

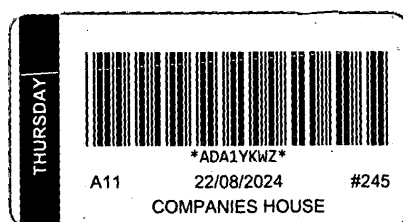
Co. House

Registration number: 02027459

Michael I Holdsworth Limited

Annual Report and Financial Statements

for the Year Ended 29 February 2024



Michael I Holdsworth Limited

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Michael I Holdsworth Limited

Company Information

Directors	R M E Holdsworth G F Adnitt J L Boyd M L Holdsworth
Registered office	The Mill Manchester Road Tideswell Derbyshire SK17 8LN
Auditors	Hawsons Chartered Accountants Statutory Auditor Pegasus House 463a Glossop Road Sheffield S10 2QD

Michael I Holdsworth Limited

Strategic Report for the Year Ended 29 February 2024

The directors present their strategic report for the year ended 29 February 2024.

Michael I Holdsworth Limited (trading as Holdsworth Foods) are delivered wholesalers of frozen, chilled and ambient pre-packed foods to the catering industry. We operate from 10 depots in Derbyshire, Yorkshire, Lincolnshire, Bedfordshire, Worcestershire, Powys, Essex & Dorset.

Founded in 1969, we have grown to become one of the largest independently owned food service distributors in the UK as a result of our commitment to offer customers a competitive package with the best quality, value for money products and excellent service. Our customer base includes hotels, pubs and national pub chains, restaurants, Local Authorities, visitor attractions and heritage sites, cafes, coffee shops and sandwich bars.

Managing Director's statement

The directors are happy that the company has performed well in the current economic climate.

2023 saw some easing in food inflation but costs remain high. The widely reported pressures on cost of living remain; which leads to suppressed demand in hospitality and leisure. Owing to our broad customer base, we are partly sheltered from this but overall consumer demand remains suppressed.

Investment in the business has continued throughout the period. We have invested heavily on 3 of our sites in rooftop solar PV; which will provide some insulation from the increased costs of electricity. We have a pipeline of new vehicles coming into the business that were delayed due to demand being high and supply short post-covid. We are also concentrating on investing in our staff through training, renewed equipment and fair pay. Furthermore, we have a programme of investment in new systems that will lead to efficiencies within the administrative areas of the business.

We continue to concentrate on offering the best quality service to our customers, developing our product range and reducing our climate impact.

Fair review of the business

The results for the year are set out in the financial statements.

The directors believe that integrity is fundamental for successful relationships, both internally and externally. Reputation, confidence and trust are what have contributed to the long-term success of the business and it is at the forefront of the decision-making process.

Our quality and legislative compliance is achieved by implementing new industry legislation as advised through our trade memberships including the British Frozen Food Federation, Freight Transport Association and the Cold Chain Federation. We maintain our accreditations, using internal and third party audit processes to ISO:9001, STS Storage and Distribution and Soil Association Organic Wholesaler standards.

Sales for the year held well, resulting in a turnover of £143.8m, which represents a 7.4% increase on the previous year. Gross profit increased by 2% and overheads increased by 9.5%. We expect overheads to increase further in 2024–2025. Whilst energy and fuel prices have stabilised, they remain historically high. Insurance, maintenance and infrastructure costs are expected to continue rising whilst inflationary pressures remain.

The directors believe the annual report and financial statements, taken as a whole, to be fair, balanced and understandable and provides the information necessary for the shareholders to assess the group's performance, business model and strategies.

Michael I Holdsworth Limited

Strategic Report for the Year Ended 29 February 2024 (continued)

Principal risks and uncertainties

The continuity of food supplies is fundamental to our business operation. We have a large supplier base and can mitigate some risk by sourcing equivalent alternative goods from different suppliers rather than relying heavily on buying a large number of products from a small number of suppliers.

The global political landscape remains uncertain and as a result, so do supply chains. We are well-placed to mitigate uncertainties in supply but this puts pressure on our buying and stock control teams, as well as generating administrative burdens and increased costs.

The changing climate continues to concern the food sector. Throughout the year we have experienced various product supply issues owing to extreme weather conditions around the globe that have affected crop yields. Food inflation has continued throughout the period but we have experienced a more generalised settling in supply chains. Naturally this leads to greater competitor activity and price pressures.

The threat from competitors is mitigated by active key account management, monitoring product pricing and maintaining quality and service delivery.

Stakeholder engagement

As a Board, we have a legal responsibility under section 172 of the Companies Act 2006 to act in the way we consider, in good faith, would be most likely to promote the company's success for the benefit of its members as a whole, and to have regard to the long-term effect of our decisions on the company and its stakeholders. This statement looks at how we outwork this responsibility.

Key objectives

Our objectives are continued business growth via increased market share, to provide sustainable reward for our shareholders and staff whilst continuing to meet our customers' product, service delivery and price requirements. We are committed to our aims of minimising our environmental impact and operating our business in a sustainable manner.

