

Registered number
09502828

Heritage Brand Ventures Ltd
Report and Financial Statements
31 January 2021



Heritage Brand Ventures Ltd
Report and accounts
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Heritage Brand Ventures Ltd
Company Information

Directors

A J S Leech
P M Johnson-Treherne

Secretary

G Johnson

Auditor

RSM UK Audit LLP
14th Floor
20 Chapel Street
Liverpool
L3 9AG

Bankers

Santander UK Plc
Bridle Road
Bootle
Merseyside
L30 4GB

Solicitors

Napthens LLP
The Plaza
100 Old Hall Street
Liverpool
L3 9QJ

Registered office

5th Floor
88 Church Street
Liverpool
L1 3HD

Registered number

09502828

Heritage Brand Ventures Ltd
Strategic report
for the year ended 31 January 2021

Principal activities

The principal activity of Heritage Brand Ventures was the operation of branded attractions. The loss for the year, after taxation, amounted to £173,492 (2020: £1,167,309 profit). The directors do not recommend a final dividend.

Business model

Mattel Play! was home to three unique children's character themed play zones, plus a cafeteria, retail shop and green screen photo experience. Set in over 13,000 square feet of interactive adventure play, the attraction was located on the Albert Dock, Liverpool waterfront.

The attractions portfolio of interactive play, themed party rooms and green screen experience were split into three distinct themed zones, including 'Bob The Builder' for the young and enthusiastic construction apprentice, 'Thomas The Tank Engine' where children can discover Thomas and his friends and 'Fireman Sam' where children have the opportunity to roam Pontypandy's fire station and become a firefighter for the day.

Business review and results

Turnover in the year has fallen significantly compared to the prior year as a result of lockdown restrictions preventing the business from opening to the public. With the impact of lockdown and poor trading results from the Albert Dock site, then the Directors made the decision to not reopen the business after lockdown restrictions were due to be lifted, rather to permanently close the Mattel Play! Liverpool business when a break in the lease was available during September 2020.

The directors are satisfied with the year end net liability position of £173,052 (2020: £440 net asset).

Key performance indicators

The directors consider visitor numbers and spend per head to be key performance indicators.

Visitor numbers decreased by 84.05% compared to prior year, and spend per head decreased by 9.36% compared to prior year. The reason for the decrease in visitor numbers was due to the impact of Covid-19 and the associated lockdowns. The directors are satisfied with these results, under the circumstances.

Principal risks & uncertainties

The objectives of the company are to manage the company's financial risk on the company's financial assets and liabilities, on reported profitability and on the cash flows of the company. The main risks facing the company are:

- Competitive pressures
- Changes in popularity of the attraction and its brands
- Government restrictions or imposed costs

Other financial assets and liabilities, such as trade debtors and trade creditors, arise directly from the company's operating activities. The company does not trade in financial instruments and has no other form of derivatives.

All of the company's transactions are in sterling. The company does not hedge any currency exposures.

Future developments

Mattel Play! Liverpool was required to remain closed during lockdown periods and the Directors took the decision to leave the Albert Dock premises by a lease break date in September 2020. Whilst the Mattel Play! operation has permanently closed, it is the intention of the directors to consider any new ventures in the tourism and hospitality sector that arise.

This report was approved by the board on 20 July 2021 and signed by its order.

A handwritten signature in black ink, appearing to read 'P M Johnson-Treherne', with a long horizontal flourish extending to the right.

P M Johnson-Treherne
Director

Heritage Brand Ventures Ltd
Directors' report
for the year ended 31 January 2021

The directors present their report and financial statements for the year ended 31 January 2021.

Directors and their interests

The following persons served as directors during the year:

A J S Leech
P M Johnson-Treherne

A J S Leech is a discretionary beneficiary of a Jersey Trust which, through Cherberry Limited, a Jersey company, owns the entire share capital of Heritage Great Britain PLC, the immediate holding company of Heritage Brand Ventures Limited.

Results and dividends:

The results for the year are set out on page 9. No ordinary dividends were paid. The directors do not recommend payment of a final dividend.

