

**REGISTERED NUMBER: 09840743 (England and Wales)**

**Report of the Directors and  
Audited Financial Statements for the Year Ended 31 December 2019  
for  
FOOD STARS BH LIMITED**



**FOOD STARS BH LIMITED (Registered number: 09840743)**

**Contents of the Financial Statements  
for the Year Ended 31 December 2019**

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**FOOD STARS BH LIMITED**

**Company Information  
for the Year Ended 31 December 2019**

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**DIRECTORS:**

M C Goff  
Q Sumar  
M Staight

**SECRETARY:**

Corporation Service Company (UK) Limited

**REGISTERED OFFICE:**

25 Canada Square  
Level 37  
London  
E14 5LQ

**REGISTERED NUMBER:**

09840743 (England and Wales)

**INDEPENDENT AUDITORS:**

Moore Kingston Smith LLP  
Chartered Accountants, Statutory Auditor  
Devonshire House  
60 Goswell Road  
London  
EC1M 7AD

**FOOD STARS BH LIMITED (Registered number: 09840743)**

**Report of the Directors  
for the Year Ended 31 December 2019**

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The directors present their report with the financial statements of the company for the year ended 31 December 2019.

**PRINCIPAL ACTIVITY**

- Licensing of premises and equipment for the catering industry
- Management services to the group

**REVIEW OF BUSINESS**

The results for the period and financial position of the company are shown in the annexed financial statements.

**DIRECTORS**

M C Goff has held office during the whole of the period from 1 January 2019 to the date of this report.

Other changes in directors holding office are as follows:

M H McGowan - appointed 12 November 2019

A F Nahmias - resigned 4 December 2019

Q Sumar and M Staight were appointed as directors after 31 December 2019 but prior to the date of this report.

M H McGowan ceased to be a director after 31 December 2019 but prior to the date of this report.

**STATEMENT OF DIRECTORS' RESPONSIBILITIES**

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

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with 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.

**FOOD STARS BH LIMITED (Registered number: 09840743)**

**Report of the Directors  
for the Year Ended 31 December 2019**

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**STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITORS**

So far as the directors are aware, there is no relevant audit information (as defined by Section 418 of the Companies Act 2006) of which the company's auditors are unaware, and each director 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 auditors are aware of that information.

**AUDITORS**

The auditors, Moore Kingston Smith LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting.

This report has been prepared in accordance with the provisions of Part 15 of the Companies Act 2006 relating to small companies.

**ON BEHALF OF THE BOARD:**

*Matthew Staight*

M Staight - Director

December 14, 2020

14 December 2020

## **Report of the Independent Auditors to the Members of FOOD STARS BH LIMITED**

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### **Opinion**

We have audited the financial statements of FOOD STARS BH LIMITED (the 'company') for the year ended 31 December 2019 which comprise the Income Statement, Balance Sheet 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 Financial Reporting Standard 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 December 2019 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 Auditors' 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**

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

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

## **Report of the Independent Auditors to the Members of FOOD STARS BH LIMITED**

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### **Other information**

The directors are responsible for the other information. The other information comprises the information in the Report of the Directors, but does not include the financial statements and our Report of the Auditors thereon.

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 Report of the Directors for the financial year for which the financial statements are prepared is consistent with the financial statements; and
- the Report of the Directors has been prepared in accordance with applicable legal requirements.

### **Other matters**

The corresponding figures in the financial statements of FOOD STARS BH LIMITED were not audited.

### **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 Report of the Directors.

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; or
- the directors were not entitled to prepare the financial statements in accordance with the small companies regime and take advantage of the small companies' exemption from the requirement to prepare a Strategic Report or in preparing the Report of the Directors.

## **Report of the Independent Auditors to the Members of FOOD STARS BH LIMITED**

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### **Responsibilities of directors**

As explained more fully in the Statement of Directors' Responsibilities set out on page two, 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 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.



