ABF Grain Products Limited

Strategic report, directors' report and financial statements

Registered number 00079590

For the period of 53 weeks ended 31 August 2024

Contents

Strategic report

Principal activities

In the course of the period the principal activities were the manufacture and sale of food products.

Business model

ABF Grain Products Limited (the 'Company') manufactures and markets a variety of well-known brands both nationally and internationally. Brands include Kingsmill, Allinson, Jordans Cereals, Dorset Cereals, Ryvita, Tolly Boy, Elephant Atta, Lucky Boat, Rajah, HIGH5 and Reflex. The Company's customers include retailers, as well as wholesale, restaurant and direct to consumer trades.

Business review

The loss for the period of 53 weeks ended 31 August 2024 after taxation is £21,753,000 (2023: loss £22,171,000).

The Company's key financial and other performance indicators during the year were as follows:

	2024 £'000	2023 £'000	Change %
Turnover	983,432	975,734	*+0.8%*
Gross profit	212,021	172,383	*+23.0%*
Operating loss	(23,503)	(33,886)	*+30.6%*
Average number of employees	4,308	4,375	*-1.5%*
Gross margin percentage	21.6%	17.7%	*+3.9%*

Revenues were ahead of last year by +0.8% as we have managed to keep prices relatively stable following lower in year cost inflation in contrast to last year which saw exceptional inflationary increases across energy, raw materials, packaging, and distribution. The operating loss has improved over last financial year driven mostly by a cost reduction in Bakeries.

Allied Bakeries produced an improved operational performance with better margins, resulting in a much-reduced operating loss compared to 2023. Sales volumes were at better than expected levels for the first 3 quarters of the year, but the loss of a significant proportion of Kingsmill distribution at a major retailer in quarter 4, means that 2025 is expected to see lower sales volumes. In response to this decrease in distribution, we have taken the difficult decision to reduce our manufacturing capacity and reduce headcount for which the business has incurred a one-off exceptional of £3.3m. We continue to monitor our cost base carefully to maintain our competitive position as we enter the new financial year.

Jordans Dorset Ryvita has delivered an improved profit performance compared to last year. We are seeing sales growth in cereals and crispbread and we are introducing innovative new products that are being well received as well as targeting growth internationally. Operationally, although our new manufacturing facility in Bardney Lincolnshire is up and running, there are further efficiencies planned to improve performance in the coming year.

Westmill Foods is a leading supplier of food products to the Indian, Chinese and Thai foodservice sectors. The business navigated the impact of consumer cost of living inflation well and results have been better than we expected. Strong buying decisions as well as higher sales into retail further benefitted performance.

AB Sports Nutrition, trading under the HIGH5 and Reflex brands, continue to have improved performance focusing towards on-line and away from bricks and mortar customers. The business continues to innovate and has great success winning new customers and developing its direct-to-consumer on-line platform.

Speedibake manufactures muffins, garlic bread and mince pies. Performance has been mixed in the year as a lack of front of store promotion has reduced demand for muffins, while garlic bread volumes were lower due to competitive pressures. Mince pies performed well and record volumes were sold in the year. Operations were much improved in the year with significantly lower downtime and we introduced Scrocchiarella, a new bakery product, which has been well received by customers.

Strategic report *(continued)*

Principal risks and uncertainties
A full description of the principal risks and uncertainties applicable to the Associated British Foods plc ("ABF") group, of which this company is a wholly owned subsidiary, are disclosed on pages 78 to 86 of the ABF 2024 Annual Report, which is available at www.abf.co.uk. The principal risks and uncertainties of this company arise in its trading businesses and are assessed within the operating businesses where they are identified, evaluated and managed by the directors.

Consumer confidence and household budgetary pressure
Current economic conditions, including high food costs, increased interest rates and elevated energy costs, continue to put significant pressure on household budgets. As consumers face higher living expenses, price sensitivity and demand for own label products can increase which may affect our pricing power and margins. We monitor the market regularly and talk to our customers to adjust strategies accordingly. Promotions can be adapted to maximise customer engagement while balancing profitability and our businesses proactively implement operational efficiencies to reduce costs.

Health and nutrition
Consumer preferences, regulation and market trends are monitored continually. Recipes are regularly reviewed and, where technically feasible, are considered for reformulation to improve their overall nutritional value. All of our grocery products are labelled with nutritional information, including in many cases front of pack nutrition labelling on our branded grocery products.

Fluctuations in commodity and energy prices
We constantly monitor the markets in which we operate and manage certain exposures with exchange traded contracts and hedging instruments. The commercial implications of commodity price movements are continuously assessed and, where appropriate, are reflected in the pricing of our products.

Movements in exchange rates
Our operating divisions which are impacted by exchange rate volatility and currency depreciation constantly review their currency-related exposures. ABF group policies require businesses to hedge all transactional currency exposures and long-term supply or purchase contracts which give rise to currency exposures, using foreign exchange forward contracts up to twelve months in advance. Cash balances and borrowings are largely maintained in the functional currency of the local operations.

Health and safety
Many of our operations have the potential for loss of life or workplace injuries to employees and contractors, both on-site and off-site, if the hazards and associated risks are not fully controlled. Safety continues to be one of our main priorities. The chief executives of each business in the ABF group, who lead by example, are accountable for the safety performance of their business.

Engaging with our stakeholders – Section 172 Statement

The directors are required to act in a way which they consider, in good faith, is most likely to promote the success of the Company for the benefit of its members as a whole and, in doing so, have regard (amongst other matters) to the matters set out in section 172(1)(a) to (f) of the Companies Act 2006.

The Company is a subsidiary of ABF and, as such, the Company has adopted and directors have due regard to applicable group policies and procedures which impact on the Company's stakeholders. Please also see the ABF Section 172 Statement on pages 48 to 53 of that document.

Strategic report *(continued)*

Stakeholders and engagement

As part of the identification of key stakeholders, the directors have identified the following stakeholder groups with whom engagement is fundamental to the Company's ongoing success:

- Employees
- Suppliers
- Customers
- Communities and Environment
- Governments
- Shareholders
- Subsidiaries and other ABF group entities

Employees
The Company employs 4,308 people. Our people are central to the Company's success and employee engagement is crucial to embedding our Company culture and values, and to helping our people see how their efforts contribute to their Company's strategic objectives. During the reporting period the Company undertook regular engagement surveys, provided leadership updates, provided regular internal communications (such as emails, intranet or magazines), Health & Safety programmes, Town halls and training. The directors review the outcome of these communications/events to focus resources on the areas where improvement would derive the most benefit for our people.

Suppliers
Our Supplier Code of Conduct, which applies to all companies in the ABF group and which can be found on the ABF website, sets out our values and standards on how we work and engage with our suppliers on ethical, environmental and other relevant matters including on key issues such as payment practices, responsible sourcing, supply chain sustainability and human rights and modern slavery.

Customers
As well as providing safe, nutritious and affordable food, the physical health and safety of our customers and consumers is of paramount importance to the Company. The Company engages with its customers through customer surveys, social media and customer information lines, ensuring their feedback is properly taken into account.

Consumer preferences and market trends are monitored continually. Recipes are regularly reviewed and reformulated to improve the nutritional value of our products. All of our grocery products are labelled with nutritional information. We develop partnerships with other organisations to promote healthy options.

Communities and Environment
Supporting society and respecting the environment are two of the key ways we live our values and make a difference. The Company is committed to seeking sustainable solutions to environmental challenges and adapting our operations to respond to changes in the natural environment.

To achieve these goals the Company is acting on climate change and is working hard to reduce energy use, reduce greenhouse gas emissions, manage waste, improve water management, using environment-friendly packaging and reducing or eliminating use of single-use plastic where possible.

Strategic report *(continued)*

Governments
The Company can be impacted by changes in laws and public policy. To mitigate the Company's exposure to such changes the directors engage with government authorities either directly, or through being part of the broader ABF group, to contribute to, and anticipate, important changes in public policy.

Shareholders
The Company reports up to its shareholders, and ultimately to the board of ABF, through reports up to the senior management of the business division of which the Company forms part. The Company takes appropriate steps to ensure that its shareholder is kept up to date on key business activities and decisions.

Subsidiaries and Other ABF group entities
The Company forms part of the group of companies headed by ABF and the Company's accounts are consolidated into the ABF accounts. Group companies can provide financial and other support to the Company and the sharing of best practice and know-how between the businesses within the broader group is actively encouraged.

Principal decisions

Below are some examples of the principal decisions taken during the year, how the directors considered stakeholder views/interests and how such consideration impacted on decision-making.