Our key stakeholders, and the ways in which we engage with them, are as follows:

Our customers and suppliers

With over 4500 product lines, we are able to supply a wide range of sectors in the hospitality industry. We continually review our geographical areas to ensure we can offer the same, high levels of service across all sectors and regions. The relationships we build with customers have allowed us to establish a great deal of loyalty with some continuing for more than 20 years. We regularly support customers by way of sponsorship or donation of money or goods for various events.

Our supplier relationships are hugely important, consistency in product quality and supply is of utmost importance in our industry. We endeavour to develop long-lasting supplier partnerships and have worked with many of our suppliers for at least 10 years and some since the business was founded over 50 years ago.

Building long-lasting supplier relationships is of utmost importance. We agree terms of payment with suppliers when contracting for their products and/or services.

Michael I Holdsworth Limited

Strategic Report for the Year Ended 29 February 2024 (continued)

Our staff and communities

There are currently over 400 members of staff including four Holdsworth family members which we feel helps to give Holdsworth an advantage over some other similar businesses through an added sense of loyalty, commitment and collective values. Many of our staff have worked with us since the business was in its early days. We encourage career development by promoting from within the organisation wherever possible, many of the senior managers have been promoted through the business which gives our management team a wealth of experience and helps to promote a sense of job security throughout all employees. We want our organisation to be a positive place to work and strive to be a supportive and flexible employer.

We support the local and wider communities by way of financial and product donations, both for registered charities and also for community associations located near our depots. These include a broad range of organisations from homeless charities, foodbanks, mental health charities, hospice care, education, residential homes and sports clubs.

Our environment

As part of our continuing drive for improvement, we have developed an Environmental Policy which sets out our commitment to reducing our environmental impact and, where possible, improving the local environmental conditions. We have undertaken to make every employee of the company understand and implement the aspects of this policy in their day to day work, through regular communication of objectives and achievements.

Holdsworth qualifies for the ESOS (Energy Saving Opportunity Scheme). This assessment audits the energy used by our buildings, processes and transport to identify cost-effective energy saving measures. We became fully ESOS compliant in 2015 and were re-assessed in 2019. Building on ESOS, from 2021 onwards we measure and report on our energy and carbon emissions annually as a business via SECR (Streamlined Energy & Carbon Reporting).

In early 2024 our planned solar PV installations at our Evesham, Bedford and Chesterfield sites were completed. We now have over 700 kWp of rooftop solar installed across our sites; which is forecast to generate in excess of 630 MWh of electricity annually; saving around 100 tonnes of CO2 per year. In addition to this we continue our programme of renewing equipment for energy saving, efficient alternatives. This must always be coupled with awareness across the business in working with energy efficiency in mind.

Our distribution fleet is Euro V and Euro VI compliant. Preventative maintenance contracts are in place for all our delivery vehicles and associated plant, ensuring they operate at maximum efficiency. Deliveries are routed to ensure the shortest journey time possible, thus reducing emissions, food miles and our carbon footprint. The multi-temperature nature of our vehicles enables catering establishments to receive frozen, chilled and ambient goods in one delivery, reducing food miles in the supply chain.

We source and supply many products which meet sustainable standards, enabling customers to meet their own sustainable procurement and product targets. Holdsworth carries Soil Association Accreditation as a wholesaler of Organic Certified products, together with carrying product lines which are certified to various sustainable standards including but not limited to: Free Range, Farm Assured, MCS/MSC and Fairtrade.

Holdsworth prevent packaging waste being sent to landfill by minimising general waste collections in favour of either fully separated or mixed recycling collections. In 2018, our Tideswell Head Office became our first 'zero waste to landfill' site. Holdsworth are fully compliant with the Waste Packaging Producer Responsibility Regulations and meet our responsibilities via membership of the European Recycling Platform Compliance Scheme (Reg. No. NPWD1787)

The procurement and provision of services to our sites also reduces supply chain miles as Holdsworth have a policy of using local contractors for service provision wherever possible, rather than national providers.

Michael I Holdsworth Limited

Strategic Report for the Year Ended 29 February 2024 (continued)

Future developments

Our short term strategy includes the assessment of our non-financial indicators such as our Quality and Safety policies and accreditations, IT requirements, employee and customer needs.

Our medium term strategy is to continue to manage the continuity of business throughout our organisation whilst we further develop our existing sites, improve facilities, and invest in new technologies to improve efficiency.

Our long term strategy is to continue to expand our business from our existing sites, together with seeking out new opportunities whilst operating in a sustainable manner.

29/07/2024

Approved by the Board on and signed on its behalf by:



.....
R M E Holdsworth
Director

Michael I Holdsworth Limited

Directors' Report for the Year Ended 29 February 2024

The directors present their report and the audited financial statements for the year ended 29 February 2024.

