REGISTERED NUMBER: 124005 (Jersey)

WGL TOPCO LIMITED

ANNUAL REPORT AND CONSOLIDATED FINANCIAL STATEMENTS

FOR THE PERIOD ENDED 2 OCTOBER 2021

WGL TOPCO LIMITED

CONTENTS OF THE CONSOLIDATED FINANCIAL STATEMENTS
for the period ended 2 October 2021

WGL TOPCO LIMITED

COMPANY INFORMATION
for the period ended 2 October 2021

DIRECTORS:	Mr A R Tomkinson Mrs S Allan Mr P Munk Mr R Briault Mr P Williamson
REGISTERED OFFICE:	Elizabeth House 28 Esplanade St Helier JE2 3QA
REGISTERED NUMBER:	124005 (Jersey)
AUDITOR:	Deloitte LLP 1 City Square Leeds LS1 2AL
BANKERS:	Lloyds Bank plc 9 Marina Court Kingston upon Hull HU1 1TJ
SOLICITORS:	DLA Piper UK LLP Princes Exchange Princes Square Leeds LS1 4BY

WGL TOPCO LIMITED

GROUP STRATEGIC REPORT
for the period ended 2 October 2021

The Directors present their Strategic Report of the Company and the Group for the 52 weeks ended 2 October 2021.

BUSINESS REVIEW AND KEY PERFORMANCE INDICATORS

Turnover for the period was £129.9m *(2020: £122.5m)* and Operating profit was £2.9m *(2020: Operating loss £0.6m)*. 'Adjusted EBITDA' was £6.8m *(2020: £11.4m)*, defined as operating profit adjusted for depreciation, amortisation, gain on fixed asset disposal and non-recurring costs. The cash balance at the year-end was £25.7m (2020: £18.4m). Cash levels grew with profitability, the 'sale and leaseback' of a small discrete manufacturing unit and proactive working capital management.

The Key Performance Indicators for the Group are turnover, EBITDA and cash, as these are considered to be the measures that create value in the business. These are monitored monthly in the internal reporting process.

Customer demand for caravans, lodges and residential park homes has remained very strong in the year. The continuation of interruptions to daily life from the COVID pandemic has further embedded the trend for UK 'staycations'.

However, the ability to operate at normal efficiency levels through periods of supply chain shortages and disruption, together with the impact of waves of COVID hitting the UK, has hampered the company's ability to output volumes of product at pre-pandemic levels.

A number of initiatives have been invested in during the year which will reap their full benefit in subsequent financial years. An extension to an existing production line was installed in early 2021 and then a new production line, serving the growing luxury caravan market, was opened in the Summer. The new ERP software system was implemented in November 2020 bringing improved back-office capability to the organisation.

An onsite COVID test centre operated for the benefit of all staff throughout the 2nd half of the year reflecting the high level of focus on staff health and wellbeing.

During the year the rollout of a companywide bonus scheme was started which rewards factory line staff, and those that support them, for producing the highest quality holiday homes. 31 new opportunities for Apprentices were created in September 2021 as another route for Willerby to attract the best local talent.

The Company regards R&D investment as key to continuing success in the medium to long term future. As a result, the Company spent £1.5m (2020: £1.3m) in the period on research to target the introduction of new products and manufacturing processes.

Net liabilities increased to £16.6m (2020: net liabilities £10.6m) due to the losses incurred during the period. The financing structure of the Group includes £72.7m of management loan notes which gives rise to £6.7m of interest charges, which are not due to be settled in cash.

Reconciliation of operating profit to 'adjusted EBITDA'

	2021	2020
	£'000	£'000
Operating profit / (loss)	**2,939**	(615)
Depreciation - owned assets	**1,003**	1,487
Profit on disposal of fixed assets	**(2,219)**	-
Amortisation of intangible assets	**4,024**	3,748
Non-recurring items	**1,034**	6,784
'Adjusted EBITDA'	**6,781**	11,404

Non-recurring items are included as follows:

	2021	2020
	£'000	£'000
COVID – costs associated with business reorganisation and safe working plant design[1]	**971**	1,542
Willerby Gold Standard – project to embed improved product quality[2]	**-**	1,858
Rectification of product defects[2]	**-**	2,126
Staff restructuring costs[3]	**83**	652
Manufacturing operation efficiency projects[4]	**-**	606
	1,054	6,784

1 – The global COVID pandemic has continued to impact the business during the year. Differing to the prior year, to protect its employees and mitigate the impact the Company invested in an onsite testing facility for all staff as well as continuing the COVID safe working practises implemented in the prior period. During 2021, 50,000 COVID Lateral Flow tests were delivered by the test centre. In addition, in conjunction with the Local Authority, Willerby hosted a pop up Covid vaccination centre for staff and rolled out a scheme giving all staff access to onsite Winter Flu vaccinations.

During the 2021 financial period, the Company did not have any staff on Furlough and therefore did not seek any support from CBILS loans or the Job Retention support scheme.

2 – In the prior year, the business changed manufacturing standards and quality levels by introducing the market leading 'Willerby Gold Standard'. For the initial six month introduction period the costs of increased quality control and rectification were treated as non -recurring as a step change in the manufacturing processes.

3 – Following the development of the new ERP system and the revised methods of working highlighted in points 1 and 2, the business undertook a restructuring exercise. The costs shown above are the direct staff costs with regard to compensation and any notice period not worked. No additional costs are expected to arise after the balance sheet date.

4 – During 2020, to drive manufacturing efficiency, the business worked with a number of manufacturing consultants to deliver more efficient production. Costs were incurred which the Directors' believe cannot be allocated directly to the benefit of the investment therefore the costs have been treated as non-recurring.

Lost opportunity to manufacture due to COVID impact on efficiencies:

During the year, the Group's production lines operated at sub optimal levels for a number of reasons at different times through the year. The impact of staff isolation, COVID infections and COVID onsite testing, for Willerby and it's suppliers, has meant that optimal conditions to run the factory lines have not often been present. Adverse impacts causing loss of production included staff not present who had COVID or were isolating, onsite COVID testing, additional shutdown days and finally, cost of overtime to make up for supplier interruption.

The Directors have reviewed the impact of the lost opportunity to produce more units due to the factors discussed above. The Group assessed the revenue impact of these items, when comparing actual performance to forecast level, to be £18m and the 'adjusted EBITDA' impact to be £7.1m.

The Directors are not aware, at the date of this report, of any likely major changes in the Group's activities in the next year. They will closely monitor the level of net liabilities to rebuild the strength of the Group's balance sheet.

BUSINESS STRATEGY

The principal activity of the Group in the period under review was that of the manufacture and sale of holiday homes, lodges, leisure buildings and Residential Park Homes in the UK, Ireland and the European Community.

The strategy aims to continue to grow market share in these areas by providing a complete sales and service solution for its customers. As a result, the Group continues to invest in R&D and the introduction of high quality new products to satisfy customer demand.

The Group has in place a suite of funding solutions to enable customers to actively demonstrate products on their show grounds and on holiday parks.

The Group will continue to invest in its production facilities when appropriate to ensure that it is able to satisfy demand for the Willerby product portfolio of complex, high quality units including the ability to manufacture bespoke products for new customers.

FUTURE DEVELOPMENTS

The Group continues to aim to increase its market share in its core markets by the development of market leading products, produced to a high quality with first class customer service.

PRINCIPAL RISKS AND UNCERTAINTIES

COVID

The global COVID pandemic has impacted the Willerby business in much the same way as COVID has disrupted manufacturing organisations throughout the world. The team continues to learn and strengthen it's resilience for the future as the pandemic continues, building on it's solid foundations from 75 years of continuous trading. The Group has, in this 2nd year of COVID impact, continued to operate (albeit at sub optimal levels) and to regularly report with focus on staff wellbeing and strong cash management. The supply base is continually under review and a policy is in place to spread supply of key raw material inputs over a number of suppliers in order to reduce risk and to allow the business to continue to meet demand.

Competitor risk

The Group continues to operate in competitive markets. To reduce this risk the Group undertakes market research to ensure that it develops appropriate products that satisfy the needs of customers. As highlighted earlier, the Group continues to invest in product development to ensure that it has products at various stages of the product life cycle.

FINANCIAL RISK MANAGEMENT AND POLICIES

Credit risk

The Group's credit risk is primarily attributable to its trade debtors. The amounts presented in the balance sheet are net of allowances for doubtful debt. The risk is mitigated by appropriate credit control procedures. The organisation maintains strong and longstanding customer relationships. This has meant that cash collection has been very positive and highlights the ability of the Group to manage its credit risk exposure.

Liquidity Risk

In order to maintain liquidity to ensure that sufficient funds are available for ongoing operations and future developments, the company uses a mixture of long-term and short-term debt finance.

Financial instruments

The Group's financial risk management objectives and policies are operated by the Board. The principal financial risks faced by the Group relate to interest rates. To mitigate this risk, interest rate management is considered on an on-going basis. The current interest rate risk is expected to be low in the short term.

GOING CONCERN

The Directors have considered the ability of WGL Topco Limited to provide ongoing support.