Disclosure of information to auditors

Each person who was a director at the time this report was approved confirms that:

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

Matters of strategic importance

The company has chosen in accordance with Companies Act 2006, s.414C (11) to set out in the company's Strategic Report information required by Large and Medium sized Companies and Group (Accounts and Reports) Regulations 2008, Sch. 7 to be contained in the Directors' Report. It has done so in respect of future developments.

Employee involvement

The company's policy is to involve employees, wherever possible, in matters likely to affect employees' interests. Information regarding matters of concern is communicated to employees in order to raise employee awareness of the group's performance.

Auditor

The auditor, RSM UK Audit LLP is deemed to be reappointed under section 487(2) of the Companies Act 2006.

This report was approved by the board on 20 July 2021 and signed by its order.



G Johnson
Company Secretary

Registered Office

5th Floor
88 Church Street
Liverpool
L1 3HD

Heritage Brand Ventures Ltd
Statement of Directors' responsibilities
for the year ended 31 January 2021

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with 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 of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- 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.

Independent auditors' report to the member of Heritage Brand Ventures Ltd

Opinion

We have audited the financial statements of Heritage Brand Ventures Limited for the year ended 31 January 2021, which comprise Profit and loss account and other comprehensive income, Balance sheet, Statement of changes in equity and notes to the financial statements, including a summary of significant accounting policies.

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

In our opinion the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 January 2021 and of its loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the 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.

Other information

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

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

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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

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

Independent auditors' report to the member of Heritage Brand Ventures Ltd

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 any material misstatements in the Strategic Report or the Directors' report.

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:

- 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, set out on page 5, 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.

Auditor's responsibilities for the audit of the financial statements

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

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

Irregularities are instances of non-compliance with laws and regulations. The objectives of our audit are to obtain sufficient appropriate audit evidence regarding compliance with laws and regulations that have a direct effect on the determination of material amounts and disclosures in the financial statements, to perform audit procedures to help identify instances of non-compliance with other laws and regulations that may have a material effect on the financial statements, and to respond appropriately to identified or suspected non-compliance with laws and regulations identified during the audit.

In relation to fraud, the objectives of our audit are to identify and assess the risk 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, it is the primary responsibility of management, with the oversight of those charged with governance, to ensure that the entity's operations are conducted in accordance with the provisions of laws and regulations and for the prevention and detection of fraud.

In identifying and assessing risks of material misstatement in respect of irregularities, including fraud, the audit engagement team:

- obtained an understanding of the nature of the industry and sector, including the legal and regulatory framework that the company operates in and how the company is complying with the legal and regulatory framework;
- inquired of management, and those charged with governance, about their own identification and assessment of the risks of irregularities, including any known actual, suspected or alleged instances of fraud;
- discussed matters about non-compliance with laws and regulations and how fraud might occur including assessment of how and where the financial statements may be susceptible to fraud.

**Independent auditors' report
to the member of Heritage Brand Ventures Ltd**

As a result of these procedures we consider the most significant laws and regulations that have a direct impact on the financial statements are FRS 102, the Companies Act 2006 and tax compliance regulations. We performed audit procedures to detect non-compliances which may have a material impact on the financial statements which included reviewing financial statement disclosures.

The most significant laws and regulations that have an indirect impact on the financial statements are those in relation to food hygiene and employment law. We performed audit procedures to inquire of management and those charged with governance whether the company is in compliance with these law and regulations.

The audit engagement team identified the risk of management override of controls and cash income as the areas where the financial statements were most susceptible to material misstatement due to fraud. Audit procedures performed included but were not limited to testing manual journal entries and other adjustments and evaluating the business rationale in relation to significant, unusual transactions and transactions entered into outside the normal course of business.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: <http://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.

