Stonegate Group

Annual report and financial statements

For the 52 weeks ended 26 September 2021

Registered number FC029833

Contents

Strategic report

The Directors present their strategic report for Stonegate Pub Company Limited and its subsidiaries (together "the Group") for the 52 weeks ended 26 September 2021 (2020: 52 weeks ended 27 September 2020).

Stonegate is now the largest pub owning company in the United Kingdom, with 4,580 operating sites at the period-end (2020: 4,680). The Stonegate Group encompasses six businesses with each one delivering a distinctive operating model. We optimise value creation by ensuring every one of our sites has the right operating model, value proposition and people in place.

Pub Partners

Our leased and tenanted estate comprises 3,080 pubs at the period end (2020: 3,256 pubs). These sites are let to publicans on tied leases and tenancies, such that as well as paying rent for the pub, each publican is tied into buying certain drink products from the Group. The publicans also have access to a large support infrastructure which is dedicated to supporting and empowering them to run great businesses. The Pub Partners' estate is spread across England and Wales.

Stonegate

Our Managed estate comprising 799 sites at the period end (2020: 816 sites) is diversified with a mix of branded and unbranded pubs, bars and clubs, and is located across England, Scotland and Wales. The Group ensures that no matter what the brand or size of venue, each guest receives a warm Stonegate welcome in exciting, relevant and safe surroundings. Our Managed sites are run under a traditional managed model such that the Group employs all staff, incurs all costs and has full responsibility for all compliance matters, but in return directs the retail offer and has access to the full retail margin.

Craft Union

The Group has 428 Craft Union pubs across England and Wales at the period end (2020: 390 pubs) which sit at the heart of the communities they serve. The simple idea behind Craft Union is to deliver good quality drinks at a competitive price accompanied by varied entertainment in a well-invested pub for the locals. These pubs are run under an operator agreement whereby each pub is run by an Operator who receives a percentage of turnover. The Operator is responsible for all labour, but all other costs and responsibilities sit with the Group.

Commercial Properties

Our Commercial Properties estate comprises 194 pubs at the period end (2020: 141 pubs) which are let on free-of-tie terms to commercial landlords. These sites, although similar to the Pub Partners estate, do not have the same support infrastructure and the relationship with each tenant is purely driven by the lease agreement.

Managed Investments

The Group has partnered with some of the best operators in the pub industry in order to tap into their expertise to deliver optimum value in more specialist areas where the Group has less experience. There are currently 66 pubs (2020: 64 pubs) in this model with nine different partners and sites are predominately based in London and the South East. The vast majority of these sites are run under the traditional managed model.

Vixen Pub Company

At the current period end the Group's Vixen estate of pubs and inns comprises 13 sites (2020: 13 sites). These pubs serve their local communities as well as visitors, as many are located in popular tourist areas and offer accommodation. They are run under the operator-led model where the operator receives a percentage of turnover and Stonegate works closely with operators to deliver a warm and friendly experience for guests and provide high quality pub food favourites.

Strategic report *(continued)*

Vision and Values

The Group's vision is:

"To raise the bar on the British pub by being the best for our guests, people and communities."

In order to deliver our vision we employ four key strategies which we must exceed in to create optimal value:

1. Aligning and investing in our assets

In order for each property to deliver optimal returns, the Group needs to employ the right retail offer with the most appropriate operating model. The Asset Optimisation Panel, which has representation from across the business, is the conduit of these decisions, regularly assessing returns submitted by each business segment to determine the future best option for the property. Each decision is generally accompanied by an element of capital expenditure in order to transition the site and set it up to succeed.

2. Attracting and developing talent

With each property in its optimum segment, it is critical that the Group can recruit, develop and retain excellent people as publicans, operators and employees both in site and in its support functions to generate the best returns.

3. Delivering a great experience to our guests, partners and operators

To generate the best returns, Stonegate strives to deliver great experiences to bring people into their pubs and ensure they come back again and again. The Group also wants to ensure that our publicans and our operators have rewarding relationships with us.

4. Always safe and efficient

The Group takes safety and compliance with all legal requirements very seriously, whilst ensuring that its processes are streamlined wherever possible to enhance efficiency and therefore create value.

Our vision and strategy are firmly underpinned by our 'FIRST' values, which define who we are and how we behave.

- We have **FUN** – we take pride and enjoy what we do; we celebrate success and recognise achievements; we go out of our way to make sure customers and teams have a great time; fun never compromises our safe and legal responsibility.
- We **INVEST** wisely – we spend the Company's money like it's our own; we keep looking for smarter and more efficient ways of doing things; we effectively plan and prepare; we invest our time and money in developing talent.
- **RARING** to go – We hit the ground running; we are willing to get involved; we commit to doing our best every day; we are adaptable and see change as an opportunity.
- We are **STRAIGHTFORWARD** – We keep things simple and do not over complicate; we do what we say we are going to do; we are open and honest with each other; we approach challenges with solutions in mind.
- We are one **TEAM** – We treat each other with respect; we develop ourselves and our teams; we share great ideas; we take responsibility for our actions.

Business model

Value is generated using our resources, our strong capabilities and leveraging our stakeholder relationships.

The Group's investors TDR have a strong track record working with their investments' senior management teams to drive value and grow the business. This is achieved through the investment of resources, both financial and operational, to improve the core business and as well as growth through targeted acquisitions. Both TDR and Stonegate are experienced and respected in the industry, with the capability to deliver the long-term plan.

The Group's key resource is its large estate of properties, geographically spread across the UK. Stonegate's management, with TDR's support, ensure that the Group has sufficient working capital and capability to generate the best returns. This ensures the properties are initially assessed and moved to the correct segment and then that they are operated in the best way to create optimal value.

Strategic report *(continued)*

Business model *(continued)*

The business then works closely with a range of internal and external stakeholders, such as professional partners, investment analysts and supply chain partners to continually assess its performance and make improvements where required.

Alongside the economic returns, Stonegate takes pride in its growing environmental, social and governance agenda. Further information can found on page 9.

Business review

The results for the Group for the 52 weeks ended 26 September 2021 are shown in the consolidated income statement on page 19. Pre-exceptional operating loss for the period was £19 million (2020: loss of £34 million). Post-exceptional operating profit for the period was £59 million (2020: loss of £458 million). Loss before tax was £233 million (2020: loss of £746 million). The financial position of the Group is set out in the consolidated balance sheet on page 21 which shows net assets of £237 million (2020: net assets of £437 million). Net decrease in cash and cash equivalents in the period was £70 million (2020: increase of £286 million).

The Group has continued to be impacted by the Covid-19 pandemic during the period. The Group has been restricted by firstly the 10pm curfew across all hospitality venues and then the tiering system. Subsequent to both, hospitality was instructed to close for four weeks from 5 November 2020 to 2 December 2020 in the second national lockdown and to then close again from 20 December 2021 when the majority of the UK was placed under tier four restrictions; following by the third national lockdown on 5 January 2021. In line with the Government's 'roadmap out of lockdown' the Group was able to reopen those sites that have outside trading space, from 12 April 2021, and more of its estate indoors from 17 May 2021. The remainder of sites were re-opened on 19 July 2021 in England and shortly after in Scotland and Wales.

During the closure periods the Group has continued to benefit from Government support schemes and in the period has recognised £83 million (2020: £62 million) from the Coronavirus Job Retention Scheme and £11 million (2020: £3 million) from government grants within other income. The Group supported its publicans within the Pub Partners business by offering rent concessions at a cost of £41 million (2020: £19 million) and trade credits of £16 million (2020: £10 million) to enable restocking ahead of reopening.

Whilst restrictions have continued across the hospitality sector, the Group has taken a prudent approach to capital expenditure in order to preserve liquidity. In the period the Group has spent £53 million (2020: £81 million) which has been primarily focused on maintenance capital.

The Group has disposed of 140 trading sites and 11 non licensed properties in the period for net proceeds of £66 million (2020: 39 sites for net proceeds of £12 million).

Included within these disposals, during the period the Group has completed on 40 sites of the total 42 sites that it was required to dispose under the CMA guidelines following the acquisition of Ei Group Limited in the prior period. Subsequent to the period end the Group has completed on the remaining two sites.

Strategic report *(continued)*

Business review *(continued)*

Group Key Performance Indicators

Below are the key performance indicators (KPIs) for the Stonegate Group at the period end which the Board reviews on a periodic basis. These have been significantly impacted by the Covid-19 pandemic. In addition, KPIs currently exclude the impact of any of the Ei Group acquired businesses since these would not be like for like at the current period end.

Financial KPIs – Group	2021 52 weeks	2020 52 weeks
Managed Drink Sales Growth (like for like)	(34.8)%	(39.3)%
Managed Food Sales Growth (like for like)	(16.0)%	(38.4)%
Managed Turnover Growth (like for like)	(32.4)%	(38.3)%

Like for like represents aggregate drink sales, food sales or turnover compared to the previous comparable period, for the 782 managed sites that were trading throughout the current and previous period. As a result of the Covid-19 pandemic and the closure of the estate impacting both the current and prior period, there has been a significant downturn in the Group's financial KPIs. In addition, the Group has decided not to disclose Return on Investment as a KPI in the current or prior period since the impact of the pandemic makes this a meaningless and non-comparable measure.

Adjusted EBITDA Reconciliation

	52 weeks ended 26 September 2021 £m	52 weeks ended 27 September 2020 £m
EBITDA	**151**	74
Acquisition and integration costs	**1**	48
Business interruption insurance	**(14)**	-
Surrender premiums	**1**	1
Management fees	**2**	2
Equity settled share based payment expense	**1**	-
Pension scheme service costs	**1**	1
Losses on disposed/non-trading sites	**6**	2
Other non-recurring costs	**5**	2
IFRS 16	**(82)**	(71)
Adjusted EBITDA	**72**	59

Strategic report *(continued)*

Business review *(continued)*

Adjusted EBITDA represents profit before finance income, finance costs, taxation, depreciation, amortisation, impairment, and the other items shown above. Other non-recurring costs include certain legal fees and £4 million of other costs included in exceptional costs (2020: £Nil) described further in note 7. In relation to those leases under IFRS 16, for the 52 weeks ending 26 September 2021, the Group's operating profit before depreciation, amortisation, impairment, revaluation and loss on sale of non-current assets improved by £82 million as operating lease rentals are no longer included in operating profit (52 weeks ended 27 September 2020: £71 million). Depreciation of right-of-use assets and lease liability interest are instead included below operating profit. Further information on leases can be found in note 26. The directors consider the adjusted EBITDA provides useful information about the Group's performance and aids a more effective comparison of the Group's trading performance from one period to the next and with similar businesses.

Non-financial KPIs

We report our progress against a range of established ESG metrics. These have been based upon leading industry indicators such as Food Hygiene Rating (FHRS), diversity, employee wellbeing and recycling. Further areas of focus cover water consumption, water management, internal appointments, employee engagement and customer NPS.

Our key non-financial safety standards metric is the 5-star rating that we seek to achieve from the Food Standards Agency's website across our managed pub estate. The percentage of managed pubs rated five stars at the end of the financial period was 88.7% (2020: 86.3%) with an average rating of 4.86 (2020: 4.82).

Stonegate recognises the importance of having an engaged and motivated workforce and the value it can bring to a business. Since the acquisition of Ei Group, the Group has conducted a number of pulse engagement surveys to understand how it is performing around employee engagement. The first was conducted in March 2021, with follow ups completed in June 2021 and subsequent to the period end in November 2021. The pulse rate, being the key measure of engagement, has been consistently over 80% throughout the three surveys, peaking at 86% in the most recent.

We strive to create a work environment free of discrimination, harassment and bullying, where everyone is treated with dignity and respect and all employment decisions are based on merit, qualifications and abilities. Stonegate operates a robust grievance procedure which enables employees to raise any concerns they may have.

The following table sets out our diversity balance as between men and women at the end of the financial period:

	Male	**Female**
All employees (site and Head Office)	48%	52%
All Head Office employees	47%	53%
Senior management team (excluding Board)	61%	39%
Operating Board	70%	30%

Strategic report *(continued)*

Business review *(continued)*

Financial Position

The financial position of the Group is set out in the consolidated balance sheet on page 21 which shows net assets of £237 million (2020: £437 million). Group cash at the period end was £224 million (2020: £294 million), of which £106 million (2020: £101 million) is held within the Unique securitisation, and the Group has access to a further £225 million (2020: £50 million) from its revolving credit facility and a further £25 million (2020: £25 million) overdraft facility. Non-current borrowings were £3,857 million (2020: £3,948 million).

The Group is financed by predominantly long-term debt in the form of securitised debt and bank borrowings, denominated in both sterling and euros. During the period on 1 December 2020 and 5 August 2021 the Group issued further senior secured notes of £120 million and £165 million respectively, the terms of which are consistent with the £950 million existing senior secured notes. The gross proceeds from the offering of the new fixed rate notes will be used to finance capital expenditure in pubs owned by the Group, for other general corporate purposes and to pay certain fees, expenses and costs in connection with the offering.

On 5 August 2021 the Group also exchanged its euro senior term loan for euro floating rate notes for an aggregate amount equal to the principal amounts under the senior term facilities agreement.

Principal risks and uncertainties

The Directors identify and monitor the Group's principal risks and uncertainties through its Risk Management Group (RMG), which meets formally six times a year. The RMG has representatives from across the business to ensure all risks are captured and considered. At the financial period end, the Group's principal risks and uncertainties disclosed are those that are deemed by the Directors as high risk, together with those other medium risks that are considered necessary for disclosure to aid users of the financial statements understand the business.

<u>General economy, including the impact of Covid-19</u>

The impact of the Covid-19 pandemic, that initially closed all of the Group's pubs on 20 March 2020, has continued to affect the Group throughout the current financial period. The Group has managed its estate, opening and closing pubs where necessary, through the government enforced curfew, tiering system, further full lockdown periods and outside opening only, before full estate opening was permitted from 19 July 2021. The Group continued to access benefits available to it, such as the Coronavirus Job Retention Scheme, business rates relief and government grants, and proactively protected its liquidity position through delaying capital expenditure and reduces its cost base wherever possible. In addition, the Group was able to raise further debt of £120 million in December 2020 and £165 million in August 2021 to support its liquidity.

The development of a new variant in December 2021 resulted in a surge of cases and the government moved to 'Plan B' on 8 December which remains in place at the time of signing the financial statements. Hospitality is largely unaffected by the rules of Plan B although the NHS Covid Pass on the NHS app or a negative lateral flow test is mandatory in nightclubs. The restrictions in Wales and Scotland went further with social distancing in public places being reintroduced, limits on numbers of people being able to mix in hospitality and nightclubs being again forced to close on 26 December 2021 and 27 December 2021 respectively.

The Board are mindful that the vaccination programme has been highly successful which provides reassurance that any further restrictions are currently unlikely and we expect to see sales return to the growth we were experiencing pre pandemic as consumer confidence increases. However, it is noted that whist the Government and currently resisting imposing another lockdown further lockdowns remain possible which would impact the Group's trade and liquidity. Liquidity is further discussed below.

Strategic report *(continued)*

Principal risks and uncertainties *(continued)*

Outside of Covid-19, risks to the Group's day-to-day trading include deterioration in consumer spending prompted by any downturn in the economy together with potential shifts in consumer spending patterns. The fundamental need for the UK consumer to socialise will always remain, however changes in consumer behaviour are often rapid. Therefore, there is a risk to market share if the Group is not positioned to quickly react to these changes. The Group's Segment Strategy teams, involving marketers, operators and finance, meet regularly to ensure segments respond quickly.

Industry specific cost increases

The hospitality industry is under cost pressures from increased legislation, utility costs, business rates and leasehold rents, which leads to an ongoing risk to our business. Stonegate's dedicated procurement team manages contracts to ensure the Group mitigates against increases in food and drink costs and ensures cost control processes are in place. These inflation-driven factors reinforce our already strong emphasis on margins and cost control.

The Group is subject to various areas of regulation, particularly with regards to the sale of alcohol, and has a specific licensing team to deal with licences, permits, late night levies and various restriction orders. This team works closely with the Police, Local Authorities and trade bodies to ensure we remain compliant with legislation. In addition, since the acquisition of Ei Group, Stonegate is now also regulated under The Pubs Code, which governs and monitors the relationships between the largest leased and tenanted pub companies and their tenants. The Group has support teams and policies in place to ensure that its dealings with its publicans are Pubs Code compliant and that any Market Rent Only requests are dealt with in line with the regulations.

The Group's employees are subject to the Working Time Regulations, which controls the hours they are legally allowed to work. In addition, a large portion of the Group's pub staff are employed at the National Living Minimum wage and so the Group is impacted by increases in those rates. Increases will result in an increase in the Group's labour costs, however the Directors expect these increases to be mitigated to a certain extent by revenue growth as well as optimising staff scheduling.

Following Brexit and whilst still in the midst of a global pandemic it remains difficult to fully quantify the impact on costs of supplies to the Group. Since the majority of the Group's product are purchased under medium term contracts, any significant cost increases are likely to be mitigated in the short/medium term. As for the labour impact of Brexit, on the initial reopening of the estate in May 2021, there were significant labour shortages across the managed pubs, but these have generally been filled now and although there are some concerns in certain roles, these are location specific rather than likely to have an impact on the going concern of the Group.

Drink and food supply

The Group places reliance on key suppliers and distributors to ensure there is a continuous supply of both food, drink and other products to its managed pubs and its publicans. The Group is exposed to the risk of failure by these suppliers to deliver in the required time frames or to the standards expected. It works closely with its key suppliers and distribution partners to ensure good working relationships. In addition, a disaster recovery and business continuity plan are established to mitigate such risks.

Door security

A lot of the Group's pubs have licensing conditions that require a level of door security, without which the pub cannot trade. As restrictions have lifted and more pubs and then nightclubs have been able to reopen, the Group's availability of door security has been stretched as its suppliers have not been able to recruit sufficient people with the necessary skills and experience to meet demand. Should this continue, the Group may not be able to fully trade its sites and maximise income, although it has so far been proactive in managing the door security around its estate in order to best use the labour that is available, mitigating the risk.

Cyber security

The Group's operations are reliant on its information technology systems for business processes, accounting, reporting and communication. There is therefore a risk to business operations if there is a critical IT systems loss caused by failure or a security breach. The Group operates offsite recovery capability, with back up data plans in place. Systems are protected by anti-virus software and firewalls, which are regularly kept up to date.

Strategic report *(continued)*

Principal risks and uncertainties *(continued)*

Liquidity

The Group's operations expose it to a variety of financial risks including the effects of credit risk and liquidity. The Group's principal financial instruments comprise cash sterling balances and bank deposits, loan notes, and other obligations that arise under leases together with trade receivables and trade payables that arise directly out of its operations.

The Group's primary financial risks are to ensure that its debt is serviced, its financial covenants are achieved, investment plans are satisfied and working capital requirements are met. The Group's debt comprises borrowings in both sterling and euros and at both fixed and floating rates of interest. Floating rate debt is swapped to fixed rate wherever it is commercially sensible to do so. Since the prior period end the Group's debt structure has changed with the debt balance increasing by a gross £285 million at a fixed rate of interest.

Within the Group's debt structure, there exists four main covenants that must be met and against which Management monitor and forecast performance. The Covid-19 pandemic meant that headroom against two of these covenants was significantly reduced during the prior period such that Management felt it appropriate to take action to avoid any risk of breach.

For the Consolidated Net Leverage Ratio within the Revolving Credit Facility document, Management sought a waiver such that the EBITDA used in the calculation was fixed at a pre-agreed level. This waiver was extended further during the current period and expired following the end of Q3. In the Unique securitisation, Bondholder consent was sought for an amendment to the Debt Service Cover Ratio covenant allowing current period EBITDA to be substituted for prior period EBITDA for the June 2020 and September 2020 quarters for any pubs closed due to Covid-19. This mechanic benefitted the covenant calculation again through to Q3 of the current financial period. Further detail on these covenants can be found within note 22 to the accounts.

In addition, the Group maintains daily cash forecasting in order to monitor the liquidity of the Group and ensure it can meet liabilities as they fall due.

Stonegate's credit risk is primarily driven by the credit terms awarded to its publicans. Extensions of credit have been given to publicans during the pandemic, but the dedicated credit control function together with the operations team have worked with publicans to ensure levels of debt have reduced and remain in line with Group expectations.

Further details of the financial risk management objectives and policies are set out in note 22.

People

To deliver the fantastic customer experience the Group strives for, it is important to attract, develop and retain the best employees for our managed pubs and our support centre, the best operators for our Craft Union and Vixen pubs and the best publicans for our leased and tenanted pubs. As well as comprehensive career and training programmes, we undertake succession planning and remuneration benchmarking to retain our best employees and offer a variety of training course for our publicans.

Strategic report *(continued)*

Environmental, Social and Governance

Environmental factors

Stonegate is keen to make a positive contribution towards driving environmental change and preserving our world for future generations.

