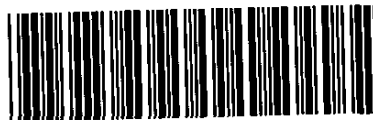


Registered number: 6509923

THE REED BOARDALL GROUP LIMITED

**ANNUAL REPORT AND FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023**

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THE REED BOARDALL GROUP LIMITED

COMPANY INFORMATION

Directors	M K Boardall S K Roberts A L Baldwin S P Town
Company secretary	S K Roberts
Registered number	6509923
Registered office	Bar Lane Boroughbridge North Yorkshire YO51 9NN
Independent auditor	Grant Thornton UK LLP Chartered Accountants, Statutory Auditor No 1 Whitehall Riverside Leeds West Yorkshire LS1 4BN
Bankers	HSBC Bank plc 7 Prospect Crescent Harrogate North Yorkshire HG1 1RN

THE REED BOARDALL GROUP LIMITED

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THE REED BOARDALL GROUP LIMITED

GROUP STRATEGIC REPORT FOR THE YEAR ENDED 31 MARCH 2023

Introduction

The Group is engaged in the provision of cold storage facilities and transport services to a number of major retailers and food manufacturers. We operate a cold storage facility in Boroughbridge with a storage capacity of some 168,000 pallets and operate a large fleet of temperature-controlled vehicles. We also have dedicated areas to ancillary services associated with the storage of frozen food and ingredients such as blast freezing, picking and packing.

Business review

Group turnover in the year to March 2023 increased by 19.7% in comparison with the previous year. Increases to employment costs and other cost inflation exerted upward pressure on our prices and although volumes increased in the year, some of these additional costs were able to be passed to customers.

Labour shortages had a smaller impact in the year than previously as we continued to invest in training, remuneration and recruitment across the Group. By the end of the financial year we had trained over 50 new recruits from scratch to become qualified HGV drivers as part of our in-house driver academy plus set up apprenticeship placements in both administration and technician roles.

The profit before taxation was £1.4m, compared to £4.1m loss in the previous year.

Net assets have increased from £57.5m to £58.5m, due to the profit in the year of £1.4m less £425k taxation charge.

Principal risks and uncertainties

The most important financial risk managed by the Group is the credit risk associated with the Group's trade debtors. The directors continue to maintain rigorous credit control procedures to ensure that this risk is managed properly. Furthermore most customer contracts, as is common in the industry, have provisions for the Group to exercise a lien over goods in store in the event of non-payment of debt. This safeguard of last resort has been used successfully in the past when customers have entered administration.

In common with all transport businesses in the UK we operate within the strict regulations which govern road transport including those concerning the condition of vehicles and the limitations on drivers' time. We adhere meticulously to these regulations and have systems of review and reporting in place to ensure that we retain our good reputation and our licence without which we would not be permitted to operate.

Competition is a risk posed to the Group although the barriers to entry for our industry make it harder for new competitors to enter the market. There is always an underlying risk from existing competitors.

The carrying value of investments in subsidiary companies is disclosed at measured cost less impairment. Directors review for impairment in any of the held investments annually.

Financial key performance indicators

The net profit percentage for the year before tax was 1.1% compared to -5.9% loss in the previous year.

The Group's gearing ratio has decreased from 23.9% last year to 17.7% this year because of no longer requiring the overdraft utilisation and the reduction of loans by repayments made.

Average store utilisation for the year was higher than last year. A large portion of the Group's turnover and profit is predicated on the volume of stock in store and so the increase in turnover is partly due to these higher volumes but also to the higher prices charged to recover large increases in costs incurred.

THE REED BOARDALL GROUP LIMITED

GROUP STRATEGIC REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2023

The future

The war in Ukraine has brought uncertainty for the entire world and, as we continue to experience significant inflation as an indirect consequence, this will undoubtedly continue to put pressure on our costs and the living standards of our employees. Energy costs and fuel costs can potentially be affected significantly by the current situation and, while we have surcharges to our customers in order to protect our business from fluctuating energy and fuel prices, we are not immune to other costs increasing during this period of sustained high inflation.

As part of our ongoing exploration to reduce our carbon footprint, we have ordered some fully electric tractor units which arrive in the next financial year as well as trials with alternative to diesel solutions for both trailers and tractors.

We are pleased to report that our recent extension to the cold store, which was completed in the financial year to 2021, is running at very high capacity and demand for our services in both storage and transportation continues to grow.

The financial year ahead looks positive as the Group continues to develop its strong position in the marketplace and we will continue to prove the success of our single site strategy where we are able to serve all our customer needs efficiently.

Directors' statement of compliance with duty to promote the success of the Group

Under S.172 of the Companies Act 2006 directors of UK companies have a duty to promote the success of their Group for the benefit of the members as a whole and, in doing so, have regard to:

- a. the likely consequences of any decision in the long term;
- b. the interests of the company's employees;
- c. the need to foster the company's business relationships with suppliers, customers and others;
- d. the impact of the company's operations on the community and the environment;
- e. the desirability of the company maintaining a reputation for high standards of business conduct; and
- f. the need to act fairly between members of the Group and its subsidiaries.

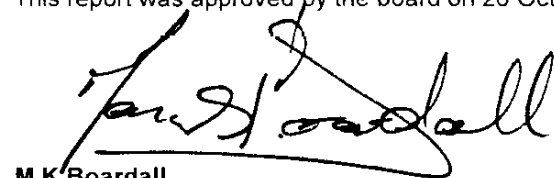
The Group is long standing and prides itself for being at the forefront of the cold storage and distribution sector. It has over many years built up an admirable reputation for its quality of service and can-do attitude. The biggest asset of the Group is its workforce who are dedicated and highly trained and the Group continues to innovate and grow based on its strong heritage and financial strength. The directors consider the following areas to be of key importance in its fulfilment of this duty:

- carrying out detailed planning and forecasting to ensure the ongoing financial safety and continued growth of the business;
- investing in our employees by providing high quality training and continued development and support, having a specialised training team and providing opportunity for progression and by providing a range of free to access health benefits and reward schemes;
- maintaining the highest standards of integrity and honesty in the company's dealings with employees, customers, suppliers, the general public and local and national government;
- prioritising the maintenance of the highest standards of health and safety and environmental protection through investment in training, equipment and staff awareness;
- working with the local community and listening to their views and feedback and investing in projects to help support local good causes; and
- identifying new and innovative solutions to reducing the impact of our business on the environment by reducing our carbon consumption, water usage and waste production; and
- investing in new technology and practices to improve efficiencies in collaboration with our customers and suppliers.

THE REED BOARDALL GROUP LIMITED

GROUP STRATEGIC REPORT (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2023

This report was approved by the board on 26 October 2023 and signed on its behalf.

A handwritten signature in black ink, appearing to read 'M K Boardall', written over a horizontal line.

M K Boardall
Director

THE REED BOARDALL GROUP LIMITED

DIRECTORS' REPORT FOR THE YEAR ENDED 31 MARCH 2023

The directors present their report and the financial statements for the year ended 31 March 2023.

