

Company Registration No. 13499409 (England and Wales)

**BOPARAN PRIVATE OFFICE LIMITED
(FORMERLY BOPARAN PRIVATE INVESTMENTS
LIMITED)**

**ANNUAL REPORT AND FINANCIAL
STATEMENTS
FOR THE 52 WEEK PERIOD ENDED
1 JANUARY 2023**

*See note 33 where Parent Company / Group accounts provide
audit exemptions :*

Groze Turkeys (UK) limited (Co # 12179930)

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BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

COMPANY INFORMATION

Directors	R S Boparan B K Boparan S Henderson
Company number	13499409
Registered office	2nd Floor Colmore Court 9 Colmore Row Birmingham B3 2BJ
Auditor	Haines Watts Birmingham LLP 5 - 6 Greenfield Crescent Edgbaston Birmingham B15 3BE

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

STRATEGIC REPORT

FOR THE PERIOD ENDED 1 JANUARY 2023

The directors present their strategic report on the affairs of the group, together with the audited financial statements for the 52 week period ended 1 January 2023. The prior period was 52 weeks ending 2 January 2022.

Business review

The company was incorporated on 7 July 2021.

During the current period, in connection with a reorganisation of the shareholder's interests, Boparan Private Office Limited entered into share exchange agreements to acquire 3 entities. The group reorganisation has been accounted for using merger accounting under FRS 102 (further details can be found in note 1 of the financial statements).

On 3 January 2022, the company acquired the entire issued share capital of Invest Co 1 Limited. The company issued 130,000 £1 ordinary shares in consideration for 1,000,000 £1 ordinary shares in Invest Co 1 Limited.

On 3 January 2022, the company acquired the entire issued share capital of Amber REI Holdings Limited. The company issued 869,998 £1 ordinary shares in consideration for 2,002, £1 ordinary shares in Amber REI Holdings Limited.

On 5 December 2022, the company acquired the entire issued share capital of Amber Residential Properties Limited. The company issued 55,000 £1 ordinary shares in consideration for 2 £1 ordinary shares in Amber Residential Properties Limited.

Following the acquisition of Elkes Biscuits Limited on 12 February 2022 and the inclusion of the first full year of trade for the acquisitions made in 2021, the group increased its turnover to £1,594.7m from £1,086.0m. The group's financial health remains strong with a significant cash balance and net asset position. The group maintains a positive financial outlook, supported by the continued growth in the poultry market.

Poultry Related Products

For the 52 week period ended 1 January 2023, turnover was £824.3m (2022: £482.6m). The increase in sales is driven by strategic acquisitions and new product lines. The group maintains a positive outlook in spite of some turbulence in the wider poultry market as the UK retailers have been supportive in accepting price increases to support the recent changes in commodity and energy prices. While the ongoing conflict in the Ukraine adds uncertainty, particularly on feed price, the business is well positioned to maintain its profitability.

Poultry Feed Milling

Turnover increased to £442.7m (2022: £357.6m) mainly due to an increase in selling price of 29% driven by year on year increased raw material commodity prices. The group continues to invest significantly in mill equipment and infrastructure at each milling site to ensure high standards of productivity and efficiency are maintained.

Restaurants

Turnover increased from the prior period to £144.5m (2022: £110.3m). The increase in turnover is as a result of improved trading conditions following COVID-19, but has been hindered by the current cost of living crisis. The group continues to invest in new restaurant openings, particularly Slim Chickens, and improvements to its existing estate.

House Sales

During the period turnover was £83.6m (2022: £82.5m). The group continues to acquire new sites to complement the existing sites for the delivery of legal completions given there remains an undersupply of new build homes in the UK, however, the criteria for acquisitions has been made stricter given both the cost of living crisis and significant increase in interest rates currently impacting demand.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

STRATEGIC REPORT (CONTINUED)

FOR THE PERIOD ENDED 1 JANUARY 2023

Business review (continued)

Rental Income

For the period ended 1 January 2023, turnover was £48.3m (2022: £45.4m). As with the prior period, the portfolio of assets is close to 100% occupied. A revaluation of the estate took place in the period and this led to an overall increase in valuation by £16.0m (2022: an increase of £20.5m).

Food Manufacture

For the period ended 1 January 2023, turnover was £44.1m (2022: £2.9m). The increase is primarily due to the acquisition of Elkes Biscuits Limited on 12 February 2022. The group continues to make investments in this sector to realise further growth opportunities both organically through additional retailer own brand sales and development of our portfolio of brands as well as further strategic acquisitions.

Key performance indicators

The directors monitor the group's performance in a number of ways including key performance indicators (KPIs) as follows:

	1 January 2023	2 January 2022
Turnover:		
Poultry related products (£m)	824.3	482.6
Poultry feed milling (£m)	442.7	357.6
Restaurants (£m)	144.5	110.3
House sales (£m)	83.6	82.5
Rental income	48.3	45.4
Food manufacture (£m)	44.1	2.9
Other (£m)	7.2	4.6
Gross profit margin (%)	25.3	25.5
Operating profit from core trading activities (£m)	71.7	45.6
Net Assets (£m)	423.9	338.1
Employee Numbers	8,436	6,428

The KPIs noted above include the use of an alternative performance measure, being operating profit from core trading activities. Operating profit from core trading activities has been included as a KPI as it provides a better reflection of the year on year performance of the group. It excludes other operating income and the release of negative goodwill that are not representative of the group's principal trading activities, as shown clearly on the Consolidated Statement of Comprehensive Income.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

STRATEGIC REPORT (CONTINUED) **FOR THE PERIOD ENDED 1 JANUARY 2023**

Principal Risks and Uncertainties

Strategic risks

The main strategic risks would come from the market situation, if the trend of increasing demand for poultry reversed and the subsequent demand for growing space and feed were reduced. This is considered as minimal as currently there is an overall insufficient supply of UK grown poultry to meet consumer demands.

The group's strategy is to diversify its business in the long term by entering new markets and introducing new products. As demonstrated by the recent acquisitions of Elkes Biscuits, Holland's Pies and Portumna Pastry.

However, there are also risks against which the group cannot fully protect itself such as a poultry disease outbreak or a food safety concern such as campylobacter. The group strategy is to proactively address such risks with its related party customers to mitigate the risks more effectively.

There is continued economic uncertainty with respect to the cost of living crisis. The board of directors acknowledges this uncertainty and continues to monitor its associated risks however, at present the risk is not deemed high given our business is both directly and indirectly serving the food retail sector.

Operational risks

2 Agriculture Limited is a key subsidiary in the group, which produces animal feed. Quality in 2 Agriculture Limited is assured by accreditation to: United Feed Assurance Scheme HACCP systems, as well as adherence to many customer codes of practice. Additional rigorous testing of raw material and finished product is routinely carried out to ensure highest standards are met.

Health, safety, and environmental risks are regularly reviewed and prioritised throughout the group, with work streams established to minimise the risk to people, equipment, and property. Immediate and future risks to the business include regulatory changes, avian influenza, and public health scares.

Movements in feed costs related to the availability of key ingredients, where the group actively monitor the prices and where possible use forward buying to try and mitigate this risk as much as possible. Competition from cheaper overseas poultry producers, managing the production of birds to match anticipated but uncertain demand, the potential effects of widespread poultry disease and the need to maintain and enhance the group brands remain key operational challenges, which management actively monitor.

To assure safety the group will coordinate its structural risk and an engineering program with the requirements of the insurers. Under the terms of a coordinated programme, measures are taken in respect of preventative maintenance and technical procedures. In the event of a major facility loss, contingency plans are in place to minimise business disruption.

Health, safety and environmental risk are regularly reviewed and prioritised, with work streams established to minimise the risk to people, equipment and property. Immediate and future risks to the business include regulation changes, age and quality of parts of the portfolio and an on-going footprint review all of which can result in space becoming available. The majority of this risk is within livestock buildings.

Financial risks

The group operates within a framework of weekly reporting which covers weekly performance measures for profitability and cash flow production. A set of monthly management accounts is also produced to manage the commercial drivers of the business in a controlled manner thus minimising the financial and operational impacts and risks upon the group.

The group monitors cash flow as a part of its day to day control procedures. Regular considerations of the group's cash flow projections enable management to ensure that the group operates within the committed funding available to it.

The group is funded by means of bank loans, which have covenants attached. Compliance with these covenants is assessed on a quarterly basis.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

STRATEGIC REPORT (CONTINUED)

FOR THE PERIOD ENDED 1 JANUARY 2023

Risk Management

The group's operations and financing arrangements expose it to a variety of financial risks that are discussed below.

Liquidity risk

Liquidity risk is the risk that the group will be unable to meet its liabilities as they fall due. The group has loan facilities to continue providing support for its operations. The group manages its liquidity risk by continuously monitoring forecasted and actual cash flows, looking at overdraft arrangements and managing the maturity dates of its loan facilities to ensure continuity of funding.

Interest rate risk

Interest rate risk is the risk to the group from fluctuating market interest rates. Bank loans attract interest at a margin above SONIA. As the banking covenants stipulate, the group requires sufficient cover in excess of the interest payable.

Credit risk

Credit risk is the risk of financial loss where counterparties are not able to meet their obligations as they fall due. The group is exposed to credit risk on its financial assets, namely its trade and other receivables. The group's customer base is predominantly large retailers and they represent large, well-managed businesses.

Going Concern

After making enquiries, the directors have a reasonable expectation that both the group and company have adequate resources and finance facilities to continue in operational existence for at least the next 12 month period from the date these financial statements were approved. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

In reaching this decision the directors have considered latest forecasts to 31 December 2024 and contractual agreements. These demonstrate that the group has sufficient financing facilities available to continue to trade as a going concern. For further details see note 1 to the financial statements.

Future Developments

The group maintains a positive future outlook underpinned by growth in the poultry market. To keep up with the growth in demand and output required, the group will continue to seek opportunities to improve and develop its existing infrastructure.

We continue to engage directly with buyers, working on tenders, presenting new products, and engaging with customer audits.

Events after the reporting date

Following a strategic review by Boparan Holdings Limited, a related party, of their manufacturing footprint and product offering, Boparan Holdings Limited decided to dispose of their frozen bakery operations. As a result, on 1 April 2023, the group acquired 100% of the share capital of both Portumna Pastry Limited and Holland's Pies Limited for a total consideration of £21.6m.

Post 1 January 2023 the group disposed of its entire holdings in both Buffalo Logistics Limited and Corkers Crisps Limited for a total consideration of £8.0m.

Section 172 (1) statement

The directors confirm that during the period under review, it has acted fairly between members of the group to promote the long term success of the group for the benefit of all shareholders, whilst having regard to the matters set out in section 172(1)(a)-(f) of the Companies Act 2006 in the decisions taken during the period ended 1 January 2023, further detail of which is set out below.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

STRATEGIC REPORT (CONTINUED)

FOR THE PERIOD ENDED 1 JANUARY 2023

Why we engage	How we engage	What matters most to our stakeholders	How we respond
Our people			
We wish to continue to be a responsible employer, both in terms of continuing to ensure the health, safety and wellbeing of our people and also ensuring we maintain a responsible approach to the pay and benefits our people receive.	We get to know our employees and give them the opportunity to have a voice, have meetings and an opportunity for feedback. There are training and development programmes, internal communications and a regular appraisal and review process.	Employee safety and wellbeing, diversity and inclusion, career and personal development, fair pay, clarity of direction, mutual respect and enjoyment at work.	Communication newsletters and/or noticeboards, information videos for our colleagues, regular appraisals and feedback.
Our customers			
Our purpose is to deliver high quality service to all of our customers, who are at the heart of everything we do.	We work closely with our customers to let them know our product range, capabilities, NPD, and that we can meet their requirements to maintain continuity of supply. All of our initiatives focus on clear communication.	Our customers want products supplied at the right price, level of service and on time delivery, with consistency of supply and technical compliance. It is important that we hold full accreditations to all certified bodies.	We are always there for our customers, with an efficient order process, regular contact and communication from the commercial team.
Our suppliers			
We let suppliers know both our requirements and the standards expected, so that they meet our expectations. Without supplier partnerships we cannot guarantee high quality products to sell to our customers.	Our purchasing teams work directly with supplier sales contacts, supply timely purchase orders, and provide regular forecasts on requirements. There is constant, ongoing communication with suppliers.	Healthy sustainable supply relationships, credit worthiness, financial stability to meet our commitments and adherence to both anti-bribery and anti-modern slavery laws.	We work closely to provide feedback on delivery performance and quality of product/ service. Suppliers are benchmarked and there is a regular tendering process.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

STRATEGIC REPORT (CONTINUED)

FOR THE PERIOD ENDED 1 JANUARY 2023

<i>Trade bodies</i>			
It is particularly important to our customers that we achieve and maintain the required standards in order to obtain the necessary accreditations that our customers require.	We retain active membership of all necessary trade bodies. There are regular meetings, audits and inspections, site visits and contact with the accrediting bodies.	Maintain relationships with all regulatory bodies and demonstrate food safety and compliance to all trade bodies.	Maintain standards required by all food authority bodies. The senior leadership team sit on steering meetings and actively engage in all initiatives.
<i>Our communities and the environment</i>			
We take our responsibilities to the local community seriously. We acknowledge the responsibility we have to protect the environment and to minimise the environmental impact of our activities.	Our businesses have regular meetings with local neighbourhood groups as well as engage in local charity initiatives.	That we are a responsible employer that respects our neighbours, local community and the wider environment.	We have regular meetings with local neighbourhood groups and maintain relationships with local council officers.

