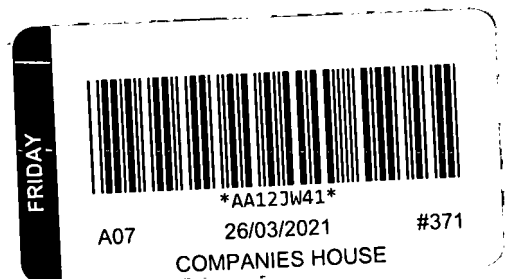


Company Registration No. 11332647 (England and Wales)

**ADRD HOLDINGS LIMITED (FORMERLY KNOWN  
AS ADRD HOLDINGS LTD.)**

**REPORT AND FINANCIAL STATEMENTS  
FOR THE PERIOD ENDED  
29 DECEMBER 2018**



# **ADRD HOLDINGS LIMITED**

## **COMPANY INFORMATION**

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<b>Director</b>	A Dale
<b>Secretary</b>	A Dale
<b>Company number</b>	11332647
<b>Registered office</b>	100 King Street Knutsford Cheshire WA16 6HQ
<b>Auditor</b>	RSM UK Audit LLP Chartered Accountants 3 Hardman Street Manchester M3 3HF

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# ADDR HOLDINGS LIMITED

## STRATEGIC REPORT

### FOR THE PERIOD ENDED 29 DECEMBER 2018

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The director presents the strategic report for the period ended 29 December 2018.

#### **Fair review of the business**

This has been the first period of the account for the company, which has seen management income offsetting company creation costs.

#### **Principal risks and uncertainties**

##### **Liquidity risk**

The company seeks to manage financial risk by ensuring sufficient liquidity is available to meet foreseeable needs. All of the company's borrowings are disclosed in note 13.

##### **Credit risk**

The company's principal financial asset is intercompany lending. Based on trading results, the credit risk associated with intercompany debtors is not considered material.

##### **Interest rate risk**

The company finances its operations through a mixture of retained profits and bank loans. The company's exposure to interest rate fluctuations on its borrowings is not considered material, due to current expectation of stagnation in the UK lending base rate.

#### **Impact of COVID-19**

The director considers the impact of the current COVID-19 pandemic to have had no effect on the business or its ability to operate. In addition, the company continues to receive full support from its subsidiary undertakings.

#### **Future developments**

The director consider that the forthcoming financial year will be another year of change, particularly in relation to the currently unknown implications of Brexit which are not expected to have a significant impact on the company.

#### **Key performance indicators**

The company's key financial performance indicators carefully monitored by the senior management team are:

	8 month period
	2018 £000
Turnover	297
Gross profit	241
Profit before tax	113

## **ADRD HOLDINGS LIMITED**

### **STRATEGIC REPORT (CONTINUED)**

**FOR THE PERIOD ENDED 29 DECEMBER 2018**

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#### **Development and financial performance during the year**

As reported in the company's Statement of Comprehensive Income, revenue from continuing operations for the 8 month period is £297,159 and profit before tax is £113,383. This represents management charges, less company creation costs.

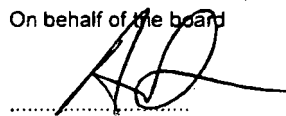
#### **Financial position at the reporting date**

Following a net profit of £91,223, the Statement of Financial Position shows that the company's net assets at the period-end are £91,323.

#### **Events after the reporting date**

The potential impact of the COVID-19 pandemic has been considered and the directors believe the pandemic to have had no effect on the business or its ability to operate. In addition, the company continues to receive full support from its subsidiary undertakings. The directors therefore continue to prepare the accounts on a going concern basis. The COVID-19 pandemic is considered a non-adjusting post balance sheet event.

On behalf of the board



A Dale  
Director

Date: 23 March 2021

# **ADRD HOLDINGS LIMITED**

## **DIRECTOR'S REPORT**

### **FOR THE PERIOD ENDED 29 DECEMBER 2018**

---

The director presents his annual report and financial statements for the period ended 29 December 2018.

#### **Principal activities**

The principal activity of the company is that of an investment company and management company.

#### **Incorporation**

The company was incorporated on 27 April 2018.

On incorporation, 1 £1 Ordinary share was issued.

On 31 August 2018 the company issued 99 Ordinary shares in consideration for 100% of the share capital of Alan David Robert Dale, an unlimited company, via a share for share exchange.