Directors' responsibilities statement

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 the director has elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. 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 the Group and of the profit or loss of the Group for that period.

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

- select suitable accounting policies for the financial statements and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements;
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the Group 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 the Group and to enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Results and dividends

The profit for the year, after taxation, amounted to £963,943 (2022 - loss £4,404,506).

No dividends were paid during the year and no dividend is proposed as at this report date (2022 - £Nil).

Directors

The directors who served during the year were.

M K Boardall
S K Roberts
A L Baldwin
S P Town

THE REED BOARDALL GROUP LIMITED

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2023

Engagement with employees

The Group has continued its practice of keeping employees informed of matters affecting them as employees and the financial and economic factors affecting the performance of the business. This is achieved through consultations with employee representatives.

Disabled employees

Applications for employment by disabled people are given full and fair consideration for all vacancies in accordance with their particular aptitudes and abilities. In the event of employees becoming disabled, every effort is made to retrain where appropriate or make reasonable adjustments in the workplace in order that their employment with the Group may continue.

Qualifying third party indemnity provisions

Qualifying third party indemnity provisions to the benefit of the directors were in place during the period.

Disclosure of information to auditor

Each of the persons who are directors at the time when this Directors' Report is approved has confirmed that:

- so far as the directors are aware, there is no relevant audit information of which the company and the Group's auditor is unaware, and
- the directors has taken all the steps that ought to have been taken as directors in order to be aware of any relevant audit information and to establish that the company and the Group's auditor is aware of that information.

Subsequent events

There have been no significant events that have affected the Group since the year end.

Auditor

The auditor, Grant Thornton UK LLP, will be proposed for reappointment in accordance with section 485 of the Companies Act 2006.

THE REED BOARDALL GROUP LIMITED

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2023

Streamline Energy and Carbon Report 2023

Summary

Reed Boardall Cold Storage Ltd's greenhouse gas emissions, reportable under SECR in 2022/23 were 41,073 tonnes CO₂e (2022: 40,660 tonnes CO₂e).

These include the emissions associated with UK electricity and natural gas consumption, and business travel in company and private vehicles by employees. Also included are details of the HGV fleet operated by Reed Boardall Transport Limited.

Greenhouse gas emissions by year (tonnes CO₂e)

	2023	Share %	2022	Share %
Emissions source				
Fuel combustion: stationary	4,118	10	585	1
Fuel combustion: mobile	31,994	78	33,887	84
Purchased electricity	4,961	12	6,188	15
	41,073	100	40,660	100
Total emissions (tCO ₂ E)				
Revenue £	88,810,000		74,200,000	
Intensity (tCO ₂ e per £m)	462		548	

Greenhouse gas emissions by scope (tonnes CO₂e)

	2023	Share %	2022	Share %
Scope				
1: Natural gas and company operated transport	36,111	88	34,468	85
2: Electricity	4,953	12	5,607	14
3: Grey fleet and electricity network distribution losses	9	0	585	1
	41,073	100	40,660	100
Total				

THE REED BOARDALL GROUP LIMITED

DIRECTORS' REPORT (CONTINUED) FOR THE YEAR ENDED 31 MARCH 2023

Energy consumption by year (kWh)

	2023	Share %	2022	Share %
Emissions source				
Natural gas	22,427,824	12	20,391,763	11
Electricity and T&D losses	26,064,429	14	32,000,139	17
Transport fuel	132,667,034	74	133,981,667	72
Total	181,159,287	100	186,373,570	100

Boundary, methodology and exclusions

Operational control has been selected as the main criterion for inclusion of energy use and associated emissions data within this report, i.e., it includes all such emissions of operations where Reed Boardall Cold Storage Limited has operational control over and has the full authority to introduce and implement its operating policies at these facilities.

Only emissions from UK business activities are included. This boundary is relevant to the requirements of SECR.

Emissions have been calculated using the 2022/23 conversion factors provided by the UK Government. There are no omissions from the mandatory reporting scope. The SECR reporting period is April 2022 to March 2023, as per the financial accounts.

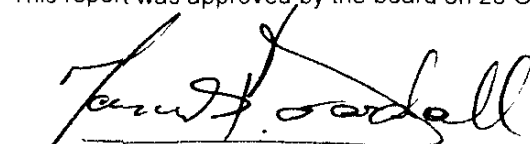
Energy efficiency initiatives

During the SECR reporting period the Company implemented some carbon offset projects to help reduce their carbon foot print. The following projects highlight the Groups' efforts to reduce carbon emissions;

- A new CHP plant became operational in late February 2023 offering 1.99MW of power, reducing Reed Boardall's reliance on the grid by up to 50%.
- Future consideration for an ammonia absorption plant in line with the CHP to convert the heat into super chilled air for the cold stores.
- Ongoing benchmarking ensuring best practices are maintained and improved upon within the plant including power factor corrections and the load profile of compressors site wide.

No "green" electricity tariffs or other market-based instruments were used in 2022/23 in the form of certified or uncertified carbon offsets. These may be considered in the future. However, the focus is on delivering true emission reduction.

This report was approved by the board on 26 October 2023 and signed on its behalf.



M K Boardall
Director

THE REED BOARDALL GROUP LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE REED BOARDALL GROUP LIMITED

Opinion

We have audited the financial statements of The Reed Boardall Group Limited (the 'parent Company') and its subsidiaries (the 'Group') for the year ended 31 March 2023, which comprise the Consolidated Income statement, the Consolidated Statement of Comprehensive Income, the Consolidated and Company Statement of Financial Position, the Consolidated and Company Statement of Changes in Equity, the Consolidated Statement of Cash Flows and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' (United Kingdom Generally Accepted Accounting Practice).

In our opinion the financial statements:

- give a true and fair view of the state of the Group's and of the parent Company's affairs as at 31 March 2023 and of the Group's 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 Group and the parent Company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the United Kingdom, including the Financial Reporting Council'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.

THE REED BOARDALL GROUP LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE REED BOARDALL GROUP LIMITED (CONTINUED)

Conclusions relating to going concern

We are responsible for concluding on the appropriateness of the director's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group and parent Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify the auditor's opinion. Our conclusions are based on the audit evidence obtained up to the date of our report. However, future events or conditions may cause the Group or parent Company to cease to continue as a going concern.

In our evaluation of the director's conclusions, we considered the inherent risks associated with the Group and parent Company's business model including effects arising from macro-economic uncertainties such as inflation pressures, we assessed and challenged the reasonableness of estimates made by the directors and the related disclosures and analysed how those risks might affect the Group and parent Company's financial resources or ability to continue operations over the going concern period.

Our responsibilities and the responsibilities of the directors with respect to going concern are described in the 'relevant sections of this report.

Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group's and the parent Company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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

Other information

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

Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the 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 this other information, we are required to report that fact.

We have nothing to report in this regard.

Opinion 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 Group 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 Group Strategic Report and the Directors' Report have been prepared in accordance with applicable legal requirements.