On behalf of the board

DocuSigned by:

S Henderson

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S Henderson

Director

10/31/2023

Date:

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

DIRECTORS' REPORT

FOR THE PERIOD ENDED 1 JANUARY 2023

The directors present their annual report and financial statements for the 52 week period ended 1 January 2023.

This report should be read in conjunction with the Strategic Report. Key information relating to the business noted in the Strategic Report has not been repeated in the Directors' Report.

Principal activities

The principal activities of the group continued to be that of poultry related products, poultry feed milling and restaurant operations. The principal activity of the company is that of a holding company.

The company changed its name from Boparan Private Investments Limited to Boparan Private Office Limited on 5 August 2022.

Results and dividends

The results for the 52 week period are set out on pages 14 to 15.

No dividend was paid in the period (2022: £10,000,000).

Directors

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

R S Boparan

B K Boparan

S Henderson

(Appointed 4 August 2022)

Qualifying third party indemnity provisions

The company has made qualifying third party indemnity provisions for the benefit of its directors during the period. These provisions remain in force at the reporting date.

Disabled persons

The group continues to adopt a policy of non - discrimination in the employment of disabled persons. Their training and career development are consistent with the group's general policies and procedures relating to those activities. In addition, where an employee becomes disabled, every effort is made to ensure continuity of employment or to offer suitable employment with appropriate retraining if necessary.

Employee involvement

The group has continued to keep employees informed of matters affecting them as employees and the financial and economic factors affecting the performance of the group. It will continue to ensure that employees are encouraged to participate in the effective running of the group. Further information on employee engagement is detailed in the Strategic Report.

Auditor

Haines Watts Birmingham LLP were appointed as auditor to the company and in accordance with section 485 of the Companies Act 2006, a resolution proposing that they be re-appointed will be put at a General Meeting.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

DIRECTORS' REPORT (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

Energy and carbon reporting

The group's greenhouse gas emissions and energy consumption are as follows:

	2023	2022
<i>Energy consumption</i>	MWh	MWh
Aggregate of energy consumption in the year	397,624	264,431
<i>Emissions of CO2 equivalent</i>	Metric tonnes	Metric tonnes
Scope 1 - direct emissions		
- Gas combustion	45,262.00	24,408.00
- Fuel consumed for owned transport	10,585.00	8,085.00
	55,847.00	32,493.00
Scope 2 - indirect emissions		
- Electricity purchased	35,204.00	25,812.00
Total gross emissions	91,051.00	58,305.00
<i>Intensity ratio</i>		
kgCO2e/£1million turnover	57	54

Quantification and reporting methodology

The group has followed the 2019 HM Government Environmental Reporting Guidelines and reported only for all UK companies within the group. The group has also used the GHG Reporting Protocol – Corporate Standard and have used the 2020 UK Government's Conversion Factors for Company Reporting.

Intensity measurement

The chosen intensity measurement ratio is total gross emissions in metric tonnes CO2e per £1 million sales value, the recommended ratio for the poultry, food manufacturing and restaurant operations.

The chosen intensity measurement ratio in the house building sector is total gross emissions in metric tonnes CO2e per home sold.

Measures taken to improve energy efficiency

The group strives to reduce energy and associated carbon emissions, through operational and technological improvements, including:

- Introduction of weekly reporting of energy KPI's to ensure site management are aware of any changes in efficiency at short notice
- Driver Training and Incentive Scheme to achieve best fuel performance
- Ongoing replacement programme of traditional tube lightening with LED lighting
- Implement operational improvements working with partners to recycle as much waste generated in the production processes as possible
- Using ingredients which are less energy intensive in the production process

Statement of disclosure to auditor

So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information of which the company's auditor is unaware. Additionally, each director has taken all the necessary steps that they ought to have taken as a director in order to make themselves aware of all relevant audit information and to establish that the company's auditor is aware of that information.

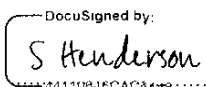
BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

DIRECTORS' REPORT (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

Other information

An indication of likely future developments in the business, particulars of significant events which have occurred since the end of the financial year, going concern and financial risks have been included in the group Strategic Report. Details of how the directors have engaged with employees and key stakeholders of the business, such as suppliers and customer are detailed in the group Strategic Report.

On behalf of the board

DocuSigned by:

.....44110846CAC8448.....
S Henderson
Director

Date: 10/31/2023
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BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

DIRECTORS' RESPONSIBILITIES STATEMENT FOR THE PERIOD ENDED 1 JANUARY 2023

The directors are responsible for preparing the Strategic Report and the 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 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 group and company, and of the profit or loss of the group 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;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the group and company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the group's and company's transactions and disclose with reasonable accuracy at any time the financial position of the group and 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 group and company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

Opinion

We have audited the financial statements of Boparan Private Office Limited (the 'parent company') and its subsidiaries (the 'group') for the year ended 1 January 2023 which comprise the Consolidated Statement of Comprehensive Income, the Consolidated and Company Balance Sheets, the Consolidated and Company Statements of Changes in Equity, the Consolidated Statement of Cash Flows 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 group's and of the parent company's affairs as at 1 January 2023 and of the group's profit 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 Auditors' responsibilities for the audit of the financial statements section of our report. We are independent of the group and the parent 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 are responsible for concluding 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 group's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the auditor's opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the group to cease to continue as a going concern.

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 group's or the parent 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.

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.

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 directors are responsible for the other information. The other information comprises the information in the Strategic Report and the Directors' Report, 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 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.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED) (CONTINUED)

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.

Matters on which we are required to report by exception

In the light of the knowledge and understanding of the group and the parent 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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company 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 10, 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 group's and the parent 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 group or the parent 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 a Report of the Auditors 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 our procedures are capable of detecting irregularities, including fraud is detailed below:

We obtained an understanding of the legal and regulatory framework applicable to both the company and group itself and the industry in which it operates. We identified areas of laws and regulations that could reasonably be expected to have a material effect on the financial statements from our sector experience and through discussion with the directors and other management. The most significant were identified as the Companies Act 2006, UK GAAP (FRS 102), relevant tax legislation, health and safety regulation, employment law, environmental practices and bribery and corruption practices.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED) (CONTINUED)

We considered the extent of compliance with those laws and regulations as part of our procedures on the related financial statements. Our audit procedures included:

- making enquires of directors and management as to where they consider there to be a susceptibility to fraud and whether they have any knowledge or suspicion of fraud;
- obtaining an understanding of the internal controls established to mitigate risks related to fraud or non-compliance with laws and regulations;
- assessing the appropriateness of the collective competence and capabilities of the engagement team;
- assessing the design effectiveness of the controls in place to prevent and detect fraud;
- assessing the risk of management override including identifying and testing journal entries;
- identifying areas of laws and regulations, where the consequence of non-compliance could reasonably be expected to have a material effect on the financial statements, from our general commercial and sector experience and through discussions with the company's management;
- we identified the following laws and regulations as the most likely to have a material impact if non-compliance were to occur; health and safety regulation, employment law, environmental practices and bribery and corruption practices;
- challenging the assumptions and judgements made by management in its significant accounting estimates.
- We corroborated our enquiries through our review of board minutes and certain other audit procedures.
- Review of purchase existence and that development costs have been allocated to the correct site.
- Review of legal and professional expenditure to identify any evidence of ongoing litigation or enquiries.

Whilst our audit did not identify any significant matters relating to the detection of irregularities including fraud, and despite the audit being planned and conducted in accordance with ISAs (UK), there remains an unavoidable risk that material misstatements in the financial statements may not be detected owing to inherent limitations of the audit, and that by their very nature, any such instances of fraud or irregularity would likely involve collusion, forgery, intentional misrepresentations, or the override of internal controls.

A further description of our responsibilities for the audit of the financial statements is located on the Financial Reporting Council's website at: <https://www.frc.org.uk/auditorsresponsibilities> This description forms part of our Report of the Auditors.

Other matter

The consolidated accounts of the group were not required to be produced for the period ended 2 January 2022. The comparative amounts shown in the consolidated financial statements are a consolidation of the three groups previously under common control, but as a result of a reorganisation under Merger Accounting the results are shown as though the group had always been in existence. These groups were audited by another auditor who expressed an unmodified opinion on all three groups for the period ended 2 January 2022. We have undertaken a review of working papers for all significant components for the prior period and have audited the consolidation journals to gain comfort over the opening balances for the period audited by ourselves.

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.



Andrew Hughes FCA (Senior Statutory Auditor)
For and on behalf of Haines Watts Birmingham LLP, Statutory Auditor
5 - 6 Greenfield Crescent
Edgbaston
Birmingham
B15 3BE

31/10/2023

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD ENDED 1 JANUARY 2023

		Period ended 1 January 2023 £000	Period ended 2 January 2022 £000
	Notes		
Turnover	3	1,594,704	1,085,962
Cost of sales		(1,190,705)	(808,913)
Gross profit		403,999	277,049
Distribution costs		(48,153)	(30,090)
Administrative expenses		(300,171)	(221,926)
Revaluation of investment properties	14	16,021	20,542
Operating profit from core trading activities		71,696	45,575
Other operating income	3	6,443	19,145
Release of negative goodwill	12	17,867	10,158
Operating profit after non-core trading activities		96,006	74,878
Interest receivable and similar income	8	1,010	1,486
Interest payable and similar expenses	9	(6,787)	(5,132)
Other gains and losses	10	-	(1,163)
Profit before taxation		90,229	70,069
Tax on profit	11	(8,366)	(25,105)
Profit for the financial period		81,863	44,964
Profit for the financial period is attributable to:			
- Owners of the parent company		80,961	43,542
- Non-controlling interests		902	1,422
		81,863	44,964
Other comprehensive income net of taxation			
Revaluation of tangible fixed assets		5,549	3,637
Currency translation differences		282	(225)
Tax relating to other comprehensive income		(1,216)	(1,338)
Total comprehensive income for the period		86,478	47,038

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD ENDED 1 JANUARY 2023

	Period ended 1 January 2023 £000	Period ended 2 January 2022 £000
Notes		
Total comprehensive income for the period is attributable to:		
- Owners of the parent company	85,576	45,616
- Non-controlling interests	902	1,422
	<u>86,478</u>	<u>47,038</u>