Waste and recycling matters

Waste disposal and recycling is an important issue in the pub and food industry. Stonegate partners with Olleco in the recycling of its used cooking oil in the managed business. Our used oil is refined into a range of products such as industrial oils and renewable fuels. In the 52 week period ended 26 September 2021 we collected 468,000 litres (2020: 623,000 litres) of used cooking oil, or 431 metric tonnes (2020: 573 tonnes). This is the equivalent of saving 997 tonnes of carbon (2020: 1,328 tonnes). The Group also continues to work with publicans by recycling oil with third parties where the used cooking oil is converted into biodiesel.

Stonegate works in partnership with Veolia Environmental Services for waste and recycling services across the Stonegate managed estate. Veolia offers a range of recycling services to manage our waste streams and zero waste to landfill target. Currently, 100% is diverted from landfill and 68.61% is recycled. This is the equivalent saving 76,970kg of carbon over the last 30 days. Craft Union sites are currently serviced by 1st Waste where 96% of waste is diverted from landfill and 72% is recycled. The plan is to align waste services by April 2022.

The Group continues to fulfil its obligations imposed by Packaging Waste Regulations based on all recyclables sold to publicans and distributed to our managed estate. We have been working with our waste management partners for several years and are seeing significant progress across our managed estate towards our goal of zero waste to landfill.

Reducing energy consumption

We continue to manage our energy, with the aim to limit our environmental impact as well as managing cost within the business. We proactively work with third parties, helping us in the management of energy consumption. We use smart meters to manage usage, to be as efficient as possible to help reduce consumption. Other energy initiatives include smart heaters to regulate cellar temperatures and fridge movement sensors. Work is also undertaken on Streamlined Energy & Carbon Reporting (SECR) and Energy Savings Opportunities Scheme (ESOS). To support ESOS, we report on emissions from fuel combustion and the operation of our facilities which includes our offices, managed houses, company cars (Scope 1), and from our purchased electricity used during the period (Scope 2). We use strong operational controls, as defined in The Greenhouse Gas Protocol, A Corporate Accounting and Reporting Standard (Revised Edition), 2004. We are active members of The Zero Carbon Forum, along with other key players in the hospitality industry. The forum works together to share best practice, build strategic partnerships, influence / empower, and define sector standards and approach. Being part of the forum group, helps define and implement a credible and ambitious industry net zero strategy.

Energy use and the associated greenhouse gas emissions for the Group is set out below:

	2021 52 weeks	**2020 52 weeks**
Energy use – electricity (kWh)	101,690,420	113,254,287
Energy use – Gas (kWh)	108,830,602	123,673,862
Associated GHG emission (tCO2e) - electricity	21,592	26,404
Associated GHG emission (tCO2e) - gas	19,933	22,740

Water conservation

Managed and Craft Union sites are on water self-supply where we work with Waterscan and wholesalers to ensure consumption remains as low as possible.

Strategic report *(continued)*

Environmental, Social and Governance *(continued)*

Social

Stonegate believes that social responsibility and commercial responsibility are inextricably linked. It is important, therefore, that we work with the Government and Enforcement Bodies, such as the Police and Local Authorities, to actively support and promote responsible drinking. To achieve this, the Group is committed to the following standards:

- Not offering "all you can drink" promotions;
- Not offering liquor-only multi buy deals; and
- Not pricing any alcoholic drinks below £1.00.

All pub managers are encouraged to attend Pub Watch meetings in their area and closely liaise with all authorities. We also ask for strict adherence to the nationally acknowledged "Challenge 25" scheme, seeking proof of age for anyone appearing to be 25 years or under.

Health and Safety

As part of providing a fantastic experience to our customers, Stonegate is committed to a high standard of health and safety. Therefore, the Board conducts customer research on an on-going basis, and monitors complaints received and internal health and safety audit results. Managed sites are assessed on a regular basis on food safety, licensing, fire safety, external play area safety and hotel safety. The Risk Team control and support our managers and operators, supported by quarterly Area Manager checks. Stonegate works with an external partner to provide twice yearly audits as well as additional technical support. The small number of sites that are not attaining our expected standards, are monitored closely by senior management and are supported to get back to the high standards we expect. This is achieved via extra training, visits and reporting. Health and safety within leased and tenanted sites is the primary responsibility of the publican, however they have the support of the Group to help them and it will be discussed at meetings held between Regional Managers and publicans if required.

Social and community issues

Our local pubs are at the heart of the communities and as part of our service we like to contribute to these communities. During the pandemic this support has been as strong as ever, with many pubs going above and beyond for their local communities through creating food hubs, providing meals to critical workers, running errands for those who are vulnerable or shielding.

We recognise our duty to operate the business in an ethical and responsible manner and remain committed to delivering socially responsibly. We aim to build sustainable businesses with a strategy that will continually evolve dependant on the needs of our customers and stakeholders. We encourage pubs from across the Group, no matter their location, format or operating model, to engage and take an active role within their local community. We recognise our responsibility towards the promotion and management of a responsible drinking environment in all our pubs, working with the Government and enforcing bodies.

Charitable activities

During the period to 26 September 2021 our pubs have raised £103,000 (2020: £43,000) for several local and national charities. These include The British Heart Foundation, Cancer Research UK, Mind, Help for Heroes and Parkinson's UK. As a principle, all the supplier gifts we receive are raffled on a regular basis and all proceeds are given to charity.

Supporting our students

Nationally, Stonegate gave £17,000 (2020: £42,000) in sponsorships to student unions and student sports clubs. Throughout the period we have also supported local football, netball, tennis and rugby teams across the UK.

Strategic report *(continued)*

Environmental, Social and Governance *(continued)*

Employee Engagement

Ensuring our high level of engagement has been particularly challenging and important this year with the impact that Covid-19 has had on our usual ways of working and the sheer quantum of employees on furlough leave at any point in time. Ensuring they feel that they remain part of the Stonegate family and protecting their wellbeing, even whilst on furlough leave, has been a key challenge for the Board and has meant that normal methods of communication have needed to adapt. The main communication tool during the pandemic for Stonegate to be able to reach those employees working and on furlough simultaneously has been regular CEO recorded briefings which cover key developments and the Group's response to them. The Group has also made available tools for employees to improve their own mental health. The Group's engagement pulse survey scores illustrate that communication has been a key strength of the Group over the past year and employees are generally engaged with the business and its strategy.

Employee Wellbeing

The Group places great importance on the involvement, development and well-being of its employees. They are kept informed of developments through regular meetings, calls and videos. Stonegate operates a transparent career pathway through "Albert's Theory of Progression", based around the character of Albert Einstein. This enables all our pub employees to progress through their training, which covers necessary legal requirements. Employees are then encouraged to progress through Albert's Award for team leaders; Albert's Accolade for Deputy Managers; Albert's Accelerator for General Managers; and Albert's Aspirations for General Managers to further develop their skills to move into corporate roles. There is also a complimentary programme for our kitchen teams called Albert's Evolution, which is aligned to Apprenticeships at levels 2 to 5. 2021 has seen the launch of a specific Career Pathway for our Pub Support Teams, called AIMS (Albert's Interesting Map to Success). The comprises pathways within and across functions – again aligned to apprenticeships, and internally delivered development workshops.

The success of our career pathways can be measured commercially and culturally. Albert's Theory of Progression has already delivered 267 internally appointed General Managers, and the scale and scope of the programme continues to evolve and expand. Furthermore, retention rates are doubled when we enlist people onto any element of our various career pathways.

Stonegate utilises a strength-based recruitment approach for all team members, whereby an applicant must pass the 'Strength Quiz' prior to being considered for interview. This ensures that we are recruiting people who have the right personality and attributes for our business, rather than simply seeking to hire people with prior experience in our sector. This recruitment process is then complemented by a rigorous 6-week induction process which ensures that all new hires receive the required basic training to be effective in their role. These initiatives have helped drive a 31% improvement in team turnover in the three years prior to the pandemic.

As well as our internal career pathways, there are many other personal development opportunities provided to people across the business. Examples include our investment in giving every single Area Manager the option of a post graduate diploma in multi-unit leadership, our investment in delivering Stephen Covey's '7 Habits of Effective Managers' to all line managers, and an on-line learning platform for all employees.

The Group considers applications for employment from disabled persons where the requirement of the job can be adequately fulfilled by a disabled or handicapped person. Where existing employees become disabled, it is the Group's policy wherever practicable to provide continuing employment under normal terms and conditions and to provide training and career development and promotion to disabled employees wherever appropriate.

Equality and Diversity

Stonegate is an equal opportunities employer committed to providing equal employment opportunities to all employees regardless of personal status and to prohibit all forms of discrimination. Our policy is to ensure no unlawful discrimination occurs in the recruitment and selection process on the grounds of sex, race, disability, age, sexual orientation, and religion or belief. Our selection decisions are based on objective, non-discriminatory, job related criteria, consistently applied to all candidates.

Strategic report *(continued)*

Environmental, Social and Governance *(continued)*

Supplier Management

Procurement activity is managed by a Purchasing Team who operate in accordance with agreed policies. Stonegate sources supplies from approved suppliers and business is conducted honestly, ethically and with respect for the rights and interests of the people with whom we do business. We expect honesty, openness and courtesy from all suppliers and their employees. We conduct business in accordance with responsible principles and we expect our suppliers to equally focus on issues such as pay, working hours, child labour, workers' rights and representation. While we consider the risk of modern slavery or human trafficking taking place in our supply chain to be low, we do recognise the importance of combating slavery and human trafficking and the duty to tackle these issues.

Allergens

As a company, we are committed to providing information to our customers who suffer from allergies, so they can make informed choices when consuming our products. We provide allergen information on our websites and at site to help customers. We constantly review our training and food chain in making sure we offer the best customer experience.

Sugar

As a result of the soft drinks sugar tax levy, we continue to actively manage the number of sugary products on offer, complementing with healthier non-sugary alternatives. We continue to offer customers a wide range of products, appealing to all tastes.

<u>Governance</u>

A strong approach to governance is in place with robust practice and process around areas including cyber security, commercial integrity and wider Board governance.

Anti-Bribery & Corruption

The Group operates a full suite of policies and procedures to guard against bribery and corruption. Whilst we operate in an industry that is not believed to be especially prone to bad practices, the risks of bribery, corruption, fraud or theft exist in every company. We are committed to conducting our business with the highest level of integrity. The Group encourages any reports of malpractice, illegal acts or omissions or matters of a similar nature by employees, former employees, contractors, publicans, suppliers or advisors using mechanisms for reporting, and support the framework for protecting whistle-blowers who have a genuine concern about malpractice from victimisation, dismissal or detriment.

The Pubs Code

The Group is committed to fair, transparent and lawful dealings with our publicans. The Pubs Code 2016 applies to the Group and all our tied publicans as we are the landlord of more than 500 tied pubs. The regulations define our obligations to our tied publicans and provide guidelines for processes governed by the Code. The Pubs Code is overseen by an independent Adjudicator.

Tax

Stonegate is tax domiciled in the UK. Being UK tax resident, we support the economic and social objectives of the UK Government. We are committed to conducting our tax affairs in a clear, fair and transparent way, paying all employee; employer; corporation; VAT and other taxes due in the UK and do not have an aggressive tax planning strategy.

Strategic report *(continued)*

Future Outlook

The Great British Pub continues to survive and thrive due to our fundamental need for social interaction and even though during the pandemic, pubs, bars and clubs have been mandatorily closed, the performance of the business post re-opening has shown the British pub, bar and club is at the heart of the British community and culture. At Stonegate, we have a clear vision to raise the bar on the British Pub by being the best for our people, customers and communities. Despite all the challenges of the last 2 years we are in a strong position across our different operating models and formats to deliver on our vision.

Going Concern

The financial statements have been prepared on the going concern basis. The statement headed "Going Concern" on page 24 sets out certain factors to the Directors' consideration in reaching this assessment.

Approval
The Directors' Strategic report was approved by the Board on 23 January 2022 and signed on its behalf by:

David Ross
Director

Directors' report

The Directors present their report together with the non-statutory financial statements for the 52 weeks ended 26 September 2021. As further described in note 1, these consolidated financial statements have been prepared solely for non-statutory purposes.

Principal activities

The principal activity of the Group is the ownership and operation of licensed pubs and bars within the UK.

Ownership

The immediate controlling party is Stonegate Pub Company Midco Limited, a company that is owned by TDR Capital Stonegate L.P., an investment fund managed by TDR Capital LLP, a private equity management firm registered in the UK. TDR Capital LLP is a leading private equity firm with over €10 billion of committed capital. It invests in medium-sized, European businesses and partners with them to develop and grow their operations. TDR Capital LLP works in partnership with management to harness opportunities together through board representation and professional support.

Various investment funds managed by TDR Capital LLP incorporated Stonegate Pub Company Limited in August 2010 when it purchased 333 freehold and leasehold pubs and bars from Mitchells & Butlers plc and then went on to purchase the Plato 3 business in June 2011.

Board of Directors

The Directors, who held office during the period, and since the end of the period, were as follows:

Manjit Dale
Brian Magnus
Ian Payne MBE
Simon Longbottom
David Ross

Manjit Dale (Founding Partner of TDR Capital LLP)

Prior to founding TDR Capital LLP in 2002, Manjit was Managing Partner at DB Capital Partners Europe and has over 25 years experience in private equity, leveraged finance and consulting. Previously Manjit was Managing Director and Head of DB Capital Partners Europe and predecessor firm BT Capital Partners, which he joined in 1994. He started his career in the Management Consultancy division of Arthur Andersen and moved into private equity in 1989 with 3i plc, and later with NM Rothschild. Manjit holds a Masters degree in Economics from Cambridge University.

Brian Magnus (Senior Partner at TDR Capital LLP)

Brian joined TDR Capital in September 2012. Prior to joining TDR, he was a Managing Director at Morgan Stanley where he was European Head of Morgan Stanley Private Equity, and formerly Head of UK Investment Banking. He joined Morgan Stanley in 2000 having previously worked in the Corporate Finance Division of Schroders, a company later acquired by Citigroup. Brian graduated from the University of Manchester with a degree in Management Sciences and qualified as a Chartered Accountant with Price Waterhouse.

Ian Payne MBE (Chairman of Stonegate Pub Company)

Ian, an accomplished expert in the licensed leisure sector, has held Board positions with Bass Taverns, Stakis plc. and Ladbrokes gaming. He was awarded an MBE in 2018 for his services to the hospitality and pub industry. He was CEO of the Laurel Pub Company from its inception in May 2001 through to December 2004 and later Chairman of Bay Restaurant Group Limited and Town and City Pub Group Limited prior to the formation of Stonegate Pub Company Limited in November 2010. Ian started his career in the trade behind the bar of a local pub more than 40 years ago.

Directors' report *(continued)*

Board of Directors *(continued)*

Simon Longbottom (Chief Executive Officer of Stonegate Pub Company)

Simon has spent much of his career within the licensed industry. Prior to joining Stonegate Simon was a managing director of Pub Partners, a division of Greene King, as well as a managing director of Gala Coral's gaming division. Simon has also held senior positions with Mill House Inns and Mitchells & Butlers plc.

David Ross (Chief Financial Officer of Stonegate Pub Company)

David qualified with PriceWaterhouseCoopers in 1999 before joining Boots as a senior internal audit manager. After holding various senior roles in Boots, David joined the Spirit Group in 2004 as Head of Finance for Investments and the development company of Gastro Pubs & Bars. He joined Laurel in 2007 as Head of Finance and held that position until the break-up of Laurel in 2008 when David was appointed Head of Finance of Bay Restaurant Group Limited and Town and City Pub Group Limited. He was appointed Chief Financial Officer of Stonegate Pub Company Limited in January 2012.

Senior Management Team

The Senior Management team that make up the Group's Operating Board at year end consisted of Ian Payne MBE (Chairman), Simon Longbottom (CEO), David Ross (CFO), Suzanne Baker (Commercial Director), Nick Andrews (Integration Director), Helen Charlesworth (Managing Director - Managed), Nicola Pryce (Marketing Director), Tim Painter (HR Director), Daniel Wilkinson (Director of Strategy and Business Development) and Nick Light (Managing Director – L&T).

Suzanne Baker

Suzanne Baker is the Commercial Director of Stonegate Pub Company Limited, responsible for all commercial contracts including purchasing and licensing. Suzanne has spent her career within the licensed leisure sector having previously held Board positions in Town and City Pub Group Limited, Bay Restaurant Group Limited, Laurel Pub Company and JD Wetherspoon. She commenced her career joining Grand Met Retail in operations, progressing within the marketing and purchasing roles across national brands, including Chef & Brewer.

Nick Andrews

Nick joined Stonegate in June 2015 as Managing Director of the Traditional Pubs estate and was appointed to Integration Director in March 2020. He was previously brand operations director at Mitchells & Butlers, where he worked for five years. Prior to that, he was Regional Director with Lloyds Banking Group for seven years. Nick originally joined the Bass PLC graduate program before progressing into roles with Bass Leisure Group and Holiday Inns, eventually becoming Director & General Manager of the O'Neill's pub chain.

Helen Charlesworth

Helen joined Stonegate in June 2016 as Managing Director for Branded Bars and became Managing Director – Managed in January 2020. She started her career in retail working her way through the ranks from a key worker on a Saturday to Regional Manager. Whilst studying to attain an MSc in TQM and Business Excellence, Helen moved into the hospitality sector where she held senior Director positions, namely at Pizza Express and latterly Managing Director at Your Move.

Nicola Pryce

Nicola Pryce as the Marketing Director is responsible for brand development and promotions, digital marketing and pre-booked sales. She joined Stonegate in January 2016 following 11 years at Merlin Entertainments Group. She progressed through Merlin in various marketing roles including Global Brand Marketing Director for the London Eye, Madame Tussauds, Sealife and Legoland Discovery Centres. Prior to that she held marketing roles in leisure and retail sectors including Selfridges, BAA, Whitbread and Hoverspeed.

Directors' report *(continued)*

Senior Management Team *(continued)*

Tim Painter

Tim Painter is HR Director of Stonegate Pub Company Limited, responsible for the recruitment, training and development of the Group's 15,302 employees. Tim started his career in food retail with HR roles at Asda and Safeway. He then moved to Thorn UK, where he progressed to be HR Director for a Division of the business. In 2003, Tim was appointed as HR Director for Travel Inn, part of Whitbread plc. During his tenure, Travel Inn acquired and integrated the Premier Lodge business to form Premier Travel Inn. In 2006, Tim returned to food retail as HR Director of Musgrave Retail Partners GB, which managed the franchised convenience brands Budgens and Londis. Tim was appointed HR Director for Stonegate Pub Company Limited in January 2012.

Daniel Wilkinson

Daniel joined Stonegate in April 2015 and has served as Strategy and Corporate Affairs Director since April 2016. He was appointed Director of Strategy and Business Development in March 2020. He is responsible for the strategic direction of our business and is the head of mergers and acquisitions activity within Stonegate. Daniel joined from the leased and tenanted division of Greene King, where he was a commercial director. He holds an MSCi in physics and nuclear science from the University of Birmingham.

Nick Light

Nick joined Stonegate following the acquisition of the Ei Group in March 2020 where he held the position of Managing Director of its leased and tenanted business, Ei Publican Partnerships. Nick has over 30 years of industry experience, having previously worked for Grand Metropolitan, Voyager Pub Group, Unique Pub Company, Colliers and Savills before joining the Ei Group in 2005. He operated as Managing Director of Ei Group's eastern and southern estates for seven years before taking responsibility for its entire leased and tenanted estate in 2017.

David Roberts

Subsequent to the period end David Roberts joined Stonegate Pub Company Limited in November 2021 as Property Director. David's previous career predominantly focused on food retail, he spent 22 years working for the Coop in a number of senior roles before becoming Managing Director of Property, overseeing the transformation of their food and corporate estate with responsibility for over 6,000 sites. During his time at Coop David also established, and was Managing Director, for Coop Power – a business to business green Energy company.

The senior management team remuneration is linked to agreed profit targets of the business.

Results and dividends

The loss after tax was £193 million (2020: loss of £654 million).

Modern Slavery Act 2015

In accordance with the requirements of the Modern Slavery Act, the Board has approved, and the Group has accordingly published its compliance statement on its website. This can be accessed at www.stonegategroup.co.uk.

Guidelines for Disclosure and Transparency in Private Equity

The Directors consider the annual report and financial statements to comply with all aspects of the Guidelines for Disclosure and Transparency in Private Equity.

Additional information regarding the Group's engagement with stakeholders can be found throughout the Strategic Report.