THE REED BOARDALL GROUP LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE REED BOARDALL GROUP LIMITED (CONTINUED)

Matter on which we are required to report under the Companies Act 2006

In the light of the knowledge and understanding of the Group and the parent Company and its environment obtained in the course of the audit, we have not identified material misstatements in the Group Strategic Report or the Directors' Report.

Matters on which we are required to report by exception

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

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

Responsibilities of directors for the financial statements

As explained more fully in the Directors' Responsibilities Statement set out on page 4, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

THE REED BOARDALL GROUP LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE REED BOARDALL GROUP 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 Group financial statements.

Irregularities, including fraud, are instances of non-compliance with laws and regulations.

The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below:

- We identified areas of laws and regulations, where the consequence of non-compliance could reasonably be expected to have a material effect on the financial statements, from our general commercial and sector experience and through discussions with the Group's management. We corroborated the results of our enquiries with those charged with governance and to supporting documentation such as board minute reviews and our legal and professional expenses review.
- We determined that the laws and regulations most directly relevant to specific assertions in the financial statements are those related to the reporting frameworks (FRS 102 'The Financial Reporting Standard applicable in the UK and Ireland', the Companies Act 2006) and relevant tax legislation in the UK.
- In addition, we concluded that there are certain significant laws and regulations where the consequences of non-compliance could have a material effect on amounts or disclosures in the financial statements. We identified the following laws and regulations as the most likely to have a material impact if non-compliance were to occur; health and safety regulations, employment law and anti-bribery legislation.
- We communicated relevant laws and regulations and potential fraud risks to all engagement team members and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.
- We assessed the susceptibility of the financial statements to material misstatement, including how fraud might occur, by making enquiries of management and those charged with governance, and updating our understanding of the Group's operations, financial reporting obligations and control environment, including around compliance with laws and regulations. We considered the risk of fraud to be higher through the potential for management override of controls.
- Audit procedures performed by the engagement team included.
 - Identifying and assessing the design effectiveness of controls management has in place to prevent and detect fraud, particularly around journal processing;
 - Journal entry testing, with a focus on journals meeting our defined risk criteria based on our understanding of the business;
 - Challenging assumptions and judgements made by management relating to its areas of significant estimation and judgement.
 - Reviewing legal and professional expenditure in the year to assess for any indicators of non-compliance with relevant laws and regulations;
 - Identifying and testing related party transactions.

THE REED BOARDALL GROUP LIMITED

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF THE REED BOARDALL GROUP LIMITED (CONTINUED)

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

- Assessment of the appropriateness of the collective competence and capabilities of the engagement team included consideration of the engagement team's:
 - knowledge of the industry in which the Group operates and understanding of, and practical experience with, audit engagements of a similar nature and complexity through appropriate training and participation;
 - understanding of the legal and regulatory requirements specific to the Group.
- All team members are qualified accountants or working towards that qualification and are considered to have sufficient knowledge and experience of companies of a similar size and complexity, appropriate to their role within the team.
- These audit procedures were designed to provide reasonable assurance that the financial statements were free from fraud or error. The risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error and detecting irregularities that result from fraud is inherently more difficult than detecting those that result from error, as fraud may involve collusion, deliberate concealment, forgery or intentional misrepresentations. Also, the further removed noncompliance with laws and regulations is from events and transactions reflected in the financial statements, the less likely we would become aware of it.

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

Use of our report

This report is made solely to the Group'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 Group'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 Group and the Group's members, as a body, for our audit work, for this report, or for the opinions we have formed.

Grant Thornton UK LLP

Richard Woodward BA FCA (Senior Statutory Auditor)

for and on behalf of

Grant Thornton UK LLP

Chartered Accountants, Statutory Auditor

Leeds, UK

26 October 2023

THE REED BOARDALL GROUP LIMITED

CONSOLIDATED INCOME STATEMENT
FOR THE YEAR ENDED 31 MARCH 2023

	Note	2023 £	2022 £
Turnover	4	88,817,291	74,179,763
Cost of sales		(80,222,596)	(70,422,627)
Gross profit		8,594,695	3,757,136
Administrative expenses		(6,922,701)	(7,395,083)
Exceptional administrative income/(expenses)	13	231,947	(272,983)
Operating profit/(loss)	5	1,903,941	(3,910,930)
Income from other participating interests		35,420	39,314
Interest receivable	9	470	-
Interest payable	10	(551,186)	(241,527)
Profit/(loss) before tax		1,388,645	(4,113,143)
Tax on profit/(loss)	11	(424,702)	(291,363)
Profit/(loss) for the financial year		963,943	(4,404,506)
Profit/(loss) for the year attributable to:			
Owners of the parent		963,943	(4,404,506)
		963,943	(4,404,506)

There were no recognised gains and losses for 2023 or 2022 other than those included in the consolidated income statement.

The notes on pages 24 to 47 form part of these financial statements.

THE REED BOARDALL GROUP LIMITED

**CONSOLIDATED STATEMENT OF COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 MARCH 2023**

	Note	2023 £	2022 £
Profit/(loss) for the financial year		963,943	(4,404,500)
Total comprehensive income for the year		963,943	(4,404,506)
Profit/(loss) for the year attributable to:			
Owners of the parent Company		963,943	(4,404,506)
		963,943	(4,404,506)

The notes on pages 24 to 47 form part of these financial statements.

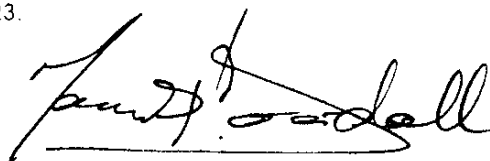
THE REED BOARDALL GROUP LIMITED
REGISTERED NUMBER:6509923

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2023

	Note	2023 £	2022 £
Fixed assets			
Intangible assets	14	3,452,434	3,469,536
Tangible assets	15	57,689,035	59,355,589
Investments	16	335,870	327,950
		61,477,339	63,153,075
Current assets			
Stocks	17	680,131	592,769
Debtors	18	17,695,848	18,375,389
Cash at bank and in hand	19	1,429,312	1,447
		19,805,291	18,969,605
Creditors: amounts falling due within one year	20	(10,047,185)	(10,810,792)
Net current assets		9,758,106	8,158,813
Total assets less current liabilities		71,235,445	71,311,888
Creditors: amounts falling due after more than one year	21	(8,911,350)	(10,374,557)
Provisions for liabilities			
Deferred taxation	25	(3,838,793)	(3,415,972)
		(3,838,793)	(3,415,972)
Net assets		58,485,302	57,521,359
Capital and reserves			
Called up share capital	26	130,740	130,740
Share premium account	27	41,002,760	41,002,760
Revaluation reserve	27	72,960	72,960
Profit and loss account	27	17,278,842	16,314,899
Equity attributable to owners of the parent Company		58,485,302	57,521,359

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 26 October 2023.