The Group meets its day to day working capital requirements through a facilities loan due for renewal on 30 June 2023 and it also has the option of a further Revolving Credit Facility (RCF) if required, which is due for renewal on 30 June 2022. The Revolving Credit Facility has not been utilised for the financial period ended 2 October 2021 or subsequent to that date and is not expected to be required in the forecast period. It has therefore not been accounted for when assessing the Group's going concern assessment. In addition, the Group has cash over £16.1m at the end of January 2022.
The current economic uncertainty driven by the COVID pandemic has created particular demands in the period over (a) the level of demand for the Group's products; (b) the ability of the Group to maintain continuity of supply of raw materials; (c) the ability to operate the production facility in a COVID secure environment; and consequently the Group's ability to match unprecedented consumer demand.

The Group has net liabilities of £16.6m (2020: net liabilities £10.6m), which are due to the structure of the Group's long term shareholder funding. The Group has produced a range of cash forecasts and projections that cover the period to March 2023 to assess its trading and operational performance and its ability to operate within the available facilities during the forecast period. This is underpinned by a strong order book. These forecasts indicate that the Group will be able to operate within the level of its current facilities for during the forecast period.

Recognising the challenges above, the Directors have modelled a range of reasonable worst case scenarios to assess the ability of the Company and the Group to continue in operational existence in the event these occur. These scenarios consider reductions to revenue and increases in costs due to supply chain and operational issues and inflation and consider the impact of these on profit and cash generation. In these scenarios, a reduction in EBITDA of 85% against forecast and the corresponding cash generation reduction over the forecast period has been considered. All of the reasonable worst case scenarios modelled indicate that the Group can continue to operate withing the available facilities and meet all quarterly covenant tests. The Directors have therefore prepared the accounts on a going concern basis.

WGL TOPCO LIMITED

GROUP STRATEGIC REPORT
for the period ended 2 October 2021

S172 STATEMENT - DUTY TO PROMOTE THE SUCCESS OF THE GROUP

The Directors fulfil their duty to promote the success of the Group by ensuring that there is a strong governance structure and process running through all aspects of the Group's operations.

The Group Strategy was considered by the Board in conjunction with the Group's executive management team. Key themes being to protect the health and wellbeing of staff and to build resilience in the supply team in order to return to normal operations as soon as the pandemic situation allows. Full consideration was given to the Group's capital and funding structure and its resilience to existing and emerging risks.

The Group's strategy and business model are underpinned by the work performed by employees. All members of the Board regularly engage with them to ensure their engagement and alignment with the activities of the Group. The Board is kept informed of all relevant issues by means of a number of written reports against agreed KPIs.

In particular, during the year the Board have continued to regularly communicate with all team members to further promote the success of the Group;

i) regular staff newsletter from the CEO to improve staff engagement;

ii) the continued promotion and support of staff activities to support local charities which are voted for by the staff;

iii) continued emphasis on mental health awareness and access to the employee assistance programme;

iv) introduction of a company wide Quality Bonus scheme;

v) family focussed events i.e. theme park staff days out, special cinema events and pantomime tickets for staff;

vi) investment in a new ERP software system to support best in class back office support; and

vii) investment in existing production lines and opening of an additional production line.

The Board of Directors consider that they, both individually and collectively, have acted in a way that would be most likely to promote the success of the Group for the benefit of its members as a whole (having regard to the stakeholders and matters set out in S172(1)(a-f) of the Act) in the decisions they have taken during the period ended 2 October 2021. In making this statement the Directors considered the longer term needs of stakeholders and the environment and have taken into account the following:

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

APPROVED BY THE BOARD AND SIGNED ON ITS BEHALF BY:

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Mrs S Allan - Director

Date: 25th February 2022

WGL TOPCO LIMITED

REPORT OF THE DIRECTORS
for the period ended 2 October 2021

The Directors present their report with the financial statements of the Company and the Group for the 52 weeks ended 2 October 2021.

The business review, KPIs, business strategy, research and development, principal risks and uncertainties, financial risk management and policies, and going concern are discussed in the Strategic Report on pages 2 to 5.

PRINCIPAL ACTIVITY
The principal activity of the Group in the period under review was that of the manufacture and sale of holiday homes and leisure buildings in the UK, Ireland and the European Union.

FUTURE DEVELOPMENTS
These are discussed in the Strategic Report *(see page 4)*. There are no events after the date of the balance sheet to note.

DIRECTORS
The Directors listed below have held office during the whole of the period from 4 October 2020 to the date of this report unless otherwise stated.

The Directors shown below were in office at 2 October 2021:

Mr A R Tomkinson
Mrs S Allan
Mr P Munk
Mr R Briault
Mr P Williamson

but did not hold any beneficial interest in the following at 2 October 2021 (or date of appointment if later) or 3 October 2020:

A Ordinary shares of 1p each
B1 Ordinary shares of 1p each
B2 Ordinary shares of 5p each

DIRECTORS' INDEMNITIES
The Company has made qualifying third party indemnity provisions for the benefit of its Directors which were made during the period and remain in force at the date of this annual report.

DIVIDENDS
No dividend was paid or proposed during the period from 4 October 2020 to the date of this report *(2020: £nil)*.

CHARITABLE DONATIONS
Donations to charitable organisations amounted to £5,103 (*2020: £663*).

EMPLOYEES
Employees are encouraged to discuss with management any matters about which they are concerned and factors affecting the Group. In addition, the Board takes account of employees' interests when making decisions, and the employees are informed of the Group's performance on a regular basis. Suggestions from employees aimed at improving the Group's performance are encouraged.

DISABLED EMPLOYEES

Applications for employment by disabled persons are always fully considered, bearing in mind the abilities of the applicant concerned. In the event of members of staff becoming disabled every effort is made to ensure that their employment with the Group continues and that appropriate training is arranged. It is the policy of the Group and the Company that the training, career development and promotion of disabled persons should, as far as possible, be identical to that of other employees.

GREENHOUSE GAS EMISSIONS AND CARBON REPORING

We have reported on all sources of Greenhouse Gas emissions and energy usage as required under The Large and Medium Sized Companies and Groups (Account and Reports) Regulations 2008 as amended.

	Greenhouse gas emissions and energy usage data for the 52 weeks ended 2 October 2021	
	Tonnes of CO_2	
	2021	**2020**
Emissions from combustion of gas*	**1,679**	**1,942**
Emissions from combustion of fuel for transport purposes	**707**	**671**
Emissions from electricity purchased for own use*	**1,192**	**1,131**
Total Gross CO_2 based on above	**3,578**	**3,744**
*Energy consumption used to calculate emissions – kwh	13,959,439	14,444,910
Ratio of tonnes CO_2 to £m Revenue	**27.54**	**30.57**

STRATEGY FOR CONTINUOUS IMPROVEMENT

As one of the world's fastest growing industries, tourism is closely linked to social, economic and environmental impact, and in particular SDG 8. With the Covid-19 pandemic resulting in more people opting for eco-friendly staycations and sustainable tourism, the demand for Willerby's static caravans has reached record levels. This year, as Willerby celebrates its 75th anniversary, the Group's high-quality holiday homes and lodges can be found not only in holiday parks in the UK, but across the world.

Supporting local communities

Willerby's deep engagement with its local communities, businesses and charities aims to create a positive impact on Hull and the wider Humber region in the UK. This approach stems from the Group's own transition from a small family business to a sprawling 90-acre site with over 1,100 employees.

In 2021, Willerby created 31 opportunities for young people as part of its biggest ever apprenticeship recruitment campaign. The Group provided young people with an opportunity to kickstart their careers in a variety of roles, including business administration, digital marketing, carpentry and joinery, electrical, design and engineering. The apprenticeships combine on-the-job experience and formal training to equip the young people with the knowledge and technical and practical skills to pave the way to successful long-term careers.

In its recruitment practices, Willerby places an emphasis on supporting diversity and inclusion across the workplace. Resulting from the Group's drive for greater workforce gender balance within a traditionally male-dominated industry, almost a third of the new recruits mentioned above are female.

Building for the future

Willerby has taken several important steps during Equistone's ownership to become a more responsible business, including shifting to biomass energy and installing showground solar panels, reducing its reliance on fossil fuels. The Group is also supporting SDG 12 (Responsible Consumption & Production) by reducing waste generation through reusing the wood offcuts from its production processes to run its biomass boilers.

In addition to the eco-friendly initiatives in its own operations, Willerby's dedicated teams for procurement, supplier quality assurance, planning and warehousing work together to create a sustainable end-to-end supply chain, using local suppliers and recycled materials wherever possible.

In November 2020, after investing £1.2m of capital expenditure, the Group's Biomass heating system for its largest manufacturing site became operational. This utilises waste product from the manufacturing process, securing savings in energy costs and reducing the need for waste management services whilst also producing heating for the factory. The Group introduced a new company vehicle policy during the year that rewards drivers for choosing all Electric or Hybrid vehicles. Plans are underway to install more electric vehicle charging points across the Group's five parking areas. A Bike to Work scheme operates twice per year to encourage staff to use greener transport to work options.

WGL TOPCO LIMITED

REPORT OF THE DIRECTORS
for the period ended 2 October 2021

SUBSEQUENT EVENTS
The Directors believe that there are no significant events to report.