Directors' report *(continued)*

Approval
The Directors report was approved by the Board on 23 January 2022 and signed on its behalf by:

David Ross
Director

Cricket Square
Grand Cayman
Cayman Islands
KY1 1111

Statement of directors' responsibilities in respect of the annual report and the financial statements

The directors of Stonegate Pub Company Limited ('the directors') have accepted responsibility for the preparation of the Strategic report, Director's report and non-statutory Group accounts for the period ended 26 September 2021 which are intended by them to give a true and fair view of the state of affairs of the Group and of the profit or loss for that period. They have decided to prepare the non-statutory Group accounts in accordance with UK-adopted International Financial Reporting Standards (IFRS) and applicable Cayman Island company law. In preparing these non-statutory Group accounts, the directors have:

- selected suitable accounting policies and applied them consistently;
- made judgements and estimates that are reasonable and prudent;
- stated whether they have been prepared in accordance with IFRS, UK-adopted international accounting standards;
- assessed the Group's ability to continue as a going concern, disclosing, as applicable, matters related to going concern; and
- used the going concern basis of accounting unless they either intend to liquidate the Group or to cease operations, or have no realistic alternative but to do so.

The directors are responsible for such internal control as they determine is necessary to enable the preparation of non-statutory Group accounts that are free from material misstatement, whether due to fraud or error, and have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

Consolidated Income Statement
For the 52 weeks ended 26 September 2021

		52 weeks ended 26 September 2021			52 weeks ended 27 September 2020		
	Notes	**Pre-exceptional items £m**	**Exceptional items* £m**	**Total £m**	Pre-exceptional items £m	Exceptional items* £m	Total £m
Revenue	2	**714**	**-**	**714**	707	-	707
Other income	3	**94**	**14**	**108**	69	-	69
Operating costs before depreciation and amortisation		**(665)**	**(6)**	**(671)**	(653)	(49)	(702)
EBITDA^		**143**	**8**	**151**	123	(49)	74
Depreciation and impairment		**(165)**	**67**	**(98)**	(153)	(367)	(520)
Revaluation of investment property		**-**	**3**	**3**	-	(8)	(8)
Brand amortisation		**(1)**	**-**	**(1)**	(1)	-	(1)
Total depreciation, amortisation, impairment and revaluation		**(166)**	**70**	**(96)**	(154)	(375)	(529)
Profit / (loss) on sale of non-current assets		**4**	**-**	**4**	(3)	-	(3)
Operating (loss) / profit		**(19)**	**78**	**59**	(34)	(424)	(458)
Finance income		**-**	**-**	**-**	-	-	-
Finance costs	6	**(273)**	**9**	**(264)**	(170)	(115)	(285)
Movement in fair value of swaps		**(28)**	**-**	**(28)**	(3)	-	(3)
(Loss) / profit before taxation		**(320)**	**87**	**(233)**	(207)	(539)	(746)
Taxation	8	**88**	**(48)**	**40**	64	28	92
(Loss) / profit for the period		**(232)**	**39**	**(193)**	(143)	(511)	(654)
Attributable to:							
Owners of the parent company		**(231)**	**39**	**(192)**	(140)	(511)	(651)
Non-controlling interests		**(1)**	**-**	**(1)**	(3)	-	(3)

* Exceptional items are explained further in note 7.

^EBITDA represents Operating (loss) / profit before depreciation, amortisation, impairment, revaluation and profit / (loss) on sale of non-current assets.

All of the Group's operations are classed as continuing.

The notes on pages 24 to 80 form part of these financial statements.

Consolidated Statement of Comprehensive Income
For the 52 weeks ended 26 September 2021

	Notes	**52 weeks ended 26 September 2021 £m**	52 weeks ended 27 September 2020 £m
Loss for the period		**(193)**	(654)
Items that will not be reclassified to the income statement			
Re-measurement of defined benefit pension schemes	27	**(10)**	(1)
Tax credit relating to components of other comprehensive income		**1**	-
Revaluation of assets on transfer to Investment Property		**1**	-
Other comprehensive losses after tax		**(8)**	(1)
Total comprehensive loss for the period		**(201)**	(655)

The notes on pages 24 to 80 form part of these financial statements.

Consolidated Balance Sheet
At 26 September 2021

	Notes	**26 September 2021 £m**	27 September 2020 £m
Assets			
Non-current assets			
Property, plant and equipment	9	**4,036**	4,148
Investment property	10	**161**	124
Brand	12	**3**	4
Goodwill	12	**242**	243
Financial assets	18	**4**	7
Trade and other receivables	19	**4**	9
Retirement benefit surplus	27	**1**	1
		4,451	4,536
Current assets			
Inventories	17	**21**	17
Trade and other receivables	19	**100**	95
Cash and cash equivalents		**224**	294
Financial assets	18	**3**	2
		348	408
Non-current assets held for sale	11	**21**	44
Total assets		**4,820**	4,988
Liabilities			
Current liabilities			
Trade and other payables	20	**(407)**	(369)
Borrowings	21	**(191)**	(99)
		(598)	(468)
Non-current liabilities			
Borrowings	21	**(3,857)**	(3,948)
Derivative financial instruments	22	**(30)**	(3)
Deferred tax liabilities	16	**(81)**	(122)
Retirement benefit obligations	27	**(11)**	(7)
Provisions	23	**(6)**	(3)
		(3,985)	(4,083)
Total liabilities		**(4,583)**	(4,551)
Net assets		**237**	437
Equity			
Called up share capital	24	**5**	5
Share premium	24	**1,198**	1,198
Revaluation reserve	24	**1**	-
Capital contribution reserve	24	**1**	-
Retained earnings		**(964)**	(763)
Total equity attributable to owners of the parent company		**241**	440
Non-controlling interests		**(4)**	(3)
Total equity		**237**	437

The notes on pages 24 to 80 form part of these financial statements.

These financial statements were approved by the board of directors on 23 January 2022 and were signed on its behalf by:

David Ross
Director
Company registered number: FC029833

Consolidated Statement of Changes in Equity
For the 52 weeks ended 26 September 2021

	Share capital £m	Share premium £m	Revaluation reserve £m	Capital contribution reserve £m	Retained earnings £m	Equity attributable to owners of the Parent Company £m	Non-controlling interests £m	Total equity £m
Total equity at 29 September 2019	**2**	**97**	**-**	**-**	**(111)**	**(12)**	**-**	**(12)**
Total comprehensive income / (losses):								
Losses for the period	-	-	-	-	(651)	(651)	(3)	(654)
Other comprehensive losses for the period	-	-	-	-	(1)	(1)	-	(1)
Total comprehensive losses for the period	**-**	**-**	**-**	**-**	**(652)**	**(652)**	**(3)**	**(655)**
Shares issued	3	1,101	-	-	-	1,104	-	1,104
Total equity at 27 September 2020	**5**	**1,198**	**-**	**-**	**(763)**	**440**	**(3)**	**437**
Total comprehensive income / (losses):								
Losses for the period	**-**	**-**			(192)	(192)	(1)	(193)
Other comprehensive losses for the period	-	-	1	-	(9)	(8)	-	(8)
Total comprehensive losses for the period	-	-	1	-	(201)	(200)	(1)	(201)
Capital contribution	-	-	-	1	-	1	-	1
Total equity at 26 September 2021	**5**	**1,198**	**1**	**1**	**(964)**	**241**	**(4)**	**237**

The notes on pages 24 to 80 form part of these financial statements.

Consolidated Cash Flow Statement
For the 52 weeks ended 26 September 2021

	52 weeks ended 26 September 2021 £m	52 weeks ended 27 September 2020 £m
Cash flows from operating activities		
Loss for the period	**(193)**	(654)
Adjustments for:		
-Depreciation, amortisation and impairment	**96**	529
-(Profit) / loss on sale of non-current assets	**(4)**	3
-Net finance costs and movement in swap	**292**	288
-UK income tax credit	**(40)**	(92)
	151	74
Changes in:		
-Inventories	**(4)**	1
-Receivables	**(4)**	(20)
-Payables	**48**	38
-Difference between pension contributions paid and amounts recognised in operating profit	**(5)**	(2)
Cash generated from operating activities	**186**	91
Income tax received	**-**	4
Net cash flow from operating activities	**186**	95
Cash flows from investing activities		
Purchase of property, plant and equipment	**(53)**	(81)
Net proceeds from sale of property, plant and equipment	**66**	12
Payments for business acquisitions	**-**	(1,265)
Net cash acquired on business acquisitions	**-**	161
Net cash flow from investing activities	**13**	(1,173)
Cash flows from financing activities		
Interest paid	**(309)**	(143)
Advance of borrowings	**485**	2,475
Repayment of borrowings	**(413)**	(1,962)
Proceeds from share issue	**-**	1,104
Transaction costs related to loans and borrowings	**(14)**	(110)
Payment of principal portion of lease liabilities	**(18)**	-
Net cash flow from financing activities	**(269)**	1,364
Net (decrease) / increase in cash and cash equivalents	**(70)**	286
Opening cash and cash equivalents	**294**	8
Closing cash and cash equivalents	**224**	294

The notes on pages 24 to 80 form part of these financial statements.

Notes to the consolidated financial statements

1 Accounting policies

Stonegate Pub Company Limited (the "Company") is governed by Cayman Island Company Law and is limited by shares.

The Group financial statements consolidate those of the Company and its subsidiaries (together referred to as the "Group"). The consolidated financial statements have been prepared in accordance with Companies Law (2013 Revision) of the Cayman Islands. As the Cayman Islands do not have prescribed accounting standards, the Group has elected to prepare these consolidated financial statements in accordance with International Financial Reporting Standards ("Adopted IFRSs"), as allowed under Cayman Island Company Law.

There is no statutory requirement for accounts to be audited in the UK; however, these accounts are being prepared and subject to a non-statutory audit for the purpose of filing accounts of the UK branch of this overseas Group and formally setting out the financial performance and position of the Group.

No parent company information is presented in these consolidated financial statements, Companies Law (2013 Revision) in the Cayman Islands does not require such information to be presented. The parent company information has been prepared under FRS 102. The accounting policies set out below have, unless otherwise stated, been applied consistently to all periods presented in these Group financial statements.

1.1 Measurement convention

The financial statements are prepared on the historical cost basis except that the following assets and liabilities are stated at their fair value: financial liabilities (including derivatives) measured at fair value and investment property. Non-current assets held for sale are stated at the lower of previous carrying amount and fair value less costs to sell.

1.2 Going concern

The Board have reviewed the cash flow forecasts for the Group for the period through to July 2023 ("the going concern assessment period"). This period incorporates at least 12 months from the date of signing of these financial statements and incorporates the semi-annual interest due in July 2023 and have concluded that the Group has sufficient liquidity in order to service its debt and meet its other liabilities as they fall due such that it remains appropriate to prepare the accounts under the going concern basis.

The financial position of the Group is set out in the Consolidated Balance Sheet on page 21 which shows net assets of £237 million (2020: £437 million). During the 52 weeks ended 26 September 2021 the Group has experienced a net cash outflow of £70 million (52 weeks ended 27 September 2020: net cash inflow of £286 million) which was a result of the impact of the Covid-19 pandemic, and also included the issuance of further senior secured notes of £120 million on the 1 December 2020 and £165 million on the 5 August 2021, generating net proceeds of £283 million.

The Group has continued to meet its day-to-day working capital requirements through its standard trading cycle of cash generation when sites are open, charging and collecting rents from publicans and its overdraft facility of £25 million and revolving credit facility of £225 million. The continued availability of the revolving credit facility is subject to compliance with covenants and the facility is scheduled to reduce by £50 million in July 2022 (see note 21). The Directors consider that this is a normal feature of trading in this industry. In the managed business, customers pay by cash or card at the point of sale, resulting in minimal credit risk, whilst in the leased and tenanted business, the Group has a dedicated credit control function, who are able to manage the credit risk exposure. The Group typically operates with net current liabilities (26 September 2021: £250 million; 27 September 2020: £60 million).

During the period on 1 December 2020 and 5 August 2021 the Group received further senior secured notes totalling £120 million and £165 million respectively, the terms of which are consistent with the £950 million existing senior secured notes. At the balance sheet date, the Group was financed by external debt totalling £3,222 million (27 September 2020: £2,975 million), of which an amount of £635 million (2020: £673 million) related to the Unique securitisation is subject to covenants that are tested quarterly and, if breached, would result in the debt becoming repayable on demand. Details of the debt facilities are set out in note 21.

Notes *(continued)*

1 Accounting policies *(continued)*

1.2 Going concern *(continued)*

The Covid-19 pandemic has had a significant impact on the liquidity of the Group since the initial closure of the estate on 20 March 2020 and may continue to do so during the going concern period. The Group has implemented appropriate measures to reduce the impact on the business, including cost reduction, accessing benefits from the Government support schemes including the Coronavirus Job Retention Scheme, business rates relief and HMRC deferment of indirect tax, postponement of refurbishments and other capital expenditure projects.

Following the year end, the Group was trading in line with expectations and had recommenced its full capital expenditure program. Rising Covid cases during December and the introduction of the Government's 'Plan B' restrictions meant that the Group's Christmas trading period was negatively impacted, such that it became appropriate to draw £50 million of the Group's revolving credit facility.

The base case forecasts are for a period until July 2023 and reflect the anticipated relaxation of the Government's 'Plan B' restrictions from March 2022 when trade is forecast to return to normalised levels throughout the rest of the going concern assessment period. Normalised levels reflect the Group's trading post restrictions in the summer of 2021.

As well as the base case forecasts indicating that there is sufficient liquidity in the Group, the forecasts also indicate that there are no breaches to covenants within either the Group's revolving credit facility nor the Unique securitisation.

Given the success of the vaccine roll-out and 'Plan B' restrictions the Board do not believe further national lockdowns are likely at the date of signing these financial statements, though further restrictions on trading may occur. However, the Board has considered a severe but plausible downside scenario that includes the effect of further restrictions on trading in the going concern assessment period. These forecasts also reflect controllable mitigating actions within its control, principally scaling down the expected capital expenditure program for FY23.

The severe but plausible forecasts indicate that the Group will require the replacement of the scheduled £50 million reduction of the RCF facility in July 2022 and further additional funding in order to continue to meet its liabilities as they fall due. The directors are confident that the maturing facility can be replaced or alternative debt funding raised.

The severe but plausible forecasts also indicate a breach in the RCF covenant at the April 2023 test date resulting in the facility becoming repayable on demand. The Group currently has no plans to negotiate any further waivers with the RCF lenders, but if it needed to, they have been supportive already and the Directors are confident they would be supportive again if required. In the absence of such waivers, the Group would require addition funding even if mitigating actions within its control were implemented.

Based on the above, the directors believe that it remains appropriate to prepare the financial statements on a going concern basis. However, the future uncertain effect on trading arising as a result of the Covid-19 pandemic and in particular the substantial achievement of base case forecasts and, in downside scenarios, the replacement of the scheduled reduction in facilities and the availability of such additional funding as may be needed, indicate that a material uncertainty exists that may cast significant doubt on the Group's ability to continue as a going concern for the going concern assessment period, and therefore that the Group may be unable to realise its assets and discharge its liabilities in the normal course of business. These financial statements do not contain the adjustments that would result if the Group were unable to continue as a going concern.

Notes *(continued)*

1 Accounting policies *(continued)*

1.3 Basis of consolidation

The consolidated financial statements include the financial statements of the Company and its subsidiary undertakings made up to 26 September 2021. The acquisition method of accounting has been adopted. Under this method, the results of subsidiary undertakings acquired or disposed of in the period are included in the consolidated profit and loss account from the date of acquisition or up to the date of disposal.

Non-controlling interests in the net assets of consolidated subsidiaries are identified separately from the Group's equity in those subsidiaries. Profit or loss and each component of other comprehensive income are attributed to the equity holders of the parent of the Group and to the non-controlling interests.

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions, are eliminated.

1.4 Financial instruments

Recognition and initial measurement

Trade receivables and debt securities issued are initially recognised when they are originated. All other financial assets and financial liabilities are initially recognised when the Group becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without a significant financing component) or financial liability is initially measured at fair value plus, for an item not at fair value through profit or loss ("FVTPL"), transaction costs that are directly attributable to its acquisition or issue. A trade receivable without a significant financing component is initially measured at the transaction price.

Classification and subsequent measurement

Financial assets

(a) Classification

On initial recognition, a financial asset is classified as measured at: amortised cost; fair value through other comprehensive income (''FVOCI'') – debt investment; FVOCI – equity investment; or FVTPL. Financial assets are not reclassified subsequent to their initial recognition unless the Group changes its business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

A financial asset is measured at amortised cost if it meets both of the following conditions:

- it is held within a business model whose objective is to hold assets to collect contractual cash flows; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

A debt investment is measured at FVOCI if it meets both of the following conditions:

- it is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and
- its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

On initial recognition of an equity investment that is not held for trading, the Group may irrevocably elect to present subsequent changes in the investment's fair value in OCI. This election is made on an investment-by-investment basis.

All financial assets not classified as measured at amortised cost or FVOCI as described above are measured at FVTPL. This includes all derivative financial assets.

Notes *(continued)*

1 Accounting policies *(continued)*

1.4 Financial instruments *(continued)*

(b) Subsequent measurement and gains and losses

Financial assets at FVTPL - these assets (other than derivatives designated as hedging instruments) are subsequently measured at fair value. Net gains and losses, including any interest or dividend income, are recognised in profit or loss.

Financial assets at amortised cost - These assets are subsequently measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

Debt investments at FVOCI - these assets are subsequently measured at fair value. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. Other net gains and losses are recognised in OCI. On derecognition, gains and losses accumulated in OCI are reclassified to profit or loss.

Equity investments at FVOCI - these assets are subsequently measured at fair value. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of the investment. Other net gains and losses are recognised in OCI and are never reclassified to profit or loss.

Financial liabilities and equity

Financial instruments issued by the Group are treated as equity only to the extent that they meet the following two conditions:

(a) they include no contractual obligations upon the Group to deliver cash or other financial assets or to exchange financial assets or financial liabilities with another party under conditions that are potentially unfavourable to the Group; and

(b) where the instrument will or may be settled in the Group's own equity instruments, it is either a non-derivative that includes no obligation to deliver a variable number of the Group's own equity instruments or is a derivative that will be settled by the Group's exchanging a fixed amount of cash or other financial assets for a fixed number of its own equity instruments.

To the extent that this definition is not met, the proceeds of issue are classified as a financial liability. Where the instrument so classified takes the legal form of the Group's own shares, the amounts presented in these financial statements for called up share capital and share premium account exclude amounts in relation to those shares.

Financial liabilities are classified as measured at amortised cost or FVTPL. A financial liability is classified as at FVTPL if it is classified as held-for-trading, it is a derivative or it is designated as such on initial recognition. Financial liabilities at FVTPL are measured at fair value and net gains and losses, including any interest expense, are recognised in profit or loss. Other financial liabilities are subsequently measured at amortised cost using the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss.

Notes *(continued)*

1 Accounting policies *(continued)*

1.4 Financial instruments *(continued)*

When borrowings are refinanced the Group reviews whether the arrangement constitutes an extinguishment of the original financial liability and the recognition of a new financial liability or a modification of the terms of the existing financial liability. If the refinanced borrowings are accounted for as an extinguishment of the original financial liability or as a substantial modification, any costs or fees incurred are recognised as part of the gain or loss on the extinguishment and written off through non-underlying finance costs and the new borrowings are recognised at fair value. If the refinanced borrowings are accounted for as a non-substantial modification, a gain or loss is recognised at the time of the non-substantial modification (to the extent that there is a change in the expected amount or timing of payments of interest and principal). The gain or loss is calculated as the difference between the present value of the cash flows (excluding fees) under the original and modified terms discounted at the original effective interest rate. Any costs or fees incurred adjust the carrying amount of the liability and are amortised over the remaining life of the modified loan.

Derivative financial instruments

Derivative financial instruments are recognised at fair value. The gain or loss on remeasurement to fair value is recognised immediately in profit or loss.

1.5 Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is charged to the income statement on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment. Land is not depreciated. The estimated useful lives are as follows:

- right-of-use assets are depreciated over their lease lives;
- freehold properties are depreciated to their estimated residual values over 50 years;
- leasehold properties and improvements are depreciated over the shortest of 50 years, their estimated useful lives and their remaining lease periods;
- long-life landlords’ fixtures and fittings are depreciated over 5 to 30 years;
- retail, administration and short-life landlords’ furniture, fixtures, fittings and equipment are depreciated over 3 to 15 years.

Depreciation methods, useful lives and residual values are reviewed at each balance sheet date.

The Group capitalises employment costs and related personal expenses of individuals whose job roles are fundamentally associated with managing or implementing the Group’s capital development programme. Judgement is therefore applied in determining the element of internal labour costs which are directly attributable to capital projects. Where such an individual undertakes non-capital expenditure related activities as part of their job roles then a proportion of their cost is not capitalised unless the non-capital expenditure related activities are incidental to their role.

Notes *(continued)*

1 Accounting policies *(continued)*

1.6 Investment property

The Group leases some properties on commercial leases within the Commercial Properties segment. The commercial terms of these leases result in the assets meeting the criteria of investment property.

Properties held as investment property are measured at fair value reflecting market conditions at the balance sheet date. Gains and losses arising from changes in the fair value of investment property are recognised in the income statement in the period in which they arise. Fair values are determined based on an annual revaluation by external valuers.

