

# **Cereform Limited**

Annual report and financial statements for the  
52-week period ended 28 August 2021

Company number 00346958



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## Strategic Report for the 52-week period ended 28 August 2021

The directors present their annual report and the audited financial statements for the 52-week period ended 28 August 2021.

### Principal activities

The principal activity of the company is the manufacture and sale of bakery ingredients.

### Business review

Turnover increased by £2.0m to £101.7m (2020: £99.7m), primarily driven by the reduced impact of COVID-19 with the re-opening of pubs and restaurants leading to a increased demand for foodservice supply, coupled with an increased demand for home cooking options. Gross profit of £19.9m showed a small decrease of £0.1m on the prior year.

Administration and distribution costs were £15.2m combined, showing a small increase of £0.1m on the prior year. Operating profit of £4.7m was down by £0.2m on 2020 driven predominantly by cost inflation in cost of sales and administration expenses during the year.

Net assets increased by £3.5m year on year attributable to the retained profits with no dividend being declared.

The average number of employees increased from 271 to 273.

The results for the period are set out on page 16.

### Principal risks and uncertainties

The principal uncertainties facing the company are:

- The impact of fluctuating exchange rates on purchases and sales denominated in foreign currencies. Management utilise contract hedging arrangements to minimise this risk;
- The impact of fluctuating commodity prices affecting procurement;
- Brexit; and
- COVID-19.

A full description of the principal risks and uncertainties applicable to the Associated British Foods plc group, of which this company is a subsidiary, are disclosed on pages 88 to 94 of the 2021 group Annual Report, which is available at [www.abf.co.uk](http://www.abf.co.uk).

### Financial risk management

The company's operations expose it to a variety of financial risks, which include price risk, credit risk, liquidity risk and foreign exchange risk. Given the size of the company, the directors have not delegated the responsibility of monitoring financial risk management to a sub-committee of the board. The policies set by the board of directors are implemented by the company's finance department.

#### Commodity price risk

The commercial implications of commodity price movements are continuously assessed and, where appropriate, are reflected in the pricing of products.

#### Credit risk

Credit risk is the risk customers will default on their obligation to make payment for the product or services supplied. The company has implemented policies that require appropriate credit checks on potential customers before sales are made. In some circumstances advance payments are required.

## Strategic Report for the 52-week period ended 28 August 2021 (continued)

### Financial risk management (continued)

#### Liquidity risk

Liquidity risk is the risk that the company will encounter difficulty in meeting obligations associated with its financial liabilities. The risk is mitigated as the company has access to intra-group finance that is designed to ensure the company has sufficient available funds for operations and planned expansions.

#### Foreign exchange risk

The company operates internationally and is exposed to foreign exchange risk arising from various currency exposures, primarily with respect to the US dollar and the Euro. Foreign exchange risk arises from commercial transactions.

Where there is a significant forecast net position in any foreign currency a significant proportion of that risk is covered by forward contract hedging arrangements, as appropriate.

### Future developments

The company aims to improve current profitability levels where possible and to mitigate the risks identified above.

### Key performance indicators

	2021 £'000	2020 £'000
Revenue	101,728	99,673
Operating profit	4,681	4,929
Profit for the financial year	3,498	3,727
Shareholder's funds	30,682	27,184
Gross profit margin	20%	20%
Operating profit margin	5%	5%

### Section 172 statement

The directors are required to act in a way which they consider, in good faith, is most likely to promote the success of the Company for the benefit of its members as a whole and, in doing so, have regard (amongst other matters) to the matters set out in section 172(1)(a) to (f) of the Companies Act 2006.

The Company is a wholly owned subsidiary of Associated British Foods plc and, as such, the Company has adopted and directors have due regard to applicable group policies and procedures which impact on the Company's stakeholders, including those referred to on page 74 of the Associated British Foods plc Annual Report and Accounts 2021. Please also see the Associated British Foods plc Section 172 Statement on pages 65 to 71 of that document.

As part of the identification of key stakeholders, the directors have identified the following stakeholder groups with whom engagement is fundamental to the Company's ongoing success:

- Employees
- Suppliers
- Customers
- Communities and environment
- Government and regulators
- Shareholder
- ABF and other group companies

## **Strategic Report for the 52-week period ended 28 August 2021 (continued)**

### **Section 172 statement (continued)**

#### **Employees**

We employ 273 colleagues across our seven locations, including some home based roles – with such a fragmented team, communication and engagement is critical. Our people have been at the heart of our success and integral in building our business over the years. Our relatively low employee turnover and average length of service helps create a stable, highly knowledgeable team who share our passion for our industry. The continuous communication, consultation, and engagement with our colleagues is very important, as it helps everyone understand how their contributions impact each other's roles and the overall business.

We have a health and safety at work programme supported by employee safety representatives, which actively encourages colleagues to share good practice and raise safety observations which enable us to collectively improve colleague safety, which is our first and most important priority as a leadership team. The Executive senior leadership carry out Employee Briefings, with every employee invited to attend to hear updates on the business performance and to ask any questions, which over the years have developed into really meaningful sessions with genuine two-way communication. We have established a number of mechanisms for engaging our people, including Staff Newsletters, Suggestion Schemes, through the "Thrive" health and wellbeing programme, safety Observations, management walk-about and Toolbox Talks to name a few. We have held engagement survey in recent years and discussed with colleagues the results and initiatives to deepen engagement.

#### **Suppliers**

Our Supplier Code of Conduct, which applies to all companies in the ABF group and which can be found on the ABF website ([www.abf.co.uk](http://www.abf.co.uk)), sets out our values and standards on how we work and engage with our suppliers on ethical, environmental and other relevant matters including on key issues such as payment practices, responsible sourcing, supply chain sustainability and human rights and modern slavery.

#### **Customers**

Our diverse range of customer requirements drive our policy making, we supply a very wide spectrum of bakery and food manufacturing businesses. In addition to customer requirement we ensure that all our business decisions are aligned to fulfilling our commitment to employee safety and wellbeing, sustainability of resources and quality policies. The Board and Senior management teams are regularly updated on market requirements and customer needs through direct engagement with customers, our regular customer surveys and market insights.

Our aim is to deliver the most innovative, cost effective, nutritious and safe ingredients in line with the market conditions through the challenging period in supply chain. To enable the supply to remain consistent, flexibility and the ability to respond quickly to market dynamics has been crucial in maintaining the flow of products to allow our customers to maintain supply to their customers, in addition to daily challenges we are continuously improving our offering to ensure our customers remain at the forefront of technology and product quality. We are rigorous in our food safety, health and safety, environmental safety standards across the diverse range of manufacturing practices we have across our manufacturing footprint. Our aim is to be the supplier of choice for the bakery industry in the UK and Ireland.