## **Report of the Independent Auditors to the Members of FOOD STARS BH LIMITED**

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### **Auditors' responsibilities for the audit of the financial statements**

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an 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.

As part of an audit in accordance with ISAs (UK) we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purposes of expressing an opinion on the effectiveness of the company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

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](http://www.frc.org.uk/auditorsresponsibilities). This description forms part of our Report of the Auditors.

## **Report of the Independent Auditors to the Members of FOOD STARS BH LIMITED**

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### **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 a Report of the Auditors 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.

*Moore Kingston Smith LLP*

Mahmood Ramji (Senior Statutory Auditor)  
for and on behalf of Moore Kingston Smith LLP  
Chartered Accountants, Statutory Auditor  
Devonshire House  
60 Goswell Road  
London  
EC1M 7AD

14 December 2020

December 14, 2020

**FOOD STARS BH LIMITED (Registered number: 09840743)****Income Statement  
for the Year Ended 31 December 2019**

		Year Ended 31.12.19 £	Period 1.4.18 to 31.12.18 Restated £
	Notes		
<b>TURNOVER</b>		175,375	129,131
Cost of sales		28,807	-
<b>GROSS PROFIT</b>		146,568	129,131
Administrative expenses		2,104,654	620,163
		(1,958,086)	(491,032)
Other operating income/ (loss)		(395)	155,000
<b>OPERATING LOSS</b>	4	(1,958,481)	(336,032)
Interest payable and similar expenses		-	82,788
<b>LOSS BEFORE TAXATION</b>		(1,958,481)	(418,820)
Tax on loss		-	-
<b>LOSS FOR THE FINANCIAL YEAR</b>		(1,958,481)	(418,820)

The notes form part of these financial statements

**FOOD STARS BH LIMITED (Registered number: 09840743)****Balance Sheet  
31 December 2019**

			31.12.19	31.12.18
	Notes	£	£	Restated £
<b>FIXED ASSETS</b>				
Intangible assets	5		1,688	-
Tangible assets	6		1,546,514	384,862
Investments	7		1,200	1,200
			<u>1,549,402</u>	<u>386,062</u>
<b>CURRENT ASSETS</b>				
Debtors	8	5,433,285	4,322,436	
Cash at bank and in hand		426,898	93,012	
		<u>5,860,183</u>	<u>4,415,448</u>	
<b>CREDITORS</b>				
Amounts falling due within one year	9	8,403,397	3,828,591	
		<u></u>	<u></u>	
<b>NET CURRENT (LIABILITIES)/ASSETS</b>			<u>(2,543,214)</u>	<u>586,857</u>
<b>TOTAL ASSETS LESS CURRENT LIABILITIES</b>			<u>(993,812)</u>	<u>972,919</u>
<b>CREDITORS</b>				
Amounts falling due after more than one year	10		-	(8,250)
<b>PROVISIONS FOR LIABILITIES</b>			<u>(36,750)</u>	<u>(36,750)</u>
<b>NET (LIABILITIES)/ASSETS</b>			<u><u>(1,030,562)</u></u>	<u><u>927,919</u></u>
<b>CAPITAL AND RESERVES</b>				
Called up share capital			400	400
Share premium	13		299,855	299,855
Other reserves	13		1,114,646	1,114,646
Retained earnings	13		(2,445,463)	(486,982)
			<u><u>(1,030,562)</u></u>	<u><u>927,919</u></u>

The notes form part of these financial statements

**FOOD STARS BH LIMITED (Registered number: 09840743)**

**Balance Sheet - continued**  
**31 December 2019**

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

The financial statements were approved by the Board of Directors and authorised for issue on 14 December 2020 and were signed on its behalf by:

*Matthew Staight*

M Staight - Director

December 14, 2020

The notes form part of these financial statements

**FOOD STARS BH LIMITED (Registered number: 09840743)**

**Notes to the Financial Statements  
for the Year Ended 31 December 2019**

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**1. STATUTORY INFORMATION**

FOOD STARS BH LIMITED is a private company, limited by shares, registered in England and Wales. The company's registered number and registered office address can be found on the Company Information page.