RSM UK Audit LLP

Michael Fairhurst FCA (Senior Statutory Auditor)
For and on behalf of RSM UK Audit LLP, Statutory Auditor
Chartered Accountants

14th Floor
20 Chapel Street
Liverpool
L3 9AG
Date: 27 July 2021

Heritage Brand Ventures Ltd
Profit and loss account and other comprehensive income
for the year ended 31 January 2021

	Notes	2021 £	2020 £
Turnover	2	74,328	513,592
Cost of sales		(51,135)	(135,490)
Gross profit		<u>23,193</u>	<u>378,102</u>
Administrative expenses		(113,636)	(1,342,708)
Operating loss	3	<u>(90,443)</u>	<u>(964,606)</u>
Parent company loan write off		-	1,993,205
(Loss) / profit on ordinary activities before taxation		<u>(90,443)</u>	<u>1,028,599</u>
Tax on (loss) / profit on ordinary activities	5	(83,049)	138,710
(Loss) / profit for the period		<u><u>(173,492)</u></u>	<u><u>1,167,309</u></u>

The company has no recognised gains and losses other than the results above and therefore no separate statement of comprehensive income has been presented.

Heritage Brand Ventures Ltd
Balance sheet
as at 31 January 2021

Registered number
09502828

	Notes	2021 £	2020 £
Fixed assets			
Tangible assets	6	-	-
Current assets			
Stocks	7	-	4,624
Debtors	8	7,263	89,899
Cash at bank and in hand		-	57,839
		<u>7,263</u>	<u>152,362</u>
Creditors: amounts falling due within one year	9	(180,315)	(151,922)
Net current liabilities		<u>(173,052)</u>	<u>440</u>
Net liabilities		<u>(173,052)</u>	<u>440</u>
Capital and reserves			
Called up share capital	11	100	100
Profit and loss account	12	(173,152)	340
Total equity		<u>(173,052)</u>	<u>440</u>

The financial statements were approved by the board of directors and authorised for issue on 20 July 2021 and are signed on its behalf by:



P M Johnson-Treherne
Director

Heritage Brand Ventures Ltd
Statement of changes in equity
for the year ended 31 January 2021

	Share capital	Profit and loss account	Total
	£	£	£
At 1 February 2019	100	(1,166,969)	(1,166,869)
Profit for the period	-	1,167,309	1,167,309
At 31 January 2020	<u>100</u>	<u>340</u>	<u>440</u>
At 1 February 2020	100	340	440
Loss for the period	-	(173,492)	(173,492)
At 31 January 2021	<u>100</u>	<u>(173,152)</u>	<u>(173,052)</u>

Heritage Brand Ventures Ltd
Notes to the Accounts
for the year ended 31 January 2021

1 Summary of significant accounting policies

Basis of preparation

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

The company's immediate parent undertaking, Heritage Great Britain PLC, includes the Company in its consolidated financial statements. The consolidated financial statements of Heritage Great Britain PLC are available to the public and may be obtained from the address specified in note 17.

In these financial statements, the company is considered to be a qualifying entity (for the purposes of this FRS) and has applied the exemptions available under FRS 102 in respect of the following disclosures:

- Reconciliation of the number of shares outstanding from the beginning to end of the period;
- Cash flow statement and related notes; and
- Key management personnel compensation.
- Basic financial instruments at carrying amount measured at amortised cost less impairment.

The financial statements have been prepared under the historical cost convention.

Monetary amounts in these financial statements are presented in sterling, which is the functional currency of the company, and rounded to the nearest £, except where otherwise indicated.

Turnover

Turnover is measured at the fair value of the consideration received or receivable, net of discounts and value added taxes. Turnover includes revenue earned from the sale of goods and from the rendering of services.

Turnover from the sale of goods is recognised when the significant risks and rewards of ownership of the goods have transferred to the buyer.

Tangible fixed assets

Tangible fixed assets are measured at cost less accumulative depreciation and any accumulative impairment losses.

Depreciation is provided on all tangible fixed assets, other than freehold land, at rates calculated to write off the cost, less estimated residual value, of each asset evenly over its expected useful life, as follows:

Leasehold land and buildings	over the lease term
Plant and machinery	10% - 33%
Fixtures and fittings	12.50%

Going concern

Although the Mattel Play! operation had ceased operating in September 2020, at the time of approving the financial statements, the directors have a reasonable expectation that the company has adequate access to resources to continue in operational existence for the foreseeable future. As the company is now not actively trading it will, for the foreseeable future, not be generating any cash flow itself and will therefore rely fully on its parent company.