Directors of the company

The directors who held office during the year were as follows:

R M E Holdsworth

R J C Warhurst (resigned 24 November 2023)

E V Trevethick (resigned 22 November 2023)

G F Adnitt (appointed 21 September 2023)

J L Boyd (appointed 24 November 2023)

M L Holdsworth (appointed 24 November 2023)

Principal activity

Michael I Holdsworth Limited (trading as Holdsworth Foods) are delivered wholesalers of frozen, chilled and ambient pre-packed foods to the catering industry. We operate from 10 depots in Derbyshire, Yorkshire, Lincolnshire, Bedfordshire, Worcestershire, Powys, Essex and Dorset.

Our objectives are continued business growth via increased market share, to provide sustainable reward for our shareholders and staff whilst continuing to meet our customers' product, service delivery and price requirements. We are committed to our aims of minimising our environmental impact and operating our business in a sustainable manner.

Dividends

Dividends paid during the year amounted to £5,852,402 (2023 - £4,592,500).

Employment of disabled persons

The company is an equal opportunity employer. The aim of our policy is to ensure that no job applicant or employee receives less favourable treatment on the grounds of age, gender, colour, race, religion, nationality or ethnic origin, or is disadvantaged by conditions or requirements that are not essential for the carrying out of the specified job.

To ensure that such direct or indirect discrimination is not occurring, recruitment and other employment decisions will be monitored. Selection criteria and procedures will also be reviewed to ensure that they are not adversely and unjustifiably affecting the opportunities of persons from a particular racial group, and that in recruitment, all candidates are considered solely on the basis of their relevant merits and abilities.

All employees will be given equal opportunity and encouraged to progress within the organisation. It is the duty of all employees to accept their personal responsibility in the implementation of the policy. At the same time, the company acknowledges that specific responsibilities fall upon management, supervisors and individuals professionally involved in recruitment and employee administration.

Michael I Holdsworth Limited

Directors' Report for the Year Ended 29 February 2024 (continued)

Employee involvement

Holdsworth has developed a strong sense of commitment to our employees and strive to be a supportive and flexible employer. It is our policy to encourage and develop all members of staff to realise their maximum potential. Wherever possible, vacancies are filled from within the company and adequate opportunities for internal promotion are created. We are committed to identifying the opportunities for employees to maintain and improve their performance and to develop their potential to a maximum level of attainment. In this way, staff will make their best possible contribution to the organisation's continued success.

Environmental policies

As part of our continuing drive for improvement, we have developed an Environmental Policy which sets out our commitment to reducing our environmental impact and, where possible, improving the local environmental conditions. We have undertaken to make every employee of the company understand and implement the aspects of this policy in their day to day work, through regular communication of objectives and achievements. More details of our Environmental Policy can be seen in our Strategic Report.

Streamlined Energy and Carbon Reporting

Aspect	2024	CO2e	2023	CO2e
	Energy (kWh)	(tonnes)	Energy (kWh)	(tonnes)
Scope 1 Emissions				
Company vehicles, grey fleet, natural gas & propane	14,845,106	3,531.3	14,836,944	3,567
Scope 2 Emissions				
Purchased electricity	8,443,570	1,748.4	8,569,707	1,657
Scope 3 Emissions				
Optional - not covered	-	-	-	-
Totals	23,288,676	5,279.8	23,406,652	5,224

Intensity Metric

Metric	2024	2023
kg of total CO2e per £1,000 of turnover	37	39

The company's energy use and emissions reported relate to premises, company vehicles and grey fleet. Scope 3 emissions are not currently measured by the company.

The data for this SECR report has been compiled using the same methodology used for ESOS with carbon emissions being calculated using the Government Guidelines for GHG Reporting.

In 2023-24, Scope 1 Emissions decreased by around 1.0% (Company vehicles & the grey fleet account for 98.5% of Scope 1 emissions.) Scope 2 emissions increased by around 5.5%. Looking at Scope 2, there was a decrease in energy use (kWh) of 1.5%. However, the grid emission factor for 2023 was higher than in 2022. The intensity metric reduced from 39.0 to 36.7, an improvement of around 5.9%.

Green electricity is produced at our Derbyshire Head Office by way of a photovoltaic system to power our 12,000 sq. ft. cold store. We are committed to increasing the amount of green electricity generated in the future and have installed a further photovoltaic system at our new Bedford Depot. We are in the planning stages of a large photovoltaic installation at several other Holdsworth Foods sites. We currently have 70kWp solar PV installed at our Tideswell Head Office, a further 201 kWp commissioned at our Evesham cold store in January 2024 and a further 470 kWp due for commissioning at our Chesterfield & Bedford sites in Q1 2024.

Michael I Holdsworth Limited

Directors' Report for the Year Ended 29 February 2024 (continued)

Existing warehouse lighting is renewed with high efficiency LED lighting on a rolling basis, with full site replacement having taken place at our Halifax Butchery and Aveley Dry Store. We have invested heavily in air curtain doors on our cold stores and vehicles to reduce heat load on the fixed plant and vehicle refrigeration systems, coupled with increased insulation thickness and lower u-values on all our cold stores and new vehicles. Cold store plant is carefully monitored and optimised to reduce the need for defrost cycles, to reduce compressor run-time and to minimise the risk of refrigerant loss.