**2. ACCOUNTING POLICIES**

**Basis of preparing the financial statements**

These financial statements have been prepared in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" including the provisions of Section 1A "Small Entities" and the Companies Act 2006. The financial statements have been prepared under the historical cost convention.

The Company's functional and presentational currency is GBP.

Amounts are rounded to the nearest pound unless otherwise stated.

**Preparation of consolidated financial statements**

The financial statements present information about the company as an individual undertaking and not about its group, as the company and the subsidiaries qualify as a small group under the Companies Act 2006.

**Going Concern**

The company incurred a loss of £1,958,481 (2018: £418,820) during the year ended 31 December 2019 and had net liabilities of £1,030,562 (2018: had net assets £927,919) at the balance sheet date, including £7,639,218 (2018: £3,828,591) owed to its parent company. The COVID-19 pandemic is not considered to have had a significant impact on the company as it has been able to continue trading and achieving growth through the pandemic. The company has utilised government support in the form of furlough as part of the Coronavirus job retention scheme.

The company is reliant on support from the ultimate parent company in order to meet its liabilities as they fall due and the ultimate parent company has confirmed that it will be able to continue this financial support for a period of at least twelve months from date of approval of these financial statements. The directors therefore consider it appropriate to prepare the financial statements on a going concern basis.

**FOOD STARS BH LIMITED (Registered number: 09840743)**

**Notes to the Financial Statements - continued  
for the Year Ended 31 December 2019**

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**2. ACCOUNTING POLICIES - continued**

**Turnover**

Turnover is measured at the fair value of the consideration received or receivable from the licensing of premises and equipment for the catering industry, excluding discounts, rebates, value added tax and other sales taxes. Turnover is recognised in line with the period of licensing.

**Intangible assets**

Intangible assets are initially measured at cost. After initial recognition, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

Patents and licences are being amortised evenly over their estimated useful life of three years.

**Tangible fixed assets**

Depreciation is provided at the following annual rates in order to write off each asset over its estimated useful life.

Feasibility Costs	- evenly over the period of the lease
Leasehold Improvements	- evenly over the period of the lease
Kitchen Equipment	- straight line over 7 years
Fixtures and fittings	- straight line over 5 years
Motor vehicle	- straight line over 7 years
Computer equipment	- straight line over 3 years

Within Kitchen Equipment, there is a cost of £717,397 which is not depreciated in 2019. Assets are currently sitting in storage and will start to depreciate when these are utilised in facilities and charged out to Licensees.

Modular kitchens are build costs for container kitchens which will be implemented into facilities in the future. These costs were not depreciated in 2019.

Feasibility costs are costs associated with the sourcing of future properties. In the future, if the property is not acquired, the costs are released to the income statement.

**Investments in subsidiaries**

Investments in subsidiary undertakings are recognised at cost.

**Financial instruments**

Basic financial instruments are measured at amortised cost. The company has no other financial instruments or basic financial instruments measured at fair value.

**FOOD STARS BH LIMITED (Registered number: 09840743)**

**Notes to the Financial Statements - continued  
for the Year Ended 31 December 2019**

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**2. ACCOUNTING POLICIES - continued**

**Taxation**

Taxation for the year comprises current and deferred tax. Tax is recognised in the Income Statement, except to the extent that it relates to items recognised in other comprehensive income or directly in equity.

Current or deferred taxation assets and liabilities are not discounted.

Current tax is recognised at the amount of tax payable using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

**Deferred tax**

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date.

Timing differences arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred tax is measured using tax rates and laws that have been enacted or substantively enacted by the year end and that are expected to apply to the reversal of the timing difference.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

**Leasing commitments**

Rentals paid under operating leases are charged to profit or loss on a straight line basis over the period of the lease.