STATEMENT AS TO DISCLOSURE OF INFORMATION TO AUDITOR
Each of the persons who is a Director at the date of approval of this report confirms that:

- so far as the Director is aware, there is no relevant audit information of which the Group's auditor is unaware; and

- the Director has taken all the steps that he/she ought to have taken as a director in order to make himself/herself aware of any relevant audit information and to establish that the Group's auditor is aware of that information.

This confirmation is given and should be interpreted in accordance with the provisions of the Companies (Jersey) Law 1991.

AUDITOR
The auditor, Deloitte LLP, will be proposed for re-appointment at the forthcoming Annual General Meeting.

APPROVED BY THE BOARD AND SIGNED ON ITS BEHALF BY:

.....
Mrs S Allan - Director

Date: 25th February 2022

WGL TOPCO LIMITED

STATEMENT OF DIRECTORS' RESPONSIBILITIES
for the period ended 2 October 2021

The Directors are responsible for preparing 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), including FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland". The financial statements are required by law to give a true and fair view of the state of affairs of the company and of the profit or loss of the company for that period. In preparing these financial statements, the directors are required to:

- select suitable accounting policies and then apply them consistently;
- make judgments and estimates that are reasonable and prudent;
- state whether applicable UK Accounting Standards have been followed; 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 proper accounting records that 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 (Jersey) Law 1991 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.

INDEPENDENT REPORT OF THE AUDITOR'S TO THE MEMBERS OF WGL TOPCO LIMITED

Report on the audit of the financial statements

Opinion

In our opinion:

- the financial statements of WGL Topco Limited (the 'parent company') and its subsidiaries (the 'group') give a true and fair view of the state of the group's and of the parent company's affairs as at 2 October 2021 and of the group's profit for the period then ended;
- the Groups' financial statements have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice, including Financial Reporting Standard 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland"; and
- the parent company financial statements have been properly prepared in accordance with United Kingdom adopted international accounting standards and as applied in accordance with the provisions of the Companies Act 2006; and
- the financial statements have been prepared in accordance with the requirements of the Companies Act 2006.

We have audited the financial statements which comprise:

- the consolidated income statement;
- the consolidated statement of other comprehensive income;
- the consolidated and parent company balance sheets;
- the consolidated and parent company statements of changes in equity;
- the consolidated statement of cash flow; and
- the related notes 1 to 25.

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).

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor's responsibilities for the audit of the financial statements section of our report.

We are independent of the group and the parent company in accordance with the ethical requirements that are relevant to our audit of the financial statements in the UK, including the Financial Reporting Council's (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 group's and parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.

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.

Responsibilities of directors

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

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

Auditor's responsibilities for the audit of the financial statements

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

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

Extent to which the audit was considered capable of detecting irregularities, including fraud

Irregularities, including fraud, are instances of non-compliance with laws and regulations. We design procedures in line with our responsibilities, outlined above, to detect material misstatements in respect of irregularities, including fraud. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below.

We considered the nature of the group's industry and its control environment, and reviewed the group's documentation of their policies and procedures relating to fraud and compliance with laws and regulations. We also enquired of management about their own identification and assessment of the risks of irregularities.

We obtained an understanding of the legal and regulatory framework that the group operates in, and identified the key laws and regulations that:

- had a direct effect on the determination of material amounts and disclosures in the financial statements. These included UK Companies Act, Pensions Legislation, tax legislation; and

- do not have a direct effect on the financial statements but compliance with which may be fundamental to the group's ability to operate or to avoid a material penalty. These included relevant laws and regulations applicable to the Group and the sector it operates in e.g. Product quality requirements and environmental regulations.

We discussed among the audit engagement team including significant component audit teams and relevant internal specialists such as tax, property, Pensions and IT regarding the opportunities and incentives that may exist within the organisation for fraud and how and where fraud might occur in the financial statements.

As a result of performing the above, we identified the greatest potential for fraud in the following area, and our specific procedures performed to address it are described below

- revenue recognition specifically around the cut off of revenue. The procedures to address the risk included agreeing a sample of sale transactions around the year end date to underlying support to validate the transactions had been recognised in the correct period.

In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override. In addressing the risk of fraud through management override of controls, we tested the appropriateness of journal entries and other adjustments; assessed whether the judgements made in making accounting estimates are indicative of a potential bias; and evaluated the business rationale of any significant transactions that are unusual or outside the normal course of business.

In addition to the above, our procedures to respond to the risks identified included the following:

- reviewing financial statement disclosures by testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement due to fraud;
- enquiring of management and the Group's Solicitors concerning actual and potential litigation and claims, and instances of non-compliance with laws and regulations; and
- reading minutes of meetings of those charged with governance.

INDEPENDENT REPORT OF THE AUDITOR'S TO THE MEMBERS OF WGL TOPCO LIMITED

Report on other legal and regulatory requirements

Opinions on other matters prescribed by the Companies Act 2006
In our opinion, based on the work undertaken in the course of the audit:

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

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

Matters on which we are required to report by exception
Under the Companies Act 2006 we are required to report in respect of the following matters if, in our opinion:

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

We have nothing to report in respect of these matters.

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.

K Darlison

Kate Darlison FCA (Senior statutory auditor)
for and on behalf of Deloitte LLP
Statutory Auditor
Leeds, United Kingdom
25th February 2022

WGL TOPCO LIMITED

CONSOLIDATED INCOME STATEMENT
for the period ended 2 October 2021

	Notes	**PERIOD 4.10.20 TO 2.10.21 £'000**	PERIOD 29.9.19 TO 3.10.20 £'000
TURNOVER	4	**129,932**	122,478
Cost of sales		**(105,874)**	(93,065)
GROSS PROFIT		**24,058**	29,413
Administrative expenses		**(21,119)**	(34,144)
Other operating income	5	**-**	4,116
OPERATING PROFIT / (LOSS)	7	**2,939**	(615)
Interest receivable and similar income		**-**	31
Interest payable and similar expenses	8	**(10,346)**	(10,548)
LOSS BEFORE TAXATION		**(7,407)**	(11,132)
Tax on loss	9	**(1,935)**	109
LOSS FOR THE FINANCIAL PERIOD		**(9,342)**	(11,023)
Loss attributable to:			
Owners of the parent		**(9,342)**	(11,023)

All results are derived from continuing operations.

The notes form part of these financial statements

WGL TOPCO LIMITED

CONSOLIDATED STATEMENT OF OTHER COMPREHENSIVE INCOME
for the period ended 2 October 2021

	Notes	**PERIOD 4.10.20 TO 2.10.21 £'000**	PERIOD 29.9.19 TO 3.10.20 £'000
LOSS FOR THE PERIOD		**(9,342)**	(11,023)
OTHER COMPREHENSIVE EXPENSE			
(Loss) / gain on remeasurement of net defined benefit pension scheme	22	**(23)**	51
Revaluation of freehold property		**4,417**	2,068
Income tax relating to components of other comprehensive income		**(1,098)**	(401)
OTHER COMPREHENSIVE INCOME FOR THE PERIOD, NET OF INCOME TAX		**3,296**	1,718
TOTAL COMPREHENSIVE EXPENSE FOR THE PERIOD		**(6,046)**	(9,305)
Total comprehensive expense attributable to:			
Owners of the parent		**(6,046)**	(9,305)

The notes form part of these financial statements

WGL TOPCO LIMITED (REGISTERED NUMBER: 124005 (Jersey)

CONSOLIDATED BALANCE SHEET
As at 2 October 2021

	Notes	**2021** **£'000**	2020 £'000
FIXED ASSETS			
Intangible assets	11	**38,220**	42,222
Tangible assets	12	**32,064**	31,607
Pension asset	22	**316**	334
		70,600	74,163
CURRENT ASSETS			
Stocks	14	**17,371**	10,495
Debtors	15	**16,417**	24,364
Cash at bank and in hand		**25,660**	18,372
		59,448	53,231
CREDITORS			
Amounts falling due within one year	16	**(29,395)**	(29,729)
NET CURRENT ASSETS		**30,053**	23,502
TOTAL ASSETS LESS NET CURRENT LIABILITIES		**100,653**	97,665
CREDITORS			
Amounts falling due after more than one year	17	**(107,349)**	(100,574)
PROVISIONS FOR LIABILITIES	19	**(9,908)**	(7,654)
NET LIABILITIES		**(16,604)**	(10,563)
CAPITAL AND RESERVES			
Called up share capital	20	**12**	12
Share premium account	21	**317**	312
Profit and loss account	21	**(16,933)**	(10,887)
SHAREHOLDERS' DEFICIT		**(16,604)**	(10,563)

The financial statements were approved and authorised for issue by the Board of Directors on 25th February 2022 and were signed on its behalf by:

.....
Mrs S Allan - Director

The notes form part of these financial statements

WGL TOPCO LIMITED (REGISTERED NUMBER: 124005 (Jersey)