We ensure vehicles are fully maintained, routed to reduce mileage and our staff are trained to drive in a manner that reduces emissions. Our distribution fleet is renewed with Euro 6 compliant multi-temperature vehicles with alternator driven refrigeration units, rather than separate diesel engines. All delivery vehicles are brought to temperature during the night on electricity reducing load on the vehicle's traction engine during the day, reducing emissions and at times between grid peak loads to reduce the carbon intensity of the electricity imported.

The company fully complied with ESOS Phase Three by the energy audit route.

Directors' liabilities

The company has made qualifying third party indemnity provisions for the benefits of its directors which were made during the year and remain in force at the date of this report.

Disclosure of information to the auditors

The directors of the company who held office at the date of the approval of this Annual Report as set out above confirm that:

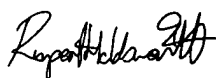
- so far as they are aware, there is no relevant audit information (information needed by the company's auditors in connection with preparing their report) of which the company's auditors are unaware, and
- they have taken all the steps that they ought to have taken as directors in order to make themselves aware of any relevant audit information and to establish that the company's auditors are aware of that information.

Reappointment of auditors

The auditors, Hawsons Chartered Accountants, are deemed to be reappointed under section 487(2) of the Companies Act 2006.

29/07/2024

Approved by the Board on and signed on its behalf by:



.....
R M E Holdsworth
Director

Michael I Holdsworth Limited

Statement of Directors' Responsibilities

The directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations.

Company law requires the directors to prepare financial statements for each financial year. Under that law the directors have elected to prepare the financial statements in accordance with United Kingdom Generally Accepted Accounting Practice (United Kingdom Accounting Standards and applicable law). Under company law the directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed, subject to any material departures disclosed and explained in the financial statements; and
- prepare the financial statements on the going concern basis unless it is inappropriate to presume that the company will continue in business.

The directors are responsible for keeping adequate accounting records that are sufficient to show and explain the company's transactions and disclose with reasonable accuracy at any time the financial position of the company and enable them to ensure that the financial statements comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the company and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

Michael I Holdsworth Limited

Independent Auditor's Report to the Members of Michael I Holdsworth Limited

Opinion

We have audited the financial statements of Michael I Holdsworth Limited (the 'company') for the year ended 29 February 2024, which comprise the Statement of Comprehensive Income, the Balance Sheet, the Statement of Changes in Equity and Notes to the Financial Statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 29 February 2024 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

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

Conclusions relating to going concern

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

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

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

Other information

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

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

We have nothing to report in this regard.

Michael I Holdsworth Limited

Independent Auditor's Report to the Members of Michael I Holdsworth Limited (continued)

Opinion on other matter prescribed by the Companies Act 2006

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

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

Matters on which we are required to report by exception

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

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

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

Responsibilities of directors

As explained more fully in the Statement of Directors' Responsibilities set out on page 9, the directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

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

Auditor responsibilities for the audit of the financial statements

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

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

Michael I Holdsworth Limited

Independent Auditor's Report to the Members of Michael I Holdsworth Limited (continued)

The company is subject to laws and regulations that directly and indirectly affect the financial statements. Based on our understanding of the company and the environment it operates within, we determined that the laws and regulations which were most significant included FRS 102, Companies Act 2006, Health and Safety regulations and Food Safety and Hygiene regulations. We considered the extent to which non-compliance with these laws and regulations might have a material effect on the financial statements, including how fraud might occur. We evaluated management's incentives and opportunities for fraudulent manipulation of the financial statements (including the risk of override of controls), and determined that the principal risks were related to the posting of inappropriate journal entries to improve the company's result for the period and management bias in key accounting estimates.

Audit procedures performed by the engagement team included:

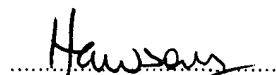
- Discussions with management and those responsible for legal compliance procedures within the company to obtain an understanding of the legal and regulatory framework applicable to the company and how the company complies with that framework, including consideration of known or suspected instances of non-compliance with laws and regulations and fraud;
- Identifying and assessing the design effectiveness of controls that management has in place to prevent and detect fraud and non-compliance with laws and regulations;
- Challenging assumptions and judgements made by management in their significant accounting estimates;
- Identifying and testing journal entries, in particular any journal entries posted with unusual account combinations or posted by senior management.

There are inherent limitations in the audit procedures described above and the more removed non-compliance with laws and regulations is from the events and transactions reflected in the financial statements, the less likely we are to become aware of it. Also, the risk of not detecting a material misstatement due to fraud is higher than the risk of not detecting one resulting from error, as fraud may involve deliberate concealment by, for example, forgery or intentional misrepresentations, or through collusion.