#### **Communities and Environment**

We recognise and are fully committed to our responsibilities in contributing to a healthier and more sustainable society.

We care deeply about our impact, and we have a number of practices in place that are aligned to our values - monitoring our water, energy, waste, noise and use of resources and adapting our operations to reduce our impact on our local communities and the environment. We have partnered with recycling companies to manage waste streams and encourage biodiversity, for example by supporting nesting birds. Our Product Development teams continuously work on sugar and fat reduction formulations as well as working on healthy products in the protein, fibre and gut health.

## Strategic Report for the 52-week period ended 28 August 2021 (continued)

### Section 172 statement (continued)

We have sponsored Breakfast Clubs in local primary schools for a number of years, providing much needed support for disadvantaged children, and we make charitable donations either directly or indirectly through employee initiatives. We have strong governance protocols, including a RemCo for employee reward, Anti-bribery and corruption procedures, Competition Compliance and GDPR training programmes.

#### Governments

The Company can be impacted by changes in laws and public policy including issues such as COVID-19 and the implications arising from the UK's withdrawal from the EU. To mitigate the Company's exposure to such risks the directors engage with government authorities either directly, or through being part of the broader Associated British Foods group, to contribute to, and anticipate, important changes in public policy.

#### Shareholders

The Company reports up to its shareholders, and ultimately to the board of Associated British Foods plc, through reports up to the senior management of the business division of which the Company forms part. The Company takes appropriate steps to ensure that its shareholders are kept up to date on key business activities and decisions.

#### Other ABF group entities

The Company forms part of the group of companies headed by Associated British Foods plc and the Company's accounts are consolidated into the Associated British Foods plc accounts. Group companies can provide financial and other support to the Company and the sharing of best practice and know-how between the businesses within the broader group is actively encouraged.

#### Principal decisions

Below are some examples of the principal decisions taken during the year, how the directors considered stakeholder views/interests and how such consideration impacted on decision-making.

**Working with growers:** A key ingredient for us is soya and we have worked with our suppliers to ensure that all the soybeans we buy are from a certified sustainable source. Although currently Canada is our main supply, we are actively engaging with growers in the UK to develop soya as a viable crop and have already contracted and processed UK grown soya over the last two years. We continue to work with growers and are actively developing products that promote UK grown soya and its use in plant-based meat alternatives.

**Employee engagement:** Through the COVID-19 pandemic, we have implemented safety protocols that won the AB Mauri Global Safety Award, which has continuously evolved through the pandemic. We have invested in IT equipment and utilised new communication software to ensure our people remained connected – both professionally and socially – through the pandemic, and shared employees' experiences through a light-hearted "Lockdown Lowdown" bulletin.

By order of the board



**D Parkin**  
Director

Date: 11<sup>th</sup> May 2022

Weston Centre  
10 Grosvenor Street  
London  
W1K 4QY

## Directors' Report for the 52-week period ended 28 August 2021

The directors present their report and the audited financial statements of the company for the 52-week period ended 28 August 2021.

### Dividends

The directors did not recommend the payment of a dividend (2019: *£nil*). No final dividend is proposed.

### Research and development

The company has a substantial new product development resource which focuses on the development of new recipes, and the use of new ingredients. The department supports field technical projects and works with our customers and other technical centres within the group.

### Employees

The company is committed to offering equal opportunities to all in recruitment, training and career development. Full and fair consideration is given to applicants with disabilities. Health and safety are considered equal in importance to that of any function of the company and its business objectives emphasised by additional resource deployed in this area this financial year.

The company will brief and consult its employees on a regular basis to understand their views and to achieve an awareness of the financial and economic factors affecting the performance of the company.

### Directors

The directors, who held office during the period, and since the end of the period, were:

A M Pollard  
M Devenuto  
I S Smith – (resigned 5th April 2022)  
D R Parkin – (appointed 5th April 2022)

### Secretary

R G Cahill (appointed 14<sup>th</sup> May 2021)

### United Kingdom charitable and political contributions

There were charitable donations of £4,000 (2020: £7,000) paid during the period. There were no political contributions paid (2020: *£nil*).

### Creditor payment policy

It is the company's policy to agree terms of business with suppliers prior to the supply of goods and services. In the absence of any dispute, the company pays in accordance with these terms. At year end there were 24 days (2020: 24 days) purchases in trade creditors.

### Health and safety

The company aims for its employees to Stay Accident Free Everyday (SAFE). The company encourages its people to enjoy their work and to carry it out in a safe and comfortable environment and minimise the environmental impact of their business activities. The company provides leadership, policies, training and guidance on what is expected to ensure that its aims are met, wherever people work and whatever their position in the organisation.

The company keeps its safety, health and environmental performance and levels of legal compliance under regular review and ensures that its risk management controls are appropriate and effective. The company's board of directors' reviews these at least annually, as does the board of Associated British Foods plc (ABF Group).

The company encourages its people to help monitor the effectiveness of its approach by drawing attention to any failings or weaknesses in systems or procedures so that together they can continually improve performance. The company believe that success in its health, safety and environmental performance is reliant on an effective partnership approach.

## Directors' Report for the 52-week period ended 28 August 2021 (continued)

### Health and safety (continued)

Each site has a representative committee able to address health, safety and environmental issues at the local level and ensure ongoing legal compliance. We encourage everyone to be proactively involved in their own and others' health and safety.

### Streamlined Energy and Carbon Reporting

In compliance with UK reporting requirements (Streamlined Energy and Carbon Reporting), the Directors provide the Company's UK and greenhouse ("GHG") emissions data in the table below.

	2021	2020
Scope 1 emissions	3,190 tCO <sub>2</sub> e	2,782 tCO <sub>2</sub> e
Scope 2 emissions	1,595 tCO <sub>2</sub> e	1,806 tCO <sub>2</sub> e
Energy use	21,221,569 kWh	21,872,019 kWh
Emissions intensity (scopes 1 and 2 emissions)	47 tonnes of CO <sub>2</sub> e per £1m of revenue	46 tonnes of CO <sub>2</sub> e per £1m of revenue

The period for which the information is reported (1 August 2020 to 31 July 2021) is different to the period in respect of which the Directors' report is prepared as the information for the period 1 August 2020 to 31 July 2021 has been externally assured.