Example 1: Preparing for EUDR

Over the past year, our businesses have been actively preparing for the upcoming European Union Deforestation Regulation (EUDR) by undertaking several key activities. The businesses have conducted a process to determine which of their products fall under the EUDR's scope. This has included identifying any products made from materials such as wood, rubber, palm oil, soy, beef, coffee, and cocoa that are being imported into the EU through the assessment of the relevant commodity codes. This process confirmed that a number of our businesses' products are under the EUDR's scope. Where relevant, the in-scope businesses have been reviewing and enhancing their due diligence processes with key suppliers by asking them to provide the relevant information about the origin, production dates, and geolocation of the relevant products in scope. A key part of this process has been to understand and address any data gaps, particularly with regards to geolocation data which many suppliers do not have or are reluctant to provide.

Where relevant the businesses are going through the process of evaluating current risk levels related to their supply chains and consequently putting in plans to address any potential issues that may arise from the due diligence process. We are working closely with the other divisions across ABF to understand how they are engaging with their supply chains in order to ensure compliance.

Example 2: Implementing a Grievance Mechanism for our supply chains:
During 2024, our business has implemented stage 1 of a roll out of a supply chain grievance mechanism for key suppliers in India using the Speak Up system. This user-friendly platform enables suppliers to report concerns related to labour practices, environmental issues, or contractual disputes confidentially. Regular monitoring and feedback processes are in place to assess the mechanism's effectiveness, ensuring that issues are addressed promptly and fostering transparency and trust in supplier relationships. We're committed to promoting safe and decent workplaces for workers in our supply chain. We know that we're a stronger company when these workers, suppliers and the people who live by the sites which supply the Company feel empowered to speak out and 'Speak Up' about inappropriate, dishonest, illegal, or dangerous behaviour they experience. We encourage effective and honest communication at all levels of our supply chain and its communities. As part of this process, we have produced our own 'Speak Up' policy which has been shared with our suppliers and is aligned to the UN Guiding Principles on Business and Human Rights (UNGPs) and relevant evolving regulatory requirements that we are aware of.

Strategic report *(continued)*

Example 3: Allied Bakeries restructuring

As mentioned earlier in the strategic report, Allied Bakeries lost significant bread distribution in quarter 4. In response to this, we made the difficult decision to scale back our manufacturing capacity to align with current demand including a reduction in our workforce, a step we do not take lightly. This restructuring has led to the business incurring on one-off exceptional cost of £3.3m.

UK Mandatory Climate Disclosures - Non-Financial and Sustainability Information Statement

The Company is required to make mandatory climate disclosures under section 414CB(2A) of the Companies Act 2006.

Governance
The governance structure is unchanged for the financial year. The Company is a subsidiary of ABF. In ABF's diversified group, climate-related targets are set by each business based on its material risks and what is relevant and achievable for it.

The Managing Director of each business within the Company is responsible for identifying and managing climate risks. Oversight is provided by the Chief Executive and Finance Director of the ABF UK Grocery Division, who were both directors of the Company in the 2024 financial year. The ABF Board received one update on general risks, which includes climate-related risks, in the 2024 financial year. The Company identifies climate-related risks as part of the bi-annual risk review at business unit operating level. These assessments are then collated and reviewed by the directors of the Company bi-annually. The directors share this information with the individual businesses in order for them to make strategic decisions. Examples of these decisions are determining our approach to scenario analysis in the coming years.

Key performance indicators used are GHG emissions and the Company's progress against targets as described on page 9 with respect to opportunities relating to Resource Efficiency across businesses with lower energy use.

Risk Management
The Company's risk management process is aligned with the ABF group's risk management framework as set out on pages 78 to 83 of the ABF 2024 Annual Report. The Company identifies climate-related risks and opportunities and captures them within the Company's Risk Register. This risk assessment takes into consideration the risks from all the individual businesses but only reports the most material aspects at the Company level.

In 2022 we underwent a risk and opportunity identification process as part of the larger ABF exercise. This initial list has been considered annually during the aforementioned process. This year we performed a risk refresh process. This involved holding a session with the Company's businesses and reviewing current identified risks and opportunities questioning whether they are still appropriate and also to identify any new risks or opportunities. In light of this session, we have determined that the risks and opportunities previously identified remain appropriate.

The Company has considered different climate scenarios as part of a broad theoretical assessment. Based on the risks identified, the expected financial impact on the Company of a base scenario with business as usual and no mitigation is low. As a result, mitigated climate scenarios are also considered to have a low risk of a significant financial impact on the Company. There is limited risk in the indicative climate scenarios modelled. We note that models give different results in practice.

Strategic report *(continued)*

UK Mandatory Climate Disclosures *(continued)*

We note that by nature these risks are prevalent within the business regardless of any climate scenarios although overall risk is assessed as low. Therefore, a further scenario analysis has not been performed this year. It is a focus for the coming years as decided by those charged with governance. Scenario planning across a diverse range of operating units is a complex task, with many ingredients sourced internationally. The type of model best suited to our operations and boundaries are being explored.

Each business prioritises risk using a likelihood vs impact matrix, and this is reviewed by the senior teams at least annually. Selection criteria included the importance of those risks and opportunities to our business. Following the qualitative analysis and management reviews, we assessed the most significant identified climate-related risks, and we included them in our risk register, in line with our existing risk management process.

Risk Matrix

Risks and opportunities have been considered over the following time horizons:

Term	Years	Rationale
Short term	2025	Mid-decade
Medium term	2030	Aligned with ABF, setting targets for emission reduction by 2030
Long term	2050	2050 is consistent with many national and industry targets

Climate Risk / Opportunity Title	Category	Description and potential impact to the business	Response / Mitigating Actions	Time Horizon	Metrics & Targets
RISK - Climate change effect on availability of core ingredients	Physical Risk - Chronic	Jordans Dorset Ryvita have identified core ingredients in their products that are in known 'at risk' areas. This includes - dates/apricots/olive oil/onions. The impact to 2030 is very low as there are many alternative growing regions and ingredients can be substituted or reduced.	JDR have a strategy called 'sustainable by nature plan' which is part of the 'Route 304' business strategy. This is where projects to minimise the risks to its products are grouped. This is evolving and now includes an assessment of climate on key ingredients.	Time Horizon – Medium term The impact assessment is **very low risk** and the process is in the early stages. This is currently not in a stage to have any significant update, but this is now underway with details to be shared next year.	No specific metrics are set yet. This is to be developed and include assessments with targets to 2030
RISK - Increased risk of water shortages in key rice growing regions due to changing rainfall patterns	Physical Risk - Chronic	Traditional rice growing methods are particularly water intensive and release approximately 8% of the world's methane emissions. The warming risks on growing regions in Asia is well documented, with areas once wet becoming arid, this puts the future availability of a core Westmill product at risk.	Westmill are founding members of a sustainable rice project which promotes the standards of the UN SRP. The project trains farmers to use newer farming methods such as Alternate Wetting and Drying tubes to reduce water use and trainings to reduce fertiliser usage. As of this year, 65% of basmati rice to Westmill from Pakistan is grown under the SRP, compared to	Time Horizon – Medium term The Pakistan project is now in its 5th. Due to its success, the project in Thailand has now also completed its first year.	The target is to have 50% of Westmill basmati & Thai rice sourced from farms using SRP practices by 2030. This is a circular project. Reducing the water consumption will reduce emissions and this will help slow

			49% last year. Due to the addition of the Thailand project, total rice being purchased by Westmill that is SRP is now at 27%.		the decline of available growing areas
Climate Risk / Opportunity Title	**Category**	**Description and potential impact to the business**	**Response / Mitigating Actions**	**Time Horizon**	**Metrics & Targets**
RISK - Wheat crop availability in the UK	Physical Risk - Chronic – climate change and severe weather events such as heavy and prolonged rainfall or lack of frosts in winter	Wheat (and thus flour) is a core ingredient to many of the grain products businesses, specifically Allied Bakeries. Intensive farming practices over the past decades has impacted on soil quality and health and releases stored carbon.	Allied Bakeries flour supplier, Allied Mills, have partnered with Frontier to run a pilot project using low intensity farming methods and regenerative agricultural practices. The aim is to retain more carbon in the soil and use less nitrogen.	Time Horizon – Medium A five-year pilot with nine farms, and approximately 4000 tonnes per annum. The pilot project originally due to end in 2024 has now been extended to 2026 with a view to extending further year on year providing the metrics across are delivered	Targets: Sustainably deliver the required tonnage of Bread making quality Wheat (Min 12.5% Protein) with lower carbon emissions, following regenerative agricultural practices. Metrics: Project extended 2025 Crop 10,000 tonnes per annum, 2026 Crop – 30,000 t tonnes per annum.
OPPORTUNITY – Resource Efficiency across businesses with lower energy use	Opportunities – Resource Efficiency.	The businesses are constantly assessing equipment efficiency and effectiveness. They are using better technology for replacement plans or putting process improvements plans in place. Lower energy use has many benefits which are well documented. High costs due to excessive energy use compared to our competitors will put our businesses at risk. Our customers also expect us to reduce emissions and contribute to their scope 3 reduction plans, lack of progress could affect trading	The businesses are committed to energy reductions in line with their Climate Change Agreements (CCA) and targets. The majority of our businesses have signed up to Courtauld 2030 which targets a 50% reduction in absolute emissions from a 2015 baseline. In the reporting year, Jordans Dorset Ryvita sites used 100% renewable electricity while AB Sports Nutrition exported 50% of the solar energy generated on-site to the national grid. In addition, Jordans Dorset Ryvita sites this year have combined their environmental management standard ISO14001 and ISO5001 energy standard accreditations to maintain the culture and attitudes to climate change across the business.	Time Horizon is Medium This is iterative process and will not stop. The first-time horizon is 2030	Courtauld 2030 commitment. The businesses have made significant progress against the target for a 50% reduction in absolute emissions from a 2015 baseline for Scope 1 and Scope 2 emissions.