A further description of our responsibilities is available on the Financial Reporting Council's website at www.frc.org.uk/auditors/audit-assurance/auditor-s-responsibilities-for-the-audit-of-the-fi/description-of-the-auditor-s-responsibilities-for. This description forms part of our auditor's report.

Use of our report

This report is made solely to the company's members, as a body, in accordance with Chapter 3 of Part 16 of the Companies Act 2006. Our audit work has been undertaken so that we might state to the company's members those matters we are required to state to them in an auditor's report and for no other purpose. To the fullest extent permitted by law, we do not accept or assume responsibility to anyone other than the company and the company's members as a body, for our audit work, for this report, or for the opinions we have formed.



Craig Burton (Senior Statutory Auditor)

For and on behalf of Hawsons Chartered Accountants, Statutory Auditor

Pegasus House
463a Glossop Road
Sheffield
S10 2QD

Date: 15/08/2024

Michael I Holdsworth Limited

Statement of Comprehensive Income for the Year Ended 29 February 2024

	Note	2024 £	2023 £
Turnover	2	143,813,831	133,941,073
Cost of sales		<u>(105,587,576)</u>	<u>(96,483,730)</u>
Gross profit		38,226,255	37,457,343
Distribution costs		(23,554,336)	(21,427,787)
Administrative expenses		(5,505,939)	(5,121,014)
Other operating income	3	<u>357,071</u>	<u>264,890</u>
Operating profit	4	9,523,051	11,173,432
Income from other fixed asset investments		1,600	400
Other interest receivable and similar income	8	811,727	275,084
Interest payable and similar charges	9	<u>(69,218)</u>	<u>(26,224)</u>
Profit before tax		10,267,160	11,422,692
Taxation	10	<u>(2,538,170)</u>	<u>(2,152,602)</u>
Profit for the financial year		<u>7,728,990</u>	<u>9,270,090</u>
Total comprehensive income for the year		<u><u>7,728,990</u></u>	<u><u>9,270,090</u></u>

The above results were derived from continuing operations.

Michael I Holdsworth Limited

(Registration number: 02027459)

Balance Sheet as at 29 February 2024

	Note	2024 £	2023 £
Fixed assets			
Tangible assets	11	5,118,517	3,936,129
Investments	12	<u>50,400</u>	<u>48,800</u>
		<u>5,168,917</u>	<u>3,984,929</u>
Current assets			
Stocks	13	9,117,386	10,045,730
Debtors	14	11,044,439	10,586,166
Cash at bank and in hand		<u>14,631,263</u>	<u>12,639,735</u>
		34,793,088	33,271,631
Creditors: Amounts falling due within one year	15	<u>(14,969,264)</u>	<u>(14,977,967)</u>
Net current assets		<u>19,823,824</u>	<u>18,293,664</u>
Total assets less current liabilities		24,992,741	22,278,593
Creditors: Amounts falling due after more than one year	15	(770,843)	(357,283)
Provisions for liabilities	10	<u>(706,000)</u>	<u>(282,000)</u>
Net assets		<u>23,515,898</u>	<u>21,639,310</u>
Capital and reserves			
Called up share capital	19	25,035	25,035
Profit and loss account		<u>23,490,863</u>	<u>21,614,275</u>
Shareholders' funds		<u>23,515,898</u>	<u>21,639,310</u>

29/07/2024

These financial statements were approved and authorised for issue by the Board on and signed on its behalf by:



R M E Holdsworth
Director

Michael I Holdsworth Limited

Statement of Changes in Equity for the Year Ended 29 February 2024

	Share capital £	Profit and loss account £	Total £
At 1 March 2023	25,035	21,614,275	21,639,310
Profit for the year	-	7,728,990	7,728,990
Total comprehensive income	-	7,728,990	7,728,990
Dividends	-	(5,852,402)	(5,852,402)
At 29 February 2024	25,035	23,490,863	23,515,898

	Share capital £	Profit and loss account £	Total £
At 1 March 2022	25,035	16,936,685	16,961,720
Profit for the year	-	9,270,090	9,270,090
Total comprehensive income	-	9,270,090	9,270,090
Dividends	-	(4,592,500)	(4,592,500)
At 28 February 2023	25,035	21,614,275	21,639,310

The notes on pages 16 to 27 form an integral part of these financial statements.

Michael I Holdsworth Limited

Notes to the Financial Statements for the Year Ended 29 February 2024

1 Accounting policies

Statutory information

Michael I Holdsworth Limited is a private company, limited by shares, domiciled in England and Wales, company number 02027459. The registered office is at The Mill, Manchester Road, Tideswell, SK17 8LN.

Summary of significant accounting policies and key accounting estimates

The principal accounting policies applied in the preparation of these financial statements are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Statement of compliance

These financial statements were prepared in accordance with Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'.

Basis of preparation

These financial statements have been prepared using the historical cost convention except that as disclosed in the accounting policies certain items are shown at fair value. The presentation currency is United Kingdom pounds sterling, which is the functional currency of the company. The financial statements are those of an individual entity.