Company Registration No. 13499409

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

STATEMENTS OF FINANCIAL POSITION

AS AT 1 JANUARY 2023

		Group	2022	Company	2022
	Notes	2023	2022	2023	2022
		£000	£000	£000	£000
Fixed assets					
Goodwill	12	11,731	13,155	-	-
Negative goodwill	12	(77,005)	(73,153)	-	-
Net goodwill		(65,274)	(59,998)	-	-
Other intangible assets	12	7,200	7,693	-	-
Total intangible assets		(58,074)	(52,305)	-	-
Tangible assets	13	184,476	168,943	-	-
Investment properties	14	318,538	289,196	-	-
Investments	15	11,936	10,938	1,055	-
		456,876	416,772	1,055	-
Current assets					
Stocks	19	153,985	138,247	-	-
Debtors falling due after more than one year	20	862	474	-	-
Debtors falling due within one year	20	243,472	194,942	34	-
Cash at bank and in hand		79,413	54,072	-	-
		477,732	387,735	34	-
Creditors: amounts falling due within one year	21	(350,717)	(302,542)	(205)	-
Net current assets/(liabilities)		127,015	85,193	(171)	-
Total assets less current liabilities		583,891	501,965	884	-
Creditors: amounts falling due after more than one year	22	(106,980)	(108,071)	-	-
Provisions for liabilities	26	(52,968)	(55,804)	-	-
Net assets		423,943	338,090	884	-

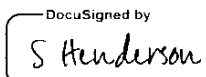
Company Registration No. 13499409

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)**STATEMENTS OF FINANCIAL POSITION (CONTINUED)****AS AT 1 JANUARY 2023**

		Group		Company	
	Notes	2023	2022	2023	2022
		£000	£000	£000	£000
Capital and reserves					
Called up share capital	29	1,055	1,055	1,055	-
Revaluation reserve	30	18,915	16,397	-	-
Other reserves	30	70,495	70,495	-	-
Profit and loss reserves	30	327,407	244,349	(171)	-
Equity attributable to owners of the parent company		417,872	332,296	884	-
Non-controlling interests		6,071	5,794	-	-
		423,943	338,090	884	-

As permitted by s408 Companies Act 2006, the company has not presented its own profit and loss account and related notes as it prepares group accounts. The company's loss for the year was £171,000 (2022: £nil).

The financial statements were approved by the board of directors and authorised for issue on 10/31/2023 and are signed on its behalf by:

DocuSigned by

 S Henderson
 Director

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 1 JANUARY 2023

	Share capital	Revaluation reserve	Merger reserve	Profit and loss reserves	Total controlling interest	Non-controlling interest	Total
	£000	£000	£000	£000	£000	£000	£000
Balance at 3 January 2021	1,055	15,839	70,495	209,291	296,680	4,372	301,052
Period ended 2 January 2022:							
Profit for the period	-	-	-	43,542	43,542	1,422	44,964
Other comprehensive income net of taxation:							
Revaluation of tangible fixed assets	-	3,637	-	-	3,637	-	3,637
Currency translation differences	-	-	-	(225)	(225)	-	(225)
Tax relating to other comprehensive income	-	(1,338)	-	-	(1,338)	-	(1,338)
Total comprehensive income for the period	-	2,299	-	43,317	45,616	1,422	47,038
Dividends	-	-	-	(10,000)	(10,000)	-	(10,000)
Transfers	-	(1,741)	-	1,741	-	-	-
Balance at 2 January 2022	1,055	16,397	70,495	244,349	332,296	5,794	338,090

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY (CONTINUED)

FOR THE PERIOD ENDED 1 JANUARY 2023

	Share capital £000	Revaluation reserve £000	Merger reserve £000	Profit and loss reserves £000	Total controlling interest £000	Non- controlling interest £000	Total £000
Balance at 2 January 2022	1,055	16,397	70,495	244,349	332,296	5,794	338,090
Period ended 1 January 2023:							
Profit for the period	-	-	-	80,961	80,961	902	81,863
Other comprehensive income net of taxation:							
Revaluation of tangible fixed assets	-	5,549	-	-	5,549	-	5,549
Currency translation differences	-	-	-	282	282	-	282
Tax relating to other comprehensive income	-	(1,216)	-	-	(1,216)	-	(1,216)
Total comprehensive income for the period	-	4,333	-	81,243	85,576	902	86,478
Distribution to non-controlling interests	-	-	-	-	-	(625)	(625)
Transfers	-	(1,815)	-	1,815	-	-	-
Balance at 1 January 2023	1,055	18,915	70,495	327,407	417,872	6,071	423,943

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

COMPANY STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 1 JANUARY 2023

	Notes	Share capital £000	Profit and loss reserves £000	Total £000
Balance at 7 July 2021		-	-	-
Period ended 2 January 2022:				
Profit and total comprehensive income for the period		-	-	-
Balance at 2 January 2022		-	-	-
Period ended 1 January 2023:				
Loss and total comprehensive income for the period		-	(171)	(171)
Called up share capital	29	1,055	-	1,055
Balance at 1 January 2023		1,055	(171)	884

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

CONSOLIDATED STATEMENT OF CASH FLOWS FOR THE PERIOD ENDED 1 JANUARY 2023

	Notes	2023 £000	£000	2022 £000	£000
Cash flows from operating activities					
Cash generated from operations	31		61,700		68,544
Interest paid			(6,646)		(5,060)
Income taxes paid			(6,824)		(8,551)
Net cash inflow from operating activities			48,230		54,933
Investing activities					
Proceeds of disposal of business			-		42
Purchase of intangible assets			(106)		(49)
Purchase of tangible fixed assets			(20,664)		(18,600)
Proceeds on disposal of tangible fixed assets			6,147		335
Purchase of investment property			(16,577)		(9,681)
Proceeds on disposal of investment property			2,996		2,716
Purchase of subsidiaries			(112)		(9,308)
Proceeds from other investments			-		8,956
Interest received			12		406
Net cash used in investing activities			(28,304)		(25,183)
Financing activities					
Advance/(repayment) of borrowings			3,812		(8,348)
Advance of debt factoring facility			2,235		158
Payment of finance leases obligations			(1,675)		(16,579)
Dividends paid to equity shareholders			-		(10,000)
Distribution to non-controlling interests			(625)		-
Net cash generated from/(used in) financing activities			3,747		(34,769)
Net increase/(decrease) in cash and cash equivalents			23,673		(5,019)
Cash and cash equivalents at beginning of period			54,072		59,312
Effect of foreign exchange rates			149		(221)
Cash and cash equivalents at end of period			77,894		54,072
Relating to:					
Cash at bank and in hand			79,413		54,072
Bank overdrafts included in creditors payable within one year			(1,519)		-

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 1 JANUARY 2023

1 Accounting policies

Company information

Boparan Private Office Limited (formerly Boparan Private Investments Limited) ("the company") is a private company limited by shares and is registered and incorporated in England and Wales. The registered office is 2nd Floor, Colmore Court, 9 Colmore Row, Birmingham, B3 2BJ.

The group consists of Boparan Private Office Limited (formerly Boparan Private Investments Limited) and all of its subsidiaries.

The company's and the group's principal activities and nature of its operations are disclosed in the Directors' Report.

Accounting convention

These financial statements have been prepared in accordance with FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" ("FRS 102") and the requirements of the Companies Act 2006, including the provisions of the Large and Medium sized companies and groups (accounts and reports) Regulations 2008.

The financial statements are prepared in sterling, which is the functional currency of the company. Monetary amounts in these financial statements are rounded to the nearest £000 except where otherwise indicated.

The financial statements have been prepared under the historical cost convention, modified to include the revaluation of freehold properties and to include investment properties and certain financial instruments at fair value. The principal accounting policies adopted are set out below.

Reduced disclosure

The company is a qualifying entity for the purposes of FRS 102, being a member of a group where the parent of that group prepares publicly available consolidated financial statements, including this company, which are intended to give a true and fair view of the assets, liabilities, financial position and profit or loss of the group. The company has therefore taken advantage of exemptions from the following disclosure requirements for parent company information presented within the consolidated financial statements:

- Section 7 'Statement of Cash Flows': Presentation of a statement of cash flow and related notes and disclosures;
- Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instrument Issues': Carrying amounts, interest income/expense and net gains/losses for each category of financial instrument; basis of determining fair values; details of collateral, loan defaults or breaches, details of hedges, hedging fair value changes recognised in profit or loss and in other comprehensive income;
- Section 33 'Related Party Disclosures': Compensation for key management personnel and the company is exempt from the requirement to disclose transactions with other wholly owned members of the group headed by Boparan Private Office Limited as 100% of voting rights are controlled within the group.

The financial statements of the company are consolidated into these financial statements.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 1 JANUARY 2023

1 Accounting policies (Continued)

Basis of consolidation

The consolidated financial statements incorporate those of Boparan Private Office Limited (formerly Boparan Private Investments Limited) and all of its subsidiaries (i.e. entities that the group controls through its power to govern the financial and operating policies so as to obtain economic benefits). Subsidiaries acquired during the year are consolidated using the purchase method. Their results are incorporated from the date that control passes.

All financial statements are drawn up to within 7 days of 1 January 2023. Where necessary, adjustments are made to the financial statements of subsidiaries to bring the accounting policies used into line with those used by other members of the group.

All intra-group transactions, balances and unrealised gains on transactions between group companies are eliminated on consolidation. Unrealised losses are also eliminated unless the transaction provides evidence of an impairment of the asset transferred.

The cost of a business combination is the fair value at the acquisition date of the assets given, equity instruments issued and liabilities incurred or assumed, plus costs directly attributable to the business combination. The excess of the cost of a business combination over the fair value of the identifiable assets, liabilities and contingent liabilities acquired is recognised as goodwill.

The cost of the combination includes the estimated amount of contingent consideration that is probable and can be measured reliably, and is adjusted for changes in contingent consideration after the acquisition date.

Provisional fair values recognised for business combinations in previous periods are adjusted retrospectively for final fair values determined in the 12 months following the acquisition date.

Deferred tax is recognised on differences between the value of assets (other than goodwill) and liabilities recognised in a business combination accounted for using the purchase method and the amounts that can be deducted or assessed for tax, considering the manner in which the carrying amount of the asset or liability is expected to be recovered or settled. The deferred tax recognised is adjusted against goodwill or negative goodwill.

Merger accounting for reorganisation

During 2022, in connection with a reorganisation of the shareholder's interests, Boparan Private Office Limited entered into share exchange agreements to acquire 3 entities.

On 3 January 2022, the company acquired the entire issued share capital of Invest Co 1 Limited. The company issued 130,000 £1 ordinary shares in consideration for 1,000,000 £1 ordinary shares in Invest Co 1 Limited.

On 3 January 2022, the company acquired the entire issued share capital of Amber REI Holdings Limited. The company issued 869,998 £1 ordinary shares in consideration for 2,002 £1 ordinary shares in Amber REI Holdings Limited.

On 5 December 2022, the company acquired the entire issued share capital of Amber Residential Properties Limited. The company issued 55,000 £1 ordinary shares in consideration for 2 £1 ordinary shares in Amber Residential Properties Limited.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

1 Accounting policies (Continued)

Merger accounting for reorganisation (continued)

The group reorganisation has been accounted for using merger accounting under FRS 102 paragraphs 19.27-19.33. This permits a group reorganisation to be accounted for using merger accounting provided:

- the use of the merger accounting method is not prohibited by company law or other relevant legislation;
- the ultimate equity holders remain the same, and the rights of each equity holder, relative to the others, are unchanged; and
- no non-controlling interest in the net assets of the group is altered by the transfer.

The merger accounting method consolidates the group in the parent's consolidated financial statements as if it was in existence before the business combination. The results and cash flows of all the subsidiaries from the beginning of the financial year in which the combination occurred are included. The comparative information is restated to include the total comprehensive income and statement of financial position for the previous reporting period for all combining entities, adjusted as necessary to achieve uniformity of the accounting policies.

In these circumstances, it has been considered appropriate to present consolidated information for the group as if the new legal structure had always existed. This recognises the fact that, notwithstanding the incorporation of a new holding company and the transfer of the shareholder's interests to that new company, there has been no change in the substance of the shareholder's investment.