COMPANY BALANCE SHEET
As at 2 October 2021

	Notes	2021 £'000	2021 £'000	2020 £'000	2020 £'000
FIXED ASSETS					
Investments	13		**1,013**		1,013
			1,013		1,013
CURRENT ASSETS					
Debtors	15		**152**		151
CREDITORS					
Amounts falling due within one year	16		**(1,294)**		(1,227)
NET CURRENT LIABILITIES			**(1,142)**		(1,076)
TOTAL ASSETS LESS CURRENT LIABILITIES			**(129)**		(63)
NET LIABILITIES			**(129)**		(63)
CAPITAL AND RESERVES					
Called up share capital	20		**12**		12
Share premium			**317**		312
Profit and loss account			**(458)**		(387)
SHAREHOLDERS' DEFICIT			**(129)**		(63)
Company's loss for the financial period			**(71)**		(113)

The financial statements were approved and authorised for issue by the Board of Directors on 25th February 2022 and were signed on its behalf by:

.....
Mrs S Allan - Director

The notes form part of these financial statements

WGL TOPCO LIMITED

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY
for the period ended 2 October 2021

	Notes	Called up share capital £'000	Share premium £'000	Profit and loss account £'000	Total equity £'000
Balance at 28 September 2019		14	369	(1,582)	(1,199)
Changes in equity					
Loss for the period		-	-	(11,023)	(11,023)
Revaluation of Group property	12	-	-	2,068	2,068
Remeasurement of defined benefit pension scheme		-	-	51	51
Tax relating to components of other comprehensive income		-	-	(401)	(401)
Total comprehensive expense		-	-	(9,305)	(9,305)
Repurchase of share capital	20	(2)	(57)	-	(59)
Balance at 3 October 2020		**12**	**312**	**(10,887)**	**(10,563)**
Changes in equity					
Loss for the period		-	-	(9,342)	(9,342)
Revaluation of Group property	12	-	-	4,417	4,417
Remeasurement of defined benefit pension scheme		-	-	(23)	(23)
Tax relating to components of other comprehensive income		-	-	(1,098)	(1,098)
Total comprehensive expense		**-**	**-**	**(6,046)**	**(6,046)**
Issue of share capital	20	-	5	-	5
Balance at 2 October 2021		**12**	**317**	**(16,933)**	**(16,604)**

The notes form part of these financial statements

WGL TOPCO LIMITED

COMPANY STATEMENT OF CHANGES IN EQUITY
for the period ended 2 October 2021

	Notes	Called up share capital £'000	Share premium £'000	Profit and loss account £'000	Total equity £'000
Balance at 28 September 2019		14	369	(274)	109
Changes in equity					
Loss for the period and total comprehensive expense		-	-	(113)	(113)
Repurchase of share capital	21	(2)	(57)	-	(59)
Balance at 3 October 2020		**12**	**312**	**(387)**	**(63)**
Changes in equity					
Loss for the period and total comprehensive expense		-	-	(71)	(71)
Issue of share capital	21	-	5	-	5
Balance at 2 October 2021		**12**	**317**	**(458)**	**(129)**

The notes form part of these financial statements

WGL TOPCO LIMITED

CONSOLIDATED CASH FLOW STATEMENT
for the period ended 2 October 2021

	Notes	**PERIOD 4.10.20 TO 2.10.21 £'000**	PERIOD 29.9.19 TO 3.10.20 £'000
Cash flows from operating activities			
Net cash flows from operating activities	1	**4,521**	3,002
Cash flows from investing activities			
Purchase of tangible fixed assets		**(651)**	(2,815)
Sale of tangible fixed assets		**5,775**	-
Net cash flows from/(used in) investing activities		**5,124**	(2,815)
Cash flows from financing activities			
Loan repayment		**(274)**	(161)
Amortisation of loan arrangement costs		**521**	521
Share issue		**5**	9
Amor		**-**	-
Interest paid		**(2,609)**	(2,799)
Interest received		**-**	31
Net cash flows used in financing activities		**(2,357)**	(2,399)
Increase / (Decrease) in cash and cash equivalents		**7,288**	(2,212)
Cash and cash equivalents at beginning of period	2	**18,372**	20,584
Cash and cash equivalents at end of period	2	**25,660**	18,372

The notes form part of these financial statements

WGL TOPCO LIMITED

NOTES TO THE CONSOLIDATED CASH FLOW STATEMENT
for the period ended 2 October 2021

1. RECONCILIATION OF LOSS BEFORE TAXATION TO CASH GENERATED FROM OPERATIONS

	PERIOD 4.10.20 TO 2.10.21 £'000	PERIOD 29.9.19 TO 3.10.20 £'000
Loss before taxation	**(7,407)**	(11,132)
Depreciation charges	**1,034**	1,487
Amortisation charges	**4,024**	3,748
Gain on disposal of fixed assets	**(2,219)**	-
Taxation	**(1,604)**	(1,338)
Finance costs	**9,278**	8,946
Finance income	**(2)**	(31)
	3,104	1,680
(Increase) / Decrease in stocks	**(6,876)**	10,086
Decrease / (Increase) in trade and other debtors	**8,625**	(5,011)
Increase / (Decrease) in trade and other creditors	**(332)**	(3,753)
Cash generated from operations	**4,521**	3,002

2. CASH AND CASH EQUIVALENTS

The amounts disclosed on the Cash Flow Statement in respect of cash and cash equivalents are in respect of these Balance Sheet amounts:

Period ended 2 October 2021

	2.10.21 £'000	**3.10.20 £'000**
Cash and cash equivalents	**25,660**	18,372

Period ended 3 October 2020

	3.10.20 £'000	28.9.19 £'000
Cash and cash equivalents	18,372	20,584

3. NET DEBT RECONCILIATION

	3.10.20 £'000	**Cash flow £'000**	**Loan note interest roll up £'000**	**Other £'000**	**2.10.21 £'000**
Cash balance	18,372	7,288	-	-	25,660
Debt due in more than one year	(99,956)	-	(6,378)	-	(106,334)
Finance leases	(281)	116	-	-	(165)
Total borrowings (note 18)	(100,237)	116	(6,378)	-	(106,499)
Interest accrual	(2,156)	2,595	6,378	(9,084)	(2,267)
Loan arrangement fee	1,675	-	-	(374)	1,301
Adjusted borrowings	(100,718)	2,711	-	(9,458)	(107,465)
Net debt	(82,346)	9,999	-	(9,458)	(81,805)

The notes form part of these financial statements

1. STATUTORY INFORMATION

WGL Topco Limited is a private company, limited by shares, registered in Jersey. The Company's registered number and registered office address can be found on the General Information page.

2. ACCOUNTING POLICIES

Basis of preparing the financial statements
The principal accounting policies are summarised below. They have all been applied consistently throughout the period

a. General information and basis of accounting

The Company is a private company, limited by shares which is incorporated in Jersey under the Companies Act 2006. The address of the registered office is given on page 1. The nature of the Company's operations and its principal activities are set out in the Strategic Report on pages 2 to 5.

The financial statements have been prepared under the historical cost convention, modified to include certain items at fair value, and in accordance with Financial Reporting Standard 102 (FRS 102) issued by the Financial Reporting Council.

The functional currency of the Group is considered to be pounds sterling because that is the currency of the primary economic environment in which the Company operates. The consolidated financial statements are also presented in pounds sterling. Foreign operations are included in accordance with the policies set out below.

The Company meets the definition of a qualifying entity under FRS 102 and has therefore taken advantage of the disclosure exemptions available to it. Exemptions have been taken in relation to share-based payments, financial instruments, presentation of a cash flow statement, intra-group transactions and remuneration of key management personnel.

The Company has taken advantage of the following disclosure exemptions in preparing these financial statements, as permitted by FRS 102 "The Financial Reporting Standard applicable in the UK and Republic of Ireland":

- the requirements of Section 4 Statement of Financial Position paragraph 4.12(a)(iv);
- the requirements of Section 7 Statement of Cash Flows;
- the requirement of Section 3 Financial Statement Presentation paragraph 3.17(d);
- the requirements of Section 11 Financial Instruments paragraphs 11.41(b), 11.41(c), 11.41(e), 11.41(f), 11.42, 11.44, 11.45, 11.47, 11.48(a)(iii), 11.48(a)(iv), 11.48(b) and 11.48(c);
- the requirements of Section 12 Other Financial Instruments paragraphs 12.26, 12.27, 12.29(a), 12.29(b) and 12.29A;
- the requirements of Section 26 Share-based Payment paragraphs 26.18(b), 26.19 to 26.21 and 26.23;
- the requirement of Section 33 Related Party Disclosures paragraph 33.7.

b. Accounting period

The Group's accounting reference date is 30 September. Financial statements are made up to a 52 or 53 week period on a Saturday adjacent to 30 September each year. These financial statements are for a 52 week period ended 2 October 2021. The comparative figures are for a 53 week period ended 3 October 2020.

c. Turnover
Turnover is stated net of VAT and trade discounts and is recognised when the significant risks and rewards are considered to have been transferred to the buyer. Per the terms and conditions of sale, the risks and rewards transfer at the later date of required by date or production date.

d. Goodwill
Goodwill, being the amount paid in connection with the acquisition of the Willerby Group in June 2017, is being amortised evenly over its estimated useful life of 20 years. Provision is made for any impairment.