**Equity instruments**

Equity instruments issued by the company are recorded at the proceeds received, net of direct issue costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the company.

**3. EMPLOYEES AND DIRECTORS**

The average number of employees during the year was 21 (2018 - 3).



**FOOD STARS BH LIMITED (Registered number: 09840743)****Notes to the Financial Statements - continued  
for the Year Ended 31 December 2019****4. OPERATING LOSS**

The operating loss is stated after charging:

	Year Ended 31.12.19	Period 1.4.18 to 31.12.18 Restated
	£	£
Depreciation - owned assets	74,122	68,246
Patents and licences amortisation	306	-
	<u>          </u>	<u>          </u>

**5. INTANGIBLE FIXED ASSETS**

	Patents and licences £
<b>COST</b>	
Additions	1,994
At 31 December 2019	<u>1,994</u>
<b>AMORTISATION</b>	
Amortisation for year	306
At 31 December 2019	<u>306</u>
<b>NET BOOK VALUE</b>	
At 31 December 2019	<u>1,688</u>

**FOOD STARS BH LIMITED (Registered number: 09840743)****Notes to the Financial Statements - continued  
for the Year Ended 31 December 2019****6. TANGIBLE FIXED ASSETS**

	Modular Kitchens £	Feasibility Costs £	Leasehold Improvements £	Kitchen Equipment £
<b>COST</b>				
At 1 January 2019	-	-	484,413	-
Additions	295,774	54,264	81,603	779,073
Disposals	-	-	-	-
At 31 December 2019	295,774	54,264	566,016	779,073
<b>DEPRECIATION</b>				
At 1 January 2019	-	-	136,168	-
Charge for year	-	-	47,039	5,727
Eliminated on disposal	-	-	-	-
At 31 December 2019	-	-	183,207	5,727
<b>NET BOOK VALUE</b>				
At 31 December 2019	295,774	54,264	382,809	773,346
At 31 December 2018	-	-	348,245	-
	Fixtures and fittings £	Motor vehicle £	Computer equipment £	Totals £
<b>COST</b>				
At 1 January 2019	421	17,389	32,642	534,865
Additions	3,841	-	30,380	1,244,935
Disposals	-	(17,389)	-	(17,389)
At 31 December 2019	4,262	-	63,022	1,762,411
<b>DEPRECIATION</b>				
At 1 January 2019	79	3,260	10,496	150,003
Charge for year	335	4,968	16,053	74,122
Eliminated on disposal	-	(8,228)	-	(8,228)
At 31 December 2019	414	-	26,549	215,897
<b>NET BOOK VALUE</b>				
At 31 December 2019	3,848	-	36,473	1,546,514
At 31 December 2018	342	14,129	22,146	384,862

**FOOD STARS BH LIMITED (Registered number: 09840743)****Notes to the Financial Statements - continued  
for the Year Ended 31 December 2019****6. TANGIBLE FIXED ASSETS - continued**

The opening balances for cost and accumulated depreciation do not agree to the prior period financial statements as these were incorrectly stated at 31 December 2018. The opening balances have been restated in order to reflect the correct position as at 1 January 2019. There has been no adjustment to overall net book value of assets at this date.

**7. FIXED ASSET INVESTMENTS**

	Shares in group undertakings £
<b>COST</b>	
At 1 January 2019 and 31 December 2019	1,200
<b>NET BOOK VALUE</b>	
At 31 December 2019	1,200
At 31 December 2018	1,200

The company's investments at the Balance Sheet date in the share capital of companies include the following:

**3 GALES GARDENS LON LIMITED**

Registered office: 25 Canada Square, Level 37, London, United Kingdom, E14 5LQ

Nature of business: Leasing of premises and equipment.

	%
Class of shares:	holding
Ordinary	100.00

**4 GALES GARDENS LON LIMITED**

Registered office: 25 Canada Square, Level 37, London, United Kingdom, E14 5LQ

Nature of business: Leasing of premises and equipment.

