

Company registration number: 02387461

ABI Holdings Limited

Financial statements

31 March 2023

ABI Holdings Limited

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ABI Holdings Limited

Directors and other information

Directors	Mr Jaideep Pandit Mr Stephen Richard Page Mr Jayant Gadgil Mr Rajiv Batra Mr Hong Kok Meng	(Appointed 24 April 2023)
Secretary	Mr Stephen Richard Page	
Company number	02387461	
Registered office	34 Ely Place London England EC1N 6TD	
Auditor	SPW (UK) LLP Gable House 239 Regents Park Road London N3 3LF	

ABI Holdings Limited

Strategic report
Year ended 31 March 2023

The principal and only activity of the company is to act as an investment holding company. Full details of investments are provided in note 9 to the financial statements.

The Company results are disclosed on page 9. The Company's only key performance indicator relates to dividend income received, which amounted to £66,634,705 (31 March 2022 : £148,333,093). The key risk to the Company relates to the cash flows, profitability and ability of the investee companies to pay dividends.

Principal risks and uncertainties

The company faces the risk of receipts of dividends from its subsidiary undertakings, Associated Biscuits International Limited, which itself is dependent on receipt of dividends from its own investments. ABI Holdings Ltd also faces the risk of volatility in FX rates.

Section 172 Statement

Section 172 (1) of the Companies Act 2006 requires that each director of a company must act in a way that they consider, in good faith, would most likely promote the success of the company for the benefit of its members as a whole.

Clients

The company does not have any clients as it is an investment company.

Employees

The company is committed to being a responsible business. Due to the nature of the company the business does not have any employees.

Development and performance

The company, like most of the businesses, has been widely affected by the volatility of the GBP and Covid 19.

Investments

The principal activities of the company is that of investment holding. The directors invest into safe and low risk investments with an intention to hold for a longer term.

As the board of directors, we are fully confident, that the Company's financial situation will strengthen. Therefore, we have a reasonable expectation, that the company has adequate resources to continue operations for the foreseeable future.

This report was approved by the board of directors on 24 May 2023 and signed on behalf of the board by:



Mr Jayant Gadgil
Director

ABI Holdings Limited

Directors report
Year ended 31 March 2023

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

Directors

The directors who served the company during the year were as follows:

Mr Jaideep Pandit

Mr Stephen Richard Page

Mr Jayant Gadgil

Mr Rajiv Batra

Mr Hong Kok Meng

(Appointed 24 April 2023)

Dividends

Particulars of recommended dividends are detailed in note 8 to the financial statements.

Future developments

The directors believe that the company is in good financial position.

Greenhouse gas emissions and energy consumption

Methodologies for energy and emissions calculations

As the company has not consumed more than 40,000 kWh of energy, it qualifies as a low energy user under the regulations and is not required to report on its emission, energy consumption or energy efficiency activities.

Financial instruments

The company has a normal level of exposure to price, liquidity and cashflow risks arising from trading activities.

Disclosure of information in the strategic report.

The company has chosen in accordance with s.414C(11) Companies Act 2006 to set out in the company's strategic report information required by Schedule 7 of the Large and Medium-sized Companies and Groups (Accounts and Reports) Regulations 2008 to be contained in the directors' report. It has done so in respect of principal risks and uncertainties.

ABI Holdings Limited

Directors report (continued)

Year ended 31 March 2023

Directors responsibilities statement

The directors are responsible for preparing the strategic report, directors report and the financial statements in accordance with applicable law and regulations.

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

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

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

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

Statement of disclosure to auditor

Each of the persons who is a director at the date of approval of this report confirms that:

- so far as they are aware, there is no relevant audit information of which the company's auditor is unaware; and
- they have taken all steps that they ought to have taken as a director to make themselves aware of any relevant audit information and to establish that the company's auditor is aware of that information.

Auditor

The auditors SPW (UK) LLP, were appointed on 10 April 2023 and are deemed to have been re-appointed in accordance with section 487 of the Companies Act 2006.

This report was approved by the board of directors on 24 May 2023 and signed on behalf of the board by:



Mr Jayant Gadgil
Director

ABI Holdings Limited

Independent auditor's report to the members of

ABI Holdings Limited

Year ended 31 March 2023

Opinion

We have audited the financial statements of ABI Holdings Limited (the 'company') for the year ended 31 March 2023 which comprise the statement of income and retained earnings, statement of financial position, statement of cash flows and notes to the financial statements, including a summary of significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including FRS 102 The Financial Reporting Standard applicable in the UK and Republic of Ireland (United Kingdom Generally Accepted Accounting Practice).

In our opinion, the financial statements:

- give a true and fair view of the state of the company's affairs as at 31 March 2023 and of its profit for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

Basis for opinion

We conducted our audit in accordance with International Standards on Auditing (UK) (ISAs (UK)) and applicable law. Our responsibilities under those standards are further described in the auditor'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, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Conclusions relating to going concern

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

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

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

Other Information

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

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

We have nothing to report in this regard.