Summary of disclosure exemptions

The company is a qualifying entity for the purposes of FRS102 and has therefore taken advantage of the disclosure exemptions available in FRS102 in relation to the preparation of a cash flow statement and the disclosure of intra group transactions.

Going concern

After due consideration of all relevant factors, the directors have a reasonable expectation that the company has adequate resources to continue in operational existence for the foreseeable future. Accordingly, they continue to adopt the going concern basis in preparing the annual report and accounts.

Revenue recognition

Turnover comprises the fair value of the consideration received or receivable for the sale of goods and provision of services in the ordinary course of the company's activities. Turnover is shown net of sales/value added tax, returns, rebates and discounts.

Revenue from the sale of goods is recognised when the goods are delivered to the customer.

Tax

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

The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date.

Michael I Holdsworth Limited

Notes to the Financial Statements for the Year Ended 29 February 2024 (continued)

1 Accounting policies (continued)

Deferred tax shall be recognised in respect of all timing differences at the reporting date, except as otherwise required by FRS102. Timing differences are differences between taxable profits and total comprehensive income as stated in the financial statements that arise from the inclusion of income and expenses in tax assessments in periods different from those in which they are recognised in financial statements. Deferred income tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date. Unrelieved tax losses and other deferred tax assets shall be recognised only to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits.

Tangible assets

Tangible fixed assets are stated in the balance sheet at cost, less any subsequent accumulated depreciation and subsequent accumulated impairment losses. The cost of tangible fixed assets includes directly attributable incremental costs incurred in their acquisition and installation.

Depreciation

Depreciation is charged so as to write off the cost of assets, less any estimated residual value, over their estimated useful lives, as follows:

Asset class	Depreciation method and rate
Land and buildings	Over the lease term
Plant and machinery	Over 4 to 15 years
Motor vehicles	Over 4 to 5 years

Stocks

Stock is valued at the lower of cost and net realisable value, after due regard for obsolete and slow moving stocks. Cost is determined on a first in first out basis. Net realisable value is based on selling price less anticipated costs to completion and selling costs.

Defined contribution pension obligation

Contributions to defined contribution plans are recognised as employee benefit expense when they are due. If contribution payments exceed the contribution due for service, the excess is recognised as a prepayment.

Leases

Leases in which substantially all the risks and rewards of ownership are retained by the lessor are classified as operating leases. Payments made under operating leases are charged to profit or loss on a straight-line basis over the period of the lease.

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

Assets held under finance leases are recognised at the lower of their fair value at inception of the lease and the present value of the minimum lease payments. These assets are depreciated on a straight-line basis over the shorter of the useful life of the asset and the lease term. The corresponding liability to the lessor is included in the balance sheet as a finance lease obligation.

Lease payments are apportioned between finance costs in the profit and loss account and reduction of the lease obligation so as to achieve a constant periodic rate of interest on the remaining balance of the liability.

Michael I Holdsworth Limited

Notes to the Financial Statements for the Year Ended 29 February 2024 (continued)

1 Accounting policies (continued)

Financial instruments

Financial instruments are classified and accounted for, according to the substance of the contractual arrangement, as financial assets, financial liabilities or equity instruments. An equity instrument is any contract that evidences a residual interest in the assets of the company after deducting all of its liabilities. Where shares are issued any component that creates a financial liability of the company is presented as a liability in the balance sheet. The corresponding dividends relating to the liability component are charged as interest expense in the profit and loss account.

Judgements in applying accounting policies and key sources of estimation uncertainty

In preparing the financial statements, the directors are required to make certain judgements and assumptions based upon parameters available at the time the financial statements are prepared. Existing circumstances and assumptions about future developments, however, may change due to market changes or circumstances beyond the control of the company and its directors. Such changes are reflected in the assumptions when they occur.

Judgements that management has made in the process of applying the accounting policies that have the most significant effect on the amounts recognised in the financial statements, and key assumptions concerning the future, and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are as follows:

The annual depreciation charge for tangible assets is sensitive to changes in the estimated useful economic lives and residual values of the assets. The useful economic lives and residual values are re-assessed annually. They are amended when necessary to reflect current estimates, based on technological advancement, future investments, economic utilisation and the physical condition of the assets. See note 11 for the carrying amount of the tangible assets.

The company makes an estimate of the recoverable value of trade debtors. When assessing impairment of trade debtors; management considers factors including the current credit rating of the debtor, the ageing profile of debtors and historical experience. See note 14 for the net carrying amount of trade debtors.

2 Turnover

The total turnover of the company for the year has been derived from its principal activity wholly undertaken in the United Kingdom.

All revenue is derived from the sale of goods.