Transfers are made to/from investment property when there is change of use evidenced by a change in the lease terms. When a property transfers from property, plant and equipment to investment property, and vice versa, it is revalued to fair value and the movement recognised in the income statement.

1.7 Non-current assets held for sale

Properties identified for disposal which are classified in the balance sheet as non-current assets held for sale are held at the lower of carrying value on transfer to non-current assets held for sale, as assessed at the time of transfer, and fair value less costs to dispose. The fair value less costs to dispose is based on the net estimated realisable disposal proceeds (ERV) which is derived from internal valuations when the property is transferred to non-current assets held for sale and then sense checked with third party property agents who have been engaged to sell the properties.

Licensed land and buildings, investment property and right-of-use assets are classified as held for sale when they have been identified for disposal by the Group. They must be available for immediate sale in their present condition and the sale should be highly probable. These conditions are met when management are committed to the sale, the property or lease is actively marketed and the sale is expected to occur within one year. Licensed land and buildings held for sale are not depreciated and right of use assets held for sale are not amortised.

Profits or losses on disposal of property are calculated as the difference between the net sales proceeds and the carrying amount of the asset within non-current assets held for sale at the date of disposal.

1.8 Business combinations

Subject to the transitional relief in IFRS 1, all business combinations are accounted for by applying the acquisition method. Business combinations are accounted for using the acquisition method as at the acquisition date, which is the date on which control is transferred to the Group.

Acquisitions post transition date

For acquisitions on or after 26 September 2011, the Group measures goodwill at the acquisition date as:

- the fair value of the consideration transferred; plus
- the recognised amount of any non-controlling interests in the acquiree, if any; plus
- the fair value of the existing equity interest in the acquiree; less
- the net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed.

When the excess is negative, a bargain purchase gain is recognised immediately in profit or loss.

Costs related to the acquisition, other than those associated with the issue of debt or equity securities, are expensed as incurred. Any contingent consideration payable is recognised at fair value at the acquisition date. If the contingent consideration is classified as equity, it is not re-measured and settlement is accounted for within equity. Otherwise, subsequent changes to the fair value of the contingent consideration are recognised in profit or loss.

Notes *(continued)*

1 Accounting policies *(continued)*

1.9 Intangible assets and goodwill

Goodwill

Goodwill represents the excess of consideration over the fair value of identifiable assets and liabilities acquired in a business combination. Goodwill is not amortised but is tested for impairment annually, or more frequently where events or changes in circumstances indicate that the carrying value may be impaired. Goodwill is stated at cost less any impairment. At 26 September 2021 the goodwill has been allocated to the operating segments described in note 2. For the purpose of impairment testing, goodwill is allocated to cash generating units that are consistent with the Group's operating segments. As properties move between segments the associated goodwill will also be transferred.

Brand

Brand intangible assets recognised on acquisition are amortised on a straight-line basis over their estimated useful lives of 10 years.

1.10 Leases

As a lessee

The Group leases properties and vehicles.

At the inception of a contract the Group assesses whether that contract is or contains a lease. This is the case if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. The Group has taken the practical expedient in paragraph C3 of IFRS 16 'Leases' not to reassess whether an existing contract is or contains a lease at the date of initial application and as such the IFRS 16 definition of a lease has only been applied to contracts which were entered into or amended on or after 29 September 2019.

The Group has elected not to apply the lessee requirements of IFRS 16 to short-term leases and leases for which the underlying asset is of low value. The lease payments for such leases are recognised as an expense on a straight-line basis over the lease term.

For all other leases where it is the lessee the Group recognises a lease liability and a right-of-use asset at the commencement date of the lease.

The lease liability is initially measured at the present value of the remaining lease payments at commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. Generally, the Group uses its incremental borrowing rate as the discount rate.

The carrying amount of the lease liability is subsequently increased by the interest cost on the lease liability and decreased by lease payments made.

The lease liability is re-measured when there is a change in future lease payments arising from a change in an index rate or, a change in the estimate of the amount expected to be payable under a residual value guarantee, or as appropriate, changes in the assessment of whether a purchase or extension option is reasonably certain to be exercised or a termination option is reasonably certain not to be exercised.

For rent concessions in leases the Group assesses whether there is a lease modification. The lease liability is then re-measured at the present value of the revised lease payments at the modification date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the Group's incremental borrowing rate. The change in the present value of the lease liability is accounted for as an increase to the right-of-use asset where it relates to a future change, with any element relating to a past payment dated before the modification date accounted for in the income statement.

Notes *(continued)*

1 Accounting policies *(continued)*

1.10 Leases *(continued)*

The right-of-use asset is recognised at an amount equal to the total of the lease liability, any lease payments made at or before the commencement date, any initial direct costs and the estimated future dismantling, removal and site restoration costs. The Group presents right-of-use assets that do not meet the definition of investment property in 'property, plant and equipment', the same line item as it presents underlying assets of the same nature that it owns.

Right-of-use assets included in property, plant and equipment are initially measured at cost, and subsequently at cost less any accumulated depreciation and impairment losses and adjusted for any re-measurements or modifications of the lease liability. Where the right-of-use asset is in relation to an investment property it is initially measured at cost, and subsequently measured at fair value, in accordance with the Group's accounting policies. Where a property held on lease transfers from PPE to investment property the right of use asset is revalued to fair value before transfer.

As a lessor

Lessor accounting remains similar to IAS 17, whereby the lessor continues to classify leases as finance or operating leases, however, the standard prescribes that the sub-lease of an asset held on a lease is categorised as a finance lease or an operating lease with reference to the right of use asset arising from the head lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease. As part of this assessment, the Group considers certain indicators such as whether the lease is for the major part of the economic life of the asset.

When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sub-lease separately. It assesses the lease classification of a sub-lease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset.

Where a property that is leased is re-leased to a third party and that sub-lease is categorised as a finance lease the right of use asset is derecognised and it is replaced by a financial asset being the net investment in that sublease. The net investment in the sub-lease is calculated as the net present value of the future rent payments receivable at the interest rate implicit in the sub-lease or, if that cannot be readily determined, at the discount rate used for the head lease.

The Group applies the derecognition and impairment requirements in IFRS 9 to the net investment in the lease. The Group further regularly reviews estimated unguaranteed residual values used in calculating the gross investment in the lease.

The Group recognises lease payments received under operating leases as income on a straight-line basis over the lease term as part of revenue.

Lease acquired in a business combination

For leases acquired in a business combination, the Group measures the acquired lease liability at the present value of the remaining lease payments, as if the acquired lease were a new lease at the acquisition date. The right-of-use asset is measured at acquisition at the same amount as the lease liability, adjusted to reflect favourable or unfavourable terms of the lease when compared with market terms.

Notes *(continued)*

1 Accounting policies *(continued)*

1.11 Inventories

Inventories are stated at the lower of cost and net realisable value. Net realisable value is the estimated selling price less any costs of disposal. Cost is calculated using the first in first out method.

1.12 Trade receivables and trade payables

Trade receivables are held at their original invoiced amount net of an Expected Credit Loss ("ECL") allowance based on the simplified model as allowed by IFRS 9. The Group has adopted the simplified impairment model to measure the expected lifetime credit losses on its trade receivables. Using a provision matrix the Group analyses its historic bad debt experience to create an ageing profile which it then applies to its trade receivables balance as at the reporting date. The Group writes off its trade receivables when it has no reasonable expectation of recovery of the debt.

Trade payables are held at amortised cost.

1.13 Cash and cash equivalents

Cash and cash equivalents comprise cash balances and call deposits. Bank overdrafts that are repayable on demand and form an integral part of the Group's cash management are included as a component of cash and cash equivalents for the purpose only of the cash flow statement.

1.14 Impairment excluding inventories and deferred tax assets

Financial assets (including receivables)

A financial asset not carried at fair value through profit or loss is assessed at each reporting date to determine whether there is objective evidence that it is impaired. A financial asset is impaired if objective evidence indicates that a loss event has occurred after the initial recognition of the asset, and that the loss event had a negative effect on the estimated future cash flows of that asset that can be estimated reliably.

An impairment loss in respect of a financial asset measured at amortised cost is calculated as the difference between its carrying amount and the present value of the estimated future cash flows discounted at the asset's original effective interest rate. Interest on the impaired asset continues to be recognised through the unwinding of the discount. When a subsequent event causes the amount of impairment loss to decrease, the decrease in impairment loss is reversed through profit or loss.

Non-financial assets

The carrying amounts of the Group's non-financial assets, other than inventories and deferred tax assets, are reviewed at each reporting date to determine whether there is any indication of impairment or impairment reversals. If any such indication exists, then the asset's recoverable amount is estimated. For goodwill, and intangible assets that have indefinite useful lives or that are not yet available for use, the recoverable amount is estimated each year at the same time.

The recoverable amount of an asset or cash-generating unit (CGU) is the greater of its value in use and its fair value less costs to sell. 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 the purpose of impairment testing, assets that cannot be tested individually are grouped together into the smallest Group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or Groups of assets (the "cash-generating unit").

Notes *(continued)*

1 Accounting policies *(continued)*

1.14 Impairment excluding inventories and deferred tax assets *(continued)*

The Group considers each of its individual pubs as a cash-generating unit. Each CGU is reviewed for impairment if events or changes in circumstances indicate that the carrying amount may not be recoverable or for impairment reversals. An impairment loss is recognised whenever the carrying amount of an asset exceeds its recoverable amount. The recoverable amount is the higher of fair value less costs to sell or value in use. Where fair value is used this is based on known sales proceeds or an external valuation. Any changes in outlet earnings or cash flows, the discount rate applied to those cash flows and fair value could give rise to an additional impairment loss.

The Group annually tests whether goodwill has been impaired. Management makes judgements to allocate goodwill to the group of CGUs that benefits from the synergy of acquisitions and reflects the level at which goodwill is monitored, on this basis goodwill is allocated to the Group's operating segments. The recoverable amount of the CGUs that the goodwill has been allocated to is determined based on value-in-use calculations which require estimating future cash flows and applying a suitable discount rate.

An impairment loss is recognised if the carrying amount of an asset or its CGU exceeds its estimated recoverable amount. Impairment losses are recognised in profit or loss. Impairment losses recognised in respect of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to the units, and then to reduce the carrying amounts of the other assets in the unit (Group of units) on a *pro rata* basis.

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. The reversal is recognised in the income statement.

1.15 Employee benefits

Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which the company pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an expense in the income statement in the periods during which services are rendered by employees.

Defined benefit plans

A defined benefit plan is a post-employment benefit plan other than a defined contribution plan. The Group's net obligation in respect of defined benefit pension plans is calculated separately for each plan by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods; that benefit is discounted to determine its present value, and the fair value of any plan assets (at bid price) are deducted. The Group determines the net interest on the net defined benefit liability/asset for the period by applying the discount rate used to measure the defined benefit obligation at the beginning of the annual period to the net defined benefit liability/asset.

The discount rate is the yield at the reporting date on bonds that have a credit rating of at least AA that have maturity dates approximating the terms of the Group's obligations and that are denominated in the currency in which the benefits are expected to be paid. Re-measurements arising from defined benefit plans comprise actuarial gains and losses, the return on plan assets (excluding interest) and the effect of the asset ceiling (if any, excluding interest). The Group recognises them immediately in other comprehensive income and all other expenses related to defined benefit plans in employee benefit expenses in profit or loss.

Notes *(continued)*

1 Accounting policies *(continued)*

1.15 Employee benefits *(continued)*

When the benefits of a plan are changed, or when a plan is curtailed, the portion of the changed benefit related to past service by employees, or the gain or loss on curtailment, is recognised immediately in profit or loss when the plan amendment or curtailment occurs. The calculation of the defined benefit obligations is performed by a qualified actuary using the projected unit credit method. When the calculation results in a benefit to the Group, the recognised asset is limited to the present value of benefits available in the form of any future refunds from the plan or reductions in future contributions and takes into account the adverse effect of any minimum funding requirements.

The Group recognises gains and losses on the settlement of a defined benefit plan when the settlement occurs. The gain or loss on a settlement is the difference between the present value of the defined benefit obligation being settled as determined on the date of settlement and the settlement price, including any plan assets transferred and any payments made directly by the Group in connection with the settlement.

Short-term benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

Share-based payment transactions

Where the Group or Company's parent grants rights to its equity instruments to this Group or Company's employees, which are accounted for as equity-settled in the consolidated accounts of the parent, the Group or Company as the case may be account for these share-based payments as equity-settled. As the shares to be given to the employees are not the Group or Company's own equity instruments and have been effectively paid for by the parent entity, the Group or Company recognises a share-based payment expense in its income statement and an associated capital contribution in equity from its parent.

The fair value of share-based payments awards at the date of grant is recognised as an employee expense, with a corresponding increase in equity as stated above, over the period that the employees become unconditionally entitles to the awards. The fair value of the awards granted is measured using an option valuation model, taking into accounts the terms and conditions upon which the awards were granted.

Notes *(continued)*

1 Accounting policies *(continued)*

1.16 Provisions

A provision is recognised in the balance sheet when the Group has a present legal or constructive obligation as a result of a past event, that can be reliably measured and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects risks specific to the liability.

A provision for onerous leases is made for non-trading sites closure costs.

1.17 Revenue

Revenue is the fair value of consideration received or receivable for goods and services provided in the normal course of business, net of discounts and VAT. Revenue from drink and food is recognised at the point at which the goods are provided. Property rental income is recognised on a straight line basis over the life of the lease. Amusement machine royalties are recognised in the accounting period to which the income relates.

Leased and tenanted

Drink revenue – Drink revenue is earned from the supply of drink products to publicans and revenue is recognised at the point of delivery to the pub at which point physical possession is passed and the publican takes control of the product, obtaining the significant risks and rewards of ownership. The proceeds from the sale are recognised as revenue.

Rent revenue – Rent revenue is recognised on a straight line basis over the term of the lease based on the contractual terms of the lease agreement.

Revenue from amusement and other machines – Amusement machine royalty income represents the Group's share of the net income earned from machines in the Group's properties. The revenue is recognised in the period to which the sale relates.

Managed

Drink revenue – Drink revenue is earned from retail sale of drinks to customers and is recognised at the point of delivery.

Food revenue – Food revenue is earned from retail sale of food to customers and is recognised at the point of delivery.

Revenue from amusement and other machines – Amusement machine income represents the income earned from machines in our managed properties. The revenue is recognised in the period to which the sale relates.

Admission, accommodation and other revenue – Other revenue includes admission and accommodation income and is recognised at the point of delivery.

Operator-led

Drink revenue – Drink revenue is earned from retail sale of drinks to customers and is recognised at the point of delivery.

Food revenue – Food revenue is earned from retail sale of food to customers and is recognised at the point of delivery.

Revenue from amusement and other machines – Amusement machine income represents the income earned from machines in our managed properties. The revenue is recognised in the period to which the sale relates.

Admission and other revenue – Other revenue includes admission and accommodation income and is recognised at the point of delivery.

Notes *(continued)*

1 Accounting policies *(continued)*

1.18 Government Grants

Money received in the form of a government grant is treated as revenue. Therefore, grant income is recorded within other income in the income statement on a systematic basis in the same periods as the related expenses are incurred.

1.19 Supplier incentives

Supplier incentives and rebates are recognised within operating costs as they are earned. The accrued value at the reporting date is included in trade and other receivables.

1.20 Taxation

Tax on the profit or loss for the period comprises current and deferred tax. Tax is recognised in the income statement except to the extent that it relates to items recognised directly in equity, in which case it is recognised in equity.

Current tax is the expected tax payable or receivable on the taxable income or loss for the period, using tax rates enacted or substantively enacted at the balance sheet date, and any adjustment to tax payable in respect of previous periods.

Deferred tax is provided on temporary differences between the carrying amounts of assets and liabilities for financial reporting purposes and the amounts used for taxation purposes. The following temporary differences are not provided for: the initial recognition of goodwill; the initial recognition of assets or liabilities that affect neither accounting nor taxable profit other than in a business combination, and differences relating to investments in subsidiaries to the extent that they will probably not reverse in the foreseeable future. The amount of deferred tax provided is based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities, using tax rates enacted or substantively enacted at the balance sheet date. A deferred tax asset is recognised only to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised.

1.21 Exceptional items

The Group presents separately on the face of the income statement those material items of income and expense which are outside of the normal course of trading, which management consider will distort comparability, in order to provide a trend measure of underlying performance. This includes movements in the valuation of investment properties and the impairment of property, plant and equipment which do not directly result from the underlying trading performance of the Group and are not in their direct control, and therefore have been categorised as exceptional items. These costs are discussed further in note 7.

Notes *(continued)*

1 Accounting policies *(continued)*

1.22 Key accounting judgements and estimates

The preparation of the consolidated financial statements requires management to make judgements, estimates and assumptions in the application of accounting policies that affect reported amounts of assets, liabilities, revenues and expenses during the period.

Management periodically evaluates its estimates and judgements and bases them on historical experience and other factors that are believed to be reasonable under the circumstances, the results of which form the basis for making judgements about the carrying values of assets and liabilities that are not readily available from other sources. Actual results may differ from these estimates.

Key accounting judgements

The following are the key judgements, apart from those involving estimations, dealt with separately below, that management have made in the process of applying the Group's accounting policies and which have the most significant effect on the amounts recognised in the financial statements.

Exceptional items

During the period certain items are identified and separately disclosed as exceptional. Judgement is applied as to whether the item meets the necessary criteria as per the accounting policy disclosed. This assessment covers the nature of the item, cause of occurrence and the scale of impact of that item on reported performance. Note 7 provides information on all of the items disclosed as exceptional in the current and previous period.

Going concern

The directors exercise judgement when concluding on going concern as the basis of preparation of the financial statements. For further details see note 1.2.

Covid-19 financial support

Management have exercised judgement when determining that financial support granted to the Group's publicans during the period constituted variable payments under its leases. This judgement is driven by the Group's commitment to support its publicans during periods of detrimental changes to their business outside their control being part of their agreement with us for the lease of the pub. Management have determined that the Covid-19 pandemic is such a detrimental change and that the financial support concessions granted to them fall under the original terms of the lease rather than a modification to the lease. The effect of this judgement being that £41 million of financial support has been recognised in the current financial period being the period in which the trigger event for the variable payments arose. Had the directors instead concluded that the concessions represented a modification of the existing leases, an amount of up to £41 million (2020: £19 million) would have been spread straight line over the remaining lease terms, reducing rental income in future periods.

Insurance claim

Following the closure of pubs as a result of Covid, the Group reviewed the business interruption wording in its insurance policies and has sought legal advice on whether we are able to challenge the insurers view that no amounts are payable under the policy. The challenge was submitted in the financial year and the insurer paid out £2.5 million in December 2020, justified as their settlement of the claim. The Group received a further on account payment of £12 million in May 2021 towards Additional Increase in Cost of Working (AICW) losses, for which we need to provide substantive evidence. Both amounts have been taken to exceptional other income in the period.

Notes *(continued)*

1 Accounting policies *(continued)*

1.22 Key accounting judgements and estimates *(continued)*

Key areas of estimation

The following are the key areas of estimation uncertainty that may have the most significant effect on the amounts recognised in the financial statements.

Impairment of property, plant, equipment

Property, plant and equipment is reviewed for impairment if there are any indicators to suggest that the carrying amount may not be recoverable. Recoverable amounts are determined based on value-in-use calculations and fair values. Where fair values have been used these are derived from known sales proceeds or an external valuation.

Impairment losses recognised in prior periods are also assessed for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. Impairment is discussed further in note 13.

Valuation of investment properties

Properties held as investment property are measured at fair value reflecting market conditions at the balance sheet date. Gains and losses arising from changes in the fair value of investment property are recognised in the income statement in the period in which they arise. Fair values are determined based on an annual revaluation by external valuers.

Investment properties are valued annually to fair value in accordance with the Appraisal and Valuation Manual published by the Royal Institute of Chartered Surveyors (RICS) and IFRS 13. The valuation is based on an assessment of the income generating potential of the properties and applying an appropriate multiple. The highest and best use for the property assets is assumed to be their current use by the Group, principally due to the legal restrictions imposed by the agreement with the publican, planning regulations and the financial implications of a change of use given those restrictions and the Group's business model. However, consideration is given to an alternative highest and best use if there are factors that indicate that such an alternative use exists which is physically possible, legally permissible and financially feasible to access. Further information about the valuation of investment properties is provided in note 10 of these financial statements.

The valuation methodology uses an estimation of the fair maintainable trade (FMT) of a property and then applies a multiple. The FMT is estimated based on historic trends and projected future income whilst the multiples are determined by our valuers with reference to each specific asset and market information. For more detail on the FMT and multiples see note 10.