The company has received formal confirmation from its parent company that it would continue to support it, if needed, for the foreseeable future. The parent company has chosen to draw down on additional facilities to increase its cashflow headroom to further demonstrate its prudent approach to working capital management. The parent company has included within its scenario planning the possibility of further lockdowns which prevent trading, and this has shown that the company has built up sufficient cash reserves to allow it to continue should lifting of restrictions be delayed or additional measures be implemented beyond those announced by that point in time. The result of this is the Group will continue to carry additional cash resources in excess of its forecast needs. Cash flow and scenario planning is managed on a group basis.

Thus, the directors continue to adopt the going concern basis of accounting in preparing the financial statements.

Heritage Brand Ventures Ltd
Notes to the Accounts
for the year ended 31 January 2021

Stocks

Stocks are measured at the lower of cost and estimated selling price less costs to complete and sell. Cost is determined using the first in first out method.

The carrying amount of stock sold is recognised as an expense in the period in which the related revenue is recognised.

Debtors

Short term debtors are measured at transaction price (which is usually the invoice price), less any impairment losses for bad and doubtful debts.

Creditors

Short term creditors are measured at transaction price (which is usually the invoice price).

Loans and other financial liabilities are initially recognised at transaction price net of any transaction costs and subsequently measured at amortised cost determined using the effective interest method.

Taxation

Tax on the profit or loss for the year comprises current and deferred tax. Tax is recognised in the profit and loss account except to the extent that it relates to items recognised directly in equity or other comprehensive income, in which case it is recognised directly in equity or other comprehensive income.

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

Deferred tax is provided on timing differences which arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in the financial statements. The following timing differences are not provided for: differences between accumulated depreciation and tax allowances for the cost of a fixed asset if and when all conditions for retaining the tax allowances have been met. Deferred tax is not recognised on permanent differences arising because certain types of income or expense are non-taxable or are disallowable for tax or because certain tax charges or allowances are greater or smaller than the corresponding income or expense.

Deferred tax is measured at the tax rate that is expected to apply to the reversal of the related difference, using tax rates enacted or substantively enacted at the balance sheet date. Deferred tax balances are not discounted.

Expenses

Operating lease

Payments (excluding costs for services and insurance) made under operating leases are recognised in the profit and loss account on a straight-line basis over the term of the lease unless the payments to the lessor are structured to increase in line with expected general inflation; in which case the payments related to the structured increases are recognised as incurred. Lease incentives received are recognised in profit and loss over the term of the lease as an integral part of the total lease expense.

Due to the exercise of the break clause on Mattel Play! Liverpool site, the company will recognise the lease incentive over the term of the lease to the break. This has resulted in an adjustment this year amount to £199,289 as it was previously recognised over the term of the lease in full.

Interest receivable and Interest payable

Interest payable and similar charges include interest payable, finance charges on finance leases recognised in profit or loss using the effective interest method. Interest income and interest payable are recognised in profit or loss as they accrue, using the effective interest method.

Heritage Brand Ventures Ltd
Notes to the Accounts
for the year ended 31 January 2021

Provisions

Provisions (ie liabilities of uncertain timing or amount) are recognised when there is an obligation at the reporting date as a result of a past event, it is probable that economic benefit will be transferred to settle the obligation and the amount of the obligation can be estimated reliably.

Leased assets

A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership. All other leases are classified as operating leases.

The rights of use and obligations under finance leases are initially recognised as assets and liabilities at amounts equal to the fair value of the leased assets or, if lower, the present value of the minimum lease payments.

Minimum lease payments are apportioned between the finance charge and the reduction in the outstanding liability using the effective interest rate method. The finance charge is allocated to each period during the lease so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Leased assets are depreciated in accordance with the company's policy for tangible fixed assets. If there is no reasonable certainty that ownership will be obtained at the end of the lease term, the asset is depreciated over the lower of the lease term and its useful life.

Operating lease payments are recognised as an expense on a straight line basis over the lease term.

Pensions

Contributions to defined contribution plans are expensed in the period to which they relate. The amount outstanding at year was £102 (2020: £237).