	%
Class of shares:	holding
Ordinary	100.00

**FOOD STARS 5 GALES GARDENS LIMITED**

Registered office: 25 Canada Square, Level 37, London, England, E14 5LQ

Nature of business: Leasing of premises and equipment

	%
Class of shares:	holding
Ordinary	100.00

**FOOD STARS BH LIMITED (Registered number: 09840743)****Notes to the Financial Statements - continued  
for the Year Ended 31 December 2019****7. FIXED ASSET INVESTMENTS - continued****FOOD STARS KITCHENS LIMITED**

Registered office: 25 Canada Square, Level 37, London, England, E14 5LQ

Nature of business: Leasing of premises and equipment

	%
Class of shares:	holding
Ordinary	100.00

**FOOD STARS 7 GALES GARDENS LIMITED**

Registered office: 25 Canada Square, Level 37, London, England, E14 5LQ

Nature of business: Leasing of premises and equipment

	%
Class of shares:	holding
Ordinary	100.00

**187 HERCULES ROAD LON LIMITED**

Registered office: 25 Canada Square, Level 37, London, England, E14 5LQ

Nature of business: Leasing of premises and equipment

	%
Class of shares:	holding
Ordinary	100.00

**191 CARLISLE LANE LON LIMITED**

Registered office: 25 Canada Square, Level 37, London, England, E14 5LQ

Nature of business: Leasing of premises and equipment

	%
Class of shares:	holding
Ordinary	100.00

**FOOD STARS BATTERSEA ONE LIMITED**

Registered office: 25 Canada Square, Level 37, London, England, E14 5LQ

Nature of business: Leasing of premises and equipment

	%
Class of shares:	holding
Ordinary	100.00

**FOOD STARS 73 VALLANCE ROAD LIMITED**

Registered office: 25 Canada Square, Level 37, London, England, E14 5LQ

Nature of business: Leasing of premises and equipment

	%
Class of shares:	holding
Ordinary	100.00

**FOOD STARS BH LIMITED (Registered number: 09840743)****Notes to the Financial Statements - continued  
for the Year Ended 31 December 2019****7. FIXED ASSET INVESTMENTS - continued****FOOD STARS 74 VALLANCE ROAD LON LIMITED**

Registered office: 25 Canada Square, Level 37, London, England, E14 5LQ

Nature of business: Leasing of premises and equipment

	%
Class of shares:	holding
Ordinary	100.00

**KENTISH ONE LIMITED**

Registered office: 25 Canada Square, Level 37, London, England, E14 5LQ

Nature of business: Leasing of premises and equipment

	%
Class of shares:	holding
Ordinary	100.00

**FOOD STARS 81 ENID STREET LIMITED**

Registered office: 25 Canada Square, Level 37, London, England, E14 5LQ

Nature of business: Leasing of premises and equipment

	%
Class of shares:	holding
Ordinary	100.00

**EARLSFIELD LON LIMITED**

Registered office: 25 Canada Square Level 37, London, United Kingdom, E14 5LQ

Nature of business: Leasing of premises and equipment

	%
Class of shares:	holding
Ordinary	100.00

**BATTERSEA TWO LON LIMITED**

Registered office: 25 Canada Square Level 37, London, United Kingdom, E14 5LQ

Nature of business: Leasing of premises and equipment

	%
Class of shares:	holding
Ordinary	100.00

**COLINDALE LON LIMITED**

Registered office: 25 Canada Square Level 37, London, United Kingdom, E14 5LQ

Nature of business: Leasing of premises and equipment

	%
Class of shares:	holding
Ordinary	100.00

**FOOD STARS BH LIMITED (Registered number: 09840743)****Notes to the Financial Statements - continued  
for the Year Ended 31 December 2019****8. DEBTORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	31.12.19	31.12.18 Restated
	£	£
Trade debtors	53,644	109,653
Amounts owed by group undertakings	5,129,863	4,007,602
Other debtors	249,778	205,181
	<u>5,433,285</u>	<u>4,322,436</u>

