 28 March 2022	7,127,158	526,446	2,306,045	54,601	10,014,250
Additions	3,600	—	247,078	1,102	251,780
At 26 March 2023	<u>7,130,758</u>	<u>526,446</u>	<u>2,553,123</u>	<u>55,703</u>	<u>10,266,030</u>
Depreciation					
At 28 March 2022	688,194	523,143	1,387,968	49,989	2,649,294
Charge for the period	142,200	167	326,417	3,095	471,879
At 26 March 2023	<u>830,394</u>	<u>523,310</u>	<u>1,714,385</u>	<u>53,084</u>	<u>3,121,173</u>
Carrying amount					
At 26 March 2023	<u>6,300,364</u>	<u>3,136</u>	<u>838,738</u>	<u>2,619</u>	<u>7,144,857</u>
At 27 March 2022	<u>6,438,964</u>	<u>3,303</u>	<u>918,077</u>	<u>4,612</u>	<u>7,364,956</u>

15. Stocks

	26 Mar 23 £	27 Mar 22 £
Finished goods and goods for resale	<u>77,786</u>	<u>63,769</u>

16. Debtors

	26 Mar 23 £	27 Mar 22 £
Prepayments and accrued income	72,041	189,594
Corporation tax repayable	13,129	13,129
Other debtors	<u>127,962</u>	<u>217,434</u>
	<u>213,132</u>	<u>420,157</u>

17. Creditors: amounts falling due within one year

	26 Mar 23 £	27 Mar 22 £
Bank loans and overdrafts	212,050	318,994
Trade creditors	182,959	291,050
Accruals and deferred income	161,956	155,947
Social security and other taxes	173,884	139,278
Other creditors	<u>1,391,793</u>	<u>897,138</u>
	<u>2,122,642</u>	<u>1,802,407</u>

See note 18 for details of secured liabilities.

THE GALAXY (CITY) PUB COMPANY LIMITED

NOTES TO THE FINANCIAL STATEMENTS *(continued)*

PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

18. Creditors: amounts falling due after more than one year

	26 Mar 23	27 Mar 22
	£	£
Bank loans and overdrafts	<u>1,258,785</u>	<u>1,689,117</u>

Bank loans and overdrafts falling due after more than one year, includes £452,774 (2022: £573,433) due for repayment after more than five years. This debt is repayable by instalments and is due to be repaid by October 2030. At the balance sheet date the applicable interest rate is 7.20% (2022: 3.05%).

The bank loans are secured upon the properties of the company and by a fixed and floating charge over the assets of the company. The bank loan security contains a negative pledge.

19. Employee benefits

Defined contribution plans

The amount recognised in profit or loss as an expense in relation to defined contribution plans was £26,182 (2022: £20,091). At the balance sheet date, included within creditors, are unpaid employer contributions of £2,371 (2022: £2,395) in respect of defined contribution schemes.

20. Government grants

The amounts recognised in the financial statements for government grants are as follows:

	26 Mar 23	27 Mar 22
	£	£
Recognised in other operating income:		
Government grants recognised directly in income	<u>–</u>	<u>176,129</u>

Government grants comprise amounts received under the Coronavirus Job Retention Scheme, along with various local authority grants which were provided in response to Coronavirus.

21. Called up share capital

Issued, called up and fully paid

	26 Mar 23		27 Mar 22	
	No.	£	No.	£
Ordinary shares of £0.01 each	6,990,433	69,904	6,990,433	69,904
G Ordinary shares of £0.01 each	<u>304,500</u>	<u>3,045</u>	<u>304,500</u>	<u>3,045</u>
	<u>7,294,933</u>	<u>72,949</u>	<u>7,294,933</u>	<u>72,949</u>

The Ordinary shares and the G Ordinary shares rank pari passu in all respects other than the following:

- The holders of G Ordinary shares do not have rights to attend or vote at general meetings of the company.
- The shares have differing rights on a return of capital.
- The G Ordinary shares may be converted into Deferred shares if certain conditions are met.

THE GALAXY (CITY) PUB COMPANY LIMITED
NOTES TO THE FINANCIAL STATEMENTS *(continued)*
PERIOD FROM 28 MARCH 2022 TO 26 MARCH 2023

22. Reserves

Share premium account - This reserve records the amount above the nominal value received for shares issued, less transaction costs.

Profit and loss account - This reserve records retained earnings and accumulated losses.

23. Analysis of changes in net debt

	At 28 Mar 2022	Cash flows	Other changes	At 26 Mar 2023
	£	£	£	£
Cash at bank and in hand	35,718	56,076	–	91,794
Debt due within one year	(318,994)	620,261	(513,317)	(212,050)
Debt due after one year	(1,689,117)	–	430,332	(1,258,785)
	<u>(1,972,393)</u>	<u>676,337</u>	<u>(82,985)</u>	<u>(1,379,041)</u>

Other changes includes accrued interest along with changes in debt maturity.

24. Operating leases

The total future minimum lease payments under non-cancellable operating leases are as follows:

	26 Mar 23	27 Mar 22
	£	£
Not later than 1 year	77,500	77,500
Later than 1 year and not later than 5 years	310,000	310,000
Later than 5 years	484,375	561,875
	<u>871,875</u>	<u>949,375</u>

25. Events after the end of the reporting period

Subsequent to the period end, the company was acquired by The City Pub Group PLC.

26. Related party transactions

At the period end the company was owed £24,276 (2022: £18,459) by companies under common control and with directors in common. These balances are unsecured, short term and non-interest bearing.

At the period end the company owed £1,371,639 (2022: £863,950) to a company under common control with directors in common. This balance is unsecured, short term and non-interest bearing.

Key management compensation for the period, including directors was £144,985 (2022: £102,904).

In the opinion of the directors, at the reporting date the company was not under the control of any one party.

Subsequent to the reporting date, following its acquisition, the company's immediate parent company became The City Pub Group PLC. In the opinion of the directors, The City Pub Group PLC is not under the control of any one party.