1.23 Adopted IFRS not yet applied

The following Adopted IFRSs have been issued but have not been applied by the Group in these financial statements. Their adoption is not expected to have a material effect on the financial statements unless otherwise indicated:

- Amendments to IFRS 9, IAS 39, IFRS 7 and IFRS 16: Interest Rate Benchmark Reform – Phase 2 (effective date 1 January 2021).
- IFRS 17 Insurance Contracts (effective date to be confirmed).
- Amendments to IAS 1 Presentation of Financial Statements: Classification of Liabilities as Current or Non-current (effective date to be confirmed).
- Amendments to IAS 37: Onerous Contracts—Cost of Fulfilling a Contract (effective date to be confirmed).
- Amendments to References to the Conceptual Framework in IFRS 3 (effective date to be confirmed).
- Amendments to IAS 16: Property, Plant and Equipment—Proceeds before Intended Use (effective date to be confirmed).
- Annual Improvements to IFRS Standards 2018-2020 (effective date to be confirmed).

Notes *(continued)*

2 Segmental reporting

The directors determine the appropriate operating segments based on the discrete management information regularly reviewed by the Chief Operating Decision Maker (CODM).

Following the acquisition of Ei Group Limited in the prior period, the Group had five distinguishable revenue generating operating segments being Pub Partners, Commercial Property, Stonegate, Craft Union and Managed Investments which reflected the different nature of income earned, types of property and profile of customers. Since operating segments are aggregated into reportable segments when they have similar economic characteristics, Stonegate, Craft Union and Managed Investments were combined as they represented income earned from the direct operation of pubs, albeit through different trading styles.

As understanding of the estate has developed with sites now open and trading, management information has evolved such that it has become clear that there are six distinguishable revenue generating operating segments being Pub Partners, Commercial Properties, Stonegate, Craft Union, Managed Investments and Vixen, and the CODM reviews discrete information on these segments. These have been aggregated into three reportable segments as outlined below:

1) Leased and tenanted comprising Pub Partners and Commercial Properties – The Group receives rental income from leasing these sites to third parties. Revenue is also received from tied sites within Pub Partners for the supply of drinks and gaming machines. The Group has no direct involvement in the operation of each site.

2) Managed comprising Stonegate and Managed Investments – The Group generates revenue from the sale of food, drink, admission, accommodation and gaming machine income. Each site is fully managed by the Group, such that the Group is exposed to all operational risks and in return receives the full retail margin.

3) Operator-led comprising Craft Union and Vixen – The Group receives revenue from the sale of food, drink, admission and gaming machine income. The Group contracts with an operating company to manage the day-to-day operations of the site for which they receive a turnover-based fee. All labour costs are borne by the operating company, with all other costs being borne by the Group. The Group has access to the full retail margin.

Central costs represent certain head office expenses which are not attributable to specific segments. Accordingly, these costs are disclosed as a separate column within the segmental notes.

The CODM reviews the financial results by segment to EBITDA, which represents operating profit / (loss) before depreciation, amortisation, impairment, revaluation, and profit / (loss) on sale of non-current assets, and this therefore provides the basis for the disclosures below. Inter-segment revenues and costs are eliminated upon consolidation such that all numbers disclosed in the table below are with external customers.

All of the Group’s revenue is generated in the United Kingdom and is not further segmented based on location, therefore no geographical segmental analysis has been provided. The balance sheet is not reviewed by the CODM on a segmented basis and therefore no disclosure has been made in relation to segmental assets and liabilities.

Notes *(continued)*

2 Segmental reporting

2021 **52 weeks**	**Leased and tenanted** **£m**	**Managed** **£m**	**Operator-led** **£m**	**Central** **£m**	**Total** **£m**
Drink revenue	162	296	80	-	538
Rent revenue	64	-	-	-	64
Food revenue	-	82	1	-	83
Revenue from amusement and other machines	3	6	4	-	13
Admission, accommodation and other revenue	6	9	1	-	16
Total revenue	**235**	**393**	**86**	**-**	**714**
Other income	-	84	5	19	108
Operating costs before depreciation and amortisation	(92)	(422)	(75)	(82)	(671)
EBITDA	**143**	**55**	**16**	**(63)**	**151**
Depreciation and amortisation					(96)
Profit on sale of non-current assets					4
Net finance costs and movement in fair value of swaps					(292)
Loss before tax					**(233)**
Taxation					40
Loss after tax					**(193)**

2020 **52 weeks**	**Leased and tenanted** **£m**	**Managed** **£m**	**Operator-led** **£m**	**Central** **£m**	**Total** **£m**
Drink revenue	88	427	40	-	555
Rent revenue	35	-	-	-	35
Food revenue	-	87	1	-	88
Revenue from amusement and other machines	1	14	3	-	18
Admission, accommodation and other revenue	-	10	1	-	11
Total revenue	**124**	**538**	**45**	**-**	**707**
Other income	-	61	-	8	69
Operating costs before depreciation and amortisation	(53)	(494)	(37)	(118)	(702)
EBITDA	**71**	**105**	**8**	**(110)**	**74**
Depreciation and amortisation					(529)
Loss on sale of non-current assets					(3)
Net finance costs and movement in fair value of swaps					(288)
Loss before tax					**(746)**
Taxation					92
Loss after tax					**(654)**

Notes *(continued)*

3 Other income

	2021	2020
	52 weeks	52 weeks
	£m	£m
Government grants	**94**	69
Business interruption insurance	**14**	-
Total government grants	**108**	69

During the period £83 million (2020: £62 million) was recognised within other income in relation to the Coronavirus Job Retention Scheme and £11 million (2020: £3 million) from government grants. In the 52 weeks ended 27 September 2020 £4 million was also recognised in relation to the Government's Eat Out To Help Out scheme.

Business interruption insurance proceeds of £14 million were also received during the period (2020: £Nil). This is discussed further in note 1.22.

4 Expenses

Included in operating (loss) / profit are the following expenses:

	2021	2020
	52 weeks	52 weeks
	£m	£m
Drink and food costs	**208**	197
Employment costs	**267**	265
Operating lease rentals	**2**	-
Other costs	**194**	240
Depreciation, amortisation and impairment	**96**	529
(Profit) / loss on sale of non-current assets	**(4)**	3
Costs deducted from revenue to determine operating (loss) / profit	**763**	1,234

Included within the above costs is a gain of £64 million (2020: cost of £424 million) relating to exceptional items (see note 7).

5 Employees

The average number of persons employed by the Group (including directors) during the period, analysed by category, was as follows:

	2021	2020
	52 weeks	52 weeks
Head office administration[1]	**940**	883
Retail[1]	**13,978**	14,843
	14,918	15,726

[1] The employee numbers above relate to actual employees rather than full-time employee equivalents.

At the period end the Group had 15,994 employees (2020: 15,900 employees).

The aggregate payroll costs were as follows:

	2021	2020
	52 weeks	52 weeks
	£m	£m
Wages and salaries	**245**	244
Social security costs	**16**	17
Pension costs	**5**	4
Equity settled share based payment expense	**1**	-
	267	265

Notes *(continued)*

6 Finance costs

	2021	2020
	52 weeks	52 weeks
	£m	£m
Interest payable on loan notes	**212**	86
Bank interest	**-**	38
Other interest payable	**10**	6
Debt issue costs amortisation	**1**	6
Refinancing costs	**(8)**	110
Discounting of lease liabilites	**49**	39
Total finance costs	**264**	285

Included within finance costs is a net gain of £9 million (2020: charge of £115 million) relating to exceptional items (see note 7).

7 Exceptional items

	2021	2020
	52 weeks	52 weeks
	£m	£m
Operating exceptional costs / (gains)		
Acquisition and integration costs	**1**	48
Business interruption insurance	**(14)**	-
Surrender premiums	**1**	1
Other costs	**4**	-
Movements in valuation of the estate and related assets	**(70)**	375
	(78)	424
Finance costs	**(9)**	115
UK income tax credit relating to exceptional items	**48**	(28)
Total exceptional costs / (gains)	**(39)**	511

Acquisition and integration costs: Acquisition and integration costs include items of one-off expenditure associated with business combinations together with the various integration and restructuring costs to successfully bring the acquisitions into the Group. In the current period, £1 million of costs were incurred on integration following the acquisition of Ei Group Limited in March 2020. In the prior financial period, the Group incurred £30 million of professional fees associated with the acquisition of Ei Group Limited, £6 million of stamp duties and £10 million of integration costs. It also incurred £2 million of integration costs following acquisitions made in previous periods.

Business interruption insurance: Following the closure of pubs as a result of Covid-19 the Group has received £14 million in relation to an insurance claim relating to business interruption during this period of closure (2020: £Nil). This is discussed further in note 1.22.

Surrender premiums: During the period £1 million (52 weeks ended 27 September 2020: £1 million) of assignment premiums were paid to publicans in order to take the assignment of a lease or to break a lease at any point other than at renewal. Following the acquisition of Ei Group Limited, the Group are looking to review the entire portfolio of assets and move pubs across segments into their perceived optimum operating format. This one-off process is likely to take five years, during which time any assignment premiums paid will be shown as exceptional.

Other costs: Other costs of £4 million in the period (52 weeks ended 27 September 2020: £nil) consist of £1 million of professional fees associated with covid-related landlord renegotiations and a £3 million increase in health and safety provisions.

Notes *(continued)*

7 Exceptional items *(continued)*

Movements in valuation of the estate and related assets: Movements in valuation of the estate and related assets comprise the following:

	2021 52 weeks £m	2020 52 weeks £m
Impairment of property, plant and equipment	**42**	357
Impairment of non-current assets held for sale	**1**	10
Reversal of impairment of property plant and equipment	**(117)**	-
Net movement from (reversal of impairment)/impairment (note 13)	**(74)**	367
Movement in investment property from revaluation of the estate (note 10)	**(3)**	8
Revaluation of property, plant and equipment on transfer to investment property (note 9)	**7**	-
Total movements in valuation of the estate and related assets	**(70)**	375

Finance costs: A net finance gain of £9 million was recognised in the period. During the period the Group carried out a number of financing events which resulted in a gain of £11 million. These events are discussed further in note 21. Also included in finance costs in the 52 weeks ended 26 September 2021 are £2 million of fees related to an aborted refinancing project. Finance costs totalled £115 million in the prior period. During the period ended 27 September 2020 the Group carried out a number of financing events which resulted in a net finance cost of £103 million. Also included in finance costs was the repayment of the previously held loan notes including £6 million early redemption charge, £1 million of other fees and the write off of £5 million debt issue costs.

Notes *(continued)*

8 Taxation

	2021 52 weeks £m	2020 52 weeks £m
Tax charged in the income statement		
Current tax:		
- UK corporation tax	**-**	-
- Adjustments in respect of previous periods	**-**	(1)
Total current tax credit	**-**	(1)
Deferred tax:		
- Origination and reversal of temporary differences	**(51)**	(106)
- Adjustments in respect of previous periods	**(8)**	(4)
- Rate change	**19**	19
Total deferred tax credit	**(40)**	(91)
Total current and deferred tax credited in the income statement	**(40)**	(92)

	2021 52 weeks £m	2020 52 weeks £m
Tax credited in other comprehensive income		
Deferred tax:		
- Re-measurement of defined benefit pension schemes	**(1)**	-
Total tax credit recognised in other comprehensive income	**(1)**	-

The effective rate of tax is different to the full rate of corporation tax. The differences are explained below:

	2021 52 weeks £m	2020 52 weeks £m
Loss before tax	**(233)**	(746)
Tax at current UK corporation tax rate of 19% (2020: 19%)	**(44)**	(142)
Expenses not deductible for tax purposes	**(7)**	35
Impact of rate change	**19**	19
Adjustment in respect of previous periods	**(8)**	(5)
Deferred tax not recognised	**-**	1
Total tax credited in the income statement	**(40)**	(92)

Notes *(continued)*

9 Property, plant and equipment

	Right-of-use assets	Land and buildings	Leasehold improvements	Landlords' fixtures and fittings	Furniture, fixtures and equipment	Non-licensed properties and other assets	Total
	£m	£m	£m	£m	£m	£m	£m
Cost							
At 29 September 2019	-	336	143	-	277	-	756
Adoption of IFRS 16	692	-	-	-	-	-	692
Acquisitions through business combinations	311	2,759	33	192	39	28	3,362
Additions	-	19	12	6	39	1	77
Modifications	11	-	-	-	-	-	11
Disposals	(4)	(1)	(1)	-	(7)	-	(13)
Reclassification	-	-	-	-	(33)	33	-
Transfer to non-current assets held for sale (note 11)	(6)	(14)	(2)	(1)	(4)	-	(27)
Transfer to investment properties (note 10)	-	(5)	-	-	-	-	(5)
Fully depreciated assets	(1)	-	(5)	-	(23)	-	(29)
At 27 September 2020	1,003	3,094	180	197	288	62	4,824
Additions	-	18	3	7	20	5	53
Modifications	8	-	-	-	-	-	8
Fair value on transfer to investment properties:							
-Revaluation reserve	-	1	-	-	-	-	1
-Income statement	-	(7)	-	-	-	-	(7)
Disposals	(10)	-	(4)	-	(11)	-	(25)
Transfer to non-current assets held for sale (note 11)	-	(29)	-	(3)	-	-	(32)
Transfer to investment properties (note 10)	(4)	(35)	-	(1)	-	-	(40)
Fully depreciated assets	-	-	-	-	(56)	-	(56)
At 26 September 2021	**997**	**3,042**	**179**	**200**	**241**	**67**	**4,726**
Depreciation							
At 29 September 2019	-	(14)	(53)	-	(139)	-	(206)
Charge for the year	(66)	(8)	(12)	(12)	(53)	(2)	(153)
Impairment charge	(27)	(320)	(1)	(2)	(7)	-	(357)
Disposals	-	-	-	-	6	-	6
Reclassification	-	-	-	-	17	(17)	-
Transfer to non-current assets held for sale (note 11)	1	-	2	-	2	-	5
Fully depreciated assets	1	-	5	-	23	-	29
At 27 September 2020	(91)	(342)	(59)	(14)	(151)	(19)	(676)
Charge for the period	(64)	(14)	(12)	(19)	(46)	(10)	(165)
Impairment charge (note 13)	(2)	(40)	-	-	-	-	(42)
Impairment reversal (note 13)	6	107	3	-	1	-	117
Disposals	3	-	3	-	7	-	13
Transfer to non-current assets held for sale (note 11)	-	7	-	-	-	-	7
Reclassification of impairment charge	-	7	(7)	-	-	-	-
Fully depreciated assets	-	-	-	-	56	-	56
At 26 September 2021	**(148)**	**(275)**	**(72)**	**(33)**	**(133)**	**(29)**	**(690)**
Net book value							
At 26 September 2021	**849**	**2,767**	**107**	**167**	**108**	**38**	**4,036**
At 27 September 2020	912	2,752	121	183	137	43	4,148

Notes *(continued)*

9 Property, plant and equipment *(continued)*

Included within non-licensed properties and other assets are the head office building, fixtures and fittings and non-licenced properties that were all part of the acquisition of Ei Group Limited on 3 March 2020 (see note 14). Central IT and other assets with a cost of £33 million and accumulated depreciation of £17 million were reclassified to non-licensed properties and other assets during the prior period. Impairment of £7 million charged in the 52 weeks ended 27 September 2020 has been reclassified from land and buildings to leasehold improvements during the period.

10 Investment property

	Right-of-use assets £m	Land and buildings £m	Total £m
Fair value			
At 29 September 2019	-	-	-
Acquisitions through business combinations	21	106	127
Transfer from property, plant and equipment (note 9)	-	5	5
Revaluation	(1)	(7)	(8)
At 27 September 2020	20	104	124
Transfer from property, plant and equipment (note 9)	4	36	40
Transfer to non-current assets held for sale (note 11)	-	(6)	(6)
Revaluation	(1)	4	3
At 26 September 2021	**23**	**138**	**161**

Properties held as investment property are measured at fair value reflecting market conditions at the balance sheet date. Investment properties include free-of-tie pubs let to tenants at open market rents and non-pub assets, which are predominantly blue-chip let convenience stores. These assets have been valued adopting the investment method of valuation. By reference to the rents, fixed lease terms and market conditions, an appropriate multiple based on comparable market transactions is applied, discounting future rental receipts back to present value. Valuations are carried out on an annual basis at each period end date. The Group's properties were valued as at 26 September 2021 by GVA Grimley Limited (t/a Avison Young) and Colliers International Property Advisers UK LLP, independent Chartered Surveyors.

The valuers also make reference to market evidence of transaction prices for similar properties. An adjustment to any of these assumptions could lead to a material change in the property valuation.

Gains and losses arising from changes in the fair value of investment property are recognised in the income statement in the period in which they arise.

All valuations of assets have been assessed as being level 3 valuations, as there are no directly comparable market observable inputs. All classes of asset are, under IFRS 13, required to be valued at highest and best use. IFRS 13 prescribes that the Group's current use is presumed to be its highest and best value, unless market or other factors suggest that a different use by market participants would maximise the value of the asset. In doing their valuations, the valuers consider whether the asset may have a higher or better feasible use which would be reflected in the fair value where applicable. This is on an asset by asset basis if there are circumstances to indicate that there may be a higher and better use. In the current period the highest and best use of all investment properties has been assessed as their existing use.

Notes *(continued)*

10 Investment property *(continued)*

The table below presents the income and multiple bandings within which the investment properties have been valued, and the number of properties that have been valued in each of the bandings. In determining the bandings to use, the Group has considered a variety of options including size and location of property but has concluded that the value of the property is principally driven by FMT and multiple, so this forms the most appropriate disclosure.

		Multiple applied to income				
Income bandings	Total number	over 16 times	14 - 16 times	12 - 14 times	10 - 12 times	under 10 times
At 26 September 2021						
more than £90,000 per annum	22	-	1	14	6	1
£60,000 to £90,000 per annum	73	3	15	35	11	9
less than £60,000 per annum	78	4	7	32	18	17
	173	**7**	**23**	**81**	**35**	**27**
At 27 September 2020						
more than £90,000 per annum	21	-	1	9	10	1
£60,000 to £90,000 per annum	51	-	4	30	12	5
less than £60,000 per annum	59	-	4	22	16	17
	131	**-**	**9**	**61**	**38**	**23**

Sensitivity analysis table

The significant unobservable inputs used in the fair value measurement categorised within level 3 of the fair value hierarchy of the Group's investment properties are FMT and a multiple. There is a limited amount of interrelation between the variation in these inputs. A change in either of these assumptions could have a significant effect on the overall valuation of investment properties. Sensitivities around these assumptions that are deemed to be reasonably likely based on the experience of the valuers are illustrated below:

	2021 52 weeks £m	2020 52 weeks £m
FMT sensitivity		
+2.5%	**4**	3
-2.5%	**(4)**	(3)
Multiple sensitivity		
+0.25	**3**	2
-0.25	**(3)**	(2)

Notes *(continued)*

11 Non-current assets held for sale

	Lease liabilities £m	Right-of-use assets £m	Land and buildings £m	Landlords' fixtures and fittings £m	Furniture, fixtures and equipment £m	Total £m
At 29 September 2019	-	-	-	-	-	-
Acquisitions through business combinations	-	3	45	-	-	48
Transfer from property, plant and equipment (note 9)	-	5	14	1	2	22
Transfer from lease liabilities	(5)	-	-	-	-	(5)
Disposals	-	-	(11)	-	-	(11)
Impairment	-	(1)	(9)	-	-	(10)
At 27 September 2020	(5)	7	39	1	2	44
Transfer from property, plant and equipment (note 9)	-	-	22	3	-	25
Transfer from investment properties (note 10)	-	-	6	-	-	6
Impairment (note 13)	-	-	(1)	-	-	(1)
Disposals	4	(4)	(51)	-	(2)	(53)
At 26 September 2021	**(1)**	**3**	**15**	**4**	**-**	**21**

Non-current assets held for sale comprises properties that have been identified by the Group for disposal as part of the continued disposal programme. The sale of all assets within this category is expected to be completed within one year of the balance sheet date.

When assets are identified for disposal and meet the criteria within IFRS 5 they are reclassified from property, plant and equipment to non-current assets held for sale and are revalued at that point to their fair value less costs to dispose if this is lower than their carrying value. Investment property assets are also moved to non-current assets held for sale at book value when they meet the criteria within IFRS 5.

Included in non-current assets held for sale are 42 sites (27 September 2020: 105 sites) in total with 2 sites (27 September 2020: 42 sites) identified by the CMA as sites which are to be disposed following the acquisition of Ei Group Limited by the Group. Subsequent to the period end the Group has completed on the remaining 2 CMA sites.

Notes *(continued)*

12 Goodwill, operating leases and brand intangible assets

	Brand £m	Operating leases £m	Goodwill £m
Cost			
At 29 September 2019	6	192	146
Adoption of IFRS 16	-	(192)	-
Acquisitions through business combinations	-	-	102
Disposals	-	-	(1)
At 27 September 2020	6	-	247
Disposals	-	-	(1)
At 26 September 2021	**6**	**-**	**246**
Amortisation			
At 29 September 2019	(1)	(42)	(4)
Adoption of IFRS 16	-	42	-
Charge for the year	(1)	-	-
At 27 September 2020	(2)	-	(4)
Charge for the period	(1)	-	-
At 26 September 2021	**(3)**	**-**	**(4)**
Net book value			
At 26 September 2021	**3**	**-**	**242**
At 27 September 2020	4	-	243

During the 52 weeks ended 27 September 2020 goodwill of £102 million was recognised relating to the acquisition of Ei Group Limited (see note 14).