The principal energy efficiency measures to reduce our carbon emissions this year include the replacement of older equipment with new and more efficient options. This included installing contemporary, economical natural gas boilers and new Variable Speed Drive (VSD) dryer units which improve reliability and save energy through efficient use of electricity and reduced pressure drop. Other measures include replacing existing lighting with energy-saving LED systems.

We report our GHG inventory using the WRI/WBCSD GHG Protocol Corporate Accounting and Reporting Standard Revised Edition as our framework for calculations and disclosure. We use carbon conversion factors published by the UK's Department for Business, Energy and Industrial Strategy ("BEIS") in June 2021, other internationally recognised sources, and bespoke factors based on laboratory calculations at selected locations. This includes all activities where we have operational control.

### COVID-19 and going concern

The COVID-19 pandemic has continued across the world. This has highlighted the importance of the global/UK food supply chain, in which the Company play an important part.

The COVID-19 pandemic has, at the time of approving these financial statements, varied impact on the Company. The closure of pubs and restaurants has led to a reduced demand for foodservice supply, partially offset by an increased demand for home cooking options. Our supply chain remains strong and we are working closely with retailers to ensure good supplies of products.

Uncertainty as to the length of the pandemic and the related measures to combat it mean that the 2022 full year impact cannot yet be known.



## **Directors' Report for the 52-week period ended 28 August 2021 (continued)**

The circumstances of COVID-19 currently assessed as significant to Cereform Limited are:

- **People** – as our operations fall within the Government definition of a critical industry, key workers are still attending site and are following Public Health England guidelines when on site. Any member of staff who can work from home is doing so unless the role cannot be adequately performed other than at the employee's place of work.
- **Health & safety** - Social distancing measures are in place where possible across all sites. Where it is not possible, adjustments are made to limit contact with others in communal areas. Hand sanitising stations are also in place across all sites at points of entry or where there is shared access.
- **Supply Chain** – There has been no disruption to supply of product either from Suppliers or to our Customers. We are in regular contact with our key suppliers and are maintaining continuity of supply in raw materials, utilities and engineering materials and services.
- **Risks / opportunities** - The business has experienced some reduction in demand from a number of B2C Customers who find themselves unable to continue operating under the current circumstances however this has been offset in part by increased demand for a number of home baking options.

The Company has received a letter of support from its intermediate parent company, ABF Investments plc, indicating that it will receive the financial and other support necessary for the Company to trade and meet its liabilities as and when they become due for a period of at least twelve months from the date of signing of these financial statements.

After making due enquiries and considering the impact of COVID-19 and the support available from the intermediate parent company described above, the directors have a reasonable expectation that the Company has adequate resources to continue in operation for 12 months from the date of signing of these financial statements. These considerations included the impact of COVID-19 on the wider ABF group, the ABF group's directors' assessment of going concern (set out in the Interim Results Announcement dated 26 April 2022 and available at [www.abf.co.uk](http://www.abf.co.uk)), which included the significant levels of cash and undrawn committed long-term facilities available to the group and the ABF group's directors' stress testing of cash flow forecasts through to September 2023, and an assessment of any developments since that date that would adversely affect that conclusion. Accordingly, the financial statements have been prepared on the going concern basis.

### **Directors' Indemnities**

The directors have benefited from the ABF group's directors and officer's insurance policy.

### **Disclosure of information to auditors**

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

### **Auditors**

Pursuant to Section 487 of the Companies Act 2006, the auditor will be deemed to be reappointed and Ernst & Young LLP will therefore continue in office.

## **Directors' Report for the 52-week period ended 28 August 2021 (continued)**

### **Engagement with employees**

Details of how the directors have engaged with employees and how the directors have had regard to employee interests, and the effect of that regard including on the principal decisions taken by the Company are set out on pages 4 to 6.

### **Engagement with suppliers, customers and others in a business relationship with the Company**

Details of how the directors have had regard to the need to foster the Company's business relationships with suppliers, customers and others, and the effect of that regard including on the principal decisions taken by the Company are set out on pages 4 to 6.

By order of the board



**D Parkin**  
Director

Weston Centre  
10 Grosvenor Street  
London  
W1K 4QY

Date: 11<sup>th</sup> May 2022

## **Statement of Directors' responsibilities in respect of the Strategic Report, the Directors' Report and the Financial statements**

The directors are responsible for preparing the Strategic Report, 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 they have elected to prepare the financial statements in accordance with UK Accounting Standards and applicable law (UK Generally Accepted Accounting Practice), including FRS 101 'Reduced Disclosure Framework'.

Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period.

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

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

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the company and to prevent and detect fraud and other irregularities.

## **Independent auditor's report to the members of Cereform Limited**

### **Opinion**

We have audited the financial statements of Cereform Limited for the year 52-weeks ended 28 August 2021, which comprise the Income statement, the Statement of comprehensive income, the Balance Sheet, the Statement of changes in equity and the related notes 1 to 18, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards including FRS 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the company's affairs as at 28 August 2021 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

### **Basis for opinion**

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

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

### **Conclusions relating to going concern**

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

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the company's ability to continue as a going concern for the period of 12 months from the date of approval of financial statements.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the relevant sections of this report. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

### **Other information**

The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The directors are responsible for the other information contained within the annual report.

## **Independent auditor's report to the members of Cereform Limited (continued)**

Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in this report, we do not express any form of assurance conclusion thereon.

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether there is 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 the other information, we are required to report that fact.

We have nothing to report in this regard.

### **Opinions on other matters prescribed by the Companies Act 2006**

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

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

### **Matters on which we are required to report by exception**

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

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

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

### **Responsibilities of directors**

As explained more fully in the directors' responsibilities statement set out on page 11, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

## **Independent auditor's report to the members of Cereform Limited (continued)**

### **Auditor's responsibilities for the audit of the financial statements**

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

### **Explanation as to what extent the audit was considered capable of detecting irregularities, including fraud**

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect irregularities, including fraud. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

Our approach was as follows:

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the company and determined that the most significant are FRS 101, Companies Act 2006 and UK tax legislation.
- We understood how the company is complying with those frameworks by making enquiries of management to understand how the company maintains and communicates its policies and procedures in these areas. We corroborated our enquiries through our review of Board minutes, review of correspondence with relevant authorities, as well as consideration of the results of our audit procedures across the company to either corroborate our findings or provide contrary evidence which was followed up.
- We assessed the susceptibility of the company's financial statements to material misstatement, including how fraud might occur by understanding which areas of the business present potential fraud risk areas (through assessing the presence of opportunities, incentives or potential rationalisation to commit such acts of fraud), understanding where these risks could present themselves and subsequently identifying the process level controls in place to prevent, or detect and correct them. Combining this with our review of entity level controls, which have evidenced management's behaviour and the culture embedded within the company, we have gained a detailed understanding of the overall susceptibility to fraud.
- Based on this understanding, we designed our audit procedures to identify non-compliance with such laws and regulations. Our procedures involved direct enquiries with those charged with governance. In addition, we performed detailed testing around manual journals for identified fraud risks, corroborating balances where necessary to underlying supporting documentation. The results of these procedures did not identify any such instances of irregularities, including fraud.