Employee benefits

The costs of short-term employee benefits are recognised as a liability and an expense, unless those costs are required to be recognised as part of the cost of stock or fixed assets. The cost of any unused holiday entitlement is recognised in the period in which the employee's services are received. Termination benefits are recognised immediately as an expense when the company is demonstrably committed to terminate the employment of an employee or to provide termination benefits.

Cash and cash equivalents

Cash and cash equivalents include cash in hand, deposits held at call with banks, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

Critical accounting estimates and judgements

In the application of the company's accounting policies, the directors are required to make judgements, estimates and assumptions about the carrying amount of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised where the revision affects only that period, or in the period of the revision and future periods where the revision affects both current and future periods. The directors do not consider there to be such critical accounting estimates and judgements impacting the financial statements.

Heritage Brand Ventures Ltd
Notes to the Accounts
for the year ended 31 January 2021

2 Analysis of turnover	2021	2020
	£	£
By class of business		
Attractions and admissions	53,388	348,812
Retail	7,533	70,371
Catering	13,407	94,409
	<u>74,328</u>	<u>513,592</u>
By geographical market:		
UK	<u>74,328</u>	<u>513,592</u>

3 Operating (loss) / profit	2021	2020
	£	£
This is stated after charging:		
Depreciation of owned fixed assets	-	138,137
Operating lease rentals - land and buildings	83,248	97,123
Impairment (reversal) / charge	(96,000)	819,738
FRS102 rent adjustment	-	(199,289)
Parent company loan write off	-	(1,993,205)
Stock expensed as cost of sales	<u>51,135</u>	<u>135,490</u>

Auditors' fees and tax services are met by the parent company.

4 Staff costs	2021	2020
	£	£
Wages and salaries	25,647	147,521
Social security costs	6,135	6,856
Other pension costs	718	2,040
	<u>32,500</u>	<u>156,417</u>

Average number of employees during the year (head count) was:

	Number	Number
Administration	<u>2</u>	<u>17</u>

Average number of employees during the year (full time equivalent) was:

	Number	Number
Administration	<u>1</u>	<u>10</u>

Directors remuneration is met by the parent company.

Heritage Brand Ventures Ltd
Notes to the Accounts
for the year ended 31 January 2021

5 Taxation	2021	2020
	£	£
Analysis of charge in period		
Current tax:		
UK corporation tax on profits of the period	-	-
Adjustments in respect of previous periods	-	-
	<u>-</u>	<u>-</u>
Deferred tax:		
Origination and reversal of timing differences	83,049	(138,710)
Effect of change in tax rate on opening liability	-	-
	<u>83,049</u>	<u>(138,710)</u>
	<u>83,049</u>	<u>(138,710)</u>
Total current tax	83,049	(138,710)

Factors affecting tax charge for period

The differences between the tax assessed for the period and the standard rate of corporation tax are explained as follows:

	2021	2020
	£	£
(Loss) / profit for the year	(173,492)	1,167,309
Total tax credit / charge	(83,049)	138,710
	<u>(90,443)</u>	<u>1,028,599</u>
(Loss) / profit excluding taxation		
Standard rate of corporation tax in the UK	19.00%	19.00%
	£	£
(Loss) / profit on ordinary activities multiplied by the standard rate of corporation tax	(17,184)	195,434
Effects of:		
Expenses not deductible for tax purposes	-	(378,709)
Fixed asset difference	-	4,873
Deferred tax not recognised	(41)	35
Adjust closing deferred tax to average rate	-	9,777
Adjust opening deferred tax to average rate	-	6,545
Group relief surrendered	110,051	23,335
Adjustments to tax charge in respect of previous periods - deferred tax	(9,777)	-
	<u>83,049</u>	<u>(138,710)</u>
Total tax charge for period	83,049	(138,710)

The rate of corporation tax applied to profits in this accounting period is 19%. An increase in the tax rate to 25% with effect from 1 April 2023 has been substantively enacted in the 2021 Finance Bill, which was published on 11 March 2021. The directors do not expect the change in rate to have a material effect on the tax amounts in the balance sheet and therefore the deferred tax has been calculated using the 19% rate, this being that prevalent at 31 January 2021.