**9. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR**

	31.12.19	31.12.18 Restated
	£	£
Hire purchase contracts (see note 11)	-	651
Trade creditors	185,549	68,761
Amounts owed to group undertakings	7,669,020	3,231,541
Taxation and social security	140,826	47,344
Other creditors	408,002	480,294
	<u>8,403,397</u>	<u>3,828,591</u>

**10. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR**

	31.12.19	31.12.18 Restated
	£	£
Hire purchase contracts (see note 11)	-	8,250
	<u>-</u>	<u>8,250</u>

**FOOD STARS BH LIMITED (Registered number: 09840743)****Notes to the Financial Statements - continued  
for the Year Ended 31 December 2019****11. LEASING AGREEMENTS**

Minimum lease payments fall due as follows:

	Hire purchase contracts	
	31.12.19	31.12.18 Restated
	£	£
Net obligations repayable:		
Within one year	-	651
Between one and five years	-	8,250
	<u>-</u>	<u>8,901</u>
	<u>-</u>	<u>8,901</u>

  

	Non-cancellable operating leases	
	31.12.19	31.12.18 Restated
	£	£
Within one year	82,000	54,000
Between one and five years	216,000	216,000
In more than five years	227,904	281,984
	<u>525,904</u>	<u>551,984</u>
	<u>525,904</u>	<u>551,984</u>

**12. SECURED DEBTS**

The following secured debts are included within creditors:

	31.12.19	31.12.18 Restated
	£	£
HP Motor Vehicle	-	17,389
	<u>-</u>	<u>17,389</u>

**FOOD STARS BH LIMITED (Registered number: 09840743)****Notes to the Financial Statements - continued  
for the Year Ended 31 December 2019****13. RESERVES**

	Retained earnings £	Share premium £	Other reserves £	Totals £
At 1 January 2019	(486,982)	299,855	1,114,646	927,519
Deficit for the year	(1,958,481)			(1,958,481)
At 31 December 2019	<u>(2,445,463)</u>	<u>299,855</u>	<u>1,114,646</u>	<u>(1,030,962)</u>

Other reserves represents loans waived by the previous shareholders and their connected parties on disposal of their shares in the company. Retained earnings at 1 January 2019 have been restated as per note 16.



**FOOD STARS BH LIMITED (Registered number: 09840743)**

**Notes to the Financial Statements - continued  
for the Year Ended 31 December 2019**

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**14. RELATED PARTY DISCLOSURES**

**3 GALES GARDENS LON LIMITED- Subsidiary**

There were no transactions during the period undertaken apart from the transfer of funds. At the balance sheet date the company is due £358,998 (2018: £280,533) from 3 GALES GARDENS LON LIMITED.

**4 GALES GARDENS LON LIMITED- Subsidiary**

There were no transactions during the period undertaken apart from the transfer of funds. At the balance sheet date the company is due £389,584 (2018: £260,884) from 4 GALES GARDENS LON LIMITED.

**5 GALES GARDENS LON LIMITED- Subsidiary**

There were no transactions during the period undertaken apart from the transfer of funds. At the balance sheet date the company is due £35,743 (2018: £91,498) from 5 GALES GARDENS LON LIMITED.

**FOOD STARS KITCHENS LIMITED- Subsidiary**

There were no transactions during the period undertaken apart from the transfer of funds. At the balance sheet date the company is due £142,631 (2018: £66,836) from FOOD STARS KITCHENS LIMITED.

**7 GALES GARDENS LON LIMITED- Subsidiary**

There were no transactions during the period undertaken apart from the transfer of funds. At the balance sheet date the company is due £34,609 (2018: £55,591) from 7 GALES GARDENS LON LIMITED.