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 auditor's report.

## **Independent auditor's report to the members of Cereform Limited (continued)**

### **Use of our report**

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's

members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.

The image shows a handwritten signature in black ink. The signature appears to be 'Fraser Bull' followed by 'Ernst & Young LLP' in a stylized, cursive script.

Fraser Bull (Senior Statutory Auditor)  
for and on behalf of Ernst & Young LLP, Statutory Auditor  
Cambridge, UK  
Date: 11 May 2022

**Income Statement**  
*for the 52-week period ended 28 August 2021*

	<i>Note</i>	52-week period ended 28 August 2021 £'000	52-week period ended 29 August 2020 £'000
<b>Turnover</b>	3	101,728	99,673
Cost of sales	11	(81,853)	(79,635)
		<hr/>	<hr/>
<b>Gross profit</b>		19,875	20,038
Distribution costs		(5,050)	(5,226)
Administration expenses		(10,144)	(9,883)
		<hr/>	<hr/>
<b>Operating profit</b>	4	4,681	4,929
Other interest payable	7	(16)	(58)
		<hr/>	<hr/>
<b>Profit on ordinary activities before taxation</b>		4,665	4,871
Tax on profit on ordinary activities	8	(1,167)	(1,144)
		<hr/>	<hr/>
<b>Profit for the financial period</b>		<u>3,498</u>	<u>3,727</u>

All revenue and operating profit is derived from continuing activities. The notes on pages 20 to 37 form part of these financial statements



**Statement of comprehensive income**  
*for the 52-week period ended 28 August 2021*

	52-weeks ended 28 August 2021	52-weeks ended 29 August 2020
	£000	£000
Profit for the financial period	3,498	3,727
Other comprehensive income	-	-
Total comprehensive income for the year attributable to equity shareholders	<u>3,498</u>	<u>3,727</u>

**Balance sheet**  
*at 28 August 2021*

	Notes	28 August 2021		29 August 2020	
		£'000	£'000	£'000	£'000
<b>Fixed Assets</b>					
Intangible assets	9		5,366		7,366
Tangible assets	10		10,707		9,566
Right-of-use assets	17		1,143		1,701
			<hr/>		<hr/>
			17,216		18,633
<b>Current assets</b>					
Stocks	11	11,849		11,904	
Debtors	12	17,437		14,758	
Cash at bank and in hand		7,319		2,645	
		<hr/>		<hr/>	
<b>Creditors: amounts falling due within one year</b>	13	36,605 (21,470)		29,307 (18,559)	
		<hr/>		<hr/>	
<b>Net current assets</b>			15,135		10,748
			<hr/>		<hr/>
<b>Total assets less current liabilities</b>			32,351		29,381
Provisions for liabilities and charges	14	(1,144)		(1,210)	
Long term lease obligations	17	(525)		(987)	
		<hr/>		<hr/>	
<b>Net assets</b>			30,682		27,184
			<hr/>		<hr/>
<b>Capital and reserves</b>					
Called up share capital	15		100		100
Retained earnings			30,582		27,084
			<hr/>		<hr/>
<b>Shareholders' funds</b>			30,682		27,184
			<hr/>		<hr/>

*Registered No: 00346958*

Notes on pages 20 to 37 form part of the financial statements.

These financial statements were approved by the board of directors on 11th May 2022 and were signed on its behalf by:



**D Parkin**  
*Director*

**Statement of changes in equity**  
*for the year ended 28 August 2021*

	Share Capital (Note 15)	Retained earnings	Total Equity
	£'000	£'000	£'000
<b>At 31 August 2019</b>	100	23,357	23,457
Total comprehensive income for the year	-	3,727	3,727
<b>At 29 August 2020</b>	100	27,084	27,184
Total comprehensive income for the year	-	3,498	3,498
<b>At 28 August 2021</b>	100	30,582	30,682

## Notes to the financial statements for the 52-week period ended 28 August 2021

### 1 Authorisation of financial statements and statement of compliance with FRS 101

The financial statements of Cereform Limited for the 52-weeks ended 28 August 2021 were authorised for issue by the board of directors on 11th May 2022. Cereform Limited is incorporated and domiciled in England and Wales.

The results of Cereform Limited are included in the consolidated financial statements of Associated British Foods plc which are available at Weston Centre, 10 Grosvenor Street, London, W1K 4QY.

The principal accounting policies adopted by the company are set out in note 2.

### 2 Accounting policies

The following accounting policies have been applied consistently in dealing with items which are considered material in relation to the company's financial statements.

#### *Basis of preparation*

The financial statements of Cereform Limited have been prepared in accordance with Financial Reporting Standard 101, 'Reduced Disclosure Framework' (FRS 101). The financial statements have been prepared under the historical cost convention, as modified by the revaluation of land and buildings and in accordance with the Companies Act 2006.

The preparation of financial statements in conformity with FRS 101 requires the use of certain critical accounting estimates. It also requires management to exercise its judgement in the process of applying the company's accounting policies. The areas involving a higher degree of judgement or complexity, or areas where assumptions and estimates are significant to the financial statements are disclosed below.

The company's financial statements are presented in Sterling and all values are rounded to the nearest thousand pounds (£'000) except when otherwise indicated.

The Company has taken advantage of the following disclosure exemptions under FRS 101:

- the requirements of IAS 7 *Statement of Cash Flows*;
- the requirements of paragraphs 17 and 18A of IAS 24 *Related Party Disclosures* in respect of disclosure of key management personnel compensation;
- the requirements in IAS 24 *Related Party Disclosures* to disclose related party transactions entered into between two or more members of a group, provided that any subsidiary which is a party to the transaction is wholly owned by such a member;
- the requirement in paragraph 38 of IAS 1 *Presentation of Financial Statements* to present comparative information in respect of paragraph 118 (e) of IAS 38 *Intangible Assets*;
- the requirements of IFRS 7 *Financial Instruments: Disclosures*;
- the requirements of paragraphs 130(f)(ii), 130(f)(iii), 134(d) to 134(f) and 135(c) to 135(e) of IAS 36 *Impairment of Assets* which deal with certain assumptions and sensitivities significant for an impairment review;
- the requirements of paragraphs 30 and 31 of IAS 8 *Accounting Policies, Changes in Accounting Estimates and Errors* which deals with IFRSs issued but not yet effective; and
- the requirements of paragraphs 10(d), 10(f), 16, 38A, 38B, 38C, 38D, 40A, 40B, 40C, 40D, 111 and 134 to 136 of IAS 1 *Presentation of Financial Statements*.