Strategic report *(continued)*

By order of the board

SCM Arrowsmith
Director
16 December 2024

Registered office
Weston Centre
10 Grosvenor Street
London
W1K 4QY

Directors' report

The directors present their annual report and the audited financial statements for the 53 week period ended 31 August 2024.

Directors and directors' interests
The directors who held office during the period were:

SCM Arrowsmith
S Henderson

Dividends
The directors do not recommend the payment of a dividend. (2023: £nil).

Going concern
The Company has generated a loss in the period and is in a net current liabilities position as at 31 August 2024 and therefore is dependent upon the continued support from its parent in its assessment of going concern.

The Company has received a letter of support from its intermediate parent company, ABF Investments plc which in turn has received a support letter from ABF plc, indicating that it will receive the financial and other support necessary for the Company to trade and meet its liabilities as and when they become due for a period of 12 months from the date of signing of these financial statements.

After making enquiries and considering the support available from the intermediate parent company described above, the directors have a reasonable expectation that the Company has adequate resources to continue in operation for 12 months from the date of signing of these financial statements. These considerations included the ABF group's directors' assessment of going concern (set out in the Annual Report and Accounts dated 5 November 2024 and available at www.abf.co.uk), which included the significant levels of cash and undrawn committed long-term facilities available to the group and the ABF group's directors' stress testing of cash flow forecasts through to 28 February 2026, and an assessment of any developments since that date that would adversely affect that conclusion. Accordingly, the financial statements have been prepared on the going concern basis.

Supplier Payment Policy
The Company's policy is to agree payment terms with suppliers when negotiating the terms of each transaction, to ensure that suppliers are fully aware of these payment terms and to abide by them. Trade creditors of the Company at 31 August 2024 were equivalent to 22 days' purchases (2023: 17 days), based on the average daily amount invoiced by suppliers during the year.

Disabled Persons
The Company gives full and fair consideration to applicants with disabilities; the training, career development and promotion of disabled persons should, as far as possible, be the same as that of other employees.

Disclosure of information to auditor
So far as each person who was a director at the date of approving this report is aware, there is no relevant audit information, being information needed by the auditor in connection with preparing its report, of which the auditor is unaware. Having made enquiries of fellow directors and the Company's auditor, each director has taken all the steps that he/she is obliged to take as a director in order to make himself/herself aware of any relevant audit information and to establish that the auditor is aware of that information.

Auditors
Pursuant to Section 487 of the Companies Act 2006, Ernst & Young LLP served as independent external auditors for the period of 53 weeks ended 31 August 2024 and will be deemed to be reappointed for the following period.

Directors indemnities
The directors have benefited from the Associated British Foods plc group Directors and Officers Insurance policy.

Directors report (continued)

Corporate Governance statement

The Company is part of the ABF group of companies. As a company listed on the Equity Shares Commercial Companies category in the UK, ABF is subject to the UK Corporate Governance Code 2018 (the "Governance Code").

As a member of the ABF group of companies, the Company has adopted and the directors have due regard to group-wide governance policies and procedures and best practice. As the Company itself is not a listed company, it does not consider it appropriate to adopt the Governance Code itself, though in practice, it is influenced by group-wide governance arrangements in place in order for ABF to meet its obligations under the Governance Code and other governance rules and requirements. The Company is also mindful of the Wates Corporate Governance Principles for Large Private Companies but does not consider it appropriate to adopt those Principles given its status as a member of the ABF group of companies. Instead, the Company's corporate governance framework is generally based on that of ABF.

Purpose and leadership

The purpose of the Company is to provide safe, affordable and nutritious food products in line with the relevant part of the purpose of the broader ABF group of which the Company forms part. The Company does this through manufacturing and marketing a variety of well-known brands, both nationally and internationally. Brands include Kingsmill, Allinson, Jordans Cereals, Dorset Cereals, Ryvita, Tolly Boy, Elephant Atta, Lucky Boat, Rajah, HIGH 5 and Reflex. Further information can be found on page 22 of the ABF Annual Report 2024.

Culture and values

In the provision of safe, affordable and nutritious food, we share the Associated British Foods plc group values: respecting everyone's dignity; acting with integrity; progressing through collaboration; and pursuing with rigour. We live and breathe our values through the work we do every day, from investing in the health and safety of our colleagues, promoting diversity and respecting human rights.

Board composition

During the course of the financial year ended 31 August 2024, the Board of the Company comprised the Chief Executive and Finance Director of the UK Grocery Division of the ABF group. The principles of oversight and governance are reinforced by virtue of being a subsidiary of the ABF group.

Director responsibilities - policies and procedures

The implementation and day-to-day execution of the Company's business strategy is delegated on a day-to-day basis to the managing directors and senior management of the different business divisions operating under the Company.

In terms of oversight and management of risk, the Company has adopted the relevant group-wide policies. Key policies, such as minimum standards on whistleblowing, competition law and Anti-Bribery and Corruption policies, are set centrally, as are financial controls. Support in respect of these areas is provided by group central functions such as legal, finance and internal audit.

Stakeholder relationships and engagement
Please see the section 172 statement on pages 4-7 for details of engagement with stakeholders.

Engagement with employees
Details of how the directors have engaged with employees and how the directors have had regard to employee interests, and the effect of that regard including on the principal decisions taken by the Company are set out on pages 4-7.

Directors report (continued)

Engagement with suppliers, customers and others in a business relationship with the Company
See pages 5-7 for information on how the directors have had regard to the need to foster the Company's business relationships with suppliers, customers and others, and the effect of that regard, including on the principal decisions taken by the Company during the year.

Streamlined Energy and Carbon Reporting
In compliance with UK reporting requirements (Streamlined Energy and Carbon Reporting), the directors provide the Company's UK energy and greenhouse ("GHG") emissions data in the table below. The period for which the information is reported (namely 1 August 2023 to 31 July 2024) is different from the period in respect of which the directors' report is prepared as the information for the period 1 August 2023 to 31 July 2024 has been externally assured.

Examples of energy efficiency measures in the year include: a project to reduce energy consumption at all of our Bakeries sites as part of the National Energy Profit Delivery Plan Project resulted in c.£600k savings in energy costs by implementing low or no cost energy saving incentives, mostly around behaviour changes. This has saved 2,167,568 (kWh) of electricity and 2,500,887 (kWh) of gas.

In the reporting year, Jordans Dorset Ryvita sites used 100% renewable electricity while AB Sports Nutrition exported 50% of the solar energy generated on-site to the national grid.
In addition, Jordans Dorset Ryvita sites this year have combined their environmental management standard ISO14001 and ISO5001 energy standard accreditations to maintain the culture and attitudes to climate change across the business.

The businesses are committed to energy reductions in line with their Climate Change Agreements (CCA) and targets and to reduce carbon as part of UK Grocery's signatory to the updated Courtauld Commitment 2030; to deliver a 50% absolute reduction in GHG emissions associated with food and drink consumed in the UK by 2030 (against a 2015 baseline)

	2024	2023
Scope 1 emissions	67,481 tCO_2e	66,050 tCO_2e
Scope 2 location-based emissions	19,186 tCO_2e	19,024 tCO_2e
Energy use	341,552,142 kWh	351,474,114 kWh
Emissions intensity (scopes 1 and 2 emissions)	£88.13 tonnes of CO_2e per £1m of revenue	£87.19 tonnes of CO_2e per £1m of revenue

We report our GHG inventory using the WRI/WBCSD GHG Protocol Corporate Accounting and Reporting Standard Revised Edition as our framework for calculations and disclosure. We use carbon conversion factors published by the UK Government in June 2022, other internationally recognised sources, and bespoke factors based on laboratory calculations at selected locations. This includes all activities where we have operational control.