ABI Holdings Limited

Independent auditor's report to the members of
ABI Holdings Limited (continued)
Year ended 31 March 2023

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 the directors' report has 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 the directors' report.

We have nothing to report in respect of the following matters where 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 the 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, 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.

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

ABI Holdings Limited

Independent auditor's report to the members of
ABI Holdings Limited (continued)
Year ended 31 March 2023

The extent to which the audit was considered capable of detecting irregularities including fraud
Our approach to identifying and assessing the risks of material misstatement in respect of irregularities, including fraud and non-compliance with laws and regulations, was as follows:

The engagement partner ensured that the engagement team collectively had the appropriate competence, capabilities and skills to identify or recognise non-compliance with applicable laws and regulations;

We identified the laws and regulations applicable to the company through discussions with directors and other management, and from our commercial knowledge and experience of the sector;

We focused on specific laws and regulations which we considered may have a direct material effect on the financial statements or the operations of the company, including the Companies Act 2006, taxation legislation and data protection and anti-bribery.

We assessed the extent of compliance with the laws and regulations identified above through making enquiries of management and inspecting legal correspondence; and

Identified laws and regulations were communicated within the audit team regularly and the team remained alert to instances of non-compliance throughout the audit.

We assessed the susceptibility of the company's financial statements to material misstatement, including obtaining an understanding of how fraud might occur, by:

Making enquiries of management as to where they considered there was susceptibility to fraud, their knowledge of actual, suspected and alleged fraud; and

Considering the internal controls in place to mitigate risks of fraud and non-compliance with laws and regulations.

To address the risk of fraud through management bias and override of controls, we:

Performed analytical procedures to identify any unusual or unexpected relationships;

Reviewed and tested journal entries to identify unusual transactions and other adjustments for appropriateness, and evaluating the business rationale of significant transactions outside the normal course of business;

Assessed whether judgements and assumptions made in determining the accounting estimates set out in note 3 were indicative of potential bias; and

Investigated the rationale behind significant or unusual transactions.

In response to the risk of irregularities and non-compliance with laws and regulations, we designed procedures which included, but were not limited to:

Reviewing and agreeing financial statement disclosures and testing to underlying supporting documentation;

Enquiring of management as to actual and potential litigation and claims; and

Reviewing correspondence with HMRC and bankers.

No instances of material non-compliance were identified. However, the likelihood of detecting irregularities, including fraud, is limited by the inherent difficulty in detecting irregularities, the effectiveness of the entity's controls, and the nature, timing and extent of the audit procedures performed. The more removed that laws and regulations are from financial transactions, the less likely it is that we would become aware of non-compliance. Auditing standards also limit the audit procedures required to identify non-compliance with laws and regulations to enquiry of the directors and other management and the inspection of regulatory and legal correspondence, if any.

Material misstatements that arise due to fraud can be harder to detect than those that arise from error as they may involve deliberate concealment or collusion.

As part of an audit in accordance with ISAs (UK), we exercise professional judgment and maintain professional scepticism throughout the audit. we also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

ABI Holdings Limited

Independent auditor's report to the members of

ABI Holdings Limited (continued)


Year ended 31 March 2023

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

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

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 auditors 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.



Shirish Shah (Senior Statutory Auditor)

For and on behalf of

SPW (UK) LLP

Chartered Accountants and Statutory Auditor

Gable House

239 Regents Park Road

London

N3 3LF

24 May 2023

ABI Holdings Limited

Statement of income and retained earnings
Year ended 31 March 2023

		2023	2022
	Note	£	£
Turnover		-	-
Cost of sales		-	-
Administrative expenses		(60,292)	1,155,958
Operating (loss)/profit	4	(60,292)	1,155,958
Income from other fixed asset investments	6	66,634,705	148,333,093
Profit before taxation		66,574,413	149,489,051
Tax on profit	7	-	(65,184)
Profit for the financial year and total comprehensive income		<u>66,574,413</u>	<u>149,423,867</u>
Dividends declared and paid or payable during the year	8	(66,568,208)	(149,847,222)
Retained earnings at the start of the year		<u>2,806,506</u>	<u>3,229,861</u>
Retained earnings at the end of the year		<u>2,812,711</u>	<u>2,806,506</u>

All the activities of the company are from continuing operations.

The notes on pages 13 to 20 form part of these financial statements.