Other exemptions are available under FRS 101 but these have not been set out above as they are not relevant to the Company's financial statements.

## Notes to the financial statements for the 52-week period ended 28 August 2021

### 2 Accounting policies (continued)

As permitted by FRS 101, the company has taken advantage of the disclosure exemptions available under that standard in relation to financial instruments, capital management, presentation of a cash flow statement, presentation of comparative information in respect of certain assets, standards not yet effective, impairment of assets, business combinations, discontinued operations and related party transactions.

There were no new IFRS standards requiring implementation in the year.

### COVID-19

As set out in note 18, the smallest group in which the results of the company are consolidated is that headed by Associated British Foods plc, which confirmed in its half-year results announcement dated 26 April 2022 that its directors have a reasonable expectation that the Associated British Foods plc group has adequate resources to continue in operational existence for the foreseeable future.

The Company has received a letter of support from its intermediate parent company, ABF Investments plc, indicating that it will receive the financial and other support necessary for the Company to trade and meet its liabilities as and when they become due for a period of 12 months from the date of signing of these financial statements.

After making due enquiries and considering the impact of COVID-19 and the support available from the intermediate parent company described above, the directors have a reasonable expectation that the Company has adequate resources to continue in operation for at least 12 months from the date of signing of these financial statements. These considerations included the impact of COVID-19 on the wider ABF group, the ABF group's directors' assessment of going concern (set out in the Interim Results Announcement dated 26 April 2022 and available at [www.abf.co.uk](http://www.abf.co.uk)), which included the significant levels of cash and undrawn committed long-term facilities available to the group and the ABF group's directors' stress testing of cash flow forecasts through to September 2023, and an assessment of any developments since that date that would adversely affect that conclusion. Accordingly, the financial statements have been prepared on the going concern basis.

### *Leases*

A lease is an agreement whereby the lessor conveys to the lessee, in return for a payment or a series of payments, the right to use a specific asset for an agreed period.

In the 2020 financial year, the opening balance sheet was drawn up under IAS 17 Leases, with the adoption of IFRS 16 Leases on 15 September 2019 reflected as an opening balance adjustment in the 2020 financial year.

Since that date, where the Company is a lessee, the following accounting policy applied.

### *Right-of-use assets*

The company records right-of-use assets at cost at the commencement date of the lease, which is the date the underlying asset is available for use, less any accumulated depreciation and impairment losses, and adjusted for subsequent remeasurement of lease liabilities.

Cost includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date, less any lease incentives received.

The Company charges depreciation to the income statement on a straight-line basis over the shorter of the estimated useful life and the lease term.

## Notes to the financial statements for the 52-week period ended 28 August 2021

### 2 Accounting policies (continued)

#### *Lease liabilities*

The Company records lease liabilities at the commencement date of the lease at the present value of lease payments to be made over the lease term, discounted using the incremental borrowing rate at the commencement date of the lease if the interest rate implicit in the lease is not readily determinable.

Lease payments include fixed payments, including in-substance fixed payments, and variable lease payments that depend on an index or a rate, less any lease incentives receivable.

Variable lease payments that do not depend on an index or a rate are recognised as an expense in the period in which the event or condition that triggers the payment occurs.

The Company subsequently measures lease liabilities at amortised cost using the effective interest rate method. The Group records the accretion and settlement of interest through accruals and reduces the carrying amount of lease liabilities for the capital element of lease payments made.

The carrying amount of lease liabilities is also remeasured when there is a change in future lease payments due to a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

#### *Short-term leases and leases of low-value assets*

The Group applies the short-term lease recognition exemption to leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option. It also applies the low-value asset recognition exemption to groups of underlying leases considered uniformly low-value.

The Company expenses lease payments on short-term leases and leases of low-value assets in the income statement.

#### *Fixed assets and depreciation*

Depreciation, calculated on cost, is provided on a straight-line basis over the expected useful economic life of the asset as follows:

Freehold buildings	-	50 years
Plant, machinery, fixtures and fittings	-	2 - 12 years
Vehicles	-	3 years

## Notes to the financial statements for the 52-week period ended 28 August 2021

### 2 Accounting policies (continued)

#### *Intangible assets – goodwill*

Acquired goodwill relates to the consideration paid on acquisitions, less the fair value of net assets acquired.

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any non-controlling interest in the acquiree. The choice of measurement of non-controlling interest, either at fair value or at the proportionate share of the acquiree's identifiable assets, is determined on a transaction by transaction basis. Acquisition costs incurred are expensed and included in administration expenses.

The UK Companies Act requires goodwill to be reduced by provisions for depreciation on a systematic basis over a period chosen by the Directors, its useful economic life. However, under IFRS 3 Business Combinations goodwill is not amortised. Consequently, the Company does not amortise goodwill but reviews it for impairment on an annual basis or whenever there are indicators of impairment. The Company is therefore invoking a 'true and fair view override' to overcome the prohibition on the non-amortisation of goodwill in the Companies Act. The Company is not able to reliably estimate the impact on the financial statements of the true and fair override on the basis that the useful life of goodwill cannot be predicted with a satisfactory level of reliability, nor can the pattern in which goodwill diminishes be known.

Goodwill is initially measured at cost being the excess of the aggregate of the acquisition-date fair value of the consideration transferred and the amount recognising for the non-controlling interest over the net identifiable amounts of the assets acquired and the liabilities assumed in exchange for the business combination. After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Company's cash-generating units (or groups of cash generating units) that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units. Each unit or group of units to which goodwill is allocated shall represent the lowest level within the entity at which the goodwill is monitored for internal management purposes and not be larger than the operating segment before aggregation.

Where goodwill forms part of a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative values of the operation disposed of and the portion of the cash-generating unit retained.

When the Company acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

## Notes to the financial statements for the 52-week period ended 28 August 2021

### 2 Accounting policies (continued)

#### *Intangible assets – other*

Intangible assets acquired through the acquisition of Fleming Howden and Holgran in 2018 are amortised over the useful economic life and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method are reviewed at least at each financial year end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in the income statement when the asset is derecognised.