Accordingly, full comparatives are presented for the consolidated information. The comparative period reflects the consolidated results of the group in the period to 2 January 2022. The current period reflects the consolidated results of the group in the period to 1 January 2023.

For the company's individual accounts, the current period reflects the results of the company in the period ended 1 January 2023. The comparative period reflects the results of the company in its first accounting period from incorporation on 7 July 2021 to 2 January 2022 in which the company was dormant.

Associates and joint ventures

An entity is treated as a joint venture where the group is a party to a contractual agreement with one or more parties from outside the group to undertake an economic activity that is subject to joint control.

An entity is treated as an associated undertaking where the group exercises significant influence in that it has the power to participate in the operating and financial policy decisions.

In the consolidated accounts, interests in associated undertakings are accounted for using the equity method of accounting. Under this method an equity investment is initially recognised at the transaction price (including transaction costs) and is subsequently adjusted to reflect the investors share of the profit or loss, other comprehensive income and equity of the associate. The consolidated statement of comprehensive income includes the group's share of the operating results, interest, pre-tax results and attributable taxation of such undertakings applying accounting policies consistent with those of the group. In the consolidated balance sheet, the interests in associated undertakings are shown as the group's share of the identifiable net assets, including any unamortised premium paid on acquisition.

Any premium on acquisition is dealt with in accordance with the goodwill policy.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

1 Accounting policies (Continued)

Going concern

After making enquiries, the directors have a reasonable expectation that both the group and company have adequate resources and finance facilities to continue in operational existence for at least the next 12 month period from the date these financial statements were approved. For this reason, they continue to adopt the going concern basis in preparing the financial statements.

In reaching this decision the directors have considered latest forecasts to 31 December 2024 as well as having made a consideration of the potential impact of the current cost of living crisis and rising inflation on the forecast cash flows and liquidity of the group. The assessment takes into account a number of scenarios including a reduction in sales from the impact of the cost of living crisis. Even under these circumstances, the directors currently believe the group can continue to maintain sufficient liquidity over the next 12 month forecast period. A reverse stress test has also been conducted to assess at what point would the model not operate, which the directors see as highly improbable. Mitigating actions are also available to the group in managing their liquidity including deferring capital expenditure.

The group is funded by several external facilities (see note 23) the most significant is a £100m bank loan which has covenants attached and is monitored on a quarterly basis. On 1 August 2022, the 1st anniversary of the new facility, the facility was extended by a further year moving the maturity date to 27 August 2025. There is an opportunity to extend this facility again by a further year. This extension would have to be agreed by the lenders, but if extended, would push the maturity to 27 August 2026.

Reporting period

The financial statements are made up to the Sunday nearest to the period end date for each financial period.

Turnover

Turnover is recognised to the extent that it is probable that the economic benefits will flow to the group, the group has transferred the significant risks and rewards of ownership to the buyer and the turnover can be reliably measured. Turnover is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before turnover is recognised:

Poultry related products

Turnover is recognised at the fair value of the consideration received or receivable for sale of goods to external customers in the ordinary nature of the business. Turnover is recognised at the date of despatch where the company is contracted to undertake the transportation of goods to the customer's place of business. The fair value of consideration takes into account returns, discounts and rebates. Turnover is represented exclusive of value added tax.

Poultry feed milling

Turnover comprises turnover recognised by the group in respect of goods supplied exclusive of value added tax and trade discounts.

Turnover is recognised when the risks and rewards of ownership have passed to the customer which is generally on delivery.

Restaurants

Turnover generated in our own restaurants is recognised at the point of sale net of taxes. Franchise development fees are recognised when a franchise opens the related store for trading which is generally when we have fulfilled all of our commitments in respect of the fee. Ongoing franchise fees are based on franchise store sales to customers and are recognised in the period to which those sales relate. Licence fees are based on licence sales to customers and are recognised in the period to which those sales relate.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

1 Accounting policies (Continued)

Turnover (continued)

House sales

Residential property and land sale turnover is measured at the fair value of consideration received or receivable net of sales incentives. Turnover is recognised in the profit and loss account at a point in time when the performance obligation, being the transfer of completed dwelling to a customer, has been satisfied. This is when legal title is transferred. Sales incentives are substantially cash in nature and are recognised as a reduction in residential property turnover by the costs to the group of providing the sales incentives.

Rental income

Turnover comprises rentals under operating leases from investment properties located in the United Kingdom. Income is credited to the profit and loss account on a straight line basis over the period of the lease, even if the payments are not made on such basis and is exclusive of value added tax.

Food manufacture

Turnover comprises manufactured food products net of value added tax and trade discounts. Turnover is recognised at the point in time when control of the asset is transferred to the customer.

Intangible fixed assets - goodwill

Goodwill represents the excess of the cost of acquisition of a business over the fair value of net assets acquired. It is initially recognised as an asset at cost and is subsequently measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is considered to have a finite useful life and is amortised on a systematic basis over its expected life, which is between 5 and up to a maximum of 10 years.

Negative goodwill

Negative goodwill arising on business combinations in respect of acquisitions is included in the statement of financial position and is allocated first to fixed assets, and then stock. It is presented immediately below any positive goodwill and released to the profit and loss account in the periods in which the non-monetary assets arising on the same acquisition are recovered.

Intangible fixed assets other than goodwill

Intangible assets acquired separately from a business are recognised at cost and are subsequently measured at cost less accumulated amortisation and accumulated impairment losses.

Intangible assets acquired on business combinations are recognised separately from goodwill at the acquisition date where it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and the fair value of the asset can be measured reliably; the intangible asset arises from contractual or other legal rights; and the intangible asset is separable from the entity.

Amortisation is recognised on a straight line basis so as to write off the cost of assets less their residual values over their useful lives on the following bases:

Patents and trademarks	3 - 25 years
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BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

1 Accounting policies (Continued)

Tangible fixed assets

Tangible fixed assets are initially measured at cost and subsequently measured at cost or valuation, net of depreciation and any impairment losses with the exception of milling assets which are initially measured at cost and subsequently measured at fair value less accumulated depreciation and accumulated impairment losses. Land is not subject to depreciation.

Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

At each reporting date the group assesses whether there is any indication of impairment. If such indication exists, the recoverable amount of the asset is determined which is the higher of its fair value less costs to sell and its value in use. An impairment loss is recognised where the carrying amount exceeds the recoverable amount.

Depreciation is recognised on a straight line basis so as to write off the cost or valuation of assets less their residual values over their useful lives on the following bases:

Freehold land and buildings	10 - 50 years
Leasehold land and buildings	Over the term of the lease
Plant and equipment	4 - 40 years
Fixtures and fittings	5 - 7 years
Milling assets	10 - 40 years

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to profit or loss.

Upon revaluation of milling assets both the gross carrying amount and the accumulated depreciation are adjusted to reflect the revaluation.

The gain or loss arising on the disposal of an asset is determined as the difference between the sale proceeds and the carrying value of the asset, and is credited or charged to the profit or loss.

Revaluation gains and losses are recognised in other comprehensive income and accumulated in equity, except to the extent that a revaluation gain reverses a revaluation loss previously recognised in profit or loss or a revaluation loss exceeds the accumulated revaluation gains recognised in equity; such gains and losses are recognised in profit or loss.

Land is not depreciated.

Investment properties

Investment property, which is property held to earn rentals and/or for capital appreciation, is initially recognised at cost, which includes the purchase cost and any directly attributable expenditure. Subsequently it is measured at fair value at the reporting end date. Changes in fair value are recognised in profit or loss.

Fixed asset investments

Investments other than loans are non basic debt instruments that are accounted for as fair value through profit or loss. Loan investments and other are both basic debt instruments and stated as amortised cost less impairment.

In the separate accounts of the company, interests in subsidiaries and associates are initially measured at cost and subsequently measured at cost less any accumulated impairment losses. The investments are assessed for impairment at each reporting date and any impairment losses or reversals of impairment losses are recognised immediately in profit or loss.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

1 Accounting policies (Continued)

Fixed asset investments (continued)

A subsidiary is an entity controlled by the group. Control is the power to govern the financial and operating policies of the entity so as to obtain benefits from its activities.

Undertakings in which the group has significant influence (i.e. the power to participate in the financial and operating policy decisions but not control or joint control over those policies) are classified as associates. The group's share of the results, other comprehensive income and equity of associates are accounted for using the equity method based on the associate's financial statements.

Any difference between the cost of acquisition and the share of the fair value of the net identifiable assets of the associate on acquisition is recognised as goodwill.

All unrealised profit or losses on transactions with the associate are eliminated to the extent of the group's interest, except where unrealised losses provide evidence of an impairment. Where necessary, adjustments are made to bring the accounting policies of the associate into line with those used by the group.

Dividends received from the associate reduce the carrying amount of the investment.

Losses in an associate that reduce the carrying amount of the investment in the associate to below zero are not recognised, but a provision is recognised to the extent that the group has an obligation or has made payments on behalf of the associate.

Impairment of fixed assets

At each reporting period end date, the group reviews the carrying amounts of its tangible and intangible assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the company estimates the recoverable amount of the cash-generating unit to which the asset belongs.

The carrying amount of the investments accounted for using the equity method is tested for impairment as a single asset. Any goodwill included in the carrying amount of the investment is not tested separately for impairment.

Recoverable amount is the higher of fair value less costs to sell and value in use. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss, unless the relevant asset is carried at a revalued amount, in which case the impairment loss is treated as a revaluation decrease.

For a financial asset measured at cost less impairment the impairment loss is the difference between the asset's carrying amount and the best estimate (which will necessarily be an approximation) of the amount that the entity would receive for the asset if it were to be sold at the reporting date.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

1 Accounting policies (Continued)

Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to complete and sell. Cost comprises direct materials and, where applicable, direct labour costs and those overheads that have been incurred in bringing the stocks to their present location and condition.

Land held for development, including land in the course of development until legal completion of the sale of the asset, is initially recorded at cost. Regular reviews are carried out to identify any impairment in the value of land by comparing the total estimated selling prices less estimated selling expenses against the book costs of the land plus estimated costs to complete. A provision is made for any irrecoverable amounts.

At each reporting date, an assessment is made for impairment. Any excess of the carrying amount of stocks over its estimated selling price less costs to complete and sell is recognised as an impairment loss in profit or loss. Reversals of impairment losses are also recognised in profit or loss.

Cash and cash equivalents

Cash and cash equivalents are basic financial instruments and include cash in hand, deposits held at call with banks, other short-term liquid investments with original maturities of three months or less, and bank overdrafts. Bank overdrafts are shown within borrowings in current liabilities.

In the consolidated statement of cash flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the group's cash management.

Finance costs

All finance costs are recognised in the consolidated statement of comprehensive income in the period in which they are incurred.

Financial instruments

The group has elected to apply the provisions of Section 11 'Basic Financial Instruments' and Section 12 'Other Financial Instruments Issues' of FRS 102 to all of its financial instruments.

Financial instruments are recognised when the group becomes party to the contractual provisions of the instrument.

Financial assets and liabilities are offset and the net amounts presented in the financial statements when there is a legally enforceable right to set off the recognised amounts and there is an intention to settle on a net basis or to realise the asset and settle the liability simultaneously.

Basic financial assets

Basic financial assets, which include trade and other debtors and cash and bank balances, are initially measured at transaction price including transaction costs and are subsequently carried at amortised cost using the effective interest method unless the arrangement constitutes a financing transaction, where the financial asset is measured at the present value of the future receipts discounted at a market rate of interest.

Other financial assets

Other financial assets, including trade investments, are initially measured at fair value, which is normally the transaction price. Such assets are subsequently carried at fair value and the changes in fair value are recognised in profit or loss, except that investments in equity instruments that are not publicly traded and whose fair values cannot be measured reliably are measured at cost less impairment.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

1 Accounting policies (Continued)

Impairment of financial assets

Financial assets, other than those held at fair value through profit and loss, are assessed for indicators of impairment at each reporting end date.