On 24 July 2019, the company changed its name from ADRD Holdings Ltd. to ADRD Holdings Limited.

#### **Director**

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

A Dale

(Appointed 27 April 2018)

#### **Results and dividends**

The results for the period are set out on page 9.

No ordinary dividends were paid. The director does not recommend payment of a final dividend.

#### **Post reporting date events**

The potential impact of the COVID-19 pandemic has been considered and the directors believe the pandemic to have had no effect on the business or its ability to operate. In addition, the company continues to receive full support from its subsidiary undertakings. The directors therefore continue to prepare the accounts on a going concern basis. The COVID-19 pandemic is considered a non-adjusting post balance sheet event.

On 24 November 2019, a subsidiary undertaking acquired the trade and assets of China Star Wholesale Limited for a consideration of £697,000.

#### **Auditor**

RSM UK Audit 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.

#### **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 he ought to have taken as a director in order to make himself aware of all relevant audit information and to establish that the company's auditor is aware of that information.

#### **Reporting period**

The company incorporated on 27 April 2018 and made up its first accounts to the 29 December 2018. Therefore these accounts are for a period of 8 months. As these are the first accounts produced by the company, there is no comparative information.

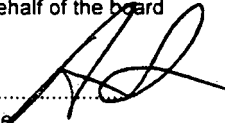
**ADRD HOLDINGS LIMITED**

**DIRECTOR'S REPORT (CONTINUED)**

**FOR THE PERIOD ENDED 29 DECEMBER 2018**

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On behalf of the board



A Date  
Director

Date: 23 March 2021

# **ADRD HOLDINGS LIMITED**

## **DIRECTOR'S RESPONSIBILITIES STATEMENT FOR THE PERIOD ENDED 29 DECEMBER 2018**

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The director is responsible for preparing the Strategic Report and the Director's Report and the financial statements in accordance with applicable law and regulations.

Company law requires the director to prepare financial statements for each financial year. Under that law the director has 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 director must not approve the financial statements unless he is 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 director is 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 company will continue in business.

The director is 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. He is also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ADRD HOLDINGS LIMITED**

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### **Adverse opinion**

We have audited the financial statements of ADRD Holdings Limited (the 'company') for the period ended 29 December 2018 which comprise the Statement of Comprehensive Income, the Statement of Financial Position, the Statement of Changes in Equity, the Statement of Cashflows and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, because of the significance of the matter described in the Basis for adverse opinion section of our report, the financial statements:

- do not give a true and fair view of the state of the group's affairs as at 29 December 2018 and of its result for the year then ended;
- group financial statements have not been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice;
- group financial statements have not been prepared in accordance with the requirements of the Companies Act 2006.
- are materially misstated and the impact of that material misstatement is pervasive.

In all other respects, in our opinion the financial statements of the company:

- give a true and fair view of the state of the company's affairs as at 29 December 2018 and of its result for the year then ended; and
- 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 adverse opinion**

As more fully explained in the accounting policies section on page 13, no consolidated financial statements have been prepared. In our opinion, consolidated financial statements should be presented as the group is medium sized and does not qualify for any of the exemptions from preparing consolidated financial statements contained in section 9.3 of FRS102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland" and Sections 400 to 402 of the Companies Act 2006.

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 adverse opinion.

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

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

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



## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ADRD HOLDINGS LIMITED (CONTINUED)**

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### **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 director is responsible for the other information. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon.

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

We have nothing to report in this regard.

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

Except for the matter described in the Basis for qualified opinion on other matters prescribed by the Companies Act 2006 section of our report, in our opinion, based on the work undertaken in the course of our audit:

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

### **Basis for qualified opinion on other matters prescribed by the Companies Act 2006**

Based on the work undertaken in the course of our audit, the strategic report does not comply with s414A(3)(b) of the Companies Act 2006 because the report is in respect of the Company only and has no regard to ADRD Holdings Group. As a consequence, the content of the report does not comply with the requirements of s414(C) of the Companies Act 2006 in that it fails to include:

- a review of the group's business and a balanced and comprehensive analysis of the development and performance of the group and its position at the end of the financial year; and
- a description of the principal risks and uncertainties facing the Group.

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

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

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

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

### **Responsibilities of director**

As explained more fully in the director's responsibilities statement set out on page 5, the director is 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 director determines 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 director is 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 director either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

## **INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ADRD HOLDINGS LIMITED (CONTINUED)**

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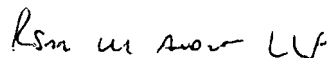
### **Auditor's responsibilities for the audit of the financial statements**

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.