Internally generated intangible assets, excluding capitalised development costs, are not capitalised and expenditure is reflected in the income statement in the year in which the expenditure is incurred.

#### *Impairment of assets*

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount in order to determine the extent of the impairment loss. An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses on continuing operations are recognised in the income statement in those expense categories consistent with the function of the impaired asset.

For assets where an impairment loss subsequently reverses, the carrying amount of the asset or cash generating unit is increased to the revised estimate of its recoverable amount, not to exceed the carrying amount that would have been determined, net of depreciation, had no impairment losses been recognised for the asset or cash generating unit in prior years. A reversal of impairment loss is recognised immediately in the income statement, unless the asset is carried at a revalued amount when it is treated as a revaluation increase.

#### *Foreign currencies*

Transactions denominated in foreign currencies are recorded using the rate of exchange ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated using the rate of exchange ruling at the balance sheet date and the gains or losses on translation are included in the income statement account.

#### *Research and development*

Expenditure in respect of research and development is written off in the period in which it is incurred. This amounted to £2,028,000 (2020: £1,900,000).

#### *Stocks*

Stocks are valued at the lower of cost and net realisable value after making due provision against obsolete and slow-moving items and a first in first out basis. In the case of finished goods manufactured by the company, the term 'cost' includes ingredients, direct production labour and an appropriate proportion of attributable production overheads and is a weighted average cost.



## Notes to the financial statements for the 52-week period ended 28 August 2021

### 2 Accounting policies (continued)

#### *Taxation*

The current tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the balance sheet date. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulations are subject to interpretation. It establishes provisions where appropriate on the basis of amounts expected to be paid to the tax authorities.

Deferred tax is recognised on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. However, deferred tax liabilities are not recognised if they arise from the initial recognition of goodwill or arise from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit nor loss. Deferred tax is determined using tax rates (and laws) that have been enacted or substantively enacted at the balance sheet date and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets are recognised only to the extent that it is probable that future taxable profit will be available against which the temporary differences can be utilised.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred tax assets and liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Deferred tax is measured on an undiscounted basis at the tax rates that are expected to apply in the periods in which timing differences reverse, based on tax rates and laws enacted, or substantively enacted at the balance sheet date.

#### *Group relief*

It is the policy of the group to which the company belongs to charge for tax losses surrendered by way of group relief at a rate of UK corporation tax enacted at the date the companies' profits were earned.

#### *Pension costs*

The company operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the company in an independently administered fund. The amount charged to the income statement account represents the contributions payable to the scheme in respect of the accounting period.

The company is also a member of the Associated British Foods plc pension scheme providing benefits based on final pensionable pay. The assets of the scheme are held separately from those of the company. As the company is unable to identify its share of the scheme's assets and liabilities on a consistent and reasonable basis, as permitted by FRS 101, the scheme has been accounted for as if it were a defined contribution scheme. The pension charge for the period represents the contributions payable by the company to the scheme.

#### *Financial instruments*

##### **Initial recognition and subsequent measurement**

A financial instrument is any contract that gives rise to a financial asset of one entity and a financial liability or equity instrument of another entity.

## Notes to the financial statements for the 52-week period ended 28 August 2021

### 2 Accounting policies (continued)

#### Loans and receivables

Loans and receivables are non-derivative financial assets with fixed or determinable payments that are not quoted in an active market. All financial assets are recognised initially at fair value plus, in the case of financial assets not recorded at fair value through profit or loss, transaction costs that are attributable to the acquisition of the financial asset. After initial measurement, such financial assets are subsequently measured at amortised cost using the EIR method, less impairment. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance income in the statement of profit or loss. The losses arising from impairment are recognised in the statement of profit or loss in administration expense. Loans and receivables are derecognised when repaid.

This category generally applies to debtors and cash at bank and in hand.

#### Financial liabilities carried at amortised cost

All financial liabilities are recognised initially at fair value net of directly attributable transaction costs.

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the EIR method. Gains and losses are recognised in profit or loss when the liabilities are derecognised as well as through the EIR amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit or loss.

#### Cash flow hedges

The effective portion of the gain or loss on the hedging instrument is recognised in OCI in the cash flow hedge reserve, while any ineffective portion is recognised immediately in the Income statement.

The company uses forward currency contracts as hedges of its exposure to foreign currency risk in forecast transactions and firm commitments, as well as forward commodity contracts for its exposure to volatility in the commodity prices. The ineffective portion relating to foreign currency contracts is recognised in finance costs and the ineffective portion relating to commodity contracts is recognised in other operating income or expenses.

Amounts recognised as OCI are transferred to profit or loss when the hedged transaction affects profit or loss, such as when the hedged financial income or financial expense is recognised or when a forecast sale occurs. When the hedged item is the cost of a non-financial asset or non-financial liability, the amounts recognised as OCI are transferred to the initial carrying amount of the non-financial asset or liability.

If the hedging instrument expires or is sold, terminated or exercised without replacement or rollover (as part of the hedging strategy), or if its designation as a hedge is revoked, or when the hedge no longer meets the criteria for hedge accounting, any cumulative gain or loss previously recognised in OCI remains separately in equity until the forecast transaction occurs or the foreign currency firm commitment is met.

## Notes to the financial statements for the 52-week period ended 28 August 2021

### 2 Accounting policies (continued)

#### *Judgements and key sources of estimates*

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the amount reported for assets, liabilities, revenues and expenses. However, the nature of estimation means that the actual outcomes may differ from the estimates. The key judgement and uncertainty arises from:

- Impairment of stock – the company holds significant levels of stock. Management make judgements about the net realisable value of stock, thereby identifying the need for an impairment provision.
- Expected credit loss – management makes judgements about the recoverability of debtors and provide for any specific bad debts based on the probability of the customers' ability to pay using past history and specific industry credit reports.
- Rebates – the company provides for rebates based on signed negotiated commercial terms with customers. Management are required to estimate the liability based on these terms.
- Goodwill and other intangible assets are assessed for impairment annually and whenever there is an indication that the intangible asset may be impaired. Management determines the recoverable amount using a value in use calculation based on cash flow projections approved by the board. The recoverable amount is sensitive to the discount rate used for the discounted cash flow model as well as the expected future cash inflows and the growth rate used for extrapolation purposes.

## Notes to the financial statements for the 52-week period ended 28 August 2021

### 3 Segmental information

The table below sets out turnover for each of the company's geographic areas of operation:

	52-week period ended 28 August 2021 £'000	52-week period ended 29 August 2020 £'000
UK	95,416	93,745
Rest of Europe	6,165	5,785
Rest of World	147	143
	<u>101,728</u>	<u>99,673</u>

In the opinion of the directors, the company operates in only one business segment, being the manufacture and sale of bakery ingredients.