M K Boardall
Director



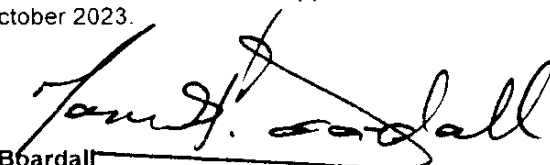
The notes on pages 24 to 47 form part of these financial statements

THE REED BOARDALL GROUP LIMITED
REGISTERED NUMBER:6509923

COMPANY STATEMENT OF FINANCIAL POSITION
AS AT 31 MARCH 2023

	Note	2023 £	2022 £
Fixed assets			
Investments	16	46,399,586	46,399,586
Current assets			
Debtors	18	38,620	1,471
Cash at bank and in hand	19	491,422	503,877
		530,042	505,348
Creditors, amounts falling due within one year	20	(60,167)	(50,150)
Net current assets		469,875	455,198
Total assets less current liabilities		46,869,461	46,854,784
Net assets		46,869,461	46,854,784
Capital and reserves			
Called up share capital	26	130,740	130,740
Share premium account	27	41,002,760	41,002,760
Profit and loss account carried forward		5,735,961	5,721,284
		46,869,461	46,854,784

The financial statements were approved and authorised for issue by the board and were signed on its behalf on 26 October 2023.


M K Boardall
 Director

The notes on pages 24 to 47 form part of these financial statements.

Parent Company profit for the year

The Company has taken advantage of the exemption allowed under section 408 of the Companies Act 2006 and has not presented its own Income Statement in these financial statements. The profit after tax of the parent Company for the year was £14,675 (2022 £70,553).

THE REED BOARDALL GROUP LIMITED

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2023

	Called up share capital	Share premium account	Revaluation reserve	Profit and loss account	Total equity
	£	£	£	£	£
At 1 April 2022	130,740	41,002,760	72,960	16,314,899	57,521,359
Comprehensive income for the year					
Profit for the year	-	-	-	963,943	963,943
Total comprehensive income for the year	-	-	-	963,943	963,943
At 31 March 2023	130,740	41,002,760	72,960	17,278,842	58,485,302

THE REED BOARDALL GROUP LIMITED

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2022

	Called up share capital	Share premium account	Revaluation reserve	Profit and loss account	Total equity
	£	£	£	£	£
At 1 April 2021	130,740	41,002,760	72,960	20,719,405	61,925,865
Comprehensive income for the year					
Loss for the year	-	-	-	(4,404,506)	(4,404,506)
Total comprehensive income for the year	-	-	-	(4,404,506)	(4,404,506)
At 31 March 2022	130,740	41,002,760	72,960	16,314,899	57,521,359

The notes on pages 24 to 47 form part of these financial statements.

THE REED BOARDALL GROUP LIMITED

COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2023

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£	£	£	£
At 1 April 2022	130,740	41,002,760	5,721,284	46,854,784
Comprehensive income for the year				
Profit for the year	-	-	14,677	14,677
	-	-	14,677	14,677
Total comprehensive income for the year				
	-	-	14,677	14,677
At 31 March 2023	130,740	41,002,760	5,735,961	46,869,461

The notes on pages 24 to 47 form part of these financial statements.

THE REED BOARDALL GROUP LIMITED

COMPANY STATEMENT OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 MARCH 2022

	Called up share capital	Share premium account	Profit and loss account	Total equity
	£	£	£	£
At 1 April 2021	130,740	41,002,760	5,650,731	46,784,231
Comprehensive income for the year				
Profit for the year	-	-	70,553	70,553
Total comprehensive income for the year	-	-	70,553	70,553
At 31 March 2022	130,740	41,002,760	5,721,284	46,854,784

The notes on pages 24 to 47 form part of these financial statements.

THE REED BOARDALL GROUP LIMITED

**CONSOLIDATED STATEMENT OF CASH FLOWS
FOR THE YEAR ENDED 31 MARCH 2023**

	2023 £	2022 £
Cash flows from operating activities		
Profit/(loss) for the financial year	963,943	(4,404,506)
Adjustments for:		
Amortisation of intangible assets	434,755	451,513
Depreciation of tangible assets	2,395,661	2,477,160
Profit on disposal of tangible assets	(11,061)	(10,949)
Interest paid	551,186	241,527
Income from investments received	(35,890)	(39,314)
Taxation charge	424,702	291,363
Increase in stocks	(87,364)	(165,049)
Decrease/(increase) in debtors	520,692	(4,643,855)
Increase in creditors	1,268,276	2,821,860
Corporation tax paid	55,585	(37,427)
Net cash generated from operating activities	6,480,485	(3,017,677)
Cash flows from investing activities		
Purchase of intangible fixed assets	(417,653)	(382,656)
Purchase of tangible fixed assets	(744,296)	(2,473,478)
Profit on sale of tangible fixed assets	26,250	27,584
Interest received	470	-
HP interest paid	(932)	(2,381)
Income from investments in related companies	35,420	39,314
Net cash from investing activities	(1,100,741)	(2,791,617)

THE REED BOARDALL GROUP LIMITED

CONSOLIDATED STATEMENT OF CASH FLOWS (CONTINUED)
FOR THE YEAR ENDED 31 MARCH 2023

	2023 £	2022 £
Cash flows from financing activities		
New secured loans	-	2,300,000
Repayment of loans	(1,460,000)	(1,045,400)
Repayment of finance leases	(8,068)	(11,437)
Interest paid	(550,254)	(239,146)
Net cash used in financing activities	(2,018,322)	1,004,017
Net increase/(decrease) in cash and cash equivalents	3,361,422	(4,805,277)
Cash and cash equivalents at beginning of year	(1,932,110)	2,873,167
Cash and cash equivalents at the end of year	1,429,312	(1,932,110)
Cash and cash equivalents at the end of year comprise:		
Cash at bank and in hand	1,429,312	1,447
Bank overdrafts	-	(1,933,557)
	1,429,312	(1,932,110)

The notes on pages 24 to 47 form part of these financial statements.

THE REED BOARDALL GROUP LIMITED

**CONSOLIDATED ANALYSIS OF NET DEBT
FOR THE YEAR ENDED 31 MARCH 2023**

	At 1 April 2022 £	Cash flows £	At 31 March 2023 £
Cash at bank and in hand	1,447	1,427,865	1,429,312
Bank overdrafts	(1,933,557)	1,933,557	-
Debt due	(11,800,000)	1,460,000	(10,340,000)
Finance leases	(43,179)	8,068	(35,111)
	(13,775,289)	4,829,490	(8,945,799)

The notes on pages 24 to 47 form part of these financial statements.

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

1. General information

The Company is limited by shares, incorporated in the United Kingdom and registered in England and Wales.

2. Accounting policies

2.1 Basis of preparation of financial statements

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

The preparation of financial statements in compliance with FRS 102 requires the use of certain critical accounting estimates. It also requires management to exercise judgement in applying the Group's accounting policies (see note 3).

The Group's functional and presentational currency is Sterling (£).