3 Other operating income

The analysis of the company's other operating income for the year is as follows:

	2024	2023
	£	£
Other income	<u>357,071</u>	<u>264,890</u>

Michael I Holdsworth Limited

Notes to the Financial Statements for the Year Ended 29 February 2024 (continued)

4 Operating profit

Operating (loss)/profit is stated after charging:

	2024 £	2023 £
Profit on disposal of tangible fixed assets	(17,770)	(65,550)
Depreciation of owned assets	1,074,367	1,166,711
Depreciation of assets held under hire purchase contracts	454,810	171,653
Amortisation	-	29,556

5 Auditors' remuneration

	2024 £	2023 £
Audit of the financial statements	22,300	21,250
Other fees payable to auditors		
Tax services	3,500	3,325
Other services	9,108	4,250
	12,608	7,575

6 Staff costs

The aggregate payroll costs (including directors' remuneration) were as follows:

	2024 £	2023 £
Wages and salaries	15,023,076	13,492,781
Social security costs	1,499,721	1,399,471
Pension costs, defined contribution scheme	553,784	496,479
	17,076,581	15,388,731

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

	2024 No.	2023 No.
Administration	38	35
Distribution and selling	413	404
	451	439

Michael I Holdsworth Limited

Notes to the Financial Statements for the Year Ended 29 February 2024 (continued)

7 Directors' remuneration

The directors' remuneration for the year was as follows:

	2024 £	2023 £
Remuneration (including benefits in kind)	99,231	12,891
Contributions paid to money purchase schemes	6,179	-
	<u>105,410</u>	<u>12,891</u>

During the year the number of directors who were receiving benefits and share incentives was as follows:

	2024 No.	2023 No.
Accruing benefits under money purchase pension scheme	<u>2</u>	<u>-</u>

8 Other interest receivable and similar income

	2024 £	2023 £
Bank interest receivable	<u>811,727</u>	<u>275,084</u>

9 Interest payable and similar charges

	2024 £	2023 £
Hire purchase interest	63,536	26,224
Other interest	<u>5,682</u>	<u>-</u>
	<u>69,218</u>	<u>26,224</u>

10 Income tax

Tax charged/(credited) in the income statement

	2024 £	2023 £
Current taxation		
UK corporation tax	2,114,170	1,850,602
Deferred taxation		
Arising from origination and reversal of timing differences	<u>424,000</u>	<u>302,000</u>
	<u>2,538,170</u>	<u>2,152,602</u>

Michael I Holdsworth Limited

Notes to the Financial Statements for the Year Ended 29 February 2024 (continued)

10 Income tax (continued)

The tax on profit before tax for the year is higher than the standard rate of corporation tax in the UK (2023 - lower than the standard rate of corporation tax in the UK) of 24.49% (2023 - 19%).

The differences are reconciled below:

	2024 £	2023 £
Profit before tax	10,267,160	11,422,692
Corporation tax at standard rate	2,514,427	2,170,311
Expenses not deductible in determining taxable profit	16,736	13,577
Deferred tax calculated at 25% rather than standard rate	9,040	71,739
Enhanced first year tax allowances	(2,033)	(103,025)
Total tax charge	2,538,170	2,152,602

Deferred tax

Deferred tax assets and liabilities

	Asset £	Liability £
2024		
Difference between capital allowances and depreciation	-	734,000
Unpaid pension contributions	28,000	-
	28,000	734,000
2023		
Difference between capital allowances and depreciation	-	308,000
Unpaid pension contributions	26,000	-
	26,000	308,000

Michael I Holdsworth Limited

Notes to the Financial Statements for the Year Ended 29 February 2024 (continued)

11 Tangible assets

	Land and buildings £	Plant and machinery £	Motor vehicles £	Total £
Cost or valuation				
At 1 March 2023	296,344	4,989,702	7,646,785	12,932,831
Additions	-	600,480	2,166,715	2,767,195
Disposals	-	(36,910)	(1,343,594)	(1,380,504)
At 29 February 2024	<u>296,344</u>	<u>5,553,272</u>	<u>8,469,906</u>	<u>14,319,522</u>
Depreciation				
At 1 March 2023	107,164	3,546,277	5,343,261	8,996,702
Charge for the year	4,422	485,575	1,039,180	1,529,177
Eliminated on disposal	-	(34,656)	(1,290,218)	(1,324,874)
At 29 February 2024	<u>111,586</u>	<u>3,997,196</u>	<u>5,092,223</u>	<u>9,201,005</u>
Carrying amount				
At 29 February 2024	<u>184,758</u>	<u>1,556,076</u>	<u>3,377,683</u>	<u>5,118,517</u>
At 28 February 2023	<u>189,180</u>	<u>1,443,425</u>	<u>2,303,524</u>	<u>3,936,129</u>

Leased assets

Included within the net book value of tangible fixed assets is £2,454,300 (2023 - £1,085,417) in respect of assets held under finance leases and similar hire purchase contracts. Depreciation for the year on these assets was £454,810 (2023 - £171,653).