Goodwill has been reduced in the period by £1 million (2020: £1 million), representing the apportioned value of goodwill allocated to those sites disposed of during the period.

As part of the transition to IFRS 16 right-of-use assets with a net book value of £150 million have been reclassified to property, plant and equipment in the prior period (see note 9).

Notes *(continued)*

13 Impairment testing

Property, plant and equipment

The Group considers each of its individual pubs as a cash-generating unit (CGU). Each CGU is reviewed annually for indicators of impairment, and impairment reversals for previously impaired CGUs. When indicators of impairment are identified the carrying value of the individual pub is compared to its recoverable amount. The recoverable amount is determined as being the higher of the value in use and fair value less costs to sell. Impairment losses recognised in prior periods are assessed at each reporting date for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount. The conditions for this reversal are discussed further on the following page.

Value in use calculations use forecast trading performance cash flows, which are discounted by applying a pre-tax discount rate of 11.98% (2020: 9.58%). Management has applied a CGU specific risk premium to the discount rate used for goodwill impairment testing. The discount rate used is based on the Group weighted average cost of capital (WACC) which has been risk adjusted to reflect current market factors which have not already been captured within the cash flows. In making this adjustment to the Group WACC management have risk adjusted the cost of debt and the cost of equity by using an average of market risk premiums and Company betas at the period end date.

Where fair value has been used this is deemed to be a higher value than a value in use calculation amount. External valuations have been used for this purpose, carried out by GVA Grimley Limited (t/a Avison Young) and Colliers International Property Advisers UK LLP, independent Chartered Surveyors. The fair value of property assets held in property, plant and equipment was derived using fair maintainable trade income (FMT) multiplied by an appropriate rate of return (as defined within RICS Valuation – 2017 Global Edition) or an equivalent multiple. This method of valuation involves making an assessment of the fair maintainable rent, wholesale and machine income that can be generated from the property assuming they are run by a reasonably efficient operator, taking into account future trading potential. An appropriate multiple is then applied to reflect the risks and rewards of the property. In determining the multiple to use, the valuers consider evidence of comparable market transactions. The resulting fair value of the pub represents the land and buildings and any fixed landlord's fixtures and fittings. The fair value of managed pub assets is prepared using a consistent approach involving the net income attributable to the Group from operating the pub at an appropriate multiple.

All classes of asset, where fair value has been used, are, under IFRS 13, required to be valued at highest and best use. IFRS 13 prescribes that the Group's current use is presumed to be its highest and best value, unless market or other factors suggest that a different use by market participants would maximise the value of the asset. In doing their valuations, the valuers consider whether the asset may have a higher or better feasible use which would be reflected in the fair value where applicable. This is on an asset by asset basis if there are circumstances to indicate that there may be a higher and better use. In the current period the highest and best use of all the property assets in property, plant and equipment and investment property has been assessed as their existing use.

Impairments totalling £43 million (2020: £367 million) and impairment reversals of £117 million (2020: £Nil) were identified within property, plant and equipment and non-current assets as follows:

	2021	2020
	52 weeks	52 weeks
	£m	£m
Property, plant and equipment (note 9)	**42**	357
Non-current assets held for sale (note 11)	**1**	10
Total impairment charge	**43**	367
Property, plant and equipment impairment reversal (note 9)	**(117)**	-
Net impairment	**(74)**	367

Notes *(continued)*

13 Impairment testing *(continued)*

In the prior period the Group incurred a £367 million impairment charge which was predominantly driven by the uncertainty of future cash flows on the back of the Covid-19 pandemic. As at the current period end, 26 September 2021, the Group has assessed changes in estimates used to determine impairment charges in the prior period. External valuations supporting those sites assessed on a fair value basis in the prior period included an income shortfall deduction or reduction in property multiples to reduce the site valuations as a result of the impact of Covid-19. This methodology is no longer considered necessary and therefore has been removed.

For sites assessed on a value in use basis, the Group has seen improvements in trading performance which were not expected at the prior period end. A combination of these factors has led to £117 million of the previous period's impairments being reversed (FY20: Nil). However, a further £43 million impairment charge has been incurred as the underlying trading levels in a number of sites has worsened since previous period end.

Sensitivity analysis – property, plant and equipment

Where fair value is based on the external valuation, the significant unobservable inputs used in the fair value measurement, categorised within level 3 of the fair value hierarchy, are FMT and a multiple. There is a limited amount of interrelation between the variation in these inputs. A change in either of these assumptions could have a significant effect on valuations and impairment recognised. Sensitivities around these assumptions that are deemed to be reasonably likely based on the experience of the valuers are illustrated below:

	2021 52 weeks £m	2020 52 weeks £m
FMT sensitivity		
+2.5%	**68**	68
-2.5%	**(68)**	(68)
Multiple sensitivity		
+0.25	**76**	75
-0.25	**(76)**	(75)

Value in use calculations are most sensitive to discount rate changes and forecast cash flow changes, such that if the discount rate was to increase by 1%, the impairment charge would increase by £1 million. If the forecast cash flows were to decrease by 5% the impairment charge would increase by £1 million.

Notes *(continued)*

13 Impairment testing *(continued)*

Goodwill

Goodwill acquired via business combinations is tested annually for impairment. The carrying amount of goodwill allocated to each operating segment as described in note 2 at the period end and the movements during the period is as follows:

	Pub Partners £m	Craft Union £m	Stonegate £m	Total £m
29 September 2019	-	-	142	142
Acquisitions through business combinations	47	15	40	102
Disposals	-	-	(1)	(1)
27 September 2020	47	15	181	243
Transfers between segments	(1)	2	(1)	-
Disposals	-	-	(1)	(1)
26 September 2021	**46**	**17**	**179**	**242**

Within these segments the goodwill is tested for impairment by comparing the recoverable amount of each segment to the carrying amount. The recoverable amount is the higher of fair value less costs of disposal and value in use. The assumptions and inputs for each segment's goodwill test is set out in the following table. Key assumptions have been assigned values by management using estimates based on past experience and expectations of future changes in the market. These assumptions have been reviewed by the Board and are believed to be reasonable. The key driver to maintaining the growth rate is management's focus on selecting and supporting the best publicans, formats and pub operators, whilst meeting the challenges of changing consumer demand. The discount rate used is based on the Group weighted average cost of capital (WACC) which has been risk adjusted to reflect current market factors which have not already been captured within the cash flows. In making this adjustment to the Group WACC management have risk adjusted the cost of debt and the cost of equity by using an average of market risk premiums and Company betas at the period end date.

	Pub Partners	Craft Union	Stonegate
Basis used for recoverable amount	Value in use	Value in use	Value in use
Forecast period	Three years	Three years	Three years
Key assumptions	- Trading margin - rent forecast - working capital	- Trading margin - working capital	- Trading margin - working capital
Growth rates	- 2.5% for two years - 1% in perpetuity	- 5% for two years - 2.5% in perpetuity	- 5% for two years - 2.5% in perpetuity
Pre-tax discount rate	10.74% (2020: 8.35%)	10.74% (2020: 8.35%)	10.74% (2020: 8.35%)
Impairment	£Nil (2020: £Nil)	£Nil (2020: £Nil)	£Nil (2020: £Nil)
Headroom	£179 million (2020: £526 million)	£124 million (2020: £516 million)	£879 million (2020: £1,156 million)

Notes *(continued)*

13 Impairment testing *(continued)*

Sensitivity analysis - goodwill

The impairment calculation is most sensitive to changes in assumptions used for pre-tax discount rate, growth rate and forecast cash flow changes. Management have therefore applied reasonable changes to each assumption and the results by operating segment are shown below.

		Headroom / (impairment)	
		26 September	27 September
		2021	2020
	Change in assumption	**£m**	£m
Pub Partners			
Growth rate	1% decrease	**144**	455
Discount rate	1% increase	**(43)**	161
Forecast cash flows	5% decrease	**29**	361
Craft Union			
Growth rate	1% decrease	**120**	495
Discount rate	1% increase	**94**	387
Forecast cash flows	5% decrease	**97**	473
Stonegate			
Growth rate	1% decrease	**855**	1,076
Discount rate	1% increase	**703**	826
Forecast cash flows	5% decrease	**754**	997

Notes *(continued)*

14 Acquisitions

There were no material acquisitions in the current period.

Acquisitions in the prior period

Ei Group Limited

On 3 March 2020, Stonegate Pub Company Bidco Limited acquired the entire share capital of Ei Group Limited. Total consideration was £1,265 million satisfied in cash. The acquisition was funded by external debt and the issue of shares.

A summary of the fair values of the assets and liabilities are given in the table below:

	Fair value £m
Property, plant and equipment (note 9)	3,360
Investment properties (note 10)	127
Inventory	5
Cash	161
Trade and other receivables	54
Non-current assets held for sale (note 11)	48
Trade and other payables	(176)
Borrowings	(2,230)
Corporation tax	6
Deferred tax	(192)
Net assets acquired	1,163
Purchase price satisfied by:	
Cash consideration	1,265
Goodwill (note 10)	**102**

Goodwill is considered to represent the benefits and synergies that will be gained from combining these sites with the Group's existing portfolio of brands and sites.

The Group incurred acquisition-related costs of £36 million related to stamp duty and external legal professional fees. These costs have been included in 'exceptional operating costs' in the consolidated income statement (see note 7).

Property, plant and equipment: Included in property, plant and equipment are freehold and leasehold properties of £2,984 million whose fair value was derived at by an external valuation carried out by GVA Grimley Limited (t/a Avison Young) and Colliers International Property Advisers UK LLP, independent Chartered Surveyors. Property assets held in property, plant and equipment were valued using fair maintainable trade income (FMT) capitalised at an appropriate rate of return (as defined within RICS Valuation - 2017 Global Edition) or an equivalent multiple. This method of valuation involves making an assessment of the fair maintainable rent, wholesale and machine income that can be generated from the property assuming they are run by a reasonably efficient operator, taking into account future trading potential. This assessment of profit is then capitalised at an appropriate multiple to reflect the risks and rewards of the property being valued. In determining the multiple to use, the valuers consider evidence of comparable market transactions. The resulting fair value of the pub represents the land and buildings and any fixed landlord's fixtures and fittings. Also included in property, plant and equipment are right-of-use assets of £309 million. Management has re-calculated the lease liability based on the future payments and the incremental borrowing rate at the date of the acquisition and measured the ROU asset equal to the lease liability at the acquisition date.

Notes *(continued)*

14 Acquisitions *(continued)*

Investment property: Included in investment property are freehold and leasehold properties of £127 million whose fair value was derived at by an external valuation carried out by GVA Grimley Limited (t/a Avison Young) and Colliers International Property Advisers UK LLP, independent Chartered Surveyors. These assets have been valued adopting the investment method of valuation. By reference to the rents, fixed lease terms and market conditions, an appropriate multiple based on comparable market transactions is applied, discounting future rental receipts back to present value.

Intangible assets: The fair values of intangible assets were considered but there were none identified of a material value.

Inventory: The fair value of inventory was deemed to be its carrying value at the date of acquisition.

Trade and other receivables: Trade receivables are primarily rent and drink debt owing from publicans. Ei Group has a stable customer base mostly paying within their payment terms. Historically, Ei Group has not had any significant write offs. As at 3 March 2020, Ei Group has calculated a expected credit loss provision in accordance with IFRS 9, which is included in this balance.

Non-current assets held for sale: Non-current assets classified as held for sale at the acquisition date must be measured at fair value less costs to sell in accordance with IFRS 3. Management have calculated a fair value uplift of £1 million which is the difference between the estimated recovery value (ERV) and carrying value of the asset held for sale. Where there is risk in relation to planning consent being obtained, that risk has been reflected in the ERV in accordance with IFRS 13 which requires an entity to take into account, the characteristics of the asset or liability being measured that a market participant would take into account when pricing the asset or liability at the measurement date.

Borrowings: Included in borrowings were debentures with a fair value of £1,024 million, unsecured facilities with a fair value of £160 million and a revolving credit facility of £30 million all of which was repaid shortly after acquisition. Also included were securitised bonds with a fair value of £778 million which are amortising and have maturities falling due between 2024 and 2032. The securitised bonds were not repaid as part of the acquisition, therefore, in accordance with IFRS 3, they should be included on the balance sheet at fair value. As the securitised bonds are traded in an active market, a fair value of £778 million was calculated based on the 2 March closing bond prices multiplied by the quantity of each bond held at the acquisition date, resulting in a fair value adjustment required of £93 million.

Deferred tax: The deferred tax balance consists of the difference between the fair value and tax base on accelerated capital allowances; the surplus on the revaluation of fixed assets; the fair value of the debt acquired and IFRS 16 adjustments.

Other acquisitions in the prior period:
During the prior period the Group completed the assignment of one leasehold site. Right-of-use assets of £2 million were recognised relating to this acquisition.

Total payments for business acquisitions in the prior period were £1,265 million.

Notes *(continued)*

15 Investments in subsidiaries

The Company has the following investments in subsidiaries.

Name of company	Country of incorporation	Class of shares held	Proportion held	Nature of business
Held directly by Stonegate Pub Company Limited:				
Stonegate Pub Company Financing plc	England and Wales	Ordinary	100%	Dormant
Stonegate Property Topco Limited	England and Wales	Ordinary	100%	Holding company
Plato Company 3 Limited	Cayman Islands	Ordinary	100%	Holding company
Hull Propco Limited	England and Wales	Ordinary	100%	Property company
Large Bars Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Falcon Propco 1 Limited	England and Wales	Ordinary	100%	Property company
Intertain Limited	England and Wales	Ordinary	100%	Holding company
Bar Holdings Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Be At One Holdings Limited	England and Wales	Ordinary	100%	Holding company
Stonegate Pub Company Bidco Holdings Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever Limited	England and Wales	Ordinary	100%	Holding company
Held indirectly by Stonegate Pub Company Limited:				
Town and City Pub Group Limited	England and Wales	Ordinary	100%	Holding company
Barley Pub Company Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Hops Pub Company Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Plato Restaurant Holdings Limited	Cayman Islands	Ordinary	100%	Holding company
Bay Restaurant Holdings Limited	Cayman Islands	Ordinary	100%	Holding company
Bay Restaurant Group Limited	England and Wales	Ordinary	100%	Holding company
Slug and Lettuce Company Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Yates Group Pension Trustees Limited	England and Wales	Ordinary	100%	Dormant
Laurel Pension Trustee Company Limited	England and Wales	Ordinary	100%	Dormant
Intertain (Bars) Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Intertain (Bars) II Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Intertain (Bars) III Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Intertain (Bars) IV Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Sports Bar And Grill (Canary Wharf) Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Sports Bar And Grill Farringdon Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Sports Bar And Grill Victoria Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Sports Bar And Grill Waterloo Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Be At One Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Stonegate Pub Company Bidco Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Stonegate Pub Company Financing 2019 plc	England and Wales	Ordinary	100%	Financing company
Bar Fever (Aylesbury) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Banbury) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Barnstaple) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Basingstoke) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Cannock) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Cheltenham) Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Derby) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Epsom) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Exeter) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Exmouth) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Fleet) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Gloucester) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Isle of Wight) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Lincoln) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Barclub (Lincoln) Limited	England and Wales	Ordinary	100%	Operation of licensed bars

Notes *(continued)*

15 Investments in subsidiaries *(continued)*

Name of company	Country of incorporation	Class of shares held	Proportion held	Nature of business
Bar Fever (Macclesfield) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Maidstone) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Nuneaton) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Nuneaton No. 2) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Oxford) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Plymouth) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Redditch) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Shrewsbury) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Southend) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Taunton) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Trowbridge) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Tunbridge Wells) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bar Fever (Weston-Super-Mare) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Kukui Bars (Newbury) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Bierkeller Cheltenham Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Retro Leisure (Rugby) Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Zinc Taunton Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Chilli Whites Epsom Ltd	England and Wales	Ordinary	100%	Operation of licensed bars
Element Thirty Limited	England and Wales	Ordinary	100%	Operation of licensed bars
South East Clubs Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Ei Group Limited	England and Wales	Ordinary	100%	Ownership of licensed properties
Enterprise Inns Limited	England and Wales	Ordinary	100%	Dormant
Gibbs Mew Limited	England and Wales	Ordinary	100%	Dormant
Enterprise Inns Holding Company Limited	England and Wales	Ordinary	100%	Dormant
Bede Holding Company Limited	England and Wales	Ordinary	100%	Dormant
Century Inns Limited	England and Wales	Ordinary	100%	Dormant
Ei Publican Services Limited	England and Wales	Ordinary	100%	Intermediate supply company
Unique Pubs Limited	England and Wales	Ordinary	100%	Holding company
Unique Pub Properties Alpha Limited	England and Wales	Ordinary	100%	Dormant
Unique Pub Properties Beta Limited	England and Wales	Ordinary	100%	Dormant
Unique Pub Properties Gamma Limited	England and Wales	Ordinary	100%	Dormant
Unique Pub Properties Theta Limited	England and Wales	Ordinary	100%	Dormant
Voyager Pub Group Holdings Limited	England and Wales	Ordinary	100%	Holding company
West Midlands Taverns (Holdings) Limited	England and Wales	Ordinary	100%	Dormant
Voyager Pub Group Limited	England and Wales	Ordinary	100%	Holding company
Unique Pub Investments Limited	England and Wales	Ordinary	100%	Holding company
Unique Pub Properties Limited	England and Wales	Ordinary	100%	Ownership of licensed properties
The Unique Pub Finance Company plc	England and Wales	Ordinary	100%	Financing company
		Cumulative preference shares	100%	
Enterprise Managed Investments Limited	England and Wales	Ordinary	100%	Holding company
Hush Heath Inns Limited	England and Wales	Ordinary	51%	Operation of licensed bars
Old Spot Pub Company Limited	England and Wales	Ordinary	75%	Operation of licensed bars
Social Cellar (Gamma) Limited	England and Wales	Ordinary	100%	Dormant
Dirty Liquor Alpha Limited	England and Wales	Ordinary	51%	Non-trading
Dirty Liquor Limited	England and Wales	Ordinary	75%	Operation of licensed bars

Notes *(continued)*

15 Investments in subsidiaries *(continued)*

Name of company	Country of incorporation	Class of shares held	Proportion held	Nature of business
Urban Pubs & Bars 2 Limited	England and Wales	Ordinary	51%	Operation of licensed bars
Bestplace (Beta) Limited	England and Wales	Ordinary	75%	Operation of licensed bars
Bestplace Limited	England and Wales	Ordinary	51%	Operation of licensed bars
Social Cellar Limited	England and Wales	Ordinary	100%	Dormant
Imagegold Limited	England and Wales	Ordinary	100%	Non-trading
Bermondsey Pub Company Limited	England and Wales	Ordinary	100%	Dormant
The Craft Union Pub Company Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Vixen Pub Company Limited	England and Wales	Ordinary	100%	Operation of licensed bars
Hippo Inns Limited	England and Wales	Ordinary	75%	Operation of licensed bars
Six Cheers Limited	England and Wales	Ordinary	51%	Operation of licensed bars
Mash Inns Limited	England and Wales	Ordinary	51%	Operation of licensed bars
Frontier Pubs Limited	England and Wales	Ordinary	75%	Operation of licensed bars
Stonegate Property Midco Limited	England and Wales	Ordinary	100%	Holding company
Stonegate Property (Craft) Limited	England and Wales	Ordinary	100%	Dormant
Stonegate Property (L&T) Limited	England and Wales	Ordinary	100%	Dormant

Notes *(continued)*

16 Deferred tax assets and liabilities

Movement in deferred tax during the period is as follows:

	26 September 2021 £m	27 September 2020 £m
At beginning of period	**(122)**	(21)
Credited to income statement	**40**	91
Credited to other comprehensive income	**1**	-
Acquisitions (note 14)	**-**	(192)
At end of period	**(81)**	(122)
Consisting of:		
Deferred tax assets	**192**	88
Deferred tax liabilities	**(273)**	(210)
	(81)	(122)

The movements in deferred tax assets and liabilities during the period are shown below:

Deferred tax assets	Fair value debt adjustments £m	Deferred interest deductions £m	Tax losses £m	Retirement benefit liabilities £m	Property, plant and equipment £m	Total £m
At 29 September 2019	-	-	1	1	-	2
(Charged)/credited to income statement	(3)	48	12	-	9	66
Recognised as part of business combinations	20	-	-	-	-	20
At 27 September 2020	17	48	13	1	9	88
Credited to income statement	-	74	25	-	4	103
Credited to other comprehensive income	-	-	-	1	-	1
At 26 September 2021	**17**	**122**	**38**	**2**	**13**	**192**

The Directors consider it reasonable to recognise deferred tax assets as it is probable that taxable profits will be available against which the temporary differences can be utilised.