2. ACCOUNTING POLICIES - continued

e. *Intangible assets*

Intangible assets are initially measured at cost. After initial recognition, intangible assets are measured at cost less any accumulated amortisation and any accumulated impairment losses.

Intangible assets recognised at the acquisition of Willerby Group Limited in June 2017 include Customer Relationships, Brand Names and Caravan Designs. These are being amortised evenly over their useful lives as mentioned below:

Customer Relationships	**10 years**
Brand Name	**20 years**
Caravan Designs	**4.5 years**
Software	**10 years**

f. Tangible fixed assets

Tangible fixed assets are stated at cost or valuation, net of depreciation and any provision for impairment. Depreciation is provided on all tangible fixed assets at rates calculated to write off the cost or valuation, less estimated residual value, of each asset on a straight-line basis over its expected useful life, as follows:

Plant and machinery	10%-33% per annum
Freehold property	n/a (See below)
Assets under construction	n/a (See below)

Residual value represents the estimated amount which would currently be obtained from disposal of an asset, after deducting estimated costs of disposal, if the asset were already of the age and in the condition expected at the end of its useful life. No depreciation is charged to the freehold property as these are revalued under the revaluation method each year.

g. Impairment of assets and investments

Assets, other than those measured at fair value, are assessed for indicators of impairment at each balance sheet date. If there is objective evidence of impairment, an impairment loss is recognised in the Income Statement as described below.

Non-financial assets

An asset is impaired where there is objective evidence that, as a result of one or more events that occurred after initial recognition, the estimated recoverable amount of the asset has been reduced. The recoverable amount of an asset is the higher of its fair value less costs to sell and its value in use.

The recoverable amount of goodwill is derived from measurement of the present value of the future cash flows of the cash-generating units of which goodwill is a part. Any impairment loss in respect of a CGU is allocated first to the goodwill attached to that CGU, and then to other assets within that CGU on a pro-rata basis.

Where indicators exist for a decrease in impairment loss previously recognised for assets other than goodwill, the prior impairment loss is tested to determine reversal. An impairment loss is reversed on an individual impaired asset to the extent that the revised recoverable value does not lead to a revised carrying amount higher than the carrying value had no impairments been recognised. Where a reversal of impairment occurs in respect of a CGU, the reversal is applied first to the assets of the CGU, except for goodwill, on a pro-rata basis. Impairment of goodwill is never reversed.

Financial assets

For financial assets carried at amortised cost, the amount of an impairment is the difference between the asset's carrying amount and the present value of estimated future cash flows, discounted at the financial asset's original effective interest rate. For financial assets carried at cost less impairment, the impairment loss is the difference between the asset's carrying amount and the best estimate of the amount that would be received for the asset if it were to be sold at the reporting date.

Where indicators exist for a decrease in impairment loss, and the decrease can be related objectively to an event occurring after the impairment was recognised, the prior impairment loss is tested to determine reversal. An impairment loss is revered on an individual impaired financial asset to the extent that the revised recoverable amount does not lead to a revised carrying amount higher than the carrying value had no impairment been recognised.

Investments

In the Company balance sheet, investments in subsidiaries are measured at cost less impairment.

2. ACCOUNTING POLICIES - continued

h. Stocks

Stocks are stated at the lower of cost and estimated selling price less costs to sell, which is equivalent to the net realisable value. Cost includes materials, direct labour and an attributable proportion of manufacturing overheads based on normal levels of activity. Cost is calculated using the FIFO (first-in, first-out) method. Provision is made for obsolete, slow-moving or defective items where appropriate.

i. Taxation

Current tax, including UK corporation tax and foreign tax, is provided at amounts expected to be paid (or recovered) using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date.

Deferred tax is recognised in respect of all timing differences that have originated but not reversed at the balance sheet date where transactions or events that result in an obligation to pay more tax in the future or a right to pay less tax in the future have occurred at the balance sheet date. Timing differences are differences between the Group's taxable profits and its results as stated in the financial statements that arise from the inclusion of gains and losses in tax assessments in periods different from those in which they are recognised in the financial statements.

Unrelieved tax losses and other deferred tax assets are recognised only to the extent that, on the basis of all available evidence, it can be regarded as more likely than not that there will be suitable taxable profits from which the future reversal of the underlying timing differences can be deducted

Deferred tax liabilities are recognised for timing differences arising from investments in subsidiaries and associates, except where the Group is able to control the reversal of the timing difference and it is probable that it will not reverse in the foreseeable future.

Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the balance sheet date that are expected to apply to the reversal of the timing difference. Deferred tax relating to property, plant and equipment measured using the revaluation model and investment property is measured using the tax rates and allowances that apply to sale of the asset.

Where items recognised in other comprehensive income or equity are chargeable to or deductible for tax purposes, the resulting current or deferred tax expense or income is presented in the same component of comprehensive income or equity as the transaction or other event that resulted in the tax expense or income. Current tax assets and liabilities are offset only when there is a legally enforceable right to set off the amounts and the Company intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

Deferred tax assets and liabilities are offset only if: a) the Company has a legally enforceable right to set off current tax assets against current tax liabilities; and b) the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

j. Research and development

Expenditure on research and development is written off in the year in which it is incurred.

k. Foreign currencies

Transactions in foreign currencies are recorded at the rate of exchange at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies at the balance sheet date are reported at the rates of exchange prevailing at that date.

l. Leases

Rentals under operating leases are charged on a straight-line basis over the lease term, even if the payments are not made on such a basis. Benefits received and receivable as an incentive to sign an operating lease are similarly spread on a straight-line basis over the lease term.

2. ACCOUNTING POLICIES - continued

m. Pension costs and other post-retirement benefits

Employee benefits
For defined benefit schemes the amounts charged to operating profit are the costs arising from employee services rendered during the period and the cost of plan introductions, benefit changes, settlements and curtailments. They are included as part of staff costs. The net interest cost on the net defined benefit liability is charged to profit or loss and included within finance costs. Remeasurement comprising actuarial gains and losses and the return on scheme assets (excluding amounts included in net interest on the net defined benefit liability) are recognised immediately in other comprehensive income.

Defined benefit schemes are funded, with the assets of the scheme held separately from those of the Company, in separate trustee administered funds. Pension scheme assets are measured at fair value and liabilities are measured on an actuarial basis using the projected unit credit method. The actuarial valuations are obtained at least triennially and are updated at each balance sheet date.

For defined contribution schemes the amount charged to the profit and loss account in respect of pension costs and other retirement benefits is the contributions payable in the year. Differences between contributions payable in the year and contributions actually paid are shown as either accruals or prepayments in the balance sheet.

n. Financial instruments
Financial assets and financial liabilities are recognised when the Group becomes a party to the contractual provisions of the instrument.

Financial liabilities and equity instruments are classified according to the substance of the contractual arrangements entered into. An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities.

(i) *Financial assets and liabilities*

All financial assets and liabilities are initially measured at transaction price (including transaction costs), except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value (which is normally the transaction price excluding transaction costs), unless the arrangement constitutes a financing transaction. If an arrangement constitutes a finance transaction, the financial asset or financial liability is measured at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Financial assets and liabilities are only offset in the statement of financial position when, and only when there exists a legally enforceable right to set off the recognised amounts and the Group intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

Debt instruments which meet the following conditions are subsequently measured at amortised cost using the effective interest method:

(a) Returns to the holder are (i) a fixed amount; or (ii) a fixed rate of return over the life of the instrument; or (iii) a variable return that, throughout the life of the instrument, is equal to a single referenced quoted or observable interest rate; or (iv) some combination of such fixed rate and variable rates, providing that both rates are positive.

(b) There is no contractual provision that could, by its terms, result in the holder losing the principal amount or any interest attributable to the current period or prior periods

(c) Contractual provisions that permit the issuer to prepay a debt instrument or permit the holder to put it back to the issuer before maturity are not contingent on future events, other than to protect the holder against the credit deterioration of the issuer or a change in control of the issuer, or to protect the holder or issuer against changes in relevant taxation or law.

(d) There are no conditional returns or repayment provisions except for the variable rate return described in (a) and prepayment provisions described in (c).

2. ACCOUNTING POLICIES – continued

n. Financial instruments - continued

Debt instruments that are classified as payable or receivable within one year and which meet the above conditions are measured at the undiscounted amount of the cash or other consideration expected to be paid or received, net of impairment.

Other debt instruments not meeting these conditions are measured at fair value through profit or loss. Commitments to make and receive loans which meet the conditions mentioned above are measured at cost (which may be nil) less impairment.

Financial assets are derecognised when and only when a) the contractual rights to the cash flows from the financial asset expire or are settled, b) the Group transfers to another party substantially all of the risks and rewards of ownership of the financial asset, or c) the Group, despite having retained some significant risks and rewards of ownership, has transferred control of the asset to another party and the other party has the practical ability to sell the asset in its entirety to an unrelated third party and is able to exercise that ability unilaterally and without needing to impose additional restrictions on the transfer.