Michael I Holdsworth Limited

**Notes to the Financial Statements for the Year Ended 29 February 2024
(continued)**

12 Investments held as fixed assets

Other investments

	Unlisted investments £
Cost	
At 1 March 2023	48,800
Revaluation	<u>1,600</u>
At 29 February 2024	<u>50,400</u>
Net book value	
At 29 February 2024	<u>50,400</u>
At 28 February 2023	<u>48,800</u>

13 Stocks

	2024 £	2023 £
Stocks of fuel	70,115	77,454
Frozen and dry goods for resale	<u>9,047,271</u>	<u>9,968,276</u>
	<u>9,117,386</u>	<u>10,045,730</u>

14 Debtors

	2024 £	2023 £
Trade debtors	8,758,068	9,018,694
Amounts owed by group undertakings	374,323	275,418
Other debtors	299,312	193,917
Prepayments	<u>1,612,736</u>	<u>1,098,137</u>
	<u>11,044,439</u>	<u>10,586,166</u>

Michael I Holdsworth Limited

**Notes to the Financial Statements for the Year Ended 29 February 2024
(continued)**

15 Creditors

	2024 £	2023 £
Due within one year		
Obligations under finance lease and hire purchase contracts	1,068,466	532,648
Trade creditors	10,239,859	10,487,033
Social security and other taxes	477,112	366,161
Other payables	572,867	908,509
Accrued expenses	1,297,506	1,333,015
Corporation tax	1,313,454	1,350,601
	<u>14,969,264</u>	<u>14,977,967</u>
Due after one year		
Obligations under finance lease and hire purchase contracts	<u>770,843</u>	<u>357,283</u>

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

16 Obligations under leases and hire purchase contracts

Finance leases

The finance leases primarily relate to the commercial vehicle fleet.

The total of future minimum lease payments is as follows:

	2024 £	2023 £
Not later than one year	1,142,438	563,219
Later than one year and not later than five years	838,718	378,459
	<u>1,981,156</u>	<u>941,678</u>

Operating leases

The total of future minimum lease payments is as follows:

	2024 £	2023 £
Not later than one year	933,070	867,018
Later than one year and not later than five years	2,716,505	2,781,191
Later than five years	4,228,992	4,603,962
	<u>7,878,567</u>	<u>8,252,171</u>

The amount of non-cancellable operating lease payments recognised as an expense during the year was £1,622,517 (2023 - £1,528,317).

Michael I Holdsworth Limited

Notes to the Financial Statements for the Year Ended 29 February 2024 (continued)

17 Pension and other schemes

Defined contribution pension scheme

The company operates a defined contribution pension scheme. The pension cost charge for the year represents contributions payable by the company to the scheme and amounted to £553,784 (2023 - £496,479).

Contributions totalling £113,129 (2023 - £102,479) were payable to the scheme at the end of the year and are included in creditors.

18 Commitments

Capital commitments

As at the balance sheet date, the company has capital commitments for motor vehicles.

The total amount contracted for but not provided in the financial statements was £3,995,195 (2023 - £1,124,990).

19 Share capital

Allotted, called up and fully paid shares

	2024		2023	
	No.	£	No.	£
Ordinary shares of £1 each	25,000	25,000	25,000	25,000
Deferred shares of £0.01 each	3,500	35	3,500	35
	<u>28,500</u>	<u>25,035</u>	<u>28,500</u>	<u>25,035</u>

The ordinary shares carry no restrictions on the distribution of dividends and the repayment of capital.

The deferred shares carry no voting rights. The holders of such shares are entitled to participate in dividends declared on that class of shares and are entitled to a return of capital of 1p per share in the event of a distribution on the winding up of the company.

Michael I Holdsworth Limited

Notes to the Financial Statements for the Year Ended 29 February 2024 (continued)

20 Dividends

	2024 £	2023 £
Dividends paid		
Ordinary interim dividends paid	5,834,902	4,575,000
Deferred dividends paid	17,500	17,500
	<u>5,852,402</u>	<u>4,592,500</u>

Ordinary interim dividends paid includes £4,574,250 (2023 - £3,000,000) to clear intercompany loan balances.

21 Related party transactions

Summary of transactions with other related parties

The company leases certain of its premises from other related parties.

The company operates a loan account with certain other related parties.

Expenditure with and payables to related parties

	Other related parties £
2024	
Leases	<u>144,612</u>
2023	
Leases	<u>144,612</u>

Loans from related parties

	Other related parties £
2024	
At start of period	690,945
Advanced	741,300
Repaid	<u>(1,150,293)</u>
At end of period	<u>281,952</u>

Michael I Holdsworth Limited

Notes to the Financial Statements for the Year Ended 29 February 2024 (continued)

21 Related party transactions (continued)

	Other related parties £
2023	
At start of period	690,576
Advanced	852,907
Repaid	<u>(852,538)</u>
At end of period	<u>690,945</u>

The company has taken advantage of the exemption in FRS102 from disclosing transactions with other members of the group.

22 Parent and ultimate parent undertaking

The company's immediate and ultimate parent is Holdsworth Holdings Limited, incorporated in England and Wales.

The most senior parent entity producing publicly available financial statements is Holdsworth Holdings Limited. These financial statements are available from Companies House.

The ultimate controlling party is Mr M I Holdsworth and members of his close family.