By order of the board

Sarah Arrowsmith

SCM Arrowsmith
Director
16 December 2024

Registered office
Weston Centre
10 Grosvenor Street
London
W1K 4QY

Statement of directors' responsibilities in respect of the Strategic report, Directors' report and the financial statements

The directors are responsible for preparing the Strategic Report, Directors' Report and the financial statements in accordance with applicable UK 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), including Financial Reporting Standard 101 Reduced Disclosure Framework ("FRS 101") 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 for that period.

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

- select suitable accounting policies in accordance with IAS 8 Accounting Policies, Changes in Accounting Estimates and Errors and then apply them consistently;
- make judgements and accounting estimates that are reasonable and prudent;
- present information, including accounting policies, in a manner that provides relevant, reliable, comparable and understandable information;
- provide additional disclosures when compliance with the specific requirements of FRS 101 is insufficient to enable users to understand the impact of particular transactions, other events and conditions on the Company's financial position and financial performance;
- 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 a 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.

Under applicable law and regulations, the directors are also responsible for preparing a Strategic Report and Directors' Report that comply with that law and those regulations. The directors are responsible for the maintenance and integrity of the corporate and financial information included on the Company's website.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ABF GRAIN PRODUCTS LIMITED

Opinion

We have audited the financial statements of ABF Grain Products Limited for the 53 week period ended 31 August 2024 which comprise the Income statement, the Statement of comprehensive income, the Balance sheet, the Statement of changes in equity and the related notes 1 to 23, including material accounting policy information. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards including FRS 101 "Reduced Disclosure Framework" (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the company's affairs as at 31 August 2024 and of its loss for the 53 week period then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the Auditor's responsibilities for the audit of the financial statements section of our report. We are independent of the 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 as applied to other entities of public interest, 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.

Our evaluation of the directors' assessment of the company's ability to continue to adopt the going concern basis of accounting included obtaining the letter of support received by ABF Investments plc and the onward support letter from ABF plc. We assessed the ability of ABF Investments plc to provide such support over the going concern period. Our assessment in turn focussed on the support letter from ABF plc to ABF Investments plc and the ability of ABF plc to support the group as a whole over the going concern period.

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 12 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. However, because not all future events or conditions can be predicted, this statement is not a guarantee as to the company's ability to continue as a going concern.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ABF GRAIN PRODUCTS LIMITED (continued)

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 this 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 the other information, we are required to report that fact.

We have nothing to report in this regard.

Opinions on other matters prescribed by the Companies Act 2006

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 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 the knowledge and understanding of the company and its environment obtained in the course of the audit, we have not identified material misstatements in the strategic report or 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 directors' responsibilities statement set out on page 14, 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'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.

Explanation as to what extent 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 irregularities, including fraud. 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. The extent to which our procedures are capable of detecting irregularities, including fraud is detailed below. However, the primary responsibility for the prevention and detection of fraud rests with both those charged with governance of the entity and management.

- We obtained an understanding of the legal and regulatory frameworks that are applicable to the Company and determined that the most significant frameworks which are directly relevant to specific assertions in the financial statements are those that relate to the reporting framework (FRS 101"Reduced Disclosure Framework" - United Kingdom Generally Accepted Accounting Practice and the Companies Act 2006) and the relevant tax laws and regulations in the jurisdictions in which the Company operates. In addition, we concluded that there are certain significant laws and regulations which may have an effect on the determination of the amounts and disclosures in the financial statements being those laws and regulations relating to health and safety, employee matters, food standards and food safety.
- We understood how ABF Grain Products Limited is complying with those frameworks by observing the oversight of those charged with governance, making enquiries of senior finance personnel and those charged with governance and gaining an understanding of the entity level controls of the company in respect of those areas. We have also understood the controls in place to reduce the opportunity for fraudulent transactions.

INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF ABF GRAIN PRODUCTS LIMITED (continued)

- We assessed the susceptibility of the Company's financial statements to material misstatement, including how fraud might occur by meeting with management to understand their assessment of the susceptibility of the accounts to fraud. We also considered performance targets and their influence on efforts made by management to manage earnings. We considered the procedures and controls that the company has established to address the risks identified, or that otherwise prevent, deter and detect fraud and gain an understanding as to how those procedures and controls are implemented and monitored. We considered the risk of management override and identified revenue and complex revenue arrangements to be a fraud risk. Where the risk was considered to be higher, we performed audit procedures to address each identified fraud risk. These procedures included data analytics to identify the population of journal entries and testing journal entries with higher risk characteristics to source documentation.
- Based on this understanding we designed our audit procedures to identify noncompliance with such laws and regulations. Our procedures involved journal entry testing with a focus on unusual transactions and agreeing these to source documentation. Compliance with other operational laws and regulations was covered through inquiries enquiries of management, reading of board meeting minutes and correspondence with relevant authorities with no indications of non-compliance identified.

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

Use of our report

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

Ernst & Young LLP

Lauren Houghton (Senior statutory auditor)
for and on behalf of Ernst & Young LLP, Statutory Auditor
Luton
Date: 16 December 2024

Income statement

for the 53 week period ended 31 August 2024

	Note	2024 £000	2023 £000
Turnover	3	983,432	975,734
Cost of sales		(771,411)	(803,351)
Gross profit		**212,021**	**172,383**
Selling and distribution costs		(147,803)	(143,990)
Administration expenses		(88,329)	(77,991)
Gain on sale of land		608	15,713
Operating loss	4	**(23,503)**	**(33,886)**
Interest payable and similar income	8	(4,572)	(3,915)
Loss on ordinary activities before taxation		**(28,075)**	**(37,801)**
Tax credit	9	6,322	15,630
Loss for the financial period		**(21,753)**	**(22,171)**

All turnover and operating results in both financial periods are derived from continuing operations.

Statement of comprehensive Income

for the 53 week period ended 31 August 2024

	2024 £000	2023 £000
Loss for the period	(21,753)	(22,171)
Items that may be reclassified subsequently to income statement:		
Movement in cash flow hedging position	841	(5,661)
Deferred tax associated with movement in cash flow hedging position	(117)	507
Other comprehensive income	724	(5,154)
Total comprehensive income for the period	(21,029)	(27,325)

Balance sheet
at 31 August 2024 & 26 August 2023

	Note	**2024 £000**	**2024 £000**	2023 £000	2023 £000
Non-current assets					
Goodwill	*10*		**21,768**		**21,768**
Intangible assets	*10*		**15,800**		**20,555**
Tangible assets	*11*		**196,121**		**198,239**
Right-of-use assets	*13*		**8,633**		**9,162**
Investment properties	*12*		**1,607**		**-**
Investment in subsidiaries	*15*		**24,346**		**24,346**
Deferred tax	*20*		**-**		**6,037**
			268,275		**280,107**
Current assets					
Stocks	*17*	**80,654**		**87,214**	
Debtors	*18*	**153,215**		**159,463**	
Cash at bank and in hand		**3,150**		**2,931**	
		237,019		**249,608**	
Creditors: amounts falling due within one year	*19*	**(415,873)**		**(424,234)**	
Net current liabilities			**(178,854)**		**(174,626)**
Total assets less current liabilities			**89,421**		**105,481**
Creditors: amounts falling due after more than one year	*13*		**(8,281)**		**(9,046)**
Provisions for liabilities and charges	*20*		**(8,470)**		**(3,331)**
Net assets			**72,670**		**93,104**
Capital and reserves					
Called up share capital	*21*		**200,000**		**200,000**
Hedging reserve			**(38)**		**(331)**
Share based payment reserve			**8,450**		**7,423**
Profit and loss account			**(135,742)**		**(113,988)**
Shareholders' funds			72,670		93,104

These financial statements were approved by the board of directors on 16 December 2024 and were signed on its behalf by:

Sarah Arrowsmith

SCM Arrowsmith
Director
Registered number 00079590

Statement of changes in equity

for the 53 week period ended 31 August 2024

	Share capital	Profit and loss account	Hedging reserve	Share based payment reserve	Total
	£000	£000	£000	£000	£000
As at 27 August 2022	**200,000**	**(91,818)**	**5,492**	**6,557**	**120,231**
Loss for the financial period	-	(22,171)	-	-	(22,171)
Movement in cashflow hedging position	-	-	(669)	-	(669)
Other comprehensive income	-	-	(5,154)	-	(5,154)
Movement in share-based payment reserve	-	-	-	866	866
As at 26 August 2023	**200,000**	**(113,989)**	**(331)**	**7,423**	**93,103**
Loss for the financial period	-	(21,753)	-	-	(21,753)
Movement in cashflow hedging position	-	-	(431)	-	(431)
Other comprehensive income	-	-	724	-	724
Movement in share-based payment reserve	-	-	-	1,027	1,027
As at 31 August 2024	**200,000**	**(135,742)**	**(38)**	**8,450**	**72,670**

Notes

(forming part of the financial statements)

1. Authorisation of financial statements and statement of compliance with FRS 101
ABF Grain Products Limited is a private company limited by shares and is incorporated and domiciled in England and Wales. The registered office is Weston Centre, 10 Grosvenor Street, London, W1K 4QY.