Financial assets are impaired where there is objective evidence that, as a result of one or more events that occurred after the initial recognition of the financial asset, the estimated future cash flows have been affected. If an asset is impaired, the impairment loss is the difference between the carrying amount and the present value of the estimated cash flows discounted at the asset's original effective interest rate. The impairment loss is recognised in profit or loss.

If there is a decrease in the impairment loss arising from an event occurring after the impairment was recognised, the impairment is reversed. The reversal is such that the current carrying amount does not exceed what the carrying amount would have been, had the impairment not previously been recognised. The impairment reversal is recognised in profit or loss.

Derecognition of financial assets

Financial assets are derecognised only when the contractual rights to the cash flows from the asset expire or are settled, or when the group transfers the financial asset and substantially all the risks and rewards of ownership to another entity, or if some significant risks and rewards of ownership are retained but control of the asset has transferred to another party that is able to sell the asset in its entirety to an unrelated third party.

Classification of financial liabilities

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the group after deducting all of its liabilities.

Basic financial liabilities

Basic financial liabilities, including trade and other creditors, bank loans and loans from fellow group companies, are initially recognised at transaction price unless the arrangement constitutes a financing transaction, where the debt instrument is measured at the present value of the future payments discounted at a market rate of interest.

Debt instruments are subsequently carried at amortised cost, using the effective interest rate method.

Derecognition of financial liabilities

Financial liabilities are derecognised when, and only when, the group's contractual obligations are discharged, cancelled, or they expire.

Equity instruments

Equity instruments issued by the group are recorded at the fair value of proceeds received, net of transaction costs. Dividends payable on equity instruments are recognised as liabilities once they are no longer at the discretion of the group.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

1 Accounting policies (Continued)

Taxation

The tax expense represents the sum of the current tax expense and deferred tax expense. Current tax assets are recognised when tax paid exceeds the tax payable.

Current and deferred tax is charged or credited to profit or loss, except when it relates to items charged or credited to other comprehensive income or equity, when the tax follows the transaction or event it relates to and is also charged or credited to other comprehensive income, or equity.

Current tax assets and current tax liabilities and deferred tax assets and deferred tax liabilities are offset, if and only if, there is a legally enforceable right to set off the amounts and the entity intends either to settle on the net basis or to realise the asset and settle the liability simultaneously.

Current tax is based on taxable profit for the year. Current tax assets and liabilities are measured using tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax is calculated at the tax rates that are expected to apply to the period when the asset is realised or the liability is settled based on tax rates that have been enacted or substantively enacted by the reporting date.

Deferred tax liabilities are recognised in respect of all timing differences that exist at the reporting date. Timing differences are differences between taxable profits and total comprehensive income that arise from the inclusion of income and expenses in tax assessments in different periods from their recognition in the financial statements. Deferred tax assets are recognised only to the extent that it is probable that they will be recovered by the reversal of deferred tax liabilities or other future taxable profits.

Deferred tax is recognised on income and expenses from subsidiaries and associates, that will be assessed to or allow for tax in a future period except where the group is able to control the reversal of the timing difference and it is probable that the timing difference will not reverse in the foreseeable future.

Deferred tax is recognised on differences between the value of assets (other than goodwill) and liabilities recognised in a business combination and the amounts that can be deducted or assessed for tax. The deferred tax recognised is adjusted against goodwill.

For non-depreciable assets measured using the revaluation model and investment properties measured at fair value (except investment property with a limited useful life held by the group to consume substantially all of its economic benefit), deferred tax is measured using the tax rates and allowances that apply to the sale of the asset or property.

Provisions

Provisions are recognised when the group has a legal or constructive present obligation as a result of a past event, it is probable that the group will be required to settle that obligation and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the reporting end date, taking into account the risks and uncertainties surrounding the obligation. Where the effect of the time value of money is material, the amount expected to be required to settle the obligation is recognised at present value. When a provision is measured at present value, the unwinding of the discount is recognised as a finance cost in profit or loss in the period in which it arises.

When payments are eventually made, they are charged to the provision carried in the balance sheet.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

1 Accounting policies (Continued)

Dilapidation provision

The group, as tenant, has full repairing obligations on its leasehold properties. The dilapidation provision is made based on the estimated costs necessary to restore the properties to their condition at lease inception discounted to present value. These costs are capitalised and are depreciated over the length of the lease.

Onerous lease provision

When the group exits a property but the property is empty, the group provides for the remaining lease payments in full which are discounted to present value, adjusted by the extent to which any mitigation of these amounts by sub-letting is reasonably possible.

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.

Retirement benefits

For defined contribution schemes the amount charged to profit or loss is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments.

Leases

Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessees. All other leases are classified as operating leases.

Assets held under finance leases are recognised as assets at the lower of the assets fair value at the date of inception and the present value of the minimum lease payments. The related liability is included in the statement of financial position as a finance lease obligation. Lease payments are treated as consisting of capital and interest elements. The interest is charged to profit or loss so as to produce a constant periodic rate of interest on the remaining balance of the liability.

Rentals payable under operating leases, including any lease incentives received, are charged to profit or loss on a straight line basis over the term of the relevant lease except where another more systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

Rental income from operating leases is recognised on a straight line basis over the term of the relevant lease. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight line basis over the lease term.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

1 Accounting policies (Continued)

Government grants

Government grants are recognised at the fair value of the asset received or receivable when there is reasonable assurance that the grant conditions will be met and the grants will be received.

A grant that specifies performance conditions is recognised in income when the performance conditions are met. Where a grant does not specify performance conditions it is recognised in income when the proceeds are received or receivable. A grant received before the recognition criteria are satisfied is recognised as a liability.

Government grants without specific performance conditions are included within accruals and deferred income in the balance sheet and credited to other operating income in the profit and loss account over the expected useful lives of the assets to which they relate or in periods in which the related costs are incurred.

Foreign exchange

Transactions in currencies other than the functional currency (foreign currency) are initially recorded at the exchange rate prevailing on the date of the transaction.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary assets and liabilities denominated in foreign currencies are translated at the rate ruling at the date of the transaction, or, if the asset or liability is measured at fair value, the rate when that fair value was determined.

All translation differences are taken to profit or loss, except to the extent that they relate to gains or losses on non-monetary items recognised in other comprehensive income, when the related translation gain or loss is also recognised in other comprehensive income.

On consolidation, the results of overseas operations are translated into Sterling at rates approximating to those ruling when the transactions took place. All assets and liabilities of overseas operations are translated at the rate ruling at the reporting date. Exchange differences arising on translating the opening net assets at opening rate and the results of overseas operations at actual rate are recognised in other comprehensive income.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

2 Judgements and key sources of estimation uncertainty

In the application of the group'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 following judgements and estimates have had the most significant effect on amounts recognised in the financial statements.

Business combinations

The assets and liabilities acquired on acquisition are required to be included in the financial statements at their fair value at the date of acquisition. This requires directors judgement in the identification of these assets and liabilities of Elkes Biscuits Limited. The group has included the fair value in the accounts.

The acquired plant property and equipment was valued by an external valuation specialist under a continued use basis which assumes the retention of and continued use of the asset as part of the current and forecast operations. The directors have applied judgement on the utilisation rates used to determine the fair value of the plant, property and equipment.

Negative goodwill

Negative goodwill is released in line with the periods during which the non-monetary assets acquired are recovered.

On recognition, negative goodwill is allocated across the different non-monetary asset classes acquired. The directors have exercised judgement in determining an appropriate allocation to reflect the underlying value of non-monetary assets. The carrying value of negative goodwill is shown in note 12.

Tangible fixed assets and investment property valuation including depreciation

The directors apply judgement in selecting the appropriate basis to value milling assets and investment properties. This relates to milling assets as shown in note 13 of £38.4m (2022: £35.1m) and to investment properties as shown in note 14 of £318.5m (2022: £289.2m).

In determining the valuation for property assets not externally valued by an independent valuation specialist, the group is required to apply estimates over the effects of the current rental yields coupled with market conditions and the quality of the specific property.

Benchmarks from other properties either within the local area in the portfolio of the group or similar assets on the market will also be reviewed in forming a reasonable judgement over the fair value.

Where external valuations have not been performed, the directors have made assessments over the value of the estate as at 1 January 2023 through reviewing the historical valuations in place for their relevance in the current year.

Tangible fixed assets are depreciated over their useful lives taking in to account residual values where appropriate. The actual lives of the assets and residual values are assessed annually and may vary depending on a number of factors. In re-assessing asset lives, all relevant known factors are taken in to account but there is inherent uncertainty present in making this assessment. Fixed assets are reviewed for impairment if events or circumstances indicate that the carrying value may or may not be recoverable.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

2 Judgements and key sources of estimation uncertainty (Continued)

Valuation of work in progress and land held for development

Inventories are carried at the lower of cost and net realisable value. Net realisable value represents the estimated selling price (in the ordinary course of business) less all estimated costs of completion and direct overheads. Valuations of site work in progress are carried out at regular intervals and estimates of the cost to complete a site and estimates of anticipated revenues are required to enable a development profit to be determined. Management are required to employ judgement in estimating the profitability of a site and in assessing any impairment provisions which may be required.

A full review of land held for development inventories has been performed at the end of each period and write downs have been made where cost exceed net realisable value. Estimated selling prices have been reviewed on a site by site basis and have been amended based on local management and the Board's assessment of current market conditions. A loss of £nil (2022: £nil) has been recognised as an impairment in the carrying values of stocks.

Cost of sales recognition for house building division

Cost of sales is recognised for completed house sales as an allocation of the latest whole site margin which is an output of the site valuation. These valuations, which are updated at frequent intervals during the lifespan of the site, use actual and forecast selling prices, land costs and construction costs and are sensitive to future movements in both the estimated cost to complete and expected selling prices. Forecast selling prices are inherently uncertain due to changes in market conditions. This is a key estimate made in the financial statements.

To determine the amount of cost of sales that the group is able to recognise on its sites in the year, the group needs to allocate site wide costs between all plots, including those sold in previous periods, in the current year, and those to be sold in future periods. It is also necessary to estimate the costs to complete on such sites. In making these assessments certain estimates are made. In addition the group makes estimates in relation to future sales prices on the site. The group has a number of internal controls to assess and review the reasonableness of estimates made.

3 Turnover and other revenue

	2023 £000	2022 £000
Turnover analysed by class of business		
Poultry related products	824,266	482,603
Poultry feed milling	442,680	357,633
Restaurants	144,480	110,270
House sales	83,622	82,515
Rental income	48,303	45,386
Food manufacture	44,128	2,940
Other turnover	7,225	4,615
	<u>1,594,704</u>	<u>1,085,962</u>

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

3 Turnover and other revenue (Continued)

	2023	2022
	£000	£000
Turnover analysed by geographical market		
United Kingdom	1,587,241	1,082,912
Europe	6,816	2,608
Rest of the world	647	442
	<u>1,594,704</u>	<u>1,085,962</u>
	2023	2022
	£000	£000
Other operating income		
Infrastructure income	3,453	3,603
Government grants	780	9,271
Insurance proceeds received	-	5,800
Other income	2,210	471
	<u>6,443</u>	<u>19,145</u>

4 Employees

The average monthly number of persons (including directors) employed during the period was:

	Group		Company	
	2023	2022	2023	2022
	Number	Number	Number	Number
Production and farm workers	4,996	3,341	-	-
Restaurant staff	2,787	2,379	-	-
Management, administrative and sales	653	708	-	-
	<u>8,436</u>	<u>6,428</u>	<u>-</u>	<u>-</u>

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

4 Employees (Continued)

Their aggregate remuneration comprised:

	Group 2023 £000	2022 £000	Company 2023 £000	2022 £000
Wages and salaries	211,921	150,076	-	-
Social security costs	18,662	13,120	-	-
Pension costs	4,559	3,379	-	-
	<u>235,142</u>	<u>166,575</u>	<u>-</u>	<u>-</u>
Redundancy payments made or committed	214	226	-	-

5 Directors' remuneration

	2023 £000	2022 £000
Remuneration for qualifying services	825	717

Remuneration disclosed above includes the following amounts paid to the highest paid director:

	2023 £000	2022 £000
Remuneration for qualifying services	560	555

6 Operating profit

	2023 £000	2022 £000
Operating profit for the period is stated after charging/(crediting):		
Exchange differences apart from those arising on financial instruments measured at fair value through profit or loss	9	343
Depreciation of owned tangible fixed assets	25,186	16,357
Depreciation of tangible fixed assets held under finance leases	1,345	981
Impairment of owned tangible fixed assets	-	763
Profit on disposal of tangible fixed assets	(5,101)	-
Loss on disposal of investment property	262	30
Amortisation of intangible assets	(16,154)	(7,911)
Impairment of intangible assets	260	74
Legal and professional fees aborted JV costs	2,253	-
Operating lease charges	21,390	16,082

Legal and professional fees relate to a proposed joint venture with a competitor, ForFarmers, which has now been aborted.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

7 Auditor's remuneration		
	2023	2022
	£000	£000
Fees payable to the company's auditor and associates:		
For audit services		
Audit of the financial statements of the group and company	125	-
Audit of the financial statements of the company's subsidiaries	488	906
Audit of the financial statements of the company's associates	18	30
	<u>631</u>	<u>936</u>
For other services		
Taxation compliance services	-	3
Other taxation services	-	10
	<u>-</u>	<u>13</u>
Fees payable to other auditors:		
For audit services		
Audit of the financial statements of the company's subsidiaries	249	-
Audit of the financial statements of the company's associates	5	-
	<u>254</u>	<u>-</u>
8 Interest receivable and similar income		
	2023	2022
	£000	£000
Interest income		
Interest on bank deposits	12	406
Income from fixed asset investments		
Income from participating interests - associates	998	1,080
Total income	<u>1,010</u>	<u>1,486</u>
9 Interest payable and similar expenses		
	2023	2022
	£000	£000
Interest on bank overdrafts and loans	5,640	4,442
Interest on finance leases and hire purchase contracts	382	110
Unwinding of discount on provisions	141	72
Other interest	624	508
Total finance costs	<u>6,787</u>	<u>5,132</u>

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

10 Other gains and losses

	2023	2022
	£000	£000
Change in value of financial assets held at fair value through profit and loss	-	(1,163)

11 Taxation

	2023	2022
	£000	£000
Current tax		
UK corporation tax on profits for the current period	9,582	7,126
Adjustments in respect of prior periods	(2,436)	157
Total UK current tax	7,146	7,283
Foreign current tax on profits for the current period	2	-
Total current tax	7,148	7,283
Deferred tax		
Origination and reversal of timing differences	1,531	12,258
Changes in tax rates	-	5,501
Adjustment in respect of prior periods	(313)	63
Total deferred tax	1,218	17,822
Total tax charge	8,366	25,105

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

11 Taxation (Continued)

The total tax charge for the period included in the Consolidated Statement of Comprehensive Income can be reconciled to the profit before tax multiplied by the standard rate of tax as follows:

	2023	2022
	£000	£000
Profit before taxation	90,229	70,069
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00% (2022: 19.00%)	17,144	13,313
Tax effect of expenses that are not deductible in determining taxable profit	2,159	1,314
Tax effect of income not taxable in determining taxable profit	(4,735)	(1,874)
Change in unrecognised deferred tax assets	(314)	(1,204)
Adjustments in respect of prior years	(2,436)	157
Effect of overseas tax rates	(70)	(96)
Deferred tax adjustments in respect of prior years	(313)	63
Fixed asset differences	(7,050)	383
Transfer pricing adjustment	402	(167)
Chargeable gains	2,171	8,599
Release of deferred tax on acquisition	-	(1,141)
Other adjustments	615	(412)
Deferred tax change in tax rates	793	6,170
Taxation charge	8,366	25,105

In addition to the amount charged to profit or loss, the following amounts relating to tax have been recognised directly in other comprehensive income:

	2023	2022
	£000	£000
Deferred tax arising on:		
Revaluation of property	1,216	1,388

In addition to the amount charged to profit and loss £1,216,000 (2022: £1,338,000) has been recognised in other comprehensive income, which comprises deferred tax relating to the revaluation of the groups tangible fixed assets.

Factors that may affect future tax charges

The main rate of corporation tax in the UK increased from 19% to 25% on profits over £250,000 with effect from 1 April 2023. The change in rate was substantively enacted on 24 May 2021.

Deferred tax has been calculated at 25% which was the tax rate substantively enacted at 1 January 2023.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

12 Intangible fixed assets

Group	Goodwill	Negative goodwill	Patents and trademarks	Total
	£000	£000	£000	£000
Cost				
At 3 January 2022	20,910	(148,921)	13,924	(114,087)
Additions - separately acquired	-	-	106	106
Additions - business combinations	-	(21,605)	-	(21,605)
Disposals	-	-	(79)	(79)
Exchange adjustments	-	(114)	-	(114)
At 1 January 2023	20,910	(170,640)	13,951	(135,779)
Amortisation and impairment				
At 3 January 2022	7,755	(75,768)	6,231	(61,782)
Amortisation charged for the period	1,164	(17,867)	549	(16,154)
Impairment losses	260	-	-	260
Disposals	-	-	(29)	(29)
At 1 January 2023	9,179	(93,635)	6,751	(77,705)
Carrying amount				
At 1 January 2023	11,731	(77,005)	7,200	(58,074)
At 2 January 2022	13,155	(73,153)	7,693	(52,305)

The company had no intangible fixed assets at 1 January 2023 or 2 January 2022.

The amortisation charge is recognised in administrative expenses in the consolidated statement of comprehensive income except for amortisation of negative goodwill which is shown separately in the consolidated statement of comprehensive income.

Following the ceasing of operations of Lo-Dough Limited the group no longer believes that the recoverable value of the investment in the entity is sufficient to support the goodwill balance of £260,000. As a result the group has impaired the remaining goodwill relating to the investment.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

13 Tangible fixed assets

Group	Freehold land and buildings	Leasehold land and buildings	Plant and equipment	Fixtures and fittings	Milling assets	Total
	£000	£000	£000	£000	£000	£000
Cost or valuation						
At 3 January 2022	34,610	18,169	130,857	15,813	35,772	235,221
Additions	-	4,331	9,720	7,638	1,470	23,159
Business combinations	2,650	-	10,837	814	-	14,301
Disposals	-	(896)	(1,745)	(374)	(312)	(3,327)
Revaluation	-	-	-	-	2,216	2,216
Exchange adjustments	18	-	269	-	-	287
At 1 January 2023	37,278	21,604	149,938	23,891	39,146	271,857
Depreciation and impairment						
At 3 January 2022	3,520	10,513	41,177	10,410	658	66,278
Depreciation charged in the period	1,049	2,244	17,781	2,046	3,411	26,531
Eliminated in respect of disposals	-	(719)	(1,346)	(266)	-	(2,331)
Revaluation	-	-	-	-	(3,333)	(3,333)
Exchange adjustments	75	-	161	-	-	236
At 1 January 2023	4,644	12,038	57,773	12,190	736	87,381
Carrying amount						
At 1 January 2023	32,634	9,566	92,165	11,701	38,410	184,476
At 2 January 2022	31,090	7,656	89,680	5,403	35,114	168,943

The company had no tangible fixed assets at 1 January 2023 or 2 January 2022.

Milling assets:

Milling assets are valued by independent valuers as a minimum every five years. The last independent valuation was undertaken on 9 May 2023. Fair value of the assets are determined as the market value in existing use. The directors consider this valuation methodology to better reflect the inherent value of the operating assets. The directors carry out an assessment of the value of the milling assets each year, with the last directors assessment being carried out on 1 January 2023.

The value of freehold land within Freehold land and buildings is £13.0m (2022: £12.0m).

The net carrying value of tangible fixed assets includes the following in respect of assets held under finance leases:

	Group		Company	
	2023	2022	2023	2022
	£000	£000	£000	£000
Plant and equipment	4,350	2,509	-	-

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

13 Tangible fixed assets (Continued)

If revalued assets were stated on an historical cost basis rather than a fair value basis, the total amounts included would have been as follows:

	Group 2023 £000	2022 £000	Company 2023 £000	2022 £000
Cost	49,347	52,212	-	-
Accumulated depreciation	(38,247)	(36,189)	-	-
Carrying value	11,100	16,023	-	-

14 Investment property

	Group 2023 £000	Company 2023 £000
Fair value		
At 3 January 2022	289,196	-
Additions	16,577	-
Disposals	(3,256)	-
Net gains or losses through fair value adjustments	16,021	-
At 1 January 2023	318,538	-

Investment property comprises freehold land and buildings relating to both agricultural and industrial processing sites.

23% of the agricultural investment properties' fair value has been arrived at on the basis of a joint valuation carried out in January 2023 by Savills Plc and Bidwells LLP Chartered Surveyors, who are not connected with the group. The valuation was made on a vacant possession basis. For the remaining 77% of agricultural investment properties that have not been valued externally, the directors have made assessments over the value of the estate as at 1 January 2023.

14% of the industrial processing sites investment properties' fair value has been arrived at on the basis of a valuation carried out in March 2023 by Kroll Advisory Limited, who are not connected with the group. The valuation was made on a vacant possession basis. For the remaining 86% of industrial processing sites investment properties that have not been valued externally, the directors have made assessments over the value of the estate as at 1 January 2023.

If investment property were stated on a historical cost basis rather than a fair value basis, the carrying amount that would have been included is £222,634,000 (2022: £212,018,000).

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

15 Fixed asset investments

	Notes	Group 2023 £000	2022 £000	Company 2023 £000	2022 £000
Investments in subsidiaries	16	-	-	1,055	-
Investments in associates	17	6,529	5,531	-	-
Other investments		3,907	3,907	-	-
Loan investments		1,500	1,500	-	-
		<u>11,936</u>	<u>10,938</u>	<u>1,055</u>	<u>-</u>

Movements in fixed asset investments

Group	Investments in associates	Other investments other than loans	Loan investment	Other	Total
	£000	£000	£000	£000	£000
Cost or valuation					
At 3 January 2022	6,093	5,106	1,500	3,907	16,606
Share of results of associates	998	-	-	-	998
At 1 January 2023	<u>7,091</u>	<u>5,106</u>	<u>1,500</u>	<u>3,907</u>	<u>17,604</u>
Impairment					
At 3 January 2022 and 1 January 2023	562	5,106	-	-	5,668
Carrying amount					
At 1 January 2023	<u>6,529</u>	<u>-</u>	<u>1,500</u>	<u>3,907</u>	<u>11,936</u>
At 2 January 2022	<u>5,531</u>	<u>-</u>	<u>1,500</u>	<u>3,907</u>	<u>10,938</u>

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

15 Fixed asset investments (Continued)

Movements in fixed asset investments Company

Shares in
group
undertakings
£000

Cost or valuation

At 3 January 2022

-

Additions

1,055

At 1 January 2023

1,055

Carrying amount

At 1 January 2023

1,055

At 2 January 2022

-

Shares in group undertakings

During 2022, in connection with a reorganisation of the shareholder's interests, Boparan Private Office Limited entered into share exchange agreements to acquire 3 entities.

On 3 January 2022, the company acquired the entire issued share capital of Invest Co 1 Limited. The company issued 130,000 £1 ordinary shares in consideration for 1,000,000 £1 ordinary shares in Invest Co 1 Limited.

On 3 January 2022, the company acquired the entire issued share capital of Amber REI Holdings Limited. The company issued 869,998 £1 ordinary shares in consideration for 2,002 £1 ordinary shares in Amber REI Holdings Limited.

On 5 December 2022, the company acquired the entire issued share capital of Amber Residential Properties Limited. The company issued 55,000 £1 ordinary shares in consideration for 2 £1 ordinary shares in Amber Residential Properties Limited.

Loan investments

On 23 August 2019, the group purchased £1,500,000 of loan notes from Deep Blue Restaurants Limited.