Financial liabilities are derecognised only when the obligation specified in the contract is discharged, cancelled or expires.

o. Interest receivable other income

Interest receivable is recognised as income in the period in which it arises.

p. Interest payable and similar costs

Interest payable is incurred on third party loans and dealer financing facilities (to provide customers with extended credit facilities), charged at market rates and accrued as an expense in the period in which it is incurred.

q. Government grant and non-recurring costs

Government grants are recognised when there is a reasonable assurance that conditions attached to the grant will be met and that the grant will be received. The grant is recognised over the period necessary to match them on systematic with the associated costs they are intended to compensate.

r. Going concern

The Directors have considered the ability of WGL Topco Limited to provide ongoing support.

The Group meets its day to day working capital requirements through a facilities loan due for renewal on 30 June 2023 and it also has the option of a further Revolving Credit Facility (RCF) if required, which is due for renewal on 30 June 2022. The Revolving Credit Facility has not been utilised for the financial period ended 2 October 2021 or subsequent to that date and is not expected to be required in the forecast period. It has therefore not been accounted for when assessing the Group's going concern assessment. In addition, the Group has cash over £16.1m at the end of January 2022.

The current economic uncertainty driven by the COVID pandemic has created particular demands in the period over (a) the level of demand for the Group's products; (b) the ability of the Group to maintain continuity of supply of raw materials; (c) the ability to operate the production facility in a COVID secure environment; and consequently the Group's ability to match unprecedented consumer demand.

The Group has net liabilities of £16.6m (2020: net liabilities £10.6m), which are due to the structure of the Group's long term shareholder funding. The Group has produced a range of cash forecasts and projections that cover the period to March 2023 to assess its trading and operational performance and its ability to operate within the available facilities during the forecast period. This is underpinned by a strong order book. These forecasts indicate that the Group will be able to operate within the level of its current facilities for during the forecast period.

Recognising the challenges above, the Directors have modelled a range of reasonable worst case scenarios to assess the ability of the Company and the Group to continue in operational existence in the event these occur. These scenarios consider reductions to revenue and increases in costs due to supply chain and operational issues and inflation and consider the impact of these on profit and cash generation. In these scenarios, a reduction in EBITDA of 85% against forecast and the corresponding cash generation reduction over the forecast period has been considered. All of the reasonable worst case scenarios modelled indicate that the Group can continue to operate withing the available facilities and meet all quarterly covenant tests. The Directors have therefore prepared the accounts on a going concern basis.

3. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

In the application of the Group's accounting policies, which are described in note 2, the Directors are required to make judgements, estimates and assumptions about the carrying amounts of assets and liabilities that are not readily apparent from other sources. The estimates and associated assumptions are based on historical experience and other factors that are considered to be relevant. Actual results may differ from these estimates. The Directors consider that the only material risks and estimates are those discussed below.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Revenue recognition
A cut off adjustment is made by management at the period end in relation to customers who have not signed up to the standard terms and conditions and therefore sales are recognised on despatch which may be later than the required by production date.

In making its judgement, management considered the detailed criteria for the recognition of revenue from the sale of goods set out in FRS 102 Section 23 Revenue and, whether the Group had transferred to the buyer the significant risks and rewards of ownership of the goods. Following the detailed quantification, the Directors are satisfied that no adjustment is required in this respect for the current period.

Property sale and leaseback
During the accounting period the Group entered sold a small and distinct production site and then entered into a lease to continue to benefit from its use. The Directors reviewed the terms of the property sale and lease contract in order to form a judgement on the correct accounting treatment of the transaction.

Based on the terms of the contract, they have concluded that the substance of the transaction is that of a property sale and subsequent lease. As the majority of the rights and obligations of ownership rest with the third party lessor, they believe that the lease meets the criteria to be treated as an operating lease. Accordingly they have presented the separately as a property sale and operating lease.

Further details of these costs are set out in the Strategic Report (pages 2-5).

Key source of estimation uncertainty

Impairment of goodwill
Determining whether goodwill is impaired requires an estimation of the value in use of the cash-generating units to which goodwill has been allocated. The value in use calculation requires the entity to estimate the future cash flows expected to arise from the cash-generating unit and a suitable discount rate in order to calculate the present value. The key assumptions used in the model are future performance expectations of the Group and discount rate. Management continuously monitor this performance and assess for any impairment indicator, despite the current performance the Directors' remain confident that the value of the goodwill is not impaired based on the expected future performance of the Group.

The carrying amount of goodwill at the balance sheet date was £13,878,000 (see Note 11). No impairment has been made.

Valuation of fixed asset investments and recoverability of inter company debtors
The Company's investments have been reviewed for impairment within the period and the recoverability of inter company debtors has been assessed. The Directors continue to believe that the carrying value of these investments and inter company debtors is supported by their underlying net assets or value in use. The key assumptions used in the model to reach this assessment are future performance expectations of the group and discount rate. Management continuously monitor this performance and assess for any impairment indicators, none of which have been noted currently. See note 13 and note 15.

4. TURNOVER

The turnover and loss *(2020 - loss)* before taxation are attributable to the one principal activity of the Group.

An analysis of turnover by geographical market is given below:

	PERIOD 4.10.20 TO 2.10.21 £'000	PERIOD 29.9.19 TO 3.10.20 £'000
United Kingdom	**125,928**	116,532
Export	**4,004**	5,946
	129,932	122,478

5. EMPLOYEES AND DIRECTORS

	PERIOD 4.10.20 TO 2.10.21 £'000	PERIOD 29.9.19 TO 3.10.20 £'000
Wages and salaries	**28,777**	27,746
Social security costs	**2,984**	2,806
Other pension costs	**883**	855
	32,644	31,407

The average number of employees during the period was as follows:

	PERIOD 4.10.20 TO 2.10.21	PERIOD 29.9.19 TO 3.10.20
Manufacturing	**791**	716
Sales, distribution and management	**186**	197
	977	913

The average number of employees by undertakings that were proportionately consolidated during the period was nil *(2020 - nil)*.

During the period, the Group received £nil *(2020: £4,116,000)* grant income from the UK Government's Coronavirus Job Retention Scheme, the income for the 2020 Financial year is shown in the Income Statement as Other Operating Income. The above salary costs in 2020 are shown gross of this income.

6. DIRECTORS' EMOLUMENTS

GROUP	**PERIOD 4.10.20 TO 2.10.21**	PERIOD 29.9.19 TO 3.10.20
Directors' remuneration	**£'000**	£'000
Aggregate emoluments	**590**	503
Aggregate pension contributions	**28**	14
	618	517

GROUP		
Highest paid director		
Aggregate emoluments	**356**	294
Aggregate pension contributions	**18**	9
	374	303

The number of Directors who are members of the pension scheme was 2 in 2021 *(2020: 2)*.

7. OPERATING PROFIT / (LOSS)

The operating profit (2020: loss) is stated after charging:

	PERIOD 4.10.20 TO 2.10.21	PERIOD 29.9.19 TO 3.10.20
	£'000	£'000
Cost of stock recognised as an expense	**77,182**	72,135
Other operating leases	**704**	535
Depreciation - owned assets	**1,034**	1,487
Gain on disposal of fixed assets	**(2,219)**	-
Goodwill amortisation	**853**	853
Patents and licences amortisation	**1,385**	1,385
Development costs amortisation	**859**	859
Computer software amortisation	**927**	651
Auditor's remuneration for the audit of the Group's financial statements	**124**	89
Auditor's remuneration for covenant compliance work	**9**	12
Research and development	**1,478**	1,302

Auditor's remuneration for WGL Topco Limited was £22k (*2020: £22k*). The audit fee is borne by Willerby Limited, a fellow Group company.

8. INTEREST PAYABLE AND SIMILAR EXPENSES

	PERIOD 4.10.20 TO 2.10.21	PERIOD 29.9.19 TO 3.10.20
	£'000	£'000
Interest payable on loan notes	**6,675**	6,147
Interest payable on CVC facility	**2,604**	2,799
Dealer financing costs	**1,072**	1,607
Defined benefit scheme past service costs and interest	**(5)**	(5)
	10,346	10,548

Dealer financing is the cost of providing extended credit facilities (through third party providers) to customers, allowing them to display a range of caravans and lodges.

9. TAXATION

Analysis of the tax charge

The tax charge on the loss for the period was as follows:

	PERIOD 4.10.20 TO 2.10.21 £'000	PERIOD 29.9.19 TO 3.10.20 £'000
Current tax:		
UK corporation tax on profits for the period	**940**	367
Adjustment in respect of prior periods	**(454)**	(257)
	486	110
Deferred tax:		
Origination and reversal of timing differences	**(1,093)**	(539)
Adjustment in respect to prior periods	**597**	48
Effect of changes in tax rates	**1,945**	272
	1,449	(219)
Tax on (loss)/profit	**1,935**	(109)

UK corporation tax was charged at 19% in 2020 (*2019: 19%*).