The Company's financial statements are presented in Sterling, rounded to the nearest thousand (£000) except where otherwise indicated. The financial statements were prepared in accordance with Financial Reporting Standard 101 *Reduced Disclosure Framework* ('FRS 101') and the Companies Act 2006.

The Company has taken advantage of the exemption under s400 of the Companies Act 2006 not to prepare group accounts as it is a wholly owned subsidiary of Associated British Foods plc and its results are included in the parent company's consolidated financial statements. These consolidated financial statements are available to the public and may be obtained from Associated British Foods plc, Weston Centre, 10 Grosvenor Street, London, W1K 4QY. They are also available for download on the group's website at www.abf.co.uk.

The Company has taken advantage of the disclosure exemptions permitted by FRS 101 in relation to share-based payments, business combinations, financial instruments, fair value measurement, presentation of financial statements, statement of cash flows, accounting policies, changes in accounting estimates (standards not yet effective), related party disclosures and impairment of assets. Where required, the equivalent disclosures are included in the consolidated financial statements of Associated British Foods plc.

2 Material accounting policy information

2.1 Basis of preparation
These accounts have been prepared on a going concern basis under FRS 101 'Reduced Disclosure Framework'. FRS 101 sets out a reduced disclosure framework which addresses the financial reporting requirements and disclosure exemptions for the individual financial statements of subsidiaries and ultimate parents that otherwise apply the recognition, measurement and disclosure requirements of IFRS. The Company has taken advantage of the disclosure exemptions allowed under this standard. The disclosure exemption in relation to the requirements of paragraphs 88C and 88D of IAS 12 Income Taxes has been applied.

Going concern
As set out in note 23, the smallest group in which the results of the Company are consolidated is that headed by Associated British Foods plc, which confirmed in the Annual Report and Accounts dated 5 November 2024 that its directors have a reasonable expectation that the Associated British Foods plc group has adequate resources to continue in operational existence for the foreseeable future.

The Company had generated a loss in the period and is in a net current liabilities position as at the 31 August 2024 and therefore is dependent upon the continued support from its parent in its assessment of going concern.

The Company has received a letter of support from its intermediate parent company, ABF Investments plc which in turn has received a support letter from ABF plc, indicating that it will receive the financial and other support necessary for the Company to trade and meet its liabilities as and when they become due for a period of 12 months from the date of signing of these financial statements.

After making enquiries and considering the support available from the intermediate parent company described above, the directors have a reasonable expectation that the Company has adequate resources to continue in operation for 12 months from the date of signing of these financial statements. These considerations included the ABF group's directors' assessment of going concern (set out in the Annual Report and Accounts dated 5 November 2024 and available at www.abf.co.uk), which included the significant levels of cash and undrawn committed long-term facilities available to the group and the ABF group's directors' stress testing of cash flow forecasts through to 28 February 2026, and an assessment of any developments since that date that would adversely affect that conclusion. Accordingly, the financial statements have been prepared on the going concern basis.

Notes *(continued)*

2 Material accounting policy information *(continued)*

2.2 Judgements and key sources of estimation uncertainty
The preparation of financial statements requires management to make judgements, estimates and assumptions that affect the amounts reported for assets and liabilities as at the balance sheet date and the amounts reported for revenues and expenses during the year. However, the nature of estimation means that actual outcomes could differ from those estimates. The following judgements and estimates have had the most significant effect on amounts recognised in the financial statements:

Impairment
Assessment for impairment involves comparing the book value of an asset with its recoverable amount (being the higher of value in use and fair value less costs to sell). Value in use is determined with reference to projected future cash flows discounted at an appropriate rate. Both the cash flows and the discount rate involve a significant degree of estimation uncertainty.

The sensitivity to managements estimates and assumptions mean there is a risk of material adjustment to the carrying amount of assets and liabilities within the next financial year in respect of impairment. The impact of climate change is considered as part of the impairment reviews. See note 10 for further details of higher risk impairment assessments.

Deferred Tax
The charge for taxation is based on the loss for the period. Deferred taxation is recognised on all temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements. Deferred tax assets and liabilities are measured on an undiscounted basis at the tax rates that are expected to apply when the related asset is realised or liability settled, based on tax rates and laws enacted or substantively enacted at the balance sheet date. Deferred tax assets and liabilities are presented on a net basis in the balance sheet as they relate to income taxes levied by the same taxation authority. Deferred tax assets will be recovered through compensation from group companies when relieved against group profits in future periods. Changes in judgments and estimates relating to the recognition and recoverability of deferred tax assets have a lower risk of material adjustment in the following accounting period.

2.3 Material accounting policies

a) Turnover
The turnover shown in the profit and loss account represents the value of sales made to customers after the deduction of discounts and excluding value added tax. Discounts include sales rebates, price discounts, customer incentives, certain promotional activities and similar activities. Turnover is recognised when performance obligations are satisfied, goods are delivered to customers and control of goods is transferred to the buyer.

b) Foreign currency translation
The Company's financial statements are presented in sterling, which is also the Company's functional currency. Transactions in foreign currencies are initially recorded in the entity's functional currency by applying the spot exchange rate ruling at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are retranslated at the functional currency rate of exchange ruling at the balance sheet date. All differences are taken to the income statement. Non-monetary items that are measured in terms of historical cost in a foreign currency are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items measured at fair value in a foreign currency are translated using the exchange rates at the date when the fair value was determined.

c) Derivatives
Derivatives are used to manage the Company's economic exposure to financial and commodity risks. The principal instruments used are foreign exchange and commodity contracts, futures, swaps or options (the 'hedging instrument'). The Company does not use derivatives for speculative purposes.

Notes *(continued)*

2 Material accounting policy information *(continued)*

***c) Derivatives** (continued)*
Derivatives are recognised in the balance sheet, at fair value, based on market prices or rates, or calculated using either discounted cash flow or option pricing models. Changes in the value of derivatives are recognised in the income statement unless they qualify for hedge accounting, when recognition of any change in fair value depends on the nature of the item being hedged. The purpose of hedge accounting is to mitigate the impact on the Company's income statement of changes in foreign exchange or interest rates and commodity prices, by matching the impact of the hedged risk and the hedging instrument in the income statement.

The hedging reserve represents gains or losses on derivatives used as hedges of future cash flows before the underlying transaction being hedged is recognised on the balance sheet. Movements in the value of derivatives are tested against movements in value of the underlying transaction being hedged for effectiveness. Any ineffective portion of the derivative is recognised immediately in the income statement. When the future cash flow results in the recognition of a non-financial asset or liability, the gains and losses previously recognised in the hedging reserve are included in the initial measurement of that asset or liability. Otherwise, gains and losses previously recognised in the hedging reserve are recognised in the income statement at the same time as the hedged transaction.

Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, exercised, or no longer qualifies for hedge accounting. At that time, any cumulative gain or loss on the hedging instrument recognised in the hedging reserve is retained in the hedging reserve until the forecast transaction occurs. Gains or losses on hedging instruments relating to an underlying exposure that no longer exists are taken to the income statement.

The Company economically hedges foreign currency exposure on recognised monetary assets and liabilities but does not normally seek hedge accounting. Any derivatives that the group holds to hedge this exposure are classified as 'held for trading' within derivative assets and liabilities. Changes in the fair value of such derivatives and the foreign exchange gains and losses arising on the related monetary items are recognised within operating profit.

d) Intangible fixed assets - brands
Capitalised brands arose on the acquisition of the trade of BE International in February 2007, Elephant Atta in July 2013 and Dorset Cereals in October 2014. These brands are being amortised over their useful economic lives not exceeding 20 years.

e) Intangible fixed assets – licences
Licences for the use of bread baskets are supplied by Bakers BASCO Ltd, and are issued for continued use of baskets until technology renders the current design obsolete. Licences are also held for various pieces of software used within the business. In the opinion of the directors the useful economic life of these assets is 5 years and the cost of these licences is therefore amortised over this period on a straight-line basis.

f) Intangible fixed assets – software
Consistent with IAS 38, software costs are classified as an intangible fixed asset, unless they are an integral part of the related hardware in which case they are classified as a tangible fixed asset. Software is being amortised over its useful economic life not exceeding 15 years. In line with the application of the IFRIC clarification on configuration or customisation costs in a cloud computing arrangement, the board has elected to expense cloud computing costs which do not align with the IFRIC clarification from the start of the financial year.