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

### **Use of our report**

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



Alison Ashley (Senior Statutory Auditor)  
For and on behalf of RSM UK Audit LLP, Statutory Auditor  
Chartered Accountants  
3 Hardman Street  
Manchester  
M3 3HF  
25 March 2021

# ADDR HOLDINGS LIMITED

## STATEMENT OF COMPREHENSIVE INCOME FOR THE PERIOD ENDED 29 DECEMBER 2018

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		Period ended 29 December 2018 £
	Notes	
Turnover	3	297,159
Cost of sales		(55,895)
<b>Gross profit</b>		<u>241,264</u>
Administrative expenses		(22,500)
<b>Operating profit</b>		<u>218,764</u>
Interest payable and similar expenses	5	(105,381)
<b>Profit before taxation</b>		<u>113,383</u>
Tax on profit	6	(22,160)
<b>Profit for the financial period</b>		<u><u>91,223</u></u>

**ADRD HOLDINGS LIMITED****STATEMENT OF FINANCIAL POSITION  
AS AT 29 DECEMBER 2018**

	Notes	2018 £	£
<b>Fixed assets</b>			
Tangible assets	7		81,344
Investments	8		99
			<u>81,443</u>
<b>Current assets</b>			
Debtors	10	4,550,947	
Creditors: amounts falling due within one year	11	(4,541,057)	
			<u>9,880</u>
<b>Net current assets</b>			<u>9,880</u>
<b>Total assets less current liabilities</b>			<u><u>91,323</u></u>
<b>Capital and reserves</b>			
Called up share capital	14		100
Profit and loss reserves	15		91,223
			<u>91,323</u>
<b>Total equity</b>			<u><u>91,323</u></u>

The financial statements were approved and signed by the director and authorised for issue on 23 March 2021

  
 .....  
 Dale  
 Director

# ADRD HOLDINGS LIMITED

## STATEMENT OF CHANGES IN EQUITY FOR THE PERIOD ENDED 29 DECEMBER 2018

	Notes	Share capital £	Profit and loss reserves £	Total £
<b>Period ended 29 December 2018:</b>				
Issue of share capital	14	100	-	100
Profit for the period		-	91,223	91,223
		<u>100</u>	<u>91,223</u>	<u>91,323</u>
<b>Balance at 29 December 2018</b>		<u>100</u>	<u>91,223</u>	<u>91,323</u>

# ADRD HOLDINGS LIMITED

## STATEMENT OF CASH FLOWS

FOR THE PERIOD ENDED 29 DECEMBER 2018

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	Notes	2018 £	£
Cash flows from operating activities	16		-
Net increase in cash and cash equivalents			<hr/> -
Cash and cash equivalents at beginning of period			<hr/> -
Cash and cash equivalents at end of period			<hr/> -

# **ADRD HOLDINGS LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS FOR THE PERIOD ENDED 29 DECEMBER 2018**

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### **1 Accounting policies**

#### **Company information**

ADRD Holdings Limited is a private company limited by shares and is registered and incorporated in England and Wales. The registered office is 100 King Street, Knutsford, Cheshire, WA16 6HQ.

The company's principal activities and nature of its operations are disclosed in the Director's 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 (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 £.

The financial statements have been prepared under the historical cost convention. The principal accounting policies adopted are set out below.

In the opinion of the director, the company and its subsidiary undertakings comprise a medium sized group. The Companies Act 2006 does not provide any exemption from preparing consolidated financial statements to medium sized groups. Contrary to the requirements of FRS 102 and sections 400 to 402 of the Companies Act 2006, these financial statements present information about ARDR Holdings Limited as an individual undertaking and not about the group.

#### **Going concern**

The director considers the impact of the current COVID-19 pandemic to have had no effect on the business or its ability to operate. In addition, the company continues to receive full support from its subsidiary undertakings. As such, the director has adopted the going concern basis for preparation of these financial statements.

#### **Reporting period**

The company incorporated on 27 April 2018 and made up its first accounts to the 29 December 2018. Therefore these accounts are for a period of 8 months. As these are the first accounts produced by the company, there is no comparative information.

#### **Turnover**

Revenue constitutes management recharges to a group entity. Revenue is recognised in the period to which it relates, based on when expenses are incurred and services provided.