Reconciliation of total tax charge included in profit and loss

The tax assessed for the period is higher *(2020: higher)* than the standard rate of corporation tax in the UK. The difference is explained below:

	PERIOD 4.10.20 TO 2.10.21 £'000	PERIOD 29.9.19 TO 3.10.20 £'000
(Loss)/profit before tax	**(7,407)**	(11,132)
(Loss)/profit multiplied by the standard rate of corporation tax in the UK of 19% (2020 - 19%)	**(1,407)**	(2,115)
Effects of:		
Expenses not deductible for tax purposes	**112**	44
Non taxable income on disposal of property	**(950)**	-
Adjustments to tax charge in respect of previous periods	**143**	(211)
Amortisation of intangible assets	**162**	162
Interest paid not deductible	**1,051**	1,193
Tax rate changes	**1,945**	818
Capital gain on property disposal	**694**	-
Deferred tax liability not recognised	**185**	-
Total tax charge	**1,935**	(109)

9. TAXATION - continued

Tax effects relating to effects of other comprehensive income

	4.10.20 TO 2.10.21		
	Gross	**Tax**	**Net**
	£'000	**£'000**	**£'000**
Remeasurement of net defined pensions	**23**	**(6)**	**17**

	29.9.19 TO 3.10.20		
	Gross	**Tax**	**Net**
	£'000	**£'000**	**£'000**
Remeasurement of net defined pensions	(51)	8	(43)

In the March 2021, the UK Government announced that from 1 April 2023 the corporation rate would increase to 25% (rather than remaining at 19% as previously enacted). This new law was substantively enacted on 24 May 2021. Accordingly, deferred taxes at the balance sheet date have been measured using these enacted rates and reflected in these financial statements. The amount of deferred tax expected to be utilised in the next 12 month is £5,185,000. At 2 October 2021, the Group had unprovided deferred tax assets of £1,034,000 (*2020: £1,228,000*).

There is no expiry date on timing differences, unused tax losses or tax credits.

10. INDIVIDUAL INCOME STATEMENT

The company has not presented its own income statement as permitted by article 105(11) of the Companies (Jersey) Law 1991.

The loss for the period ended 2 October 2021 dealt with in the financial statements of the Company was £71,000 *(2020: £113,000)*.

11. INTANGIBLE FIXED ASSETS

Group

	Goodwill £'000	Customer Relationships £'000	Brand Name £'000	Caravan Designs £'000	Software £'000	Totals £'000
COST						
At 3 October 2020	17,538	13,853	17,171	2,932	3,064	**54,558**
Additions	-	-	-	-	22	**22**
At 2 October 2021	**17,538**	**13,853**	**17,171**	**2,932**	**3,086**	**54,580**
AMORTISATION						
At 3 October 2020	2,807	4,559	2,827	2,143	-	**12,336**
Amortisation for the period	853	1,385	859	652	275	**4,024**
At 2 October 2021	3,660	5,944	3,686	2,795	275	**16,360**
NET BOOK VALUE						
At 2 October 2021	**13,878**	**7,909**	**13,485**	**137**	**2,811**	**38,220**
At 3 October 2020	14,731	9,294	14,344	789	3,064	42,222

The cost of amortisation is recognised as part of the administrative expenses.

12. TANGIBLE FIXED ASSETS

Group

	Freehold Property £'000	Plant and machinery £'000	Assets under construction £'000	Totals £'000
COST OR VALUATION				
At 3 October 2020	26,451	9,288	1,694	**37,433**
Additions	-	16	614	**630**
Disposals	(3,597)	(56)	-	**(3,653)**
Transfers	-	2,305	(2,305)	-
Revaluation	4,417	-	-	**4,417**
At 2 October 2021	**27,271**	**11,553**	**3**	**38,827**
DEPRECIATION				
At 3 October 2020	80	5,746	-	**5,826**
Charge for the period	-	1,034	-	**1,034**
Disposals	-	(97)	-	**(97)**
At 2 October 2021	**80**	**6,683**	**-**	**6,763**
NET BOOK VALUE				
At 2 October 2021	**27,191**	**4,870**	**3**	**32,064**
At 3 October 2020	26,371	3,542	1,694	31,607

Cost or valuation at 2 October 2021 is represented by:

	Freehold Property £'000	Plant and machinery £'000	Assets under construction £'000	Totals £'000
Valuation in 2021	**4,417**	**-**	**-**	**4,417**
Valuation in 2020	**2,068**	**-**	**-**	**2,068**
Valuation in 2018	**10,197**	**-**	**-**	**10,197**
Cost	**10,589**	**11,553**	**3**	**22,145**
	27,271	**11,553**	**3**	**38,827**

The freehold property was revalued to fair market value at 2 October 2021. Based on a valuation undertaken by an independent valuer, Stanifords, the property was valued at open market value based on recent experience in the location and class of property being valued. Previously a valuation had taken place in 2020.

13. FIXED ASSET INVESTMENTS (restated)

Company

	Amounts owed by group undertakings (restated) £'000	Shares in group undertakings £'000	Total (restated) £'000
Cost			
At 3 October 2020	69	944	**1,013**
Additions	-	-	**-**
At 2 October 2021	69	944	**1,013**
NBV			
At 2 October 2021	**69**	**944**	**1,013**
At 3 October 2020	69	944	1,013

Certain amounts owed from Group undertakings had previously been classified as current assets with debtors. However, based on the nature of these assets they have been reclassified as a fixed asset investment as although the balances are repayable on demand, there is no intention to realise receipt within the next 12 months. As a result the prior period comparatives of £69,000 has also been restated as it was previously classified as a current asset under debtors.

United Kingdom	**Principal activity**	**No of ordinary shares**	**% Ordinary Shares**
WGL Holdco Limited +	Intermediate holding company	944,378	100
WGL Midco Limited *	Intermediate holding company	944,378	100
WGL Bidco Limited *	Intermediate holding company	944,378	100
Willerby Group Limited *	Intermediate holding company	3,758,857	100
Burndene Investments Limited *	Intermediate holding company	84,834,618	100
Willerby Limited *	Caravan holiday home manufacturing	5,100,000	100
Willerby Stocking Plan Limited *	Export of caravans for demonstration purposes	993,546	100
Willerby Group Properties Limited * (formerly Bankside Properties Limited)	Property company	6,316,481	100
Willerby Retirement Benefit Scheme Trustee Company Limited *	Pension Funding	1	100

+ held directly by WGL Holdco Ltd

** shareholding held via an intermediary subsidiary*

The registered office for all fixed asset investments is Imperial House, 1251 Hedon Road, Hull, East Yorkshire, HU9 5NA, except for Burndene Investments Limited whose registered address is 4th Floor, 115 George Street, Edinburgh, EH2 4JN.

14. STOCKS

	Group	
	2021	2020
	£'000	£'000
Raw materials	**9,824**	7,348
Work-in-progress	**2,188**	360
Finished goods	**5,359**	2,787
	17,371	10,495

There is no material difference between the balance sheet value of stocks and their replacement cost.

The Company had no stocks at the balance sheet date (*2020: £nil*).

15. DEBTORS

	Group		Company	
	2021	2020	**2021**	2020 (restated)
	£'000	£'000	**£'000**	£'000
Trade debtors	**12,647**	21,609	**-**	-
Other debtors	**596**	202	**152**	151
Debt issue costs	**110**	147	**-**	-
Corporation tax	**1,593**	475	**-**	-
Deferred tax *(see note 19)*	**257**	550	**-**	-
VAT	**954**	434	**-**	-
Prepayments	**260**	837	**-**	-
	16,417	24,254	**152**	151
Amounts falling due after more than one year:				
Debt issue costs	**-**	110	**-**	-
Aggregate amounts	**16,417**	24,364	**152**	151

Amounts owed by group undertakings have been restated (*see note 13*).

Debt issue costs mainly relate to professional fees directly attributable to negotiating the group's Revolving Credit Facility ("RCF"). The RCF was agreed in June 2017 and offers the Group companies a flexible finance facility totalling £15,000,000 up until 30 June 2022. It has not been utilised throughout the year.

Interest is charged at 2.5% plus Libor and is repayable on the credit facility used on a quarterly basis. At the period ended 2 October 2021 the RCF facility used was £nil *(2020 £nil)*.

The Group has capitalised debt issue costs directly associated with the RCF facility which are being amortised over 5 years which is in line with the RCF term availability.

The company has no debtors falling due after more than one year at the period end.

16. CREDITORS: AMOUNTS FALLING DUE WITHIN ONE YEAR

	Group		Company	
	2021	2020	**2021**	2020
	£'000	£'000	**£'000**	£'000
Trade creditors	**15,906**	20,121	-	-
Amounts owed to group undertakings	**-**	-	**1,271**	1,187
Corporation tax	**-**	-	-	-
Social security and other taxes	**1,044**	2,846	-	-
Other creditors	**871**	1,865	-	-
Other loans (see note 16)	**116**	116	**-**	-
Accruals	**11,458**	4,781	**23**	40
	29,395	29,729	**1,294**	1,227

Amounts due to Group Undertakings are interest free unsecured loans repayable on demand.

17. CREDITORS: AMOUNTS FALLING DUE AFTER MORE THAN ONE YEAR

	Group	
	2021	2020
	£'000	£'000
Bank loans (see note 18)	**34,623**	34,409
Loan notes and other loans (see note 18)	**70,410**	63,844
Loan notes – interest on Eurobond (see note 18)	**2,267**	2,156
Other loans (see note 18)	**49**	165
	107,349	100,574

Loan notes:

The loan notes were initially issued in one tranche totalling £49,000,000 on 15 June 2017, they are unsecured and carry a 10% coupon rate. The amounts shown in the balance sheet include £22,334,000 *(2020: £15,928,000)* of redeemable unsecured payment in kind notes 2027 which have been admitted to the International Stock Exchange (Jersey) and are shown net of the remaining unamortised issued costs amounting to £924,000 *(2020 £1,084,000)* which are being amortised to the income statement over the remaining term of the loan notes.