Amortisation charges relating to brand, licences and software are included within administrative expenses.

Notes *(continued)*

2 Material accounting policy information *(continued)*

g) Goodwill

Goodwill arising on a business combination is the excess of the remeasured carrying amount of any existing equity interest plus the fair value of consideration payable for the additional stake over the fair value of the share of net identifiable assets and liabilities acquired (including separately identified intangible assets), net of non-controlling interests. Total consideration does not include acquisition costs, which are expensed as incurred. Certain commercial assets associated with the acquisition of a business are not capable of being recognised in the acquisition balance sheet. In such circumstances, goodwill is recognised, which may include, but is not necessarily limited to, workforce assets and the benefits of expected future synergies. Goodwill is not amortised but is subject to an annual impairment review.

The UK Companies Act requires goodwill to be reduced by provisions for depreciation on a systematic basis over a period chosen by the Directors, its useful economic life. However, under IFRS 3 Business Combinations goodwill is not amortised. Consequently, the Company does not amortise goodwill but reviews it for impairment on an annual basis or whenever there are indicators of impairment. The Company is therefore invoking a 'true and fair view override' to overcome the prohibition on the non-amortisation of goodwill in the Companies Act. The Company is not able to reliably estimate the impact on the financial statements of the true and fair override on the basis that the useful life of goodwill cannot be predicted with a satisfactory level of reliability, nor can the pattern in which goodwill diminishes be known.

h) Research and development

Expenditure on research reflected in the income statement in the year in which the expenditure is incurred. Development expenditure is capitalised if the product or process is technically and commercially feasible but is otherwise expensed as incurred.

i) Investments

Investments in subsidiaries, associates and joint ventures are held at historical cost less any applicable provision for impairment.

j) Tangible fixed assets and depreciation

Tangible fixed assets are carried at their original cost less accumulated depreciation.

Depreciation, calculated on cost, is provided on a straight-line basis over the expected life of the asset. No depreciation is provided on freehold land. Leaseholds are written off over the period of the lease. The expected life of other assets is generally deemed to be not longer than:

Freehold buildings	-	50 years
Plant, machinery, fixtures and fittings:		
other operations	-	3-20 years
vehicles	-	5-10 years
computer equipment	-	3-7 years

Calculation of recoverable amount

The recoverable amount of fixed assets is the greater of their net realisable value and value in use. In assessing value in use, the expected future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the rate of return expected on an equally risky investment. For an asset that does not generate largely independent income streams, the recoverable amount is determined for the income-generating unit to which the asset belongs.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected to arise from the continued use of the asset. Any gain or loss arising on the derecognition of the asset is included in the income statement in the period of derecognition.

Notes *(continued)*

2 Material accounting policy information *(continued)*

k) Impairment of non-financial assets

The Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when annual impairment testing for an asset is required, the Company makes an estimate of the asset's recoverable amount in order to determine the extent of the impairment loss. An asset's recoverable amount is the higher of an asset's or cash-generating unit's fair value less costs to sell and its value in use and is determined for an individual asset, unless the asset does not generate cash inflows that are largely independent of those from other assets or groups of assets. Where the carrying amount of an asset exceeds its recoverable amount, the asset is considered impaired and is written down to its recoverable amount. Impairment losses on continuing operations are recognised in the income statement in those expense categories consistent with the function of the impaired asset.

For assets where an impairment loss subsequently reverses, the carrying amount of the asset or cash generating unit is increased to the revised estimate of its recoverable amount, not to exceed the carrying amount that would have been recognised for the asset or cash generating unit in prior years. A reversal of impairment loss is recognised immediately in the income statement, unless the asset is carried at a revalued amount when it is treated as a revaluation increase.

l) Provisions for liabilities

A provision is recognised when the Company has a legal or constructive obligation as a result of a past event; it is probable that an outflow of economic benefits will be required to settle the obligation; and a reliable estimate can be made of the amount of the obligation. If the effect is material, expected future cash flows are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. Where the Company expects some or all of a provision to be reimbursed, the reimbursement is recognised as a separate asset but only when recovery is virtually certain. The expense relating to any provision is presented in the income statement net of any reimbursement. Where discounting is used, the increase in the provision due to unwinding the discount is recognised as a finance cost.

m) Leases

Right-of-use assets

Right of use assets are recognised at the commencement date of the lease, which is the date the underlying asset is available for use. Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for subsequent remeasurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received.

Right-of-use assets are depreciated on a straight-line basis over the shorter of the estimated useful life and the lease term and are subject to impairment. Right-of-use assets are subsequently measured at cost less accumulated depreciation and any impairment losses, adjusted for any remeasurement of the lease liability.

Lease liabilities

Lease liabilities are recognised at the commencement date of the lease and are measured at the present value of lease payments to be made over the lease term, discounted using the incremental borrowing rate at the lease commencement date if the interest rate implicit in the lease is not readily determinable.

Lease payments include fixed payments, including in-substance fixed payments, and variable lease payments that depend on an index or a rate, less any lease incentives receivable. Variable lease payments that do not depend on an index or a rate are recognised as an expense in the period in which the event or condition that triggers the payment occurs.

After the commencement date of the lease, the lease liability is subsequently measured at amortised cost using the effective interest rate method. The carrying amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made.

In addition, the carrying amount of lease liabilities is remeasured when there is a change in future lease payments due to a change in the lease term, a change in the in-substance fixed lease payments or a change in the assessment to purchase the underlying asset.

Notes *(continued)*

2 Material accounting policy information *(continued)*

n) Inventories

Inventories are valued at the lower of cost and net realisable value after making due provision against obsolete and slow-moving items. In the case of work in progress and finished goods manufactured by the Company, the term 'cost' includes ingredients, production wages and an appropriate proportion of attributable production overheads.

o) Taxation

Corporation tax payable is provided on taxable profits at the prevailing rate. Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities, based on tax rates and laws that are enacted or substantively enacted by the balance sheet date.

As required by IAS 12, the exception to recognising and disclosing information about deferred tax assets and liabilities related to Pillar Two income taxes has been applied.

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 Company'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.

Deferred tax is measured at the average tax rates that are expected to apply in the periods in which timing differences are expected to reverse, based on tax rates and laws that have been enacted or substantively enacted by the balance sheet date. Deferred tax is measured on a non-discounted basis.

p) Pension costs

The Company participates in a groupwide pension scheme providing benefits based on final pensionable pay. The assets of the scheme are held separately from those of the Company. The Company is unable to identify its share of the underlying assets and liabilities of the scheme on a consistent basis and therefore accounts for the scheme as if it were a defined contribution scheme. As a result, the amount charged to the profit and loss account represents the contributions payable to the scheme in respect of the accounting period.

Contributions to defined contribution pension schemes are charged to the profit and loss account in the period in which they arise.

q) Share based payment reserve

The Associated British Foods group operates a Share Incentive Plan which allows employees to receive allocations of shares subject to the attainment of certain financial performance criteria and typically after a three-year performance period. The fair value of the shares to be awarded is recognised as an employee expense by the Company, with a corresponding increase in the share based payment reserve. The fair value is measured at grant date and charged to the income statement over the period during which the employee becomes unconditionally entitled to the shares. The fair value of the shares allocated is measured taking into account the terms and conditions of the Share Incentive Plan under which the shares were allocated. The amount recognised as an expense is adjusted to reflect the actual number of shares that vest.

Notes *(continued)*

r) Investment properties

Investment properties are recorded at cost less accumulated depreciation and impairment charges. Depreciation is charged to the income statement on a straight-line basis over the estimated useful economic life of each property sufficient to reduce it to its estimated residual value. Land is not depreciated. Estimated useful economic lives are generally deemed to be no longer than:

Freehold buildings	up to 40 years
Leasehold buildings	term of lease

The book value of investment properties was not previously material and was included in property, plant and equipment. Management has decided to disclose investment properties separately on the face of the balance sheet.