#### **Tangible fixed assets**

Tangible fixed assets are initially measured at cost and subsequently measured at cost, net of depreciation and any impairment losses.

Assets in the course of construction are not depreciated.

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.

#### **Fixed asset investments**

Interests in subsidiaries 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.

# ADRD HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

### FOR THE PERIOD ENDED 29 DECEMBER 2018

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#### 1 Accounting policies (Continued)

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

##### **Impairment of fixed assets**

At each reporting period end date, the company reviews the carrying amounts of its tangible 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.

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.

##### **Financial instruments**

The company has elected to apply the provisions of Section 11 'Basic Financial Instruments' of FRS 102 to all of its financial instruments.

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

Financial assets and liabilities are offset, with 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 other debtors and amounts owed by group undertakings, 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.

##### **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.



# ADDRD HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 29 DECEMBER 2018

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### 1 Accounting policies (Continued)

#### ***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 company 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 company after deducting all of its liabilities.

#### ***Basic financial liabilities***

Basic financial liabilities, including trade and other creditors and bank loans, 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 company's contractual obligations are discharged, cancelled, or they expire.

#### ***Equity instruments***

Equity instruments issued by the company are recorded at the nominal value of shares issued.

#### ***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.

# ADRD HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 29 DECEMBER 2018

### 2 Judgements and key sources of estimation uncertainty

In the application of the company's accounting policies, the director is 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.

### 3 Turnover and other revenue

	2018 £
<b>Turnover analysed by class of business</b>	
Management charges	297,159
	<u>297,159</u>
	2018 £
<b>Turnover analysed by geographical market</b>	
United Kingdom	297,159
	<u>297,159</u>

### 4 Auditor's remuneration

	2018 £
Fees payable to the company's auditor and its associates:	
<b>For audit services</b>	
Audit of the financial statements of the company	7,500
	<u>7,500</u>
<b>For other services</b>	
Taxation compliance services	1,250
All other non-audit services	3,000
	<u>4,250</u>
	<u>11,750</u>

### 5 Interest payable and similar expenses

	2018 £
<b>Interest on financial liabilities measured at amortised cost:</b>	
Interest on bank loans	105,381
	<u>105,381</u>

# **ADRD HOLDINGS LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)** **FOR THE PERIOD ENDED 29 DECEMBER 2018**

### **6 Taxation**

	2018 £
<b>Current tax</b>	
UK corporation tax on profits for the current period	22,160
	<u>22,160</u>

The total tax charge for the period included in the income statement can be reconciled to the profit before tax multiplied by the standard rate of tax as follows:

	2018 £
Profit before taxation	113,383
	<u>113,383</u>
Expected tax charge based on the standard rate of corporation tax in the UK of 19.00%	21,543
Tax effect of expenses that are not deductible in determining taxable profit	617
	<u>22,160</u>
Taxation charge for the period	<u>22,160</u>

### **7 Tangible fixed assets**

	Assets under construction £
<b>Cost</b>	
Additions	81,344
	<u>81,344</u>
At 29 December 2018	<u>81,344</u>
<b>Carrying amount</b>	
At 29 December 2018	<u>81,344</u>

### **8 Fixed asset investments**

	Notes	2018 £
Investments in subsidiaries	9	99
		<u>99</u>

On 31 August 2018 the company issued 99 Ordinary shares in consideration for 100% of the share capital of Alan David Robert Dale (unlimited company number 09926732) via a share for share exchange.

# **ADRD HOLDINGS LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

**FOR THE PERIOD ENDED 29 DECEMBER 2018**

### **8 Fixed asset investments (Continued)**

#### **Movements in fixed asset investments**

	Shares in group undertakings £
<b>Cost</b>	
At 27 April 2018	-
Additions	99
	<hr/>
At 29 December 2018	99
	<hr/>
<b>Carrying amount</b>	
At 29 December 2018	99
	<hr/> <hr/>

### **9 Subsidiaries**

Details of the company's subsidiaries at 29 December 2018 are as follows:

Name of undertaking	Registered office key	Nature of business	Class of shares held	% Held	
				Direct	Indirect
Alan David Robert Dale	1	Non trading private unlimited company	Ordinary shares	100.00	-
Sykes Seafood Holdings Limited (formerly known as Sykes Seafoods Limited)	1	Holding company	Ordinary shares	-	92.67
Sykes Seafood Limited (formerly known as J Sykes & Sons (Manchester) Limited)	1	Import and supply of fresh and frozen seafood	Ordinary shares	-	92.67
Sykes Manufacturing Limited	1	Non trading	Ordinary shares	-	92.67
Sykes Manufacturing (Manchester) Limited	1	Dormant	Ordinary shares	-	92.67
J Sykes & Sons Limited	1	Non trading	Ordinary shares	-	92.67
Igloo Foods Ltd	1	Dormant	Ordinary shares	-	92.67