Interest accrues daily on the loan notes; hence no element of the loan note interest has been presented as due in less than one year. The loan notes are repayable, in full, on 15 June 2027.

Bank loan:

The Bank loan is secured on the assets of the Group companies.

The loan is repayable, in full, on 30 June 2023. Interest is charged on the loan in the range of 6.25% to 6.75% (depending on Quarterly leverage) plus 1% or Libor rate whichever is higher. Interest is repayable quarterly.

The Company has no creditors due after more than one year at the period end.

18. LOANS

An analysis of the maturity of loans is given below:

	Group	
	2021	2020
	£'000	£'000
Amounts falling due within one year:		
Other loans	**116**	**116**
Amounts falling due between one and five years:		
Bank loans	**34,623**	34,409
Other loans	**49**	165
	34,672	34,574
Amounts falling due in more than five years:		
Repayable otherwise than by instalments		
Loan notes more 5 years	**72,677**	66,000

Interest rate sensitivity analysis:

Other than the Bank Loan and Revolving Credit Facility, the Group's borrowings are at a fixed rate. If interest had been 100bps higher/lower and all other variables remained the same, then profit before taxation for the period ended 2 October 2021 would have decreased / increased by £350,000.

19. PROVISION FOR LIABILITIES

	Group	
	2021	2020
	£'000	£'000
Deferred tax liabilities		
Deferred tax arising on accelerated capital allowances	446	330
Deferred tax arising on intangible assets on acquisition	5,240	4,641
Deferred tax arising on property	4,191	2,721
Deferred tax arising in relation to retirement benefit obligations	31	(38)
	9,908	7,654
Deferred tax asset		
Deferred tax arising on interest payable (see note 15)	**(257)**	(550)
	9,651	7,104

Group

	Deferred tax £'000
Balance at 3 October 2020	**7,104**
Charge to Income Statement	1,449
Charge to Other Comprehensive Income	1,098
Balance at 2 October 2021	**9,651**

The Company has no provision for liabilities throughout the period.

20. CALLED UP SHARE CAPITAL

Allotted, issued and fully paid:

Number:	Class:	Nominal value:	**2021 £**	2020 £
798,595	A Ordinary	1p	**7,986**	7,986
130,000	B1 Ordinary	1p	**1,300**	1,255
60,000	B2 Ordinary	5p	**3,000**	3,000
			12,286	12,241

During the period, the Company issued 4,500 1p B1 Ordinary shares (2020: bought back 546 1p A Ordinary shares and 14,500 1p B1 Ordinary shares).

The holders of the 1p A ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company.

The holders of the 1p B1 ordinary shares are entitled to receive dividends as declared from time to time and are entitled to 10% of the totals votes at meetings of the Company.

The holders of the 5p B2 ordinary shares are entitled to receive dividends as declared from time to time and are not entitled to one vote per share or attend meetings of the Company.

21. RESERVES

Group

	Share premium £'000	Retained earnings £'000	Totals £'000
At 3 October 2020	**312**	**(10,887)**	**(10,575)**
Loss for the period	**-**	**(9,342)**	**(9,342)**
Repurchase of share capital	**5**	**-**	**5**
Revaluation of Group property	**-**	**4,417**	**4,417**
Remeasurement of net defined benefit liability	**-**	**(23)**	**(23)**
Tax relating to components of other comprehensive income	**-**	**(1,098)**	**(1,098)**
At 2 October 2021	**317**	**(16,933)**	**(16,616)**

22. EMPLOYEE BENEFIT OBLIGATIONS

Defined contribution schemes

The Group operates defined contribution retirement benefit schemes for all qualifying employees. The assets of the scheme are held separately from the assets of the Group in independently administered funds. The total expense charged to profit or loss in the period ended 2 October 2021 was £825,000 (2020: £855,000).

Defined benefit scheme

The defined benefit scheme was acquired as part of the acquisition of Willerby Group Limited.

The Group operates a UK registered trust based pension scheme that provides defined benefits. Pension benefits are linked to the members' final pensionable salaries and service at their retirement (or date of leaving if earlier). The Trustee is responsible for running the Scheme in accordance with the Scheme's Trust Deed and Rules, which sets out their powers. The Trustee of the Scheme is required to act in the best interest of the beneficiaries of the Scheme.

There are two categories of pension scheme members:

- Deferred members: member who have stopped accruing benefits in the Scheme but are not yet receiving their pension.
- Pensioner members: in receipt of a pension.

Future funding obligation
The Trustee is required to carry out an actuarial valuation every 3 years. The most recent actuarial valuation of the Scheme was performed by the Scheme Actuary for the Trustee at 25 September 2019. This valuation revealed a funding surplus of £92,000 and the Trustee and the Company agreed that no contributions were required at this time. The Company therefore does not expect to pay any contributions to the Scheme during the accounting period ended 3 October 2021.

The assets of the Scheme are held in a Pension Reserve with profits insurance contract with Scottish Provident.

The amounts recognised in profit or loss are as follows:

	Defined benefit scheme	
	2021 £'000	2020 £'000
Net interest from net defined benefit asset	**(5)**	(5)
Past service cost	**-**	-
	(5)	(5)

22. EMPLOYEE BENEFIT OBLIGATIONS - continued

Changes in the present value of the defined benefit obligation are as follows:

	Defined benefit scheme	
	2021	2020
	£'000	£'000
Opening defined benefit obligation	**(5,037)**	(5,119)
Interest cost	**(74)**	(85)
Actuarial losses	**28**	(52)
Benefits paid	**217**	211
Other	**-**	8
Past service cost	**-**	-
	(4,866)	(5,037)

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

	Defined benefit scheme	
	2021	2020
	£'000	£'000
Opening fair value of scheme assets	**5,371**	5,397
Interest income	**79**	90
Actuarial (losses) / gains	**(51)**	103
Benefits paid	**(217)**	(211)
Other	**-**	(8)
	5,182	5,371

The amounts recognised in other comprehensive income are as follows:

	2021	2020
	£'000	£'000
Actuarial gain / (loss)	**28**	(52)
Actual return on assets less interest	**(51)**	103
	(23)	51

The major categories of scheme assets as amounts of total scheme assets are as follows:

	Defined benefit scheme	
	2021	2020
	£'000	£'000
Cash	**22**	12
Annuities	**2,461**	2,599
Gilts	**385**	413
Diversity Growth fund	**2,314**	2,347
	5,182	5,371

22. EMPLOYEE BENEFIT OBLIGATIONS - continued

The amount included in the balance sheet from the Group's obligation in respect of its defined benefit retirement benefit schemes is as follows:

	2021	**2020**
	£'000	**£'000**
Present value of defined benefit obligations	**(4,866)**	(5,037)
Fair value of scheme assets	**5,182**	5,371
Surplus in the scheme	**316**	334

Principal actuarial assumptions at the balance sheet date (expressed as weighted averages):

	2021	2020
Discount rate	**1.90%**	1.50%
RPI inflation	**3.50%**	2.90%
CPI inflation	**2.90%**	2.30%
Revaluation of deferred pension (non GMP)	**2.90%**	2.30%
Pension increase Post 97 pension	**3.40%**	2.90%

Investigations have been carried out within the past three years into the mortality experience of the Group's defined benefit schemes. These investigations concluded that the current mortality assumptions include sufficient allowance for future improvements in mortality rates. The assumed life expectations on retirement at age 65 are:

Valuation at	**2021**	**2020**
	Years	Years
Retiring today		
Males	**21.3**	21.3
Females	**23.7**	23.6
Retiring in 20 years		
Males	**22.6**	22.6
Females	**25.2**	25.2

23. FINANCIAL COMMITMENTS

Capital commitment

Capital expenditure for the Group and the Company for which contracts had been placed but for which no provision had been made at 2 October 2021 amounted to £nil, (*2020: Group £nil*)

Operating lease commitment

The total future minimum lease payments under non-cancellable leases are as follows:

	2021	**2020**
Total commitment under operating leases are as follows	**£'000**	**£'000**
Within one year	**816**	301
Between one and five years	**1,936**	368
More than 5 years	**6,098**	14
	8,850	683

As described in the Strategic Report, during the period the Group entered into a sale and leaseback agreement for a discrete discrete manufacturing unit. The future lease commitments of this are included above.

24. RELATED PARTY TRANSACTIONS

Intercompany trading

The Company has claimed exemption from disclosing related part transactions with Group companies on the grounds that it is a wholly owned subsidiary.

Key management personnel

The total remuneration for key management personnel for the period ended 2 October 2021 totalled £1,515,000 (*2020* £1,415,000).

25. ULTIMATE CONTROLLING PARTY

Equistone Partners Europe Limited is regarded as the ultimate parent and controlling party by virtue of its interest in the equity shares of WGL Topco Limited