3 Turnover

The turnover and profit before taxation are attributable to the one principal activity of the Company. A geographical analysis of turnover by destination is given below:

	53 weeks ended 31 August 2024 £000	**52 weeks ended 26 August 2023 £000**
United Kingdom	**885,222**	**884,145**
Europe & Africa	**80,232**	**75,127**
Asia Pacific	**9,361**	**7,433**
The Americas	**8,617**	**9,029**
	983,432	**975,734**

4 Operating loss

	53 weeks ended 31 August 2024 £000	52 weeks ended 26 August 2023 £000
Loss on ordinary activities before taxation is stated after charging:		
Amount of inventory recognised as an expense	**568,456**	**590,288**
Amortisation of intangible assets	**4,975**	**1,889**
Restructuring	**3,439**	**2,619**
(Gain)/loss on sale of property	**(608)**	**(15,713)**
Losses on foreign exchange transactions	**599**	**1,484**
Depreciation of tangible fixed assets	**24,392**	**25,542**
Depreciation of right-of-use assets	**1,774**	**1,720**

	53 weeks ended 31 August 2024 £000	52 weeks ended 26 August 2023 £000
Auditor's remuneration:		
Audit of these financial statements	**637**	**660**
	637	**660**

Notes *(continued)*

5 Remuneration of directors

	53 weeks ended 31 August 2024 £000	52 weeks ended 26 August 2023 £000
Directors' emoluments	**1,372**	**1,007**
Long-term incentive plans	**602**	**103**
	1,974	**1,110**

The aggregate emoluments of the highest paid director were £1,400,145 *(2023:* £717,299). During the year, this director received shares under a long term incentive plan.

Retirement benefits under a defined benefit pension arrangement accrued to no directors in the current year.

6 Staff numbers and costs

The average number of persons employed by the Company (including directors) during the period was:

	Number of employees	
	53 weeks ended 31 August 2024	52 weeks ended 26 August 2023
Average number of employees per week	**4,308**	**4,375**

The aggregate payroll costs of these persons were:

	53 weeks ended 31 August 2024 £000	52 weeks ended 26 August 2023 £000
Wages and salaries	**181,529**	**171,575**
Social security costs	**19,828**	**18,711**
Other pension costs	**13,342**	**15,421**
Share based payments	**1,027**	**866**
	215,726	**206,573**

Notes *(continued)*

7 Pensions

The Company is a member of the Associated British Foods Pension Scheme which provides benefits based on final pensionable pay. Because the Company is unable to identify its share of the scheme's assets and liabilities on a consistent basis, the scheme is accounted for by the Company as if it were a defined contribution scheme. On 30 September 2002 the scheme was closed to new members and a defined contribution arrangement was put in place for other employees. For the defined contribution scheme, the pension costs are the contributions payable.

The most recent triennial funding valuation of the Scheme was carried out as at 5 April 2023, using the current unit method, and revealed funding surplus of £1,013m. The market value of the Scheme assets was £3,648m, representing 138% of members' accrued benefits after allowing for expected future salary increases. Full IAS 19 disclosures can be found on pages 170 to 174 of the financial statements of Associated British Foods plc, which may be obtained from Weston Centre, 10 Grosvenor Street, London, W1K 4QY. These financial statements are also available for download from the group's website at www.abf.co.uk.

8 Interest payable and similar income

	53 weeks ended 31 August 2024 £000	52 weeks ended 26 August 2023 £000
Interest payable on intercompany balances	**(4,572)**	**(3,915)**

9 Taxation

	53 weeks ended 31 August 2024 £000	52 weeks ended 26 August 2023 £000
UK corporation tax		
Current tax on income for the period	**(17,337)**	**(14,194)**
Adjustment in respect of previous periods	**(550)**	**13,817**
Total current tax	**(17,887)**	**(377)**
Deferred tax (see Note 20)		
Origination and reversal of timing differences	**10,847**	**2,753**
Effect of change in tax rate	**-**	**453**
Adjustment in respect of previous periods	**718**	**(18,459)**
Total deferred tax	**11,565**	**(15,253)**
Tax credit on loss on ordinary activities	**(6,322)**	**(15,630)**

Notes *(continued)*

9 Taxation *(continued)*

Current tax reconciliation

	53 weeks ended 31 August 2024 £000	52 weeks ended 26 August 2023 £000
Loss on ordinary activities before tax	**(28,075)**	**(37,801)**
Current tax at effective rate of 25% *(2023: 21.8%)*	**(7,019)**	**(8,114)**
Effect of rate change	**-**	**453**
(Income)/Expenses not deductible for tax purposes	**529**	**(3,326)**
Overseas withholding tax not recoverable	**-**	**-**
Adjustments to tax charge in respect of previous years	**168**	**(4,642)**
Total tax credit	**(6,322)**	**(15,630)**

UK corporation tax debtor	**32,003**	**16,708**

Deferred Taxation

Movement in deferred tax provision		
At beginning of period	**(6,037)**	**9,560**
Charge/(credit) to income statement for the period	**11,565**	**(15,253)**
Tax charge/(credit) to reserves	**150**	**(344)**
At end of period	**5,678**	**(6,037)**

The provision for deferred taxation is made up as follows:

	31 August 2024 £000	26 August 2023 £000
Capital allowances in excess of depreciation	**16,729**	11,702
Hedging reserves	**(13)**	(163)
IFRS 16 transitional adjustment	**(64)**	(66)
Tax losses	**(12,703)**	(18,526)
Operating intangibles	**1,298**	506
Short term timing differences	**431**	509
Total deferred tax liability / (asset)	**5,678**	(6,037)

Notes *(continued)*

9 Taxation *(continued)*

Deferred tax assets are presented net of deferred tax liabilities due to them relating to the same taxable entity and same tax jurisdiction. Deferred tax assets and liabilities are expected to reverse on a similar time frame. The UK corporation tax rate of 19% increased to 25% from 1 April 2023.

Notes *(continued)*

10 Intangible fixed assets

	Brands £000	Software £000	Licences £000	Goodwill £000	Total £000
Cost					
At beginning of period	71,436	37,287	1,848	66,761	177,332
Additions	-	220	-	-	220
Disposals	-	(732)	-	-	(732)
At end of period	71,436	36,775	1,848	66,761	176,820
Amortisation or impairment					
At beginning of period	70,173	17,995	1,848	44,993	135,009
Charge for period	379	4,596	-	-	4,975
Disposals	-	(732)	-	-	(732)
At end of period	70,552	21,859	1,848	44,993	139,252
Net book value					
At 31 August 2024	**884**	**14,916**	**-**	**21,768**	**37,568**
At 26 August 2023	1,263	19,292	-	21,768	42,323

The capitalised brands were acquired as part of the acquisition of BE International in 2007, Elephant Atta in July 2013, Dorset Cereals in October 2014. The main brands, Elephant, Dorset Cereals, Rajah, Green Dragon and Lotus, were valued as part of their respective acquisitions and are being amortised over a period between 8 and 20 years.

The Goodwill of £21.8m relates to Dorset Cereals.

The carrying value of goodwill is assessed by reference to its value in use to perpetuity reflecting the projected cash flows of each of the CGUs or group of CGUs. The key assumptions in the most recent forecast on which the cash flow projections are based relate to discount rates, growth rates and expected changes in volumes, selling prices and direct costs. Each CGU carries out impairment testing, where each CGU had positive headroom across a range of discount rates for example the post tax discount rate range for Jordans Dorset Ryvita was 8.4% - 10.5%.

Although performance is much improved compared to last year, the trading environment faced by Jordans Dorset Ryvita is one with significant competition, inflationary costs and retailer pressure on price. As such, a detailed impairment review was undertaken, and management concluded no impairment was required as performance is forecasted to improve. Key drivers of the forecast improvement in performance include sales volume increases driving margin improvement, a reduction in cost inflation, implementation of planned strategic initiatives and the completion of ongoing new product development. Headroom was £65m on a CGU carrying value of £133m (2023 – headroom of £59m on a CGU carrying value at £137m). The pre-tax discount rate used was 11.5% and would have to increase to more than 15.4% before value in use fell below the CGU carrying value. The long-term growth rate applied into perpetuity was 2.5%.

Notes *(continued)*

11 Tangible fixed assets

	Land and buildings £000	Plant and machinery £000	Fixtures and fittings £000	Assets under construction £000	Total £000
Cost					
At beginning of period	128,090	534,985	44,928	19,056	727,059
Reclassification of investment property (note 12)	(2,356)	-	-	-	(2,356)
Additions	-	5,098	1,851	19,515	26,464
Disposals	(1,162)	(25,152)	(2,052)	-	(28,366)
Transfers	427	21,098	350	(21,875)	-
At end of period	124,999	536,029	45,077	16,696	722,801
Depreciation and impairment					
At beginning of period	54,192	439,404	35,224	-	528,820
Reclassification of investment property (note 12)	(688)	-	-	-	(688)
Depreciation for the period	2,031	20,605	1,817	-	24,453
On disposals	(1,180)	(22,749)	(1,976)	-	(25,905)
At end of period	54,355	437,260	35,065	-	526,680
Net book value					
At 31 August 2024	**70,644**	**98,769**	**10,012**	**16,696**	**196,121**
At 26 August 2023	73,898	95,581	9,704	19,056	198,239

Freehold land of £7,402,000 (*2023: £7,571,000*) is not depreciated.