Deferred tax liabilities	Intangibles £m	Property, plant and equipment £m	Total £m
At 29 September 2019	3	20	23
Charged / (credited) to income statement	2	(27)	(25)
Recognised as part of business combinations	-	212	212
At 27 September 2020	5	205	210
Charged to income statement	2	61	63
At 26 September 2021	**7**	**266**	**273**

At the period end the Group had a net deferred tax liability of £81 million (2020: liability of £122 million) and an unrecognised deferred tax asset of £Nil million (2020: £1 million) relating to unutilised losses in Intertain Limited.

In the 3 March 2021 Budget, it was announced that the UK tax rate will increase to 25% from 1 April 2023. This has a consequential effect on the Group’s future tax charge. This rate change had been substantively enacted at the current balance sheet date and as a result the net deferred tax position has increased by £19 million.

Notes *(continued)*

17 Inventories

	26 September 2021 £m	27 September 2020 £m
Goods held for resale	**21**	17
	21	17

The estimated replacement cost of stocks is not materially different from the above carrying values.

The Group consumed £201 million of inventories during the period (2020: £197 million) and charged £2 million to the income statement for the write-down of inventories during the period, as a result of Covid-19 (2020: £2 million).

18 Financial assets

	26 September 2021 £m	27 September 2020 £m
Non-current:		
Other loans receivable	**-**	1
Net investment in sublease	**4**	6
	4	7
Current:		
Other loans receivable	**1**	-
Net investment in sublease	**2**	2
	3	2

Net investment in subleases relate to the finance leases in place when leasing sites to tenants.

19 Trade and other receivables

	26 September 2021 £m	27 September 2020 £m
Trade receivables	**50**	47
Amounts due from parent undertakings	**8**	1
Other receivables	**14**	21
Prepayments and accrued income	**24**	21
Current tax receivable	**4**	5
	100	95
Due in more than one year:		
Trade receivables	**4**	3
Amounts due from parent undertakings	**-**	6
	4	9

Included within trade receivables is £4 million (2020: £3 million) due in more than one year which is money owed by the publicans for the sale of fixtures and fittings on deferred terms and part of the balance is due in more than one year.

Included in amounts due from parent undertakings is a balance of £1 million owing from Stonegate Pub Company Pikco Limited, a company incorporated in England and Wales. This relates to certain fees paid by the Company on Stonegate Pub Company Pikco Limited’s behalf.

Notes *(continued)*

19 Trade and other receivables *(continued)*

Also included within amounts due from parent undertakings is £6 million (2020: £6 million included in due in more than one year). This relates to a loan provided on 4 April 2019 to Stonegate Pub Company Holdings Limited, the ultimate parent company, a company incorporated in the Cayman Islands. The loan is repayable on 4 April 2022 and charging annual interest of LIBOR +2.50%.

20 Trade and other payables

	26 September 2021 £m	27 September 2020 £m
Trade payables	**132**	96
Amounts due to parent undertakings	**2**	2
Other taxation and social security	**52**	55
Other payables	**46**	65
Accruals	**175**	151
	407	369

There is an amount of £2 million (2020: £2 million) owing to Stonegate Pub Company Midco Limited, the immediate parent company, at 26 September 2021 and 27 September 2020 (see note 28).

21 Borrowings

This note provides information about the contractual terms of the Group's interest-bearing loans and borrowings, which are measured at amortised cost. The securitised bonds acquired as a result of the acquisition of Ei Group Limited were measured at fair value on acquisition. For more information about the Group's exposure to interest rate and foreign currency risk, see note 22.

	26 September 2021 £m	27 September 2020 £m
Current liabilities		
Securitised bonds	**116**	57
Lease liabilities	**75**	42
	191	99
Non-current liabilities		
Revolving credit facility	**(2)**	172
Securitised bonds	**582**	698
Senior secured notes issued by Stonegate Pub Company Financing 2019 plc	**1,250**	971
Privately placed notes issued by Stonegate Pub Company Financing 2019 plc	**504**	506
Euro floating rate notes issued by Stonegate Pub Company Financing 2019 plc	**438**	273
Euro senior term loan	**-**	176
Second lien facility	**390**	389
Lease liabilities	**695**	763
	3,857	3,948

Non-current liabilities include £Nil (2020: £175 million) drawn down from the Group's revolving credit facility which are shown net of debt issue costs of £2 million (2020: £3 million). Annual interest of 3 months LIBOR +3% is charged and the facility expires on 12 September 2024.

Notes *(continued)*

21 Borrowings *(continued)*

Terms and debt repayment schedule:

	Year of maturity	Principal outstanding 26 September 2021 £m	27 September 2020 £m
Securitised bonds - A4	2027	**237**	258
Securitised bonds - M	2024	**208**	225
Securitised bonds - N	2032	**190**	190
Senior secured notes	2025	**1,235**	950
Privately placed notes	2025	**500**	500
Euro floating rate notes	2025	**452**	274
Euro senior term loan	2027	**-**	178
Second lien facility	2028	**400**	400
		3,222	2,975

Changes in liabilities from financing activities:

	Loans and borrowings £m	Lease liabilities £m	Total £m
Balance at 27 September 2020	3,242	805	4,047
Changes from financing cash flows			
Proceeds from loans and borrowings	485	-	485
Repayment of borrowings	(413)	-	(413)
Payment of lease liabilities	-	(18)	(18)
Interest paid included in cash flows	(243)	(66)	(309)
Transaction costs related to loans and borrowings	(14)	-	(14)
Total changes from financing cash flows	**(185)**	**(84)**	**(269)**
Non-cash changes			
Transaction costs paid in year relating to prior year	10	-	10
Transaction costs related to aborted project	2	-	2
Amortisation of fair value on securitised bonds	(19)	-	(19)
Interest expense included in finance costs	242	49	291
Movement in interest accruals	(4)	-	(4)
Debt modifications and amortisation	(10)	-	(10)
Total non-cash changes	**221**	**49**	**270**
Balance at 26 September 2021	**3,278**	**770**	**4,048**

Notes *(continued)*

21 Borrowings *(continued)*

	Loans and borrowings £m	Lease liabilities £m	Total £m
Balance at 29 September 2019	742	-	742
Adjustment on initial application of IFRS 16	-	546	546
Adjusted balance at 30 September 2019	**742**	**546**	**1,288**
Changes from financing cash flows			
Proceeds from loans and borrowings	2,475	-	2,475
Repayment of borrowings	(1,962)	-	(1,962)
Payment of lease liabilities	-	-	-
Interest paid included in cash flows	(121)	(22)	(143)
Transaction costs related to loans and borrowings	(110)	-	(110)
Total changes from financing cash flows	**282**	**(22)**	**260**
Non-cash changes			
Changes arising from obtaining control of subsidiaries (note 14)	1,992	238	2,230
Transfer to non-current assets held for sale	-	(5)	(5)
Lease modifications and re-measurements	-	9	9
Accrued transaction costs	(10)	-	(10)
Amortisation of fair value on securitised bonds	(11)	-	(11)
Interest expense included in finance costs	142	39	181
Interest included in accruals at the period end	(9)	-	(9)
Debt modifications and amortisation	114	-	114
Total non-cash changes	**2,218**	**281**	**2,499**
Balance at 27 September 2020	**3,242**	**805**	**4,047**

At the balance sheet date, the Group was financed by external debt, excluding lease liabilities, totalling £3,222 million (2020: £2,975 million).

On 3 March 2020 the Group issued debt of £2,300 million consisted of £1,450 million bridging loans; a £450 million senior term loan and a £400 million second lien facility. The proceeds from the issue of the loans on 3 March 2020 were used to finance the acquisition of Ei Group Limited, repay existing secured fixed and floating notes (£405 million and £340 million respectively) and pay fees in connection with the transactions.

As part of the acquisition of Ei Group Limited on 3 March 2020, the Group acquired securitised bonds of £678 million. These securitised bonds consist of Class A4 notes charging an annual interest rate of 5.66%, Class M notes charging an annual interest rate of 7.40% and Class N notes charging an annual interest rate of 6.46%.

The securitised bonds were not repaid as part of the acquisition, therefore, in accordance with IFRS 3, they have been included on the balance sheet at fair value. As the securitised bonds are traded in an active market, a fair value of £778 million was calculated based on the 2 March closing bond prices multiplied by the quantity of each bond held at the acquisition date, resulting in a fair value adjustment required of £93 million. The notes will mature between 2024 and 2032.

In July 2020 the Group refinanced the bridging loans into £500 million privately placed fixed rate notes charging annual interest rate of 8%. The notes will mature on 13 July 2025 and are listed on the Channel Islands stock exchange. The Group also refinanced the remaining £950 million of the bridging loans into senior secured fixed rate notes charging an annual interest rate of 8.25%. The notes will mature on 31 July 2025 and are listed on the Channel Islands stock exchange. The changes to the bridging debt were considered in line with the requirements of IFRS 9 and management concluded the changes are to be accounted as a non-substantial modification to the existing debt.

Notes *(continued)*

21 Borrowings *(continued)*

As a result, the amortised cost of the liability was recalculated and a loss of £89 million recognised in exceptional finance costs in the income statement in the prior period.

On 31 July 2020 €300 million of the senior term loan was re-financed for floating rate notes charging an annual interest rate of 3 months Euribor +5.75%. The notes will mature on 31 July 2025 and are listed on the Channel Islands stock exchange. Management have concluded the modification of the debt from sterling to euros to be a substantial modification. A loss on extinguishment of £16 million has been recognised in exceptional finance costs in the income statement in the prior period.

Furthermore, on 25 September 2020 the remaining senior term loan was converted into a €196 million loan. Management have assessed the redenomination of the debt into euros to be a substantial modification. A gain on extinguishment of £2 million was recognised in exceptional finance costs in the income statement in the prior period.

During the current period on 1 December 2020 the Group issued further senior secured notes totalling £120 million and a further £165 million on 5 August 2021, the terms of which are consistent with the £950 million existing senior secured notes.

On 5 August 2021 the €196 million senior term loan was exchanged for €196 million floating rate notes, the terms of which are consistent with the €300 million existing floating rate notes. This has been assessed as a non-substantial modification, such that a gain of £11 million has been recognised in exceptional finance costs in the income statement in the current period.

22 Financial instruments

Fair values of financial instruments

Set out in the table below are the carrying values and fair values of all of the Group's financial instruments at 26 September 2021 and 27 September 2020.

	Fair value		Carrying value	
	2021	2020	**2021**	2020
	£m	£m	**£m**	£m
Financial assets - loans and receivables				
Trade receivables	**54**	50	**54**	50
Other receivables	**14**	21	**14**	21
Amounts due from group undertakings	**8**	7	**8**	7
Cash and cash equivalents	**224**	294	**224**	294
	300	372	**300**	372
Financial liabilities				
Trade payables	**132**	96	**132**	96
Other payables	**46**	65	**46**	65
Amounts due to group undertakings	**1**	2	**1**	2
Interest rate swap	**30**	3	**30**	3
Securitised bonds - A4	**265**	271	**257**	284
Securitised bonds - M	**218**	232	**218**	244
Securitised bonds - N	**228**	188	**223**	227
Senior secured notes	**1,301**	864	**1,250**	971
Privately placed notes	**518**	460	**504**	506
Euro floating rate notes	**424**	231	**438**	273
Euro senior term loan	**-**	176	**-**	176
Second lien facility	**390**	389	**390**	389
Bank loans and overdrafts	**(2)**	172	**(2)**	172
Lease liabilities	**770**	805	**770**	805
	4,321	3,954	**4,257**	4,213

Notes *(continued)*

22 Financial instruments *(continued)*

The following assumptions were used to estimate the fair values:

Trade, other receivables and amounts due from group undertakings – these are carried at amortised cost using the effective interest method and fair value is deemed to be the same as this.

Cash and cash equivalents - approximate to the carrying amounts stated in the accounts.

Trade, other payables and amounts due to group undertakings - these are carried at amortised cost using the effective interest method and fair value is deemed to be the same as this.

Short-term loans and overdrafts – approximates to the carrying amount because of the short maturity of these instruments.

Long term loans – based on quoted market prices in the case of the securitised debt; approximates to the carrying amount in the case of the senior term loan and second lien facility.

Lease liabilities – the fair value of obligations under lease liabilities is estimated by discounting future cash flows using rates currently available for debt on similar terms, credit risk and remaining maturities.

The Group's financial instruments consist of securitised loan notes, bank and other borrowings and cash, the main purpose of which is to raise finance for the Group's operations. The Group's other financial instruments, such as trade receivables and payables, arise directly from its operations.

Fair value hierarchy

IFRS 13 requires that the classification of financial instruments at fair value be determined by reference to the source of inputs used to derive fair value.

The classification uses the following three-level hierarchy:

- Level 1 – quoted prices in active markets for identical assets or liabilities;
- Level 2 – inputs other than quoted prices included within level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices); and
- Level 3 – inputs for the asset or liability that are not based on observable market data (unobservable inputs).

The fair values of the securitised bonds; senior secured notes; privately places notes and euro floating rate notes are measured at market price and are therefore evaluated to be level 1 in the fair value hierarchy. The fair value of the Group's second lien facility and bank loans and overdrafts are deemed to be level 2 in the fair value hierarchy. All other financial instruments carried at fair value have been measured by a level 2 valuation method.

Derivative financial instruments

The carrying values of derivative financial instruments in the balance sheet are as follows:

	26 September 2021 £m	27 September 2020 £m
Cross currency interest rate swaps		
Non-current liabilities	**30**	3
	30	3

The interest rate swaps replace the Euribor rate on the Group's €496 million floating rate loan notes with a fixed rate. The Group has chosen not to apply hedge accounting for its interest rate swap given the additional costs of meeting the extensive documentation requirements of IFRS 13. Consequently, movements in fair value are recognised in the income statement.

Notes *(continued)*

22 Financial instruments *(continued)*

Capital risk management

The Group's capital structure consists of debt, issued share capital and reserves. These are managed effectively to minimise the Group's cost of capital, to add value to shareholders and to service debt obligations. The securitised debt is monitored by a variety of measures, which are reported to the debt providers on a quarterly basis. The Group assesses the performance of the business, the level of available funds and the short to medium term strategic plans concerning capital spend as well as the need to meet financial covenants and such assessment influences the level of dividends payable.

The main risks from the Group's financial instruments are interest rate risk, currency risk, liquidity risk and credit risk. The policy for managing each of the Group's risks is set out as follows.

Liquidity risk

Liquidity risk is risk that the Group may not be able to meet its financial obligations as they fall due. The Group seeks to manage financial risk to ensure sufficient liquidity is available to meet foreseeable needs by regular cash flow forecasting and reporting; monitoring of the maturity of financial liabilities to avoid the risk of a shortage of funds and maintenance of undrawn bank facilities. The table below summarises the maturity profile of the Group's debt based on contractual, undiscounted cash flows including interest.

At 26 September 2021	**Within 1 year £m**	**1-2 years £m**	**2-5 years £m**	**> 5 years £m**	**Total £m**
Interest-bearing loans and borrowings					
- capital	**100**	**105**	**2,378**	**639**	**3,222**
- interest	**246**	**239**	**514**	**106**	**1,105**
- cross currency interest rate swaps	**-**	**30**	**-**	**-**	**30**
Revolving credit facility	**-**	**-**	**(2)**	**-**	**(2)**
Trade payables	**132**	**-**	**-**	**-**	**132**
Other payables	**46**	**-**	**-**	**-**	**46**
	524	**374**	**2,890**	**745**	**4,533**

At 27 September 2020	£m	£m	£m	£m	£m
Interest-bearing loans and borrowings					
- capital	38	100	1,972	865	2,975
- interest	230	233	662	177	1,302
- cross currency interest rate swaps	-	-	3	-	3
Revolving credit facility	-	-	172	-	172
Trade payables	96	-	-	-	96
Other payables	65	-	-	-	65
	429	333	2,809	1,042	4,613

Interest rate risk

The Group finances its operations through a mixture of trading cash, bank overdraft facilities and fixed and floating secured loan notes and bonds. The Group's objective is to manage exposure to changes in interest rates. This exposure is managed by borrowing at fixed rates for a large proportion of its debt, being the securitised bonds; the senior secured notes and the privately placed notes. The Group seeks to minimise the impact of interest rate fluctuations from its euro floating rate loan notes and uses interest rate swaps to manage exposure.

Notes *(continued)*

22 Financial instruments *(continued)*

Managing interest rate benchmark reform and associated risks

A fundamental reform of major interest rate benchmarks is being undertaken globally, including the replacement of some interbank offered rates (IBORs) with alternative nearly risk-free rates (referred to as 'IBOR reform'). The Group has exposures to IBORs on its financial instruments that will be replaced or reformed as part of these market-wide initiatives. There is uncertainty over the timing and the methods of transition in some jurisdictions that the Group operates in. The Group anticipates that IBOR reform will impact its risk management.

The Group has modified all of its floating-rate liabilities indexed to sterling LIBOR to reference SONIA. The Group's IBOR exposures to non-derivative financial liabilities as at 26 September 2021 were the second lien facility indexed to GBP LIBOR and floating rate notes indexed to Euribor. The calculation methodology of Euribor changed during 2019. In July 2019, the Belgian Financial Services and Markets Authority granted authorisation with respect to Euribor under the *European Union Benchmarks Regulation*. This allows market participants to continue to use Euribor for both existing and new contracts and the Group expects that Euribor will continue to exist as a benchmark rate for the foreseeable future.

The Group monitors the progress of transition from IBORs to new benchmark rates by reviewing the total amounts of contracts that have yet to transition to an alternative benchmark rate and the amounts of such contracts that include an appropriate fallback clause. The Group considers that a contract is not yet transitioned to an alternative benchmark rate when interest under the contract is indexed to a benchmark rate that is still subject to IBOR reform, even if it includes a fallback clause that deals with the cessation of the existing IBOR (referred to as an 'unreformed contract').

The following table shows the total amounts of unreformed contracts and those with appropriate fallback language at 27 September 2020 and at 26 September 2021. The amounts of financial liabilities are shown at their carrying amounts and derivatives are shown at their notional amounts.

At 26 September 2021	**GBP LIBOR Total amount of unreformed contracts £m**
Financial assets	
- Amounts due from parent undertakings	**6**
Financial liabilities	
- Revolving credit facility	**-**
- Second lien facility	**400**
At 27 September 2020	
Financial assets	
- Amounts due from parent undertakings	6
Financial liabilities	
- Revolving credit facility	175
- Second lien facility	400

Notes *(continued)*

22 Financial instruments *(continued)*

Security

The revolving credit facility; senior secured notes; privately placed notes; euro floating notes and second lien facility borrowings are governed by debentures pursuant to English law incorporating customary fixed and floating charge security over the assets of the charging companies being Stonegate Pub Company Limited and certain of its subsidiaries, deemed the Restricted Group, and Cayman Islands law governed equitable share mortgages over the shares of Stonegate Pub Company Limited and certain other members of the Restricted Group incorporated under the laws of the Cayman Islands.

Unique Pub Properties Limited is not deemed a Restricted Subsidiary as its assets are secured by way of fixed charge for the benefit of its bond holders within its securitisation structure. The security pledged for the securitised bonds is collectively over the whole securitisation incorporating a first fixed charge in favour of the Trustee over the Issuer's right, title, interest and benefit, present and future to all properties, cash, eligible investments and income generated by Unique Pub Properties Limited.

The total value of assets within the Group secured by way of a fixed or floating charge as at 26 September 2021 is property, plant and equipment £3,041 million (2020: £3,056 million), investment property £138 million (2020: £104 million) and non-current assets held for sale £19 million (2020: £40 million).

Covenants

The Group is subject to a number of financial covenants in relation to its borrowing facilities. There are four covenants that relate to the debt as follows:

Two of the covenants relate to the securitised bonds and are tested and reported at each quarter end. The Debt Service Cover Ratio (DSCR) measures the ability of the securitised group to meet its debt service whilst the Net Worth covenant in the securitised group must be at least £300 million. During the prior period Bondholder consent was sought for an amendment to the Debt Service Cover Ratio covenant allowing current year EBITDA to be substituted for prior year EBITDA for the June 2020 and September 2020 quarters for any pubs closed due to Covid-19. This mechanic benefitted the covenant calculation again through to Q3 of the current financial year. The Group has met both covenants during the financial year.

The other two covenants relate to the RCF. These comprise a Consolidated Net Leverage Ratio that is tested quarterly and a Minimum Liquidity covenant that is tested monthly whilst the RCF is more than 40% drawn. During the prior period Management sought a waiver such that the EBITDA used in the net leverage ratio calculation was fixed at a pre-agreed level. This waiver was extended further during the current year and expired following the end of Q3. The Group met both covenants during the year.

Currency risk

All of the revenues and the majority of the costs of the Group are in sterling. The Group uses cross currency interest rate swaps to manage exposure to the impact of currency risk from its debt denominated in euros.