Heritage Brand Ventures Ltd
Notes to the Accounts
for the year ended 31 January 2021

6 Tangible fixed assets

	Fixtures and fittings £	Leasehold Land and buildings £	Plant and machinery £	Total £
Cost or valuation				
At 1 February 2020	90,855	393,068	874,989	1,358,912
Disposals	(90,855)	(393,068)	(874,989)	(1,358,912)
At 31 January 2021	-	-	-	-
Depreciation				
At 1 February 2020	90,855	393,068	874,989	1,358,912
Impairment reversal	-	-	(96,000)	(96,000)
On disposals	(90,855)	(393,068)	(778,989)	(1,262,912)
At 31 January 2021	-	-	-	-
Carrying amount				
At 31 January 2021	-	-	-	-
At 31 January 2020	-	-	-	-

7 Stocks	2021 £	2020 £
Catering	-	1,372
Finished goods and goods for resale	-	3,252
	-	4,624

8 Debtors	2021 £	2020 £
Deferred tax asset (see note 10)	19	83,068
Other debtors	2,131	-
Prepayments and accrued income	5,113	6,831
	7,263	89,899

9 Creditors: amounts falling due within one year	2021 £	2020 £
Trade creditors	538	14,173
Amounts owed to parent company	177,456	-
Other taxes and social security costs	510	16,263
Other creditors	102	3,925
Accruals and deferred income	1,709	117,561
	180,315	151,922

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10 Deferred taxation	2021	2020
	£	£
Accelerated capital allowances	(19)	(83,068)
	<u>(19)</u>	<u>(83,068)</u>
	2021	2020
	£	£
At 1 February	(83,068)	55,642
Charged to the profit and loss in the year	83,049	(138,710)
	<u>(19)</u>	<u>(83,068)</u>
At 31 January		

The amount of the net reversal of deferred tax expected to occur next year is £83,049 (2020: £138,710), relating to the reversal of existing timing differences on tangible fixed assets and the origination of new timing differences on tangible fixed assets.

11 Share capital	Nominal value	2021 Number	2021 £	2020 £
Allotted, called up and fully paid:				
Ordinary shares	£1 each	100	100	100
			<u>100</u>	<u>100</u>

Ordinary shares carry no right to fixed income, each carry the rate to one value at general meetings of the company.

12 Profit and loss account

Cumulative profit and loss net of distribution to owners.

13 Other financial commitments

Total future minimum lease payments under non-cancellable operating leases:

	Land and buildings	Land and buildings
	2021	2020
	£	£
Falling due:		
within one year	<u>-</u>	<u>83,333</u>

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14 Controlling party

The company is a wholly owned subsidiary of Heritage Great Britain PLC, which is registered in England and Wales. Copies of Heritage Great Britain PLC accounts are available from its registered office: 5th Floor, 88 Church Street, Liverpool, L1 3HD. The entire share capital of Heritage Great Britain PLC is wholly owned by a Jersey company, Cherberry Limited. Cherberry Limited is wholly owned by the Trustees of a settlement. In the opinion of the directors, there is no single individual or entity that can or does exercise ultimate control, as defined under FRS102 Section 33, over that Trust.

15 Legal form of entity and country of incorporation

Heritage Brand Ventures Ltd is a private company limited by shares, incorporated in England.

16 Contingent liabilities

The company has provided a cross-guarantee to the Companies' bankers in respect of all group company's overdraft and borrowing facilities. If other Companies in the Group were to default on their bank loan or overdraft arrangements then Heritage Brand Ventures Limited would be liable for any outstanding liabilities. The net overdraft and loan balance for other Group Companies at the year end amounted to £488,433 negative (2020: £137,386).

17 Principal place of business

The address of the company's principal place of business and registered office is:

Principal Place of Business:

The Grand Hall
Albert Dock
Liverpool
L3 4AA

Vacated the above premises on 22/09/20

Registered Office:

5th Floor
88 Church Street
Liverpool
L1 3HD