Registered Office address:

1 100 King Street, Knutsford, WA16 6HQ

# **ADRD HOLDINGS LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

**FOR THE PERIOD ENDED 29 DECEMBER 2018**

### **10 Debtors**

	<b>2018</b>
	<b>£</b>
<b>Amounts falling due within one year:</b>	
Amounts owed by group undertakings	4,550,286
Other debtors	661
	<u>4,550,947</u>

### **11 Creditors: amounts falling due within one year**

	<b>2018</b>
	<b>£</b>
	<b>Notes</b>
Bank loans and overdrafts	12 4,424,506
Trade creditors	3,900
Corporation tax	22,160
Other creditors	78,751
Accruals and deferred income	11,750
	<u>4,541,067</u>

The Bank loans and overdrafts figure includes £3,062,757 of long-term borrowing that has been classified as current due to non-compliance with a banking covenant. This covenant was subsequently revised by the bank in February 2020 to reflect the true intention of the covenant whereby a breach would not have occurred. The company has continued to repay the loan in line with the original terms

### **12 Borrowings**

	<b>2018</b>
	<b>£</b>
Bank loans	<u>4,424,506</u>
Payable within one year	<u>4,424,506</u>

The bank loan outstanding at 29 December 2018 is secured by means of a fixed and floating charge over all assets. This loan is payable by instalments and is due to be fully repaid by 2022. The loan carries an interest rate of 4.1% per annum.

### **13 Financial instruments**

	<b>2018</b>
	<b>£</b>
<b>Carrying amount of financial assets</b>	
Debt instruments measured at amortised cost	<u>4,550,286</u>
<b>Carrying amount of financial liabilities</b>	
Measured at amortised cost	<u>4,507,157</u>

# ADRD HOLDINGS LIMITED

## NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

FOR THE PERIOD ENDED 29 DECEMBER 2018

### 14 Share capital

	2018 £
<b>Ordinary share capital</b>	
<b>Issued and fully paid</b>	
100 Ordinary shares of £1 each	100
	<u>100</u>

The company was incorporated on 27 April 2018.

On incorporation, 1 £1 Ordinary share was issued.

On 31 August 2018 the company issued 99 Ordinary shares in consideration for 100% of the share capital of Alan David Robert Dale, an unlimited company, via a share for share exchange.

The shares have full voting, dividend and capital distribution rights.

### 15 Reserves

#### Profit and loss reserves

The profit and loss reserve represents cumulative profit and losses net of any distributions to owners.

### 16 Cash generated from operations

	2018 £
Profit for the period after tax	91,223
<b>Adjustments for:</b>	
Taxation charged	22,160
Finance costs	105,381
<b>Movements in working capital:</b>	
(Increase) in debtors	(297,820)
Increase in creditors	79,056
<b>Cash absorbed by operations</b>	<u>-</u>

### 17 Events after the reporting date

The potential impact of the COVID-19 pandemic has been considered and the directors believe the pandemic to have had no effect on the business or its ability to operate. In addition, the company continues to receive full support from its subsidiary undertakings. The directors therefore continue to prepare the accounts on a going concern basis. The COVID-19 pandemic is considered a non-adjusting post balance sheet event.

On 24 November 2019, a subsidiary undertaking acquired the trade and assets of China Star Wholesale Limited for a consideration of £697,000.

# **ADRD HOLDINGS LIMITED**

## **NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)**

**FOR THE PERIOD ENDED 29 DECEMBER 2018**

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### **18 Related party transactions**

Included within other creditors at the period end is £71,568 owed to the director of the company. The movement relates to net amounts advanced by the director. No interest was charged on the loan.

Included within amounts due from group undertakings at the period end is £4,550,286 due from a subsidiary entity. The movement in the year relates to a loan advanced of £5,000,000, repayments made of £680,875, management charges accrued of £297,159 and expenses settled by the subsidiary on behalf of the company of £65,998.

### **19 Ultimate controlling party**

The ultimate controlling party is A Dale due to him being the only shareholder.