The Group's accounting reference date is 31 March. The Group's revenue and costs are included up to the Saturday nearest to the accounting reference date annually therefore the financial statements, for these items, are made up to 25 March 2023 for the current financial year with the comparative being for the year to 26 March 2022. This in line with the requirements of the Companies Act as it falls within 7 days of the accounting reference date. Cash, trade debtors and trade payables are as at 31 March each year.

FRS102 allows a qualifying entity certain disclosure exemptions, subject to certain conditions, which have been complied with, including notification of, and no objection to, the use of exemptions by the company's shareholders. The company has taken advantage of the following exemptions in the individual financial statements of The Reed Boardall Group Limited.

- From preparing a statement of cash flows, on the basis that it is a qualifying entity and the consolidated statement of cash flows, included in these financial statements, includes the company's cash flows.
- From the financial instrument disclosures, required under FRS102 paragraphs 11.39 to 11.48A and paragraphs 12.28 to 12.29, as the information is provided in the disclosures in the consolidated financial statements.
- From disclosing the company's key management personnel compensation, as required by FRS102 paragraph 33.7.

The following principal accounting policies have been applied.

2.2 Basis of consolidation

The consolidated financial statements present the results of Group and its own subsidiaries ("the Group") as they formed a single entity. Intercompany transactions and balances between group companies are therefore eliminated in full.

The consolidated financial statements incorporate the results of business combinations using the purchase method. In the Statement of financial position, the acquiree's identifiable assets, liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the Consolidated income statement from the date on which control is obtained. They are deconsolidated from the date control ceases.

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

2. Accounting policies (continued)

2.3 Going concern

The directors have adopted the going concern basis in preparing these financial statements after assessing the principal risks to the Group over the financial year under review and for the foreseeable future.

There is uncertainty over the next twelve months due to the current economic climate and in particular the impact of interest rates and inflation on the Group and its employees. The previous year saw difficulty in the labour market (particularly the availability of HGV drivers) but due to the Group's ongoing recruitment, retention and training activities this concern no longer exists. The directors have considered the impact of the economic environment on the business for the next twelve-month viability period and the longer term. They have considered the potential impact on sales, profits, and cash flows and they believe that the business will continue to prove resilient. The Group continues to have liquidity headroom on existing facilities and fully expects to continue to comfortably meet its financial covenants over the next twelve months.

The Group consistently generates free cash and the directors believe that the Group is well placed to manage its financing and other business risks satisfactorily. They fully expect that the Group will have adequate resources to continue in operation for at least twelve months from the signing date of these consolidated financial statements. The directors have reviewed a detailed forecast up to December 2024 and considered key variables which may potentially occur including workings around interest rates, energy costs and potential variables around increases in costs generally. The Group occasionally utilised part of an overdraft facility in the year but the forecasts suggest that the overdraft will not be used during the forecast period. The directors believe that this facility will continue to be renewed under satisfactory terms during the forecast period. The directors have assessed all the above including forecasting performance against the bank covenants in their going concern assessment and do not anticipate any breach during the forecast period. They therefore consider it appropriate to adopt the going concern basis of accounting in preparing the financial statements.

2.4 Revenue

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured as the fair value of the consideration received or receivable, excluding discounts, rebates, value added tax and other sales taxes. The following criteria must also be met before revenue is recognised:

Rendering of services

Revenue from a contract to provide services is recognised in the period in which the services are provided in accordance with the stage of completion of the contract when all of the following conditions are satisfied:

- the amount of revenue can be measured reliably.
- it is probable that the Group will receive the consideration due under the contract.
- the stage of completion of the contract at the end of the reporting period can be measured reliably; and
- the costs incurred and the costs to complete the contract can be measured reliably.

Revenue is recognised when goods are received into store or when other services are carried out. Revenue from transport activities is recognised when deliveries are made.

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

2. Accounting policies (continued)

2.5 Intangible assets

Goodwill represents the difference between amounts paid on the cost of a business combination and the acquirer's interest in the fair value of the Group's share of its identifiable assets and liabilities of the acquiree at the date of acquisition. Subsequent to initial recognition, Goodwill is measured at cost less accumulated amortisation and accumulated impairment losses. Goodwill is amortised on a straight line basis to the Consolidated Income statement over its useful economic life.

Other intangible assets are initially recognised at cost. After recognition, under the cost model, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

All intangible assets are considered to have a finite useful life. If a reliable estimate of the useful life cannot be made, the useful life shall not exceed ten years.

Amortisation is charged to administration costs in the profit and loss account.

Amortisation is provided on the following bases:

Software	-	25 % on a straight line basis
Goodwill	-	5 % on a straight line basis

2.6 Tangible fixed assets

Tangible fixed assets under the cost model are stated at historical cost less accumulated depreciation and any accumulated impairment losses. Historical cost includes expenditure that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

The Group adds to the carrying amount of an item of fixed assets the cost of replacing part of such an item when that cost is incurred, if the replacement part is expected to provide incremental future benefits to the Group. Repairs and maintenance are charged to profit or loss during the period in which they are incurred.

Depreciation is charged so as to allocate the cost of assets less their residual value over their estimated useful lives, using the straight-line method.

Depreciation is provided on the following basis:

Freehold property	-	2% on a straight line basis
Plant & machinery	-	5% - 25% on a straight line basis
Motor cars	-	25% on a straight line basis
Office equipment	-	25% - 50% on a straight line basis

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date.

Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

2. Accounting policies (continued)

2.7 Revaluation of tangible fixed assets

The directors have opted to deem revalued amounts as cost under the transitional rules permitted by FRS102.

2.8 Operating leases: the Group as lessee

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

Benefits received and receivable as an incentive to sign an operating lease are recognised on a straight line basis over the lease term, unless another systematic basis is representative of the time pattern of the lessee's benefit from the use of the leased asset.

2.9 Valuation of investments

Investments in subsidiaries are measured at cost less accumulated impairment.

The group's investment in the partnership incorporates the group's share of the profit less drawings received.

2.10 Stocks

Stocks are stated at the lower of cost and net realisable value, being the estimated selling price less costs to complete and sell. Cost is based on the cost of purchase on a first in, first out basis. Work in progress and finished goods include labour and attributable overheads.

At each reporting date, stocks are assessed for impairment. If stock is impaired, the carrying amount is reduced to its selling price less costs to complete and sell. The impairment loss is recognised immediately in profit or loss.

2.11 Debtors

Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

2.12 Cash and cash equivalents

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

In the Consolidated Statement of Cash Flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Group's cash management.

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023**

2. Accounting policies (continued)

2.13 Financial instruments

The Group only enters into basic financial instruments transactions that result in the recognition of financial assets and liabilities like trade and other accounts receivable and payable, loans from banks and other third parties, loans to related parties and investments in non-puttable ordinary shares.