### 4 Operating profit

	52-week period ended 28 August 2021 £'000	52-week period ended 29 August 2020 £'000
<i>Operating profit is stated after charging / (crediting):</i>		
Depreciation and other amounts written off owned tangible fixed assets:	1,345	1,599
Amortisation of intangible assets	2,000	2,000
Depreciation on right-of-use assets	558	663
Research & development expenditure	2,028	1,900
Net foreign exchange (gains) / losses	(7)	38
	<u>          </u>	<u>          </u>
Amounts receivable by the auditors and their associates in respect of:		
- the audit of these financial statements	44	43
	<u>          </u>	<u>          </u>

The auditors do not provide any non-audit services.

## Notes to the financial statements for the 52-week period ended 28 August 2021

### 5 Directors and employees

The average number of persons employed by the company (excluding Directors) during the period was:

	52-week period ended 28 August 2021	52-week period ended 29 August 2020
Direct	101	119
Administrative	172	152
	<hr/>	<hr/>
Average number of employees	273	271
	<hr/> <hr/>	<hr/> <hr/>

The aggregate staff costs of these persons were as follows:

	£'000	£'000
Wages and salaries	11,102	10,450
Social security costs	1,182	1,093
Other pension costs	1,236	1,145
	<hr/>	<hr/>
	13,520	12,688
	<hr/> <hr/>	<hr/> <hr/>

In the current and prior periods two Directors were remunerated for their services to the company.

The remaining Directors who held office during the current and prior periods are employed and remunerated by other companies within the ABF group. None of their remuneration was deemed to be directly for their services to the company.

	£'000	£'000
<i>Directors' emoluments</i>		
Remuneration	484	474
Pension contributions	93	37
	<hr/>	<hr/>
	577	511
	<hr/> <hr/>	<hr/> <hr/>

During the current and prior periods two of the Directors participated in a defined benefit pension scheme.

The aggregate of emoluments and amounts receivable under long term incentive schemes of the highest paid Director was £251,000 (2020: £246,187), and company pension contributions of £Nil (2020: £Nil) were made to a defined benefit scheme, under which his accrued pension at the year-end was £44,047 (2020: £43,831).

## Notes to the financial statements for the 52-week period ended 28 August 2021

### 5 Directors and employees (continued)

The company's net holiday accrued but not yet taken was £nil (2020: £nil). The company operates a calendar year holiday model where employees are required to have taken all holidays by 31 December.

The company participates in paying the Apprenticeship Levy, starting in April 2017. £54,833 was paid for in the year (2020: £51,137).

### 6 Pensions

The parent group's final salary pension costs are assessed in accordance with the advice of a qualified actuary on the basis of final pensionable earnings. Particulars of the last actuarial valuation of the scheme are contained in the financial statements of Associated British Foods plc.

The company is a member of the Associated British Foods plc pension scheme providing benefits based on final pensionable pay. Because the company is unable to identify its share of the scheme's assets and liabilities on a consistent and reasonable basis, as permitted by FRS 101 the scheme has been accounted for by the company as if the scheme is a defined contribution scheme. The pension charge for the period represents the contributions payable by the company to the scheme and amounted to £523,000 (2020: £464,000).

On 30 September 2002 the scheme was closed to new members, with defined contribution arrangements introduced for new members. For the defined contribution scheme, the pension costs are the contributions payable by the company to the scheme and amounted to £488,000 (2020: £457,000).

The most recent triennial funding valuation of the Scheme was carried out as at 5 April 2020, using the current unit method, and revealed a deficit of £302m.

Full IAS 19 disclosures can be found within the financial statements of Associated British Foods plc, which may be obtained from Associated British Foods plc, Weston Centre, 10 Grosvenor Street, London, W1K 4QY. The consolidated accounts of Associated British Foods plc are also available for download on the group's website at [www.abf.co.uk](http://www.abf.co.uk)

Pension costs prepaid at the period end were £nil (2020: £nil).

### 7 Other interest income and expense

	52-week period ended 28 August 2021 £'000	52-week period ended 29 August 2020 £'000
Interest expense from group undertakings	(16)	(58)

## Notes to the financial statements for the 52-week period ended 28 August 2021

### 8 Taxation

(a) Analysis of charge in period:	52-week period ended 28 August 2021 £'000	52-week period ended 29 August 2020 £'000
<i>UK corporation tax</i>		
Current tax on income for the period	1,225	1,216
Prior period adjustments	33	342
	<hr/>	<hr/>
Total current tax	1,258	1,558
<i>Deferred tax</i>		
Origination/reversal of timing differences	(321)	(261)
Effect of change in tax rate	232	120
Prior period adjustments	(2)	(273)
	<hr/>	<hr/>
Tax on profit on ordinary activities	1,167	1,144
	<hr/>	<hr/>

#### (b) Factors affecting the tax charge for the current period

The current tax charge for the period is different from the standard rate of corporation tax in the UK of 19.0% (2020: 19.00%). The differences are explained below:

	52-week period ended 28 August 2021 £'000	52-week period ended 29 August 2020 £'000
<i>Current tax reconciliation</i>		
Profit on ordinary activities before tax	4,665	4,871
	<hr/>	<hr/>
Current tax at 19.00% (2020: 19.00%)	886	926
<i>Effects of:</i>		
Effect of rate change	250	150
Adjustments to tax charge in respect of previous periods	31	68
	<hr/>	<hr/>
Total tax charge	1,167	1,144
	<hr/>	<hr/>

## Notes to the financial statements for the 52-week period ended 28 August 2021

### 8 Taxation (continued)

(c) Factors affecting the tax charge for the current period

The UK corporation tax rate of 19% is set to increase to 25% from 1 April 2023. The legislation to effect these changes was enacted before the balance sheet date and UK deferred tax has been calculated accordingly.

### 9 Intangible assets

	Customer Relationships	Goodwill	Other Intangibles	Total
	£'000	£'000	£'000	£'000
<i>Cost</i>				
At beginning of period	9,600	1,700	400	11,700
At end of period	9,600	1,700	400	11,700
<i>Amortisation</i>				
At beginning of period	4,160	-	174	4,334
Charge for the period	1,920	-	80	2,000
At end of period	6,080	-	254	6,334
<i>Net book value</i>				
At 28 August 2021	3,520	1,700	146	5,366
At 29 August 2020	5,360	1,700	307	7,366

The amortisation period for Customer relationships and other intangibles covers a 5-year period of which there were 1.8 years remaining as at 28th August 2021.