Notes *(continued)*

22 Financial instruments *(continued)*

Credit risk

The amount of trade and other receivables included in the balance sheet are net of an expected credit loss (ECL) provision. The Group has adopted the simplified impairment model to measure the expected lifetime credit losses on its trade receivables. Using a provision matrix the Group analyses its historic bad debt experience to create an ageing profile which it then applies to its trade receivables balance as at the reporting date. The Group writes off its trade receivables when it has no reasonable expectation of recovery of the debt. The carrying amount of financial assets represents the maximum credit exposure.

The ageing of trade and other receivables at the balance sheet date, gross of the doubtful debt provision, is as follows:

	26 September 2021 £m	27 September 2020 £m
Not past due	**43**	47
0-30 days past due	**4**	2
31-60 days past due	**4**	-
61-90 days past due	**2**	2
Greater than 90 days past due	**11**	25
	64	76

An analysis of the provision held against trade receivables is set out below. This provision related to trade receivables which are primarily owed by publicans.

	26 September 2021 £m	27 September 2020 £m
Provision as at 27 September 2020	**5**	-
Transfer on business combinations	**-**	2
Increase in provision during the year	**2**	4
Provision released during the year	**(3)**	(1)
Provision as at 26 September 2021	**4**	5

Notes *(continued)*

23 Provisions

	Onerous site costs £m	Health and safety claims £m	Total £m
At 29 September 2019	9	4	13
Adjusted to right-of-use assets on adoption of IFRS 16	(7)	-	(7)
Adjusted to retained earnings on adoption of IFRS 16	(1)	-	(1)
Released	-	(2)	(2)
At 27 September 2020	1	2	3
Additions	-	3	3
At 26 September 2021	**1**	**5**	**6**

The onerous site costs provision includes amounts for costs of securing closed sites.

The health and safety claims provision is an estimate of the claims which the Group expects to settle over the next few years. The level of provision has been based on management's estimated future pay outs.

In the prior period on 10 March 2020, the ongoing legal case regarding Walkabout Swansea, which the Group was fully indemnified against, was settled for £Nil. The provision of £2 million relating to this has been released and the debtor of £2 million has been removed in the prior period.

24 Share capital & Other Reserves

	26 September 2021 £m	27 September 2020 £m
Called up, allotted and fully paid:		
526,834,300 ordinary shares of £0.01 each	**5**	5

Ordinary shares

The company's ordinary shares, which carry no right to fixed income, each carry the right to one vote at general meetings of the company.

Share premium

Consideration received for shares issued above their nominal value net of transaction costs.

Revaluation reserve

The upwards measurement of property, plant and equipment to fair value prior to transfer to investment properties is recognised in revaluation reserve.

Capital contribution reserve

The receiving of services from certain employees in exchange for share issued by an indirect parent company is recognised in capital contribution reserve.

Notes *(continued)*

25 Commitments

Capital commitments

Capital commitments for property, plant and equipment:

	26 September 2021 £m	27 September 2020 £m
Contracted but not provided	**6**	3

26 Leases

Leases as a lessee

Impacts for the period

The Group follows the same basis of categorisation to both free hold property and leasehold property to determine where to present assets on the balance sheet and therefore right of use assets are recognised in investment property, non-current assets held for sale and property, plant and equipment depending on the type of sub lease (where it is sub let) or the commitment to dispose of the property/lease. The following table sets out the movement in the Group's right-of-use assets during the period and the carrying value at 26 September 2021:

			Property, plant and equipment		
Right-of-use-assets	**Investment property £m**	**Non-current assets held for sale £m**	**Property £m**	**Vehicles £m**	**Total £m**
On transition to IFRS 16 at 30 September 2019	-	-	691	1	692
Modifications	-	-	9	2	11
Additions through business combinations	21	3	309	2	335
Transfer to non-current assets held for sale	-	5	(5)	-	-
Depreciation charge for the period	-	-	(65)	(1)	(66)
Impairment	(1)	(1)	(27)	-	(29)
Derecognition	-	-	(4)	-	(4)
At 27 September 2020	20	7	908	4	939
Modifications	-	-	7	1	8
Depreciation charge for the period	-	-	(63)	(1)	(64)
Impairment	-	-	(2)	-	(2)
Impairment reversal	-	-	6	-	6
Revaluation	(1)	-	-	-	(1)
Transfers	4	-	(4)	-	-
Derecognition	-	(4)	(7)	-	(11)
Balance at 26 September 2021	**23**	**3**	**845**	**4**	**875**

Notes *(continued)*

26 Leases *(continued)*

The following amounts have been recognised in profit or loss for which the Group is a lessee:

Leases under IFRS 16	**2021 52 weeks £m**	2020 52 weeks £m
Interest expense on lease liabilities	**49**	39
Depreciation of right of use assets	**64**	66
Impairment of right of use assets	**2**	29
Impairment reversal of right of use assets	**(6)**	-
Revaluation of right of use assets	**1**	-
Expenses relating to short-term leases	**-**	1
Expenses relating to leases of low-value assets	**-**	1
Expenses relating to variable lease payments not included in the measurement of lease liabilities	**-**	(1)
	110	135

The following amounts have been recognised in the statement of cash flows for which the Group is a lessee:

	2021 52 weeks £m	2020 52 weeks £m
Interest payments	**66**	22
Principal payments	**18**	-
Total cash outflow for leases	**84**	22

In relation to those leases under IFRS 16, for the 52 weeks ending 26 September 2021, the Group's operating profit metric improved by £33 million (2020: £21 million) as the new depreciation expense is lower than the IAS 17 operating lease charge; however net finance costs are higher than this, at £49 million (2020: £39 million), such that net profit after tax is lower (2020: lower) compared to the previous IAS 17 reporting basis. Operating profit before depreciation, amortisation, impairment and loss on sale of non-current assets is higher (2020: higher) compared to the previous IAS 17 reporting basis.

Notes *(continued)*

26 Leases *(continued)*

Leases as a lessor

The Group leases a proportion of its properties to tenants. The majority of lease agreements have terms of between one and 30 years, most of the leases with terms of over three years include RPI or CPI base rent adjustments and provisions for rent reviews on either a three year or five year basis. Where the Group is the intermediate lessor the sublease is classified as a finance lease by reference to the right of use asset, all other leases are classified as operating leases.

The maturity analysis of the undiscounted lease payments to be received for finance leases is as follows:

	26 September 2021 £m	27 September 2020 £m
Less than one year	**1**	1
In more than one year and less than two years	**3**	1
Between two and five years	**1**	3
More than five years	**5**	8
	10	13
Future finance cost	**(4)**	(5)
	6	8
Recognised as:		
Non current financial asset	**4**	6
Current financial asset	**2**	2
Total undiscounted lease receivable	**6**	8

The maturity analysis of the undiscounted lease payments to be received for operating leases is as follows:

	26 September 2021 £m	27 September 2020 £m
Less than one year	**102**	95
In more than one year and less than two years	**84**	81
Between two and five years	**182**	158
More than five years	**242**	264
Total undiscounted lease receivable	**610**	598

Notes *(continued)*

27 Retirement benefits

Defined contribution pension schemes

The Group operates three defined contribution stakeholder schemes for certain employees. The pension cost charge for the period represents contributions payable by the Group to the schemes and amounted to £5 million (2020: £4 million) At the period end the Group had outstanding contributions payable to the schemes of £Nil (2020: £Nil).

Defined benefit pension schemes

On 21 June 2011, as part of the Plato Company 3 acquisition the Group acquired two defined benefit schemes, the Laurel Pub Pension scheme and the Yates Group Pension scheme, which are closed to new members and closed to further accruals for existing members. The assets of the schemes are held in single, separate trustee administered funds.

A full actuarial valuation for the Laurel Pub Pension scheme was carried out as at 29 February 2020. For the purposes of IAS19 the actuarial valuation as at 29 February 2020, which was carried out by a qualified independent actuary, has been updated on an approximate basis to 26 September 2021.

A full actuarial valuation for the Yates Group Pension scheme was carried out as at 29 February 2020. For the purposes of IAS19 the actuarial valuation as at 29 February 2020, which was carried out by a qualified independent actuary, has been updated on an approximate basis to 26 September 2021.

The following tables illustrate the impact of both the Laurel Pub Pension scheme and the Yates Group Pension scheme on the consolidated income statement, the consolidated statement of comprehensive income (SOCI) and the consolidated balance sheet.

The amounts recognised in the balance sheet are as follows:

	26 September 2021	27 September 2020
Laurel Pub Pension scheme	**£m**	£m
Fair value of plan assets	**98**	86
Present value of defined benefit obligation	**(92)**	(93)
Liability in the scheme	**6**	(7)
Effect of asset ceiling	**(17)**	-
Net retirement benefit liability recognised in the balance sheet	**(11)**	(7)
Yates Group Pension scheme	**£m**	£m
Fair value of plan assets	**15**	14
Present value of defined benefit obligation	**(14)**	(13)
Surplus in the scheme	**1**	1
Effect of asset ceiling	**-**	-
Net retirement benefit surplus recognised in the balance sheet	**1**	1
Total net retirement benefit recognised in the balance sheet	**(10)**	(6)

As the Group has concluded there is no unconditional right to a surplus on wind up, the net deficit on the Laurel Pub Pension scheme has been recognised at the present value of minimum funding requirements.

At the end of the life of the Yates Group Pension scheme, the Company has an unconditional right to a refund and any such refund would be paid out only on a net of tax basis.

Notes *(continued)*

27 Retirement benefits *(continued)*

Movements in the present value of scheme liabilities are as follows:

	26 September 2021	27 September 2020
Laurel Pub Pension scheme	**£m**	£m
Present value of scheme liabilities at beginning of period	**93**	93
Interest cost	**1**	2
Actuarial losses	**4**	1
Benefits paid	**(6)**	(3)
Present value of scheme liabilities at end of period	**92**	93
Yates Group Pension scheme	**£m**	£m
Present value of scheme liabilities at beginning of period	**13**	13
Actuarial losses	**2**	-
Benefits paid	**(1)**	-
Present value of scheme liabilities at end of period	**14**	13
Total present value of scheme liabilities at end of period	**106**	106

Movements in the fair value of scheme assets are as follows:

	26 September 2021	27 September 2020
Laurel Pub Pension scheme	**£m**	£m
Fair value of scheme assets at beginning of period	**86**	88
Interest income	**1**	2
Return on plan assets excluding interest income	**12**	(3)
Contributions paid by employer	**5**	2
Benefits paid	**(6)**	(3)
Fair value of scheme assets at end of period	**98**	86
Yates Group Pension scheme	**£m**	£m
Fair value of scheme assets at beginning of period	**14**	14
Return on plan assets excluding interest income	**1**	-
Contributions paid by employer	**1**	-
Benefits paid	**(1)**	-
Fair value of scheme assets at end of period	**15**	14
Total fair value of scheme assets at end of period	**113**	100

Notes *(continued)*

27 Retirement benefits *(continued)*

Interest costs are shown in finance costs and service costs and expenses are recognised in operating costs. The amounts recognised in the income statement for the period was £Nil (2020: £Nil).

Analysis of amounts recognised in the SOCI in the period:

	2021	2020
	52 weeks	52 weeks
Laurel Pub Pension scheme	**£m**	£m
Return on plan assets excluding interest income	**12**	(3)
Experience gains	**(2)**	-
Effects of changes in financial assumptions	**(2)**	(2)
Effect of asset ceiling	**(17)**	4
Re-measurement losses recognised in the SOCI	**(9)**	(1)
Yates Group Pension scheme	**£m**	£m
Return on plan assets excluding interest income	**1**	-
Experience gains	**(1)**	-
Effects of changes in demographic assumptions	**(1)**	-
Re-measurement gains recognised in the SOCI	**(1)**	-
Total re-measurement losses recognised in the SOCI	**(10)**	(1)

Cumulative amounts recognised in the SOCI:

	26 September	27 September
	2021	2020
	£m	£m
At beginning of period	**(14)**	(13)
Re-measurement losses in the period	**(10)**	(1)
At end of period	**(24)**	(14)

Notes *(continued)*

27 Retirement benefits *(continued)*

The history of experience adjustments on the schemes for the current and previous financial periods is as follows:

Laurel Pub Pension scheme	**2021 £m**	2020 £m	2019 £m	2018 £m	2017 £m
Present value of retirement benefit liabilities	**(92)**	(93)	(93)	(79)	(84)
Fair value of plan assets	**98**	86	88	76	73
Net liability in the scheme	**6**	(7)	(5)	(3)	(11)
Experience adjustment on scheme	**4**	-	-	(1)	1
Percentage of scheme liabilities	**(4.3)%**	0.5%	0.1%	1.4%	(0.9)%
Experience adjustments on scheme assets	**12**	(3)	12	-	(2)
Percentage of scheme assets	**12.2%**	(3.2)%	13.9%	(0.4)%	(2.6)%
Yates Group Pension scheme	**£m**	£m	£m	£m	£m
Present value of retirement benefit liabilities	**(14)**	(13)	(13)	(13)	(14)
Fair value of plan assets	**15**	14	14	13	14
Net asset in the scheme	**1**	1	1	-	-
Experience adjustment on scheme	**2**	-	-	-	-
Percentage of scheme liabilities	**(10.7)%**	0.4%	0.1%	2.1%	(2.7)%
Experience adjustments on scheme assets	**1**	-	1	-	-
Percentage of scheme assets	**6.7%**	(1.7)%	10.4%	(0.9)%	(1.9)%

The Group has agreed with the trustees of the Laurel Pub Pension scheme that it will aim to eliminate the deficit by the payment of annual contributions of £2 million each year until 2026. The Group will meet the other annual fees and expenses (excluding the annual PPF levy) incurred by the scheme subject to a cap of £270,000 per scheme year.

The full actuarial valuation of the Yates Group Pension scheme showed a deficit of £3 million. The Group has agreed with the trustees of the Yates Group Pension scheme that it will aim to eliminate the deficit over a period of 3 years by the payment of annual contributions of £500,000 per annum.

The assumptions relating to longevity underlying the pension liabilities at the balance sheet date are based on standard actuarial mortality tables and include an allowance for future improvements in longevity. The assumptions are equivalent to expecting a 65-year old to live for a number of years as follows:

	26 September 2021	27 September 2020
Male retiring in 2021	**21.4 years**	21.0 years
Female retiring in 2021	**23.1 years**	23.0 years
Male retiring in 2046	**23.1 years**	22.8 years
Female retiring in 2046	**25.0 years**	24.9 years

The principal actuarial assumptions (expressed as weighted averages) at the period end were as follows:

	26 September 2021	27 September 2020
Laurel Pub Pension Scheme		
Discount rate	**1.9%**	1.6%
Rate of increase in pension payment	**3.2%**	2.8%
Inflation (RPI)	**3.4%**	2.9%
Inflation (CPI)	**2.7%**	2.2%
Yates Group Pension Scheme		
Discount rate	**1.9%**	1.6%
Rate of increase in pension payment	**2.7%**	2.2%
Inflation (RPI)	**3.4%**	2.9%
Inflation (CPI)	**2.7%**	2.2%

Notes *(continued)*

27 Retirement benefits *(continued)*

The fair values of the plan assets and the return on those assets for both schemes were as follows:

	2021	2020
	£m	£m
Laurel Pub Pension Scheme		
Equities	**36**	36
Bonds	**55**	49
Cash	**7**	1
Fair value of plan assets	**98**	86
Actual return on plan assets	**13**	(1)
Yates Group Pension Scheme		
Equities	**4**	6
Bonds	**8**	8
Cash	**3**	-
Fair value of plan assets	**15**	14
Actual return on plan assets	**1**	-

Analysis of the sensitivity to the principal assumptions of the present value of the defined benefit obligation is set out below:

		Impact on scheme liabilities	
		26 September	27 September
		2021	2020
	Change in assumption	**£m**	£m
Laurel Pub Pension Scheme			
Discount rate	Increase of 0.10% p.a.	**(2)**	(2)
Rate of inflation	Increase of 0.10% p.a.	**2**	2
Rate of mortality	Increase in life expectancy of 1 year	**3**	4
Yates Group Pension Scheme			
Discount rate	Increase of 0.25% p.a.	**-**	-
Rate of inflation	Increase of 0.25% p.a.	**-**	-
Rate of mortality	Increase in life expectancy of 1 year	**-**	-

The sensitivities shown above are approximate. Each sensitivity considers one change in isolation. The inflation sensitivity includes the impact of changes to the assumptions for revaluation and pension increases. The average duration of the defined benefit obligation at the period ending 26 September 2021 is 19 years for the Laurel Pub Pension scheme (2020: 19 years) and 14 years for the Yates Group Pension scheme (2020: 12 years).

The plan typically exposes the Group to actuarial risks such as investment risk, interest rate risk, mortality risk and longevity risk. A decrease in corporate bond yields, a rise in inflation or an increase in life expectancy would result in an increase to plan liabilities. This would detrimentally impact the balance sheet position and may give rise to increased charges in future income statements. This effect would be partially offset by an increase in the value of the plan's bond holdings. Additionally, caps on inflationary increases are in place to protect the Yates Group Pension scheme against extreme inflation.

Notes *(continued)*

28 Related party transactions

Transactions between group companies, which are related parties, have been eliminated on consolidation and are not contained in this note.

Transactions with senior management personnel

Senior management comprises the executive directors and management board. The senior management personnel compensation is as follows:

	2021	2020
	52 weeks	52 weeks
	£m	£m
Salaries and short-term employee benefits	**3**	6
Post-employment pension benefits	**-**	-
	3	6

There was no other remuneration paid in either the current or prior period.

Other related party transactions

Included in amounts due from parent undertakings is a balance of £1 million owing from Stonegate Pub Company Pikco Limited, the immediate parent company (2020: £1 million).

There is an amount of £2 million (2020: £2 million) owing to Stonegate Pub Company Midco Limited, a parent undertaking, at 26 September 2021, which is included in trade and other payables.

During the period the Group was invoiced management charges of £Nil (2020: £1 million) by TDR Capital LLP. The amount outstanding at 26 September 2021 was £Nil (2020: £Nil).

The Group also operated a handful of public houses on behalf of entities affiliated with investment funds managed by TDR Capital LLP, known as Cubitt House Limited. The balance owing as a result of transactions on its behalf at 26 September 2021 was £105,000 (2020: £93,000).

In a prior period Stonegate Pub Company Limited provided a loan to Stonegate Pub Company Holdings Limited, a parent undertaking, of £6 million. The loan is repayable on 4 April 2022 and charges annual interest of LIBOR + 2.50%. The amount owed of £6 million is included in trade and other receivables (2020: £6 million included in non-current trade and other receivables).

29 Management Incentive Plan

During the period ended 29 September 2019; the Group established a management incentive plan to reward certain employees, including directors and managers, for their future service. Under the plan those employees will realise a gain only if there is a growth in the equity value of the business (subject to certain 'ratchets') and only if an exit event occurs. The award has been classified as equity-settled. An exit event would occur either upon an initial public offering of the Stonegate group ('IPO') or some other form of sale (e.g. to a trade buyer).

In the current period, on 8 January 2021 the scheme was replaced with a new management incentive plan so that it also included certain legacy EIG employees and new Stonegate employees, alongside a change to the quantum of returns at an exit event following the acquisition of EI Group. The scheme is operated by the Group's ultimate owners and was established through subscription to shares in the Group's parent company, Stonegate Pub Company Holdings Limited. A total of 1.8 million shares have been issued at an aggregate price of £19.9 million (£10.93 per share).

In order to determine the fair value at the date of replacement, Management have engaged a third party to value the MIP immediately before and after the replacement. The value, determined using a Monte Carlo simulation, is £13.5 million, which is an uplift of £2.1 million for new members and £2.8 million for the change in return parameters. No dividends will accrue under this award.

Notes *(continued)*

29 Management Incentive Plan *(continued)*

There is inherent uncertainty in determining a suitable vesting period given that an exit event, whilst within the control of the Group's ultimate owners, may not happen for many years if at all. However, for the purposes of considering the impact of IFRS 2, the directors have used a vesting period of 5 years. As a result, a charge of £1 million (2020: £Nil) has been recognised as an equity settled share based payment expense in the income statement.

There are no other share based payment schemes.

30 Ultimate parent undertaking

The ultimate parent company is Stonegate Pub Company Topco Sarl, a company incorporated in Luxembourg. The ultimate controlling party is TDR Capital Stonegate L.P., an investment fund managed by TDR Capital LLP, a private equity management firm.

31 Post balance sheet events

Subsequent to the period end on 22 December 2021, the Group has modified its second lien and revolving credit floating-rate facilities indexed to sterling LIBOR to reference SONIA as a result of the global reform of interest rate benchmarking.

Also subsequent to the period end on 10 January 2022 the Group acquired the remaining 25% of shares in Hippo Inns Limited, a joint venture for £1.5 million. Hippo Inns comprises 12 high quality pubs located in prime London and Greater London neighbourhoods and are known for their premium food offer.