Notes *(continued)*

12 Investment Properties

	Total
Cost	**£000**
At beginning of period	-
Reclassification during year from land and buildings (note 11)	2,356
At end of period	2,356
Depreciation and impairment	
At beginning of period	-
Reclassification during year from land and buildings (note 11)	688
Depreciation for the period	61
At end of period	749
Net book value	
At 31 August 2024	1,607

Management have identified our Poundbury site as an investment property. Poundbury has no operations and is rented out to a third party. Market value is in line with book value.

Notes *(continued)*

13 Leases

Right-of-use assets

	Land and buildings £000	Plant and machinery £000	Total £000
Cost			
At beginning of period	17,605	5,503	23,108
Additions	-	1,245	1,245
Disposals	(153)	(478)	(631)
At end of period	17,452	6,270	23,722
Depreciation and impairment			
At beginning of period	9,495	4,451	13,946
Depreciation for the period	1,214	560	1,774
Disposals	(153)	(478)	(631)
At end of period	10,556	4,533	15,089
Net book value			
At 31 August 2024	**6,896**	**1,737**	**8,633**
At 26 August 2023	**8,110**	**1,052**	**9,162**

Lease liabilities

	Land and buildings £000	Plant and machinery £000	Total £000
Cost			
At 26 August 2023	9,958	524	10,482
Additions	75	974	1,049
Interest expense	27	13	40
Repayments	(1,518)	(287)	(1,805)
Other movements	6	(41)	(35)
At 31 August 2024	**8,548**	**1,183**	**9,731**

Current	1,450
Non-current	8,281
	9,731

Notes *(continued)*

13 Leases *(continued)*

The Company had the following expense relating to short-term and low value leases:

	31 August 2024 £000	26 August 2023 £000
Land and buildings	-	2
Plant and machinery	**64**	105
	64	107

14 Fixed asset investments

The companies in which the Company's interest at the period is more than 20% are as follows:

Participating interests	**Country of incorporation**	**Principal activities**	**Percentage held of ordinary class shares**
Bakers BASCO Limited [Note 1]	United Kingdom	Administrator of pool of baskets used in the bread industry	20%

[Note 1] Registered office address is Pacioli House Duncan Close, Moulton Park Industrial Estate, Northampton, England, NN3 6WL

15 Investment in subsidiaries

	Subsidiary undertakings £000
Cost	
At 26 August 2023	68,479
Additions	-
At 31 August 2024	68,479
Transfer to Goodwill on Hive-up	
At 26 August 2023	(44,133)
At 31 August 2024	(44,133)
Provision for impairment	
At 26 August 2023	-
At 31 August 2024	-
Net book value	
At 26 August 2023	24,346
At 31 August 2024	24,346

Notes *(continued)*

15 Investment in subsidiaries *(continued)*

The Company's subsidiaries are as follows:

Subsidiary	Country of incorporation	Investment £	Percentage ordinary shares held
H 5 Limited [Note 2]	United Kingdom	3,832,000	100%
Reflex Nutrition Limited [Note 2]	United Kingdom	4,393,000	100%
Dorset Cereals Limited [Note 2]	United Kingdom	16,121,000	100%
Acetum (UK) Limited (formerly known as Allied Technical Centre Limited) [Note 2]	United Kingdom	100	100%
Pro-Active Nutrition Limited [Note 2]	United Kingdom	1	100%
Allied Mills Limited [Note 2]	United Kingdom	100	100%

[Note 2] Registered office address is Weston Centre, 10 Grosvenor Street, London, United Kingdom, W1K 4QY

16 Capital commitments

The Company has capital expenditure commitments of nil (2023: £2,305,000) for which no provision has been made in these financial statements.

17 Stocks

	31 August 2024 £000	26 August 2023 £000
Raw materials and consumables	**61,210**	44,269
Work in progress	**118**	104
Finished goods and goods for resale	**19,326**	42,841
	80,654	87,214

18 Debtors

	31 August 2024 £000	26 August 2023 £000
Trade debtors	**104,917**	118,121
Amounts owed by group undertakings	**5,155**	7,102
Other debtors	**1,691**	3,977
Prepayments and accrued income	**4,162**	6,137
Receivable for group relief	**32,003**	16,078
Other taxes and VAT	**5,287**	8,048
	153,215	159,463

Trade debtors are non-interest bearing and are normally settled on average on 41 days terms (2023: 46 days). Amounts owed by group undertakings of £5,155k (2023: £7,102k) relate to trade with group subsidiaries and are non-interest bearing and normally settled within 30 days. Based on impairment testing performed on investments, we did not identify any impairment indicators. As a result, we concluded that no event is triggering the recoverability of loans granted to subsidiaries.

Notes *(continued)*

19 Creditors

Amounts falling due within one year	**31 August 2024 £000**	26 August 2023 £000
Lease liabilities	**1,450**	1,436
Trade creditors	**57,733**	45,884
Amounts owed to parent undertakings	**52,709**	85,646
Amounts owed to group undertakings	**258,176**	235,409
Other taxes and social security	**9,932**	10,744
Other creditors	**961**	890
Accruals and deferred income	**34,912**	44,225
	415,873	424,234

Trade creditors are non-interest bearing and are normally settled on average on 22 days terms (2023: 18 days). Amounts owed to parent undertakings of £52,709k (2023: £85,646k) relate to loans owed to Associated British Foods plc. From 25th August 2023 interest has accrued at a rate equal to 6m SONIA + credit adjustment spread of 27.66bps + 54bps (2023: 6m SONIA + credit adjustment spread of 27.66bps + 25bps). Amounts owed to group undertakings of £180,935k (2023: £180,935k) are non-interest-bearing and represent balances owed to other UK group companies following the hive-up of Food Investments, Jordans Ryvita, Dorset Cereals, Reflex and HIGH5. Other amounts owed to group undertakings of £77,241k (2023: £54,474k) relate to trade with group subsidiaries and are non-interest bearing and normally settled within 30 days.

20 Provisions for liabilities and charges

	Deferred tax £000	Deferred consideration £000	Restructuring £000	Other £000	Total £000
At beginning of period	-	228	2,529	574	3,331
Amounts charged/(credited) to the income statement	11,565	-	3,439	(187)	14,817
Utilised in the period	-	-	(3,687)	(104)	(3,791)
Movement in deferred tax on hedging reserve	150	-	-	-	150
Deferred tax asset moved from non-current assets	(6,037)	-	-	-	(6,037)
At end of period	**5,678**	**228**	**2,281**	**283**	**8,470**

Deferred tax arises primarily on the timing differences between capital allowances and book depreciation and on provisions for expenditure that will be deductible in a later period for tax purposes. The entity has a history of recent losses however there are sufficient taxable profits within the group within FY25 to relieve the carried forward losses and it is group policy and intention to compensate ABFGP for these losses. Deferred consideration comprises estimates of amounts due to the previous owners of H5 Limited and Reflex Nutrition Limited which are linked to performance and other conditions. Restructuring provisions relate primarily to Allied Bakeries and expect to be settled within 1 year. Other provisions relate to dilapidations of the Enfield site..

Notes *(continued)*

21 Called up share capital

		31 August 2024		26 August 2023
	Number	**£000**	Number	£000
Authorised, allotted, called up and fully paid				
Ordinary shares of £1 each	**200,000,000**	**200,000**	200,000,000	200,000
		200,000		200,000

22 Employee share schemes

The Associated British Foods Executive Share Incentive Plan 2003 ('the Share Incentive Plan') was approved and adopted by Associated British Foods plc at its annual general meeting held on 5 December 2003. It takes the form of conditional allocations of shares which will be released if, and to the extent that, certain performance targets are satisfied over a three-year performance period.

Further information regarding the operation of the share incentive plan can be found in the financial statements of Associated British Foods plc which may be obtained from Weston Centre, 10 Grosvenor Street, London, W1K 4QY. These financial statements are also available for download from the group's website at www.abf.co.uk

23 Ultimate parent undertaking and parent undertaking of larger group of which the Company is a member

The immediate parent undertaking is Sunblest Bakeries Limited. The ultimate parent company is Wittington Investments Limited, which is incorporated in the United Kingdom and registered in England and Wales.

The largest group of undertakings for which group accounts are drawn up (within which the results of the Company are consolidated) and of which the Company is a member is headed by Wittington Investments Limited. The smallest such group of undertakings is headed by Associated British Foods plc, which is incorporated in the United Kingdom and registered in England and Wales.

The consolidated accounts of these groups are available to the public and may be obtained from Weston Centre, 10 Grosvenor Street, London, W1K 4QY, which is the registered office of each of Wittington Investments Limited and Associated British Foods plc. The consolidated accounts of Associated British Foods plc are also available for download on the group's website at www.abf.co.uk.