Debt instruments (other than those wholly repayable or receivable within one year), including loans and other accounts receivable and payable, are initially measured at present value of the future cash flows and subsequently at amortised cost using the effective interest method. Debt instruments that are payable or receivable within one year, typically trade payables or receivables, are measured, initially and subsequently, at the undiscounted amount of the cash or other consideration, expected to be paid or received. However if the arrangements of a short-term instrument constitute a financing transaction, like the payment of a trade debt deferred beyond normal business terms or financed at a rate of interest that is not a market rate or in case of an out-right short-term loan not at market rate, the financial asset or liability is measured, initially, at the present value of the future cash flow discounted at a market rate of interest for a similar debt instrument and subsequently at amortised cost.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the Consolidated Income statement.

Financial assets and liabilities are offset and the net amount reported in the Statement of financial position when there is an 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.

2.14 Creditors

Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

2.15 Government grants

Grants are accounted under the accruals model as permitted by FRS 102. Grants relating to expenditure on tangible fixed assets are credited to profit or loss at the same rate as the depreciation on the assets to which the grant relates. The deferred element of grants is included in creditors as deferred income.

Grants of a revenue nature are recognised in the Consolidated Income Statement in the same period as the related expenditure.

2.16 Finance costs

Finance costs are charged to profit or loss over the term of the debt using the effective interest method so that the amount charged is at a constant rate on the carrying amount. Issue costs are initially recognised as a reduction in the proceeds of the associated capital instrument.

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

2. Accounting policies (continued)

2.17 Leased assets: the Group as lessee

Assets obtained under hire purchase contracts and finance leases are capitalised as tangible fixed assets. Assets acquired by finance lease are depreciated over the shorter of the lease term and their useful lives. Assets acquired by hire purchase are depreciated over their useful lives. Finance leases are those where substantially all of the benefits and risks of ownership are assumed by the company. Obligations under such agreements are included in creditors net of the finance charge allocated to future periods. The finance element of the rental payment is charged to profit or loss so as to produce a constant periodic rate of charge on the net obligation outstanding in each period.

2.18 Pensions

Defined contribution pension plan

The Group operates a defined contribution plan for its employees. A defined contribution plan is a pension plan under which the Group pays fixed contributions into a separate entity. Once the contributions have been paid the Group has no further payment obligations.

The contributions are recognised as an expense in profit or loss when they fall due. Amounts not paid are shown in accruals as a liability in the Statement of Financial Position. The assets of the plan are held separately from the Group in independently administered funds.

2.19 Borrowing costs

All borrowing costs are recognised in profit or loss in the year in which they are incurred.

2.20 Provisions for liabilities

Provisions are made where an event has taken place that gives the Group a legal or constructive obligation that probably requires settlement by a transfer of economic benefit, and a reliable estimate can be made of the amount of the obligation.

Provisions are charged as an expense to profit or loss in the year that the Group becomes aware of the obligation, and are measured at the best estimate at the Statement of Financial Position date of the expenditure required to settle the obligation, taking into account relevant risks and uncertainties.

When payments are eventually made, they are charged to the provision carried in the Statement of Financial Position.

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

2. Accounting policies (continued)

2.21 Current and deferred taxation

The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the Company and the Group operate and generate income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of Financial Position date, except that:

- The recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits;
- Any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met; and
- Where they relate to timing differences in respect of interests in subsidiaries, associates, branches and joint ventures and the Group can control the reversal of the timing differences and such reversal is not considered probable in the foreseeable future.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

2.22 Exceptional items

Exceptional items are transactions that fall within the ordinary activities of the Group but are presented separately due to their size or incidence.

3. Judgements in applying accounting policies and key sources of estimation uncertainty

The useful life used to amortise intangible assets and depreciate tangible fixed assets relates to the expected future performance of the assets acquired and the director's judgement of the period over which economic benefit will be derived from the asset. This is reviewed annually for appropriateness.

The Group reviews and uses judgement over all leases it enters into to ensure they meet the criteria to be classed as operating leases and not finance leases.

The Group has recognised provisions for employee bonuses, income tax, impairment to other debtors, including those related to related company loans and impairment to trade receivables in its financial statements which requires management to make judgements. The judgements, estimates and associated assumptions necessary to calculate these provisions are based on historical experience and other reasonable factors.

The Group has tested goodwill for impairment which requires judgement when determining the recoverable amount.

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

4. Turnover

An analysis of turnover by class of business is as follows:

	2023 £	2022 £
Cold storage services	63,612,610	51,475,904
Transport services	24,852,539	22,259,788
Vehicle servicing	352,142	441,527
Government Grant Income - CJRS	-	2,544
	<u>88,817,291</u>	<u>74,179,763</u>

All turnover arose within the United Kingdom.

5. Operating profit/(loss)

The operating profit/(loss) is stated after charging:

	2023 £	2022 £
Depreciation on tangible fixed assets	2,395,661	2,477,158
Amortisation of intangible assets, including goodwill	434,755	451,514
Other operating lease rentals	<u>11,762,149</u>	<u>11,393,553</u>

6. Auditor's remuneration

	2023 £	2022 £
Fees payable to the Company's auditor for the audit of the Group's annual financial statements	53,000	47,000
	<u>53,000</u>	<u>47,000</u>
Fees payable to the Group's auditor in respect of:		
Other services relating to tax compliance	-	26,500

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

7. Employees

Staff costs, including directors' remuneration, were as follows:

	Group 2023 £	Group 2022 £	Company 2023 £	Company 2022 £
Wages and salaries	27,542,675	25,654,471	-	-
Social security costs	2,963,848	2,567,479	-	-
Cost of defined contribution scheme	693,720	661,493	-	-
	31,200,243	28,883,443	-	-

The average monthly number of employees, including the directors, during the year was as follows:

	Group 2023 No.	Group 2022 No.	Company 2023 No.	Company 2022 No.
Cold storage	373	386	-	-
Haulage and transport contracting	403	403	-	-
Service of motor vehicles	9	11	-	-
Directors	4	4	4	4
	789	804	4	4

The Company has no employees other than directors, who did not receive any remuneration (2022 - £Nil).

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023

8. Directors' remuneration

	2023 £	2022 £
Directors' emoluments	506,230	270,193
Company contributions to defined contribution pension schemes	17,610	9,146
	<u>523,840</u>	<u>279,339</u>

During the year retirement benefits were accruing to 4 directors (2022 - 4) in respect of defined contribution pension schemes.

The highest paid director received remuneration of £140,992 (2022 - £103,927).

The value of the company's contributions paid to a defined contribution pension scheme in respect of the highest paid director amounted to £3,915 (2022 - £2,895).

The value of the company's contributions paid to a defined benefit pension scheme in respect of the highest paid director amounted to £3,915 (2022 - £2,895).

The directors' emoluments for 2022 were pro-rata in line with their respective appointment dates in the financial year.

Key management personnel compensation was £651,898 (2022: £658,794).