Other investments

On 23 August 2019, the group acquired 13,850,985 ordinary shares with a nominal value of 1p per share in Deep Blue Restaurants Limited. These shares were purchased for a consideration of 28p per share.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

16 Subsidiaries

Details of the company's subsidiaries at 1 January 2023 are as follows:

Name of undertaking	Address	Nature of business	Class of shares held	% Held	
				Direct	Indirect
Invest Co 1 Limited	1	Holding company	Ordinary	100	-
Shazan Foods Limited	1	Food processing	Ordinary	-	100
Shazan Frozen Foods Limited	1	Food processing	Ordinary	-	100
Corkers Crisps Limited	1	Dormant	Ordinary	-	53
Lo-Dough Limited	1	Dormant	Ordinary	-	65
Invest Co 1 Investments Limited	1	Dormant	Ordinary	-	100
Boparan Restaurants Holdings Limited	1	Dormant	Ordinary	-	100
Cinnamon Collection Limited	1	Licensed restaurants	Ordinary	-	87
Indian Restaurants Limited	1	Dormant	Ordinary	-	87
Indian Restaurants (City) Limited	1	Dormant	Ordinary	-	87
Fishworks Restaurants Limited	1	Licensed restaurants	Ordinary	-	100
Giraffe Concepts Limited	1	Licensed restaurants	Ordinary	-	100
Ed's Easy Diner Limited	1	Dormant	Ordinary	-	100
Boparan Ventures Limited	1	Dormant	Ordinary	-	100
SC Restaurants (UK) Limited	1	Dormant	Ordinary	-	100
Gourmet Burger Kitchen (UK) Limited	1	Licensed restaurants	Ordinary	-	100
Carluccio's (UK) Limited	1	Licensed restaurants	Ordinary	-	100
Carluccio's (ROI) Limited	4	Licensed restaurants	Ordinary	-	100
CL Premises Limited	1	Dormant	Ordinary	-	100
Food Utopia Limited	1	Dormant	Ordinary	-	90
BRG Concessions Limited	1	Licensed restaurants	Ordinary	-	100
Amber REI Holdings Limited	1	Holding company	Ordinary	100	-
Amber Real Estate Investments (Agriculture) Limited	1	Leasing of agricultural property assets	Ordinary	-	100
Amber Real Estate Investments (Commercial) Limited	1	Dormant	Ordinary	-	100
Amber Real Estate Investments (Industrial) Limited	1	Property rental	Ordinary	-	100
Amber Real Estate Investments (Restaurants) Limited	1	Dormant	Ordinary	-	100
Amber Food Machinery Limited	1	Disposals, rental and leasing of machinery	Ordinary	-	100
2 Agriculture Limited	3	Manufacture of poultry feed	Ordinary	-	100
2 Agriculture Milling Limited	1	Manufacture of poultry feed	Ordinary	-	100
Boparan Manufacturing Group Limited	1	Dormant	Ordinary	-	100
Bernard Matthews Frozen Limited	1	Processing of poultry	Ordinary	-	100
Bernard Matthews Foods (Derby) Limited	1	Processing of poultry	Ordinary	-	100

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

16 Subsidiaries (Continued)

<i>Bernard Matthews Foods</i> (Sunderland) Limited	1	<i>Processing of poultry</i>	Ordinary	-	100
Bernard Matthews Foods Limited	1	Processing of poultry	Ordinary	-	100
Bernard Matthews B.V.	6	Dormant	Ordinary	-	100
Pannon Pulyka KFT	7	Dormant	Ordinary	-	100
Sabaker KFT	7	Dormant	Ordinary	-	100
Rabaho KFT	7	Dormant	Ordinary	-	100
Saga Foods Spzoo	8	Dormant	Ordinary	-	100
Grove Turkeys Limited	2	Processing of poultry	Ordinary	-	100
Grove Turkeys (UK) Limited	1	Processing of poultry	Ordinary	-	100
Banham Poultry (2018) Limited	1	Processing of poultry	Ordinary	-	100
Elkes Biscuits Limited	1	Manufacture of biscuits	Ordinary	-	100
Boparan Services Limited	1	Dormant	Ordinary	-	100
Boparan Brands Limited	1	Dormant	Ordinary	100	-
Amber Residential Properties Limited	1	Holding company	Ordinary	100	-
AREI (House Building) Limited	1	Holding company	Ordinary	-	90
Elan Homes Holdings Limited	1	House builder	Ordinary	-	90
Elan Homes Limited	1	House builder	Ordinary	-	90
Elan Homes Midlands Limited	1	House builder	Ordinary	-	90
Elan Homes Lancashire Limited	1	House builder	Ordinary	-	90
Elan Homes Scotland Limited	5	House builder	Ordinary	-	90
Elan Homes Strategic Land Limited	1	House builder	Ordinary	-	90
Erie Basin Limited	1	Sale and rental of residential property	Ordinary	-	90
Elan Homes SEQ Limited	1	Shared equity provider	Ordinary	-	90
Elan Homes Land Limited	1	Dormant	Ordinary	-	90
Elan Homes Properties Limited	1	Dormant	Ordinary	-	90

Registered office addresses (all UK unless otherwise indicated):

- 1 2nd Floor Colmore Court, 9 Colmore Row, Birmingham, B3 2BJ
- 2 Smithboro, Co Monaghan, Ireland
- 3 Fairview Mill, Inglisson, Newbridge, Midlothian, EH28 8NB
- 4 Suite 2, One Earlsfort Centre, Lower Hatch Street, Dublin
- 5 4 Redheughs Rigg, South Gyle, Edinburgh EH12 9DQ
- 6 Naritaweg 165, 1043 BW Amsterdam, The Netherlands
- 7 9600 Sarvar, Soproni Street 15, Hungary
- 8 Ul Szałak 67 31-153 Krakow, Poland

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

17 Associates

Details of associates at 1 January 2023 are as follows:

Name of undertaking	Address	Nature of business	Class of shares held	% Held	
				Direct	Indirect
Buffaload Logistics Limited	1	Logistics	Ordinary	-	50
Table Art Limited	2	Design table centre pieces	Ordinary	-	50
Holton Renewable Power Limited	3	Renewable energy	Ordinary	-	45

Registered office addresses (all UK unless otherwise indicated):

- 1 Grove Parc, Grove Lane, Ellington, Huntingdon, PE28 0AA
- 2 Units 6&7, St Mary's Road, Leamington Spa, CV31 1PR
- 3 The Old School High Street, Stretham, Ely, England, CB6 3LD

18 Acquisition

On 12 February 2022 the group acquired the trade and assets of a bakery site in Uttoxeter from Boparan Holdings Limited, a related party, for £0.1m consideration.

Negative goodwill arose on the acquisition of £21.6m.

	Book Value £000	Adjustments £000	Fair Value £000
Net assets acquired			
Property, plant and equipment	10,549	3,752	14,301
Inventories	3,632	(59)	3,573
Trade and other payables	-	(415)	(415)
Deferred tax - Capital allowances	-	4,258	4,258
	<u>14,181</u>	<u>7,536</u>	<u>21,717</u>
Total identifiable net assets			
			<u>(21,605)</u>
Goodwill			
Total consideration			<u>112</u>
The consideration was satisfied by:			£000
Acquisition costs			<u>112</u>

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

19 Stocks

	Group 2023 £000	2022 £000	Company 2023 £000	2022 £000
Raw materials and consumables	27,299	33,657	-	-
Work in progress and development land	89,758	79,246	-	-
Finished goods and goods for resale	36,928	25,344	-	-
	<u>153,985</u>	<u>138,247</u>	<u>-</u>	<u>-</u>

During the year, an impairment loss on finished goods and goods for resale of £11,159,000 (2022: £1,897,000) was recognised within cost of sales.

Certain assets included in work in progress and development land are pledged as security for the group's bank borrowings, see note 23.

20 Debtors

	Group 2023 £000	2022 £000	Company 2023 £000	2022 £000
Amounts falling due within one year:				
Trade debtors	182,643	155,425	-	-
Corporation tax recoverable	2,072	2,424	34	-
Other debtors	12,400	15,810	-	-
Prepayments and accrued income	46,357	21,283	-	-
	<u>243,472</u>	<u>194,942</u>	<u>34</u>	<u>-</u>

Amounts falling due after more than one year:

Trade debtors	43	-	-	-
Other debtors	819	371	-	-
Prepayments and accrued income	-	103	-	-
	<u>862</u>	<u>474</u>	<u>-</u>	<u>-</u>
Total debtors	<u>244,334</u>	<u>195,416</u>	<u>34</u>	<u>-</u>

Other debtors due after more than one year include deposits of £684,000 (2022: £315,000) which are repayable on the expiration of property leases held in respect of land and buildings.

Prepayments due after more than one year relate to lease premiums. Lease premiums are usually paid as consideration to the landlord or an outgoing tenant of a property before the expiry of the lease term on that property. These payments are treated as prepaid operating lease costs and classified as such. These costs are subsequently amortised over the period of the lease term.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

21 Creditors: amounts falling due within one year

		Group		Company	
	Notes	2023	2022	2023	2022
		£000	£000	£000	£000
Bank loans, debt factoring and invoice discounting facilities	23	27,969	20,010	-	-
Stocking loan	23	3,101	2,523	-	-
Obligations under finance leases	24	1,769	1,773	-	-
Payments received on account		376	1,264	-	-
Trade creditors		181,659	156,921	-	-
Amounts owed to group undertakings		-	-	28	-
Corporation tax payable		-	259	-	-
Other taxation and social security		16,417	12,519	-	-
Deferred consideration on land purchases		-	5,000	-	-
Other creditors		19,552	35,572	-	-
Accruals and deferred income		99,874	66,701	177	-
		<u>350,717</u>	<u>302,542</u>	<u>205</u>	<u>-</u>

On 8 March 2022 the group received £7.0m from a third party trading partner to be repaid over equal instalments to 1 March 2026 where no interest is to be charged.

22 Creditors: amounts falling due after more than one year

		Group		Company	
	Notes	2023	2022	2023	2022
		£000	£000	£000	£000
Bank loans and overdrafts	23	102,779	104,226	-	-
Obligations under finance leases	24	2,691	1,391	-	-
Trade creditors		721	1,493	-	-
Lease incentives		397	461	-	-
Accruals and deferred income		392	500	-	-
		<u>106,980</u>	<u>108,071</u>	<u>-</u>	<u>-</u>

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

23 Borrowings

	Group 2023 £000	2022 £000	Company 2023 £000	2022 £000
Bank loans	117,798	113,959	-	-
Debt factoring and invoice discounting facilities	12,950	10,277	-	-
Stocking loan	3,101	2,523	-	-
	<u>133,849</u>	<u>126,759</u>	<u>-</u>	<u>-</u>
Payable within one year	31,070	22,533	-	-
Payable after one year	<u>102,779</u>	<u>104,226</u>	<u>-</u>	<u>-</u>

Bank loans

The group has the following bank borrowings at the year end date:

Bank loan of £100,000,000 secured by a fixed charge over certain of the group's investment properties. The bank loan is stated net of debt issue costs of £533,000 being £99,467,000 (2022: £99,467,000) and interest accrues at 2.75% above SONIA per annum. The repayment date for the loan is in August 2025, with an option to extend for a further 12 months. This extension would have to be agreed by the lenders, but if extended, would push the maturity to August 2026.

Bank loan of £nil (2022: £2,400,000) was secured against certain of the group's freehold land and buildings. Interest accrued at 3% above SONIA per annum. This loan was fully repaid in the year.

Bank loan of £nil (2022: £833,000) secured against certain freehold land and buildings of the group. Interest accrues at 2.5% above SONIA per annum. The loan is repayable in equal quarterly instalments of £833,000. This loan was fully repaid in the year.

Bank loan of £4,250,000 (2022: £5,750,000) is secured against certain plant and equipment of the group. Interest accrues at 8.267% per annum. The loan is repayable in equal monthly instalments of £125,000.

Loan for funding under the Sustaining Enterprise Fund amounting to £562,000 (2022: £509,000).