The recoverable amount of the goodwill in relation to these businesses has been determined using a value in use calculation using cash flow projections based on financial estimations approved by the board covering a 3-year period. No impairment is required as a result of these calculations.



## Notes to the financial statements for the 52-week period ended 28 August 2021

### 10 Tangible fixed assets

	Land and buildings £'000	Plant and machinery £'000	Fixtures and fittings £'000	Assets in the course of construction £'000	Total £'000
<i>Cost</i>					
At beginning of period	2,438	32,480	2,395	2,426	39,739
Additions	-	-	-	2,635	2,635
Disposals	-	(192)	-	-	(192)
Transfers	56	2,278	703	(3,037)	-
At end of period	2,494	34,566	3,098	2,024	42,182
<i>Depreciation</i>					
At beginning of period	1,050	27,125	1,998	-	30,173
Charge for the period	46	1,271	149	-	1,466
On disposals	-	(164)	-	-	(164)
At end of period	1,096	28,232	2,147	-	31,475
<i>Net book value</i>					
At 28 August 2021	1,398	6,334	951	2,024	10,707
At 29 August 2020	1,388	5,353	399	2,425	9,566

The gross book value of land and buildings includes £485,000 (2020: £485,000) of non-depreciable assets. These are all owned freehold.

### 11 Stocks

	28 August 2021 £'000	29 August 2020 £'000
Raw materials and consumables	5,628	6,387
Finished goods and goods for resale	6,221	5,517
	<u>11,849</u>	<u>11,904</u>

Stocks are carried at lower of cost and net realisable value. Stocks are stated after provisions for impairment of £628,000 (2020: £630,000).

During the year, £81.9m (2020: £79.6m) was recognised in cost of sales as an expense for inventories.

## Notes to the financial statements for the 52-week period ended 28 August 2021

### 12 Debtors

	28 August 2021 £'000	29 August 2020 £'000
Trade debtors	15,639	13,079
Amounts owed by group undertakings	754	830
Other debtors	526	121
Prepayments and accrued income	482	647
Derivative assets	37	81
	<hr/> 17,437 <hr/>	<hr/> 14,758 <hr/>

Trade debtors are stated after net credit loss of £211,000 (2020: £207,000). The amounts owed by other group undertakings are unsecured, non-interest bearing and have no fixed repayment date.

### 13 Creditors: amounts falling due within one year

	28 August 2021 £'000	29 August 2020 £'000
Trade creditors	6,038	5,857
Amounts owed to group undertakings	5,892	1,782
Corporation tax	2,468	3,868
Other tax and social security	358	377
Accruals and deferred income	6,003	5,592
Other creditors	120	81
Bank Overdraft	-	298
Derivative liability	41	52
Lease liability	550	652
	<hr/> 21,470 <hr/>	<hr/> 18,559 <hr/>

The amounts owed by other group undertakings are unsecured, non-interest bearing and have no fixed repayment date.

## Notes to the financial statements for the 52-week period ended 28 August 2021

### 14 Provisions for liabilities and charges

	Dilapidations	Deferred taxation	Total
	£'000	£'000	£'000
At beginning of the period	75	1,135	1,210
Debit / (Credited) to the income statement for the period	25	(91)	(66)
	<hr/>	<hr/>	<hr/>
At end of the period	100	1,044	1,144
	<hr/>	<hr/>	<hr/>

The company recognises a provision for dilapidations at all leased properties.

The elements of deferred taxation are as follows:

	28 August 2021	29 August 2020
	£'000	£'000
Difference between accumulated depreciation / amortisation and capital allowances	1,135	1,370
	<hr/>	<hr/>

### 15 Called up share capital

	28 August 2021		29 August 2020	
	Number	£'000	Number	£'000
<i>Allotted, called up and fully paid</i>				
"A" Ordinary shares of £1 each	75,000	75	75,000	75
"B" Ordinary shares of £1 each	25,000	25	25,000	25
	<hr/>	<hr/>	<hr/>	<hr/>
	100,000	100	100,000	100
	<hr/>	<hr/>	<hr/>	<hr/>

The 'A' and 'B' shares are ordinary shares of £1 each and rank pari passu in all respects.

### 16 Contingent liabilities

There were no contingent liabilities as at 28 August 2021 (2020: £nil).

## Notes to the financial statements for the 52-week period ended 28 August 2021

### 17 Leases

Right-of-use assets	Land and Buildings	Plant and Machinery	Total
	£'000	£'000	£'000
<i>Cost</i>			
As at 29 August 2020	1,700	664	2,364
	<hr/>	<hr/>	<hr/>
As at 28 August 2021	1,700	664	2,364
	<hr/>	<hr/>	<hr/>
<i>Depreciation and impairment</i>			
As at 29 August 2020	(483)	(180)	(663)
Depreciation for the year	(393)	(165)	(558)
	<hr/>	<hr/>	<hr/>
As at 28 August 2021	(876)	(345)	(1,221)
<i>Net book value</i>			
As at 29 August 2020	1,217	484	1,701
	<hr/>	<hr/>	<hr/>
As at 28 August 2021	824	319	1,143
	<hr/>	<hr/>	<hr/>
 Lease liabilities	 Land and Buildings	 Plant and Machinery	 Total
	£'000	£'000	£'000
<i>Cost</i>			
As at 30 August 2020	1,151	488	1,639
Interest expense	2	1	3
Repayments	(313)	(254)	(567)
	<hr/>	<hr/>	<hr/>
As at 28 August 2021	840	235	1,075
	<hr/>	<hr/>	<hr/>
Current			550
Non-current			525
			<hr/>
As at 28 August 2021			1,075
			<hr/> <hr/>

## Notes to the financial statements for the 52-week period ended 28 August 2021

### 18 Ultimate parent company

The immediate holding company is A.B.F. Holdings Limited, a company registered in England and Wales. The ultimate holding company is Wittington Investments Limited which is incorporated in Great Britain and registered in England and Wales.

The largest group in which the results of the company are consolidated is that headed by Wittington Investments Limited. The smallest group in which they are consolidated is that headed by Associated British Foods plc which is incorporated in Great Britain and registered in England and Wales.

The consolidated accounts of these groups are available to the public and may be obtained from Weston Centre, 10 Grosvenor Street, London W1K 4QY, which is the registered office of each of these companies. The consolidated accounts of Associated British Foods plc are also available to download on the group's website at [www.abf.co.uk](http://www.abf.co.uk).