9. Interest receivable

	2023 £	2022 £
Other interest receivable	<u>470</u>	<u>-</u>

10. Interest payable

	2023 £	2022 £
Bank interest payable	550,010	238,875
Other loan interest payable	244	-
Finance leases and hire purchase contracts	932	2,381
Other interest payable	-	271
	<u>551,186</u>	<u>241,527</u>

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023

11. Taxation

	2023 £	2022 £
Corporation tax		
Adjustments in respect of previous periods	1,881	939
	<u>1,881</u>	<u>939</u>
Total current tax	<u>1,881</u>	<u>939</u>
Deferred tax		
Origination and reversal of timing differences	424,059	(692,722)
Changes to tax rates	-	(1,088)
Adjustments in respect of prior periods	(1,238)	(1,853)
Effects of tax rate change on opening balance	-	986,087
Total deferred tax	<u>422,821</u>	<u>290,424</u>
Taxation on profit on ordinary activities	<u>424,702</u>	<u>291,363</u>

Factors affecting tax charge for the year

The tax assessed for the year is higher than (2022 - higher than) the standard rate of corporation tax in the UK of 19% (2022 - 19%). The differences are explained below:

	2023 £	2022 £
Profit/(loss) on ordinary activities before tax	<u>1,388,645</u>	<u>(4,113,143)</u>
Profit/(loss) on ordinary activities multiplied by standard rate of corporation tax in the UK of 19% (2022 - 19%)	263,843	(781,497)
Effects of:		
Expenses not deductible for tax purposes	84,416	152,485
Remeasurement of deferred tax for changes in tax rate	107,029	819,832
Adjustments to tax charge in respect of prior periods	643	(2,002)
Fixed asset differences	36,858	102,479
Movement in deferred tax not recognised	(21,838)	-
Permanent differences	-	66
Non-taxable income	(46,249)	-
Total tax charge for the year	<u>424,702</u>	<u>291,363</u>

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023

12. Dividends

Since the year end the directors have not paid any dividends nor proposed any.

13. Exceptional items

	2023 £	2022 £
Reversal of impairment on related party loan (2022: Bad debt written off in the year)	(231,947)	272,983
	<u>(231,947)</u>	<u>272,983</u>

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023

14. Intangible assets

Group

	Software £	Goodwill £	Total £
Cost			
At 1 April 2022	4,856,629	6,012,278	10,868,907
Additions	417,653	-	417,653
At 31 March 2023	5,274,282	6,012,278	11,286,560
Amortisation			
At 1 April 2022	3,169,361	4,230,010	7,399,371
Charge for the year	134,141	300,614	434,755
At 31 March 2023	3,303,502	4,530,624	7,834,126
Net book value			
At 31 March 2023	1,970,780	1,481,654	3,452,434
At 31 March 2022	1,687,268	1,782,268	3,469,536

Included in the Software totals above are five large projects which are identified below;

Software which processes payroll information directly from electronic time sheets has 7 years remaining to amortise over and has a net book value of £110k (2022: £125k).

Software which electronically creates load plans has 6 years remaining to amortise over with a net book value of £176k (2022: £193k).

Software which electronically creates booking plans has 7 years remaining to amortise over with a net book value of £235k (2022: £260k).

Software which manages the movement of trailers and shunters across site is still under development and has a net book value of £1.23m (2022: £839k).

Software which automates invoicing directly from electronic delivery schedules is under development and has a net book value of £101k (2022: £71k)

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023

15. Tangible fixed assets

Group

	Freehold property £	Assets under construction £	Vehicles, Plant & machinery and Office equipment £	Total £
Cost				
At 1 April 2022	56,706,204	1,411,549	24,535,121	82,652,874
Additions	306,959	3,230	434,107	744,296
Disposals	-	-	(345,019)	(345,019)
Transfers between classes	322,098	-	(322,098)	-
At 31 March 2023	57,335,261	1,414,779	24,302,111	83,052,151
Depreciation				
At 1 April 2022	10,578,371	-	12,718,914	23,297,285
Charge for the year	1,068,569	-	1,327,092	2,395,661
Disposals	-	-	(329,830)	(329,830)
At 31 March 2023	11,646,940	-	13,716,176	25,363,116
Net book value				
At 31 March 2023	45,688,321	1,414,779	10,585,935	57,689,035
At 31 March 2022	46,127,833	1,411,549	11,816,207	59,355,589

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023

15. Tangible fixed assets (continued)

The net book value of assets held under finance leases or hire purchase contracts, included above, are as follows:

	2023 £	2022 £
Plant and machinery	28,880	41,680

16. Fixed asset investments

Group

	Other fixed asset investments £
Cost and net book value	
At 1 April 2022	327,950
Share of profit	7,920
At 31 March 2023	335,870

Company

	Investments in subsidiary companies £
Cost and net book value	
At 1 April 2022	46,399,586
At 31 March 2023	46,399,586

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

16. Fixed asset investments (continued)

Subsidiary undertakings

The following were subsidiary undertakings of the Company. All subsidiaries are registered at the same address across the group and were incorporated in the United Kingdom:

Name	Class of shares	Holding
Reed Boardall Holdings Limited	£1 Ordinary	100%
Reed Boardall Cold Storage Limited	10p Ordinary	100%
R B Holdings Limited	£1 Ordinary	100%
Reed Boardall Transport Holdings Limited	£1 Ordinary	100%
Reed Boardall Transport Limited	£1 Ordinary	100%
Boroughbridge Motors Limited	£1 Ordinary	100%

For the period ended 31 March 2023, Reed Boardall Holdings Limited, R B Holdings Limited, Reed Boardall Transport Holdings Limited and Boroughbridge Motors Limited are exempt from the requirement to the audit of individual financial statements by virtue of s479A-479C exemption of the Companies Act 2006.

17. Stocks

	Group 2023 £	Group 2022 £
Raw materials and consumables	680,131	592,769

The difference between purchase price or production cost of stocks and their replacement cost is not material.

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023

18. Debtors

	Group 2023 £	Group 2022 £	Company 2023 £	Company 2022 £
Due after more than one year				
Other debtors	-	1,552,500	-	-
	-	1,552,500	-	-
Due within one year				
Trade debtors	15,796,851	14,266,646	-	-
Amounts owed by group undertakings	-	-	15,533	500
Other debtors	124,311	181,352	-	971
Prepayments and accrued income	1,774,686	2,374,891	-	-
Other taxation and social security	-	-	1,260	-
Deferred taxation	-	-	21,827	-
	17,695,848	18,375,389	38,620	1,471

19. Cash and cash equivalents

	Group 2023 £	Group 2022 £	Company 2023 £	Company 2022 £
Cash at bank and in hand	1,429,312	1,447	491,422	503,877
Less: bank overdrafts	-	(1,933,557)	-	-
	1,429,312	(1,932,110)	491,422	503,877

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023

20. Creditors: Amounts falling due within one year

	Group 2023 £	Group 2022 £	Company 2023 £	Company 2022 £
Bank overdrafts	-	1,933,557	-	-
Bank loans	1,460,000	1,460,000	-	-
Trade creditors	4,698,145	3,425,332	2,417	600
Amounts owed to group undertakings	-	25,779	-	-
Corporation tax	-	82,555	-	-
Other taxation and social security	1,794,637	1,704,434	-	-
Obligations under finance lease and hire purchase contracts	3,761	8,622	-	-
Other creditors	130,720	475,106	-	-
Accruals and deferred income	1,959,922	1,695,407	57,750	49,550
	10,047,185	10,810,792	60,167	50,150

Obligations under finance lease and hire purchase contracts are secured on the underlying assets.