Bank loan of £12,000,000 (2022: £5,000,000) is shown as being repayable within one year as repayments are dependent upon the timing of plot sales. On 20 April 2022, a new 4 year £50m syndicated facility with Barclays Bank PLC and Lloyds Bank PLC was entered into. Bank loans are secured by a fixed and floating charge over the assets of the group, including a legal charge of certain work in progress and development land. Interest is paid at commercial rates linked to SONIA.

Utilisation of an overdraft facility for the amount of £1,519,000 (2022: £nil) that is secured by a fixed charge over certain assets.

Debt factoring facility

Debt factoring facility includes an advance from discounting agents amounting to £8,783,000 (2022: £8,276,000). The advance is secured against certain trade debtors and bears interest at 2.95%. An amount of £4,167,000 (2022: £2,001,000) invoice discount facility is secured by a fixed and floating charge over assets.

Stocking loan

Stocking loans are secured over fixed assets and then a floating charge over current assets.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

24 Finance lease obligations

	Group 2023 £000	2022 £000	Company 2023 £000	2022 £000
Future minimum lease payments due under finance leases:				
Less than one year	1,769	1,773	-	-
Between one and five years	2,691	1,391	-	-
	4,460	3,164	-	-

Finance lease payments represent rentals payable by the group for certain items of plant and machinery. Leases include purchase options at the end of the lease period, and no restrictions are placed on the use of the assets. The average lease term is 1-5 years. All leases are on a fixed repayment basis and no arrangements have been entered into for contingent rental payments.

Finance leases are secured against the assets according to the terms of the hire purchase agreements to which they relate.

25 Financial instruments

	Group 2023 £000	2022 £000	Company 2023 £000	2022 £000
Carrying amount of financial assets				
Instruments measured at fair value through profit or loss	263	392	-	-

Other debtors include shared equity loans where the group has provided a 10 year or 25 year loan for a proportion of the sales price, and retains a second charge over the residential property sold. The fair value of shared equity loans is determined using market assumptions for the likely period to redemption, movements in UK house prices and the default risk of the debtors.

26 Provisions for liabilities

	Notes	Group 2023 £000	2022 £000	Company 2023 £000	2022 £000
Dilapidations provision		1,876	3,117	-	-
Other provisions		624	626	-	-
		2,500	3,743	-	-
Deferred tax liabilities	27	50,468	52,061	-	-
		52,968	55,804	-	-

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

26 Provisions for liabilities (Continued)

Movements on provisions apart from deferred tax liabilities.

Group	Dilapidations provision £000	Other provisions £000	Total £000
At 3 January 2022	3,117	626	3,743
Additional provisions in the year	449	77	526
Utilisation of provision	(600)	(131)	(731)
Unwinding of discount	141	-	141
Adjustment for change in discount rate	(357)	-	(357)
Other movements	(874)	52	(822)
At 1 January 2023	1,876	624	2,500

Dilapidations provision

The group, as a tenant, has full repairing obligations on its leasehold properties. The dilapidations provision is based on the estimated cost necessary to restore the properties to their condition at lease inception. The provision is expected to be utilised in the period to 2044.

27 Deferred taxation

The major deferred tax liabilities and assets recognised by the group and company are:

Group	Liabilities 2023 £000	Liabilities 2022 £000
Accelerated capital allowances	7,413	9,680
Tax losses	(770)	-
Business combinations	(650)	171
Other timing differences	-	(336)
Chargeable gains	44,475	42,546
	50,468	52,061

The company has no deferred tax assets or liabilities.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

27 Deferred taxation (Continued)

	Group 2023 £000	Company 2023 £000
Movements in the period:		
Liability at 3 January 2022	52,061	-
Charge to profit or loss	1,218	-
Charge to other comprehensive income	1,216	-
Other	(4,027)	-
Liability at 1 January 2023	50,468	-

Included within other movements is £4,258,000 of deferred tax arising on business combinations net of £(231,000) other differences.

The accelerated capital allowances deferred tax liability set out above is expected to reverse in line with depreciation. Deferred tax arising in business combinations is expected to reverse within 5 - 10 years.

There is an unprovided deferred tax asset of approximately £17.4m (2022: £19.8m) comprising losses sustained in the operating subsidiaries and fixed asset timing differences. This asset has not been recognised due to uncertainties over future trading profits being sufficient to recover the asset in the foreseeable future.

28 Retirement benefit schemes

	2023 £000	2022 £000
Defined contribution schemes		
Charge to profit or loss in respect of defined contribution schemes	4,559	3,379

A defined contribution pension scheme is operated for all qualifying employees. The assets of the scheme are held separately from those of the group in an independently administered fund.

Contributions totalling £1,494,000 (2022: £1,157,000) were payable to the fund at the end and are included within creditors.

29 Share capital

	Group			
	2023 Number	2022 Number	2023 £000	2022 £000
Ordinary share capital				
Issued and fully paid				
Ordinary shares of £1 each	1,055,000	1,055,000	1,055	1,055
	Company			
	2023 Number	2022 Number	2023 £000	2022 £000
Issued and fully paid				
Ordinary shares of £1 each	1,055,000	2	1,055	-

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

29 Share capital (Continued)

Each ordinary share carries one vote and ranks equally with the other ordinary shares in all respects, including participation in any distribution, dividend and capital, and is not redeemable.

On 3 January 2022, the company issued 130,000 £1 ordinary shares in consideration for 1,000,000 £1 ordinary shares in Invest Co 1 Limited, and a further 869,998 £1 ordinary shares in consideration for 2,002 £1 ordinary shares in Amber REI Holdings Limited.

On 5 December 2022, the company issued 55,000 £1 ordinary shares in consideration for 2 £1 ordinary shares in Amber Residential Properties Limited.

30 Reserves

Revaluation reserve

The cumulative revaluation gains and losses in respect of milling assets, net of deferred tax. An amount is transferred in each year from the revaluation reserve to the profit and loss reserve in the Consolidated Statement of Changes in Equity for the excess depreciation over that would have been charged under the historical cost approach.

Transfers from the revaluation reserve are made up of £1,815,000 (2022: £1,741,000) depreciation on revalued assets.

Merger reserve

Balances arising on share capital and share premium allocated to other reserves on application of merger accounting.

Profit and loss reserves

Profit and loss reserve comprise of cumulative profit and loss net of distributions to owners.

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

31 Cash generated from group operations

	2023	2022
	£000	£000
Profit for the period after tax	81,863	44,964
Adjustments for:		
Taxation charged	8,366	25,105
Finance costs	6,787	5,132
Investment income	(1,010)	(1,486)
Gain on disposal of tangible fixed assets	(5,101)	-
Loss on disposal of investment property	260	30
Change in value of investment properties	(16,021)	(20,542)
Amortisation of intangible assets	(16,154)	(7,837)
Depreciation and impairment of tangible fixed assets	26,531	18,599
Impairment of intangible assets	260	-
Other gains and losses	-	1,163
(Decrease)/increase in provisions	(1,405)	49
Movements in working capital:		
Increase in stocks	(12,008)	(8,721)
Increase in debtors	(47,945)	(48,059)
Increase in creditors	37,277	60,147
Cash generated from operations	61,700	68,544

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 1 JANUARY 2023

32 Analysis of changes in net debt - group	3 January 2022		Cash flows		New finance leases		Non-cash changes		Foreign exchange		1 January 2023	
	£000		£000		£000		£000		£000		£000	
Cash at bank and in hand	54,072		25,490		-		-		(149)		79,413	
Bank overdrafts	-		(1,519)		-		-		-		(1,519)	
Bank loans	(12,256)		(3,788)		-		-		(557)		(16,601)	
Debt factoring	(10,277)		(2,235)		-		-		(438)		(12,950)	
Debt due within one year	(22,533)		(7,542)		-		-		(995)		(31,070)	
Bank loans	(104,226)		1,495		-		-		(48)		(102,779)	
Debt due after one year	(104,226)		1,495		-		-		(48)		(102,779)	
Obligations under finance leases	(3,164)		1,675		(2,394)		(193)		(384)		(4,460)	
Total net debt	(75,851)		21,118		(2,394)		(193)		(1,576)		(58,896)	

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

33 Financial commitments, guarantees and contingent liabilities

Parental guarantees

Boparan Private Office Limited has guaranteed the liabilities of the following subsidiaries in order for them to qualify for the exemption from audit under section 479A of the Companies Act 2006:

Shazan Frozen Foods Limited - company number 05251623
 Amber Real Estate Investments (Industrial) Limited - company number 09885767
 Amber Food Machinery Limited - company number 09885830
 Amber Real Estate Investments (Restaurants) Limited - company number 09987426
 Amber Real Estate Investments (Commercial) Limited - company number 09885916
 Grove Turkeys (UK) Limited - company number 12179930
 Fishworks Restaurants Limited - company number 07785020
 Amber Residential Properties Limited - company number 07191985
 AREI (House Building) Limited - company number 11079520

34 Operating lease commitments

Lessee

At the reporting end date the group had outstanding commitments for future minimum lease payments under non-cancellable operating leases, which fall due as follows:

	Group		Company	
	2023	2022	2023	2022
	£000	£000	£000	£000
Within one year	11,897	12,012	-	-
Between one and five years	48,062	35,745	-	-
In over five years	55,229	53,369	-	-
	<u>115,188</u>	<u>101,126</u>	<u>-</u>	<u>-</u>

Lessor

At the reporting end date the group had contracted with tenants for the following minimum lease payments:

	Group		Company	
	2023	2022	2023	2022
	£000	£000	£000	£000
Within one year	48,169	44,920	-	-
Between one and five years	195,206	160,736	-	-
In over five years	63,194	21,897	-	-
	<u>306,569</u>	<u>227,553</u>	<u>-</u>	<u>-</u>

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

35 Capital commitments

Amounts contracted for but not provided in the financial statements:

	Group 2023 £000	2022 £000	Company 2023 £000	2022 £000
Acquisition of tangible fixed assets	4,563	53	-	-

36 Events after the reporting date

Following a strategic review by Boparan Holdings Limited, a related party, of their manufacturing footprint and product offering, Boparan Holdings Limited decided to dispose of their frozen bakery operations. As a result, on 1 April 2023, the group acquired 100% of the share capital of both Portumna Pastry Limited and Holland's Pies Limited for a total consideration of £21.6m.

Post 1 January 2023 the group disposed of its entire holdings in both Corkers Crisps Limited and Buffalo Logistics Limited for a total consideration of £8.0m.

37 Related party transactions

Remuneration of key management personnel

The remuneration of key management personnel of the group, who are also directors, is as follows.

	2023 £000	2022 £000
Aggregate compensation	963	1,140

Transactions with related parties

During the period the group entered into the following transactions with related parties:

	2023 £000	Invoiced to 2022 £000	Invoiced from 2023 £000	2022 £000
Group				
Companies in which a shareholder and director has control	67,616	64,346	141,139	46,505
Companies in which a shareholder and director has joint control	391,776	332,647	134,759	103,238
Other related parties	113	97	-	34

BOPARAN PRIVATE OFFICE LIMITED (FORMERLY BOPARAN PRIVATE INVESTMENTS LIMITED)

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED) FOR THE PERIOD ENDED 1 JANUARY 2023

37 Related party transactions (Continued)

The following amounts were outstanding at the reporting end date:

Amounts due to related parties	2023 £000	2022 £000
Group		
Companies in which a shareholder and director has control	15,432	1,056
Companies in which a shareholder and director has joint control	8,374	13,850
	<u>23,806</u>	<u>14,906</u>

The following amounts were outstanding at the reporting end date:

Amounts due from related parties	2023 £000	2022 £000
Group		
Companies in which a shareholder and director has control	11,192	12,449
Companies in which a shareholder and director has joint control	62,295	57,719
Other related parties	1	2
	<u>73,488</u>	<u>70,170</u>

38 Directors' transactions

There is no interest charged to the director and the loan is unsecured.

Description	Opening balance £000	Amounts advanced £000	Closing balance £000
Loan to director	1,593	10,000	11,593
	<u>1,593</u>	<u>10,000</u>	<u>11,593</u>

39 Controlling party

The ultimate controlling parties are R S Boparan and B K Boparan.