**FOOD STARS 73 VALLANCE ROAD LIMITED- Subsidiary**

There were no transactions during the period undertaken apart from the transfer of funds. At the balance sheet date the company is due £459,342 (2018: £321,837) from FOOD STARS 73 VALLANCE ROAD LIMITED.

**FOOD STARS 74 VALLANCE ROAD LIMITED- Subsidiary**

There were no transactions during the period undertaken apart from the transfer of funds. At the balance sheet date the company is due £471,664.18 (2018: £305,744.81) from FOOD STARS 74 VALLANCE ROAD LIMITED.

**FOOD STARS BATTERSEA ONE LIMITED- Subsidiary**

There were no transactions during the period undertaken apart from the transfer of funds. At the balance sheet date the company is due £1,276,295 (2018: £1,117,686) from FOOD STARS BATTERSEA ONE LIMITED.

**187 HERCULES ROAD LON LIMITED- Subsidiary**

There were no transactions during the period undertaken apart from the transfer of funds. At the balance sheet date the company is due £460,878 (2018: £365,192) from 187 HERCULES ROAD LON LIMITED.

**FOOD STARS BH LIMITED (Registered number: 09840743)**

**Notes to the Financial Statements - continued  
for the Year Ended 31 December 2019**

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**191 CARLISLE LANE LON LIMITED- Subsidiary**

There were no transactions during the period undertaken apart from the transfer of funds. At the balance sheet date the company is due £451,093 (2018: £280,238.22) from 191 CARLISLE LANE LON LIMITED.

**KENTISH ONE LIMITED- Subsidiary**

There were no transactions during the period undertaken apart from the transfer of funds. At the balance sheet date the company is due £1,048,981 (2018: £830,420) from KENTISH ONE LIMITED.

**FOODSTARS HOLDINGS LIMITED- Parent Company**

There were no transactions during the period undertaken apart from the transfer of funds. At the balance sheet date the company owes £7,639,218 (2018: £0) to FOODSTARS HOLDINGS LIMITED.

**CSS LLC Inc- Ultimate Parent Company**

There were no transactions during the period undertaken apart from the transfer of funds. At the balance sheet date the company owes £0 (2018: £3,231,541) to CSS LLC Inc.

**FOOD STARS 81 ENID STREET LIMITED- Subsidiary**

There were no transactions during the period undertaken apart from the transfer of funds. At the balance sheet date the company owes £29,802.65 (2018: amount owed from FOOD STARS 81 ENID STREET LIMITED of £31,142) to FOOD STARS 81 ENID STREET LIMITED.

**15. ULTIMATE PARENT COMPANY**

The Company's immediate parent company is Foodstars Holding Limited. The ultimate parent company of Flatpark Holdings Limited is CSS LLC and CSS LLC is the smallest and largest company for which group accounts are drawn up. CSS LLC is incorporated in Delaware, in the United States of America, and group accounts for CSS LLC are available from 251 Little Falls Drive, Wilmington, DE 19808.

**FOOD STARS BH LIMITED (Registered number: 09840743)****Notes to the Financial Statements - continued  
for the Year Ended 31 December 2019****16. PRIOR PERIOD ADJUSTMENT**

The prior year adjustment relates to a correction of payroll taxes due in respect of company employees in the prior period.

**Changes to the balance sheet**

	At 31 December 2018		
	As previously reported £	Adjustment £	As restated £
<b>CURRENT ASSETS</b>			
Debtors	4,292,301	30,135	4,322,436
<b>CREDITORS</b>			
Amounts falling due within one year	552,425	44,625	597,050
Net Assets	4,218,950	(14,490)	4,204,460
<b>CAPITAL AND RESERVES</b>			
Retained earnings	(472,492)	(14,490)	(486,982)

**Changes to the profit and loss account**

	At 31 December 2018		
	As previously reported £	Adjustment £	As restated £
Administration expenses	605,673	14,490	620,163
Loss for the financial period	404,330	14,490	418,820