The bank overdraft is secured by a fixed and floating charge over all the assets of the group with an interest rate of 1.85% above base rate.

21. Creditors: Amounts falling due after more than one year

	Group 2023 £	Group 2022 £
Bank loans	8,880,000	10,340,000
Net obligations under finance leases and hire purchase contracts	31,350	34,557
	8,911,350	10,374,557

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

22. Loans

The bank loans are secured by a fixed and floating charge over all the assets of the group.

	Group 2023 £	Group 2022 £
Amounts falling due within one year		
Bank loans	1,460,000	1,460,000
Amounts falling due 1-2 years		
Bank loans	1,460,000	1,460,000
Amounts falling due 2-5 years		
Bank loans	7,420,000	8,880,000
	10,340,000	11,800,000

A bank loan of £8,500,000 is repayable in quarterly instalments over 5 years from 17 September 2021 with an interest rate of 2% above base. There is a final bullet payment due on 17 September 2026. The loan is secured by a floating debenture over the Group's assets.

A bank loan of £1,840,000 is repayable in quarterly instalments over 5 years from 11 January 2022 with an interest rate of 2% above base. The loan is secured by a floating debenture over the Group's assets.

23. Hire purchase and finance leases

Minimum lease payments under hire purchase fall due as follows:

	Group 2023 £	Group 2022 £
Within one year	8,865	8,622
Between 1-5 years	26,246	34,557
	35,111	43,179

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS
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24. Financial instruments

	Group 2023 £	Group 2022 £	Company 2023 £	Company 2022 £
Financial assets				
	-	-	-	-
Financial assets measured at amortised cost	<u>16,880,515</u>	<u>15,269,010</u>	<u>506,955</u>	<u>505,348</u>
Financial liabilities				
Financial liabilities measured at amortised cost	<u>17,163,898</u>	<u>(18,779,668)</u>	<u>60,167</u>	<u>(50,150)</u>

Financial assets measured at amortised cost comprise of cash in bank and in hand, trade debtors, other debtors and amounts owed by group undertakings.

Financial liabilities measured at amortised cost comprise of bank loans, trade creditors, finance leases, other creditors, accruals and amounts owed to group undertakings.

25. Deferred taxation

Group

	2023 £
At beginning of year	(3,415,972)
Charged to profit or loss	<u>(422,821)</u>
At end of year	<u>(3,838,793)</u>

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023

25. Deferred taxation (continued)

Company

	2023 £
Charged to profit or loss	21,827
At end of year	<u>21,827</u>

	Group 2023 £	Group 2022 £	Company 2023 £
Accelerated capital allowances	(3,838,793)	(3,415,972)	21,827
	<u>(3,838,793)</u>	<u>(3,415,972)</u>	<u>21,827</u>

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

26. Share capital

	2023 £	2022 £
Allotted, called up and fully paid		
100 (2022 - 100) Preference shares of £1.00 each	100	100
130,640 (2022 - 130,640) Ordinary shares of £1.00 each	130,640	130,640
	<u>130,740</u>	<u>130,740</u>

Holders of ordinary shares have a right to vote at a general meeting, participate in dividends and participate in the distribution of capital in the event of a winding up.

Holders of preference shares have the right to a fixed non-cumulative dividend of 6 percent per annum. They have a right to repayment of the amount paid up on their shares in the event of a return of capital in preference to ordinary shareholders. They do not have a right to attend or vote at any general meeting.

27. Reserves

Share premium account

The share premium reserve is made up of the brought forward premium paid for the share capital.

Revaluation reserve

The revaluation reserve is made up of revaluations carried out historically of certain freehold properties.

Profit & loss account

The profit and loss account is made up of retained earnings brought forward from previous years plus the current year's profit, less any dividends paid.

28. Capital commitments

At 31 March 2023 the Group had completed the development and construction of a CHP Plant and the estimated practical completion is April 2023. The amount the Group was committed to at the end of the year for this project was £334k (2022: £334k).

At 31 March 2023 the Group had completed the development and construction of an extension to an existing coldstore and achieved practical completion in April 2021 with a 12 month 3% retainer. The amount the Group was committed to at the end of the year for this project was £Nil (2021: £152k).

THE REED BOARDALL GROUP LIMITED

NOTES TO THE FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 MARCH 2023

29. Pension commitments

The Group operates a defined contribution pension scheme. The assets of the scheme are held separately from those of the Group in an independently administered fund. The pension cost charge represents contributions payable by the Group to the fund and amounted to £693,720 (2022 - £661,493). Contributions totalling £32,948 (2022 - £39,906) were payable to the fund at the reporting date and are included in creditors.

30. Commitments under operating leases

At 31 March 2023 the Group had future minimum lease payments due under non-cancellable operating leases for each of the following periods:

	Group 2023 £	Group 2022 £
Not later than 1 year	7,278,601	8,988,595
Later than 1 year and not later than 5 years	14,665,886	14,710,800
Later than 5 years	367,860	1,845,631
	<u>22,312,347</u>	<u>25,545,026</u>

31. Related party transactions

During the year one of the Group's subsidiaries was party to transactions with Bar Lane Properties Limited, a Company in which Mr M. Boardall and Mrs R. Barlow have a material interest. The Company continued to provide a loan to Bar Lane Properties Limited for which the amount outstanding at 31 March 2023 was £500,000 (2022 - £2,295,918) and the maximum amount outstanding during the year was £2,295,918. There is a provision against this loan at the end of the year of £500,000 (2022 - £743,418) and the balance outstanding of £500,000 is stated before this provision. £231,947 of the provision at the start of the year has been released and credited to the profit and loss account in the year (see note 13). The loan carries no interest.

During the year the Group and its subsidiaries invoiced £970 (2022 - £2,297) to Bar Lane Properties Limited. The closing balance as at 31 March 2023 was £nil (2022 - £nil).

During the year the Group and its subsidiaries also invoiced £189,237 (2022 - £275,882) to Cod Beck Blenders Limited, a Company in which Mr M. Boardall and Mrs R. Barlow have a material interest. During the year Cod Beck Blenders Limited invoiced the Group and its subsidiaries £9,481 (2022 - £2,250). The closing balance as at 31 March 2023 was £4,762 (2022 - £81,356).

During the year the Group and its subsidiaries invoiced £1,398 (2022 - £1,803) to Gorco 493 Limited, a company in which Mr M. Boardall and Mrs R. Barlow have a material interest. The closing balance as at 31 March 2023 was £nil (2022 - £nil).

Related party transactions are all carried out on an arms length basis

THE REED BOARDALL GROUP LIMITED

**NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 MARCH 2023**

32. Controlling party

At the reporting date the Groups and Company's ultimate controlling parties are Mr M. Boardall and Mrs R. Barlow by virtue of their shareholdings in the same Group and Company.