ABI Holdings Limited

Statement of financial position

31 March 2023

	Note	2023		2022	
		£	£	£	£
Fixed assets					
Investments	9	26,634,986		26,634,986	
			26,634,986		26,634,986
Current assets					
Cash at bank and in hand		308,533		300,069	
		308,533		300,069	
Creditors: amounts falling due within one year	10	(77,092)		(74,833)	
Net current assets			231,441		225,236
Total assets less current liabilities			26,866,427		26,860,222
Net assets			26,866,427		26,860,222
Capital and reserves					
Called up share capital	11	4,995,785		4,995,785	
Share premium account	12	19,057,931		19,057,931	
Profit and loss account	12	2,812,711		2,806,506	
Shareholders funds			26,866,427		26,860,222

These financial statements were approved by the board of directors and authorised for issue on 24 May 2023, and are signed on behalf of the board by:



Mr Jayant Gadgil
Director

Company registration number: 02387461

The notes on pages 13 to 20 form part of these financial statements.

ABI Holdings Limited

Statement of changes in equity
Year ended 31 March 2023

	Called up share capital	Share premium account	Profit and loss account	Total
	£	£	£	£
At 1 April 2021	4,995,785	19,057,931	3,229,861	27,283,577
Profit for the year			149,423,867	149,423,867
Total comprehensive income for the year	-	-	149,423,867	149,423,867
Dividends paid and payable			(149,847,222)	(149,847,222)
Total investments by and distributions to owners	-	-	(149,847,222)	(149,847,222)
At 31 March 2022 and 1 April 2022	4,995,785	19,057,931	2,806,506	26,860,222
Profit for the year			66,574,413	66,574,413
Total comprehensive income for the year	-	-	66,574,413	66,574,413
Dividends paid and payable			(66,568,208)	(66,568,208)
Total investments by and distributions to owners	-	-	(66,568,208)	(66,568,208)
At 31 March 2023	4,995,785	19,057,931	2,812,711	26,866,427

ABI Holdings Limited

**Statement of cash flows
Year ended 31 March 2023**

	2023	2022
	£	£
Cash flows from operating activities		
Profit for the financial year	66,574,413	149,423,867
<i>Adjustments for:</i>		
Income from other fixed asset investments	(66,634,705)	(148,333,093)
Tax on profit	-	65,184
Accrued expenses/(income)	2,259	(214)
Cash generated from operations	<u>(58,033)</u>	<u>1,155,744</u>
Net cash (used in)/from operating activities	<u>(58,033)</u>	<u>1,155,744</u>
Cash flows from investing activities		
Dividends received	66,634,705	148,333,093
Net cash from investing activities	<u>66,634,705</u>	<u>148,333,093</u>
Cash flows from financing activities		
Equity dividends paid	(66,568,208)	(149,847,222)
Net cash used in financing activities	<u>(66,568,208)</u>	<u>(149,847,222)</u>
Net increase/(decrease) in cash and cash equivalents	8,464	(358,385)
Cash and cash equivalents at beginning of year	<u>300,069</u>	<u>658,454</u>
Cash and cash equivalents at end of year	<u>308,533</u>	<u>300,069</u>

ABI Holdings Limited

Notes to the financial statements
Year ended 31 March 2023

1. General information

The company is a private company limited by shares, registered in England & Wales. The address of the registered office is 34 Ely Place, London, England, EC1N 6TD.

2. Statement of compliance

These financial statements have been prepared in compliance with FRS 102, 'The Financial Reporting Standard applicable in the UK and Republic of Ireland' and the requirements of the Companies Act 2006.

3. Accounting policies

Basis of preparation

The financial statements have been prepared on the historical cost basis, as modified by the revaluation of certain financial assets and liabilities and investment properties measured at fair value through profit or loss.

The financial statements are prepared in sterling. The functional currency of the entity is USD. For continuity purposes, the Company has presented the financial information in sterling. Monetary amounts in these financial statements are rounded to the nearest £. The company intends to present the financial information in the functional currency in near future.

Going concern

The directors consider that in preparing the financial statements, they have taken into account all the information that could reasonably be expected to be available together with their continued support to the company. On this basis the directors consider that it is appropriate to prepare the financial statements on a going concern basis.

These financial statements do not include any adjustments that would result if the company would cease trading.

Consolidation

The company is entitled to the exemption under Section 401 of the Companies Act 2006 from the obligation to prepare group accounts.

These financial statements present information about the company as an individual undertaking and not about its group.

Judgements and key sources of estimation uncertainty

The key uncertainty affecting the company is the fluctuation of the foreign exchange rates on the market.

ABI Holdings Limited

Notes to the financial statements (continued)

Year ended 31 March 2023

Taxation

The taxation expense represents the aggregate amount of current and deferred tax recognised in the reporting period. Tax is recognised in the statement of income and retained earnings, except to the extent that it relates to items recognised in other comprehensive income or directly in capital and reserves. In this case, tax is recognised in other comprehensive income or directly in capital and reserves, respectively.

Current tax is recognised on taxable profit for the current and past periods. Current tax is measured at the amounts of tax expected to pay or recover using the tax rates and laws that have been enacted or substantively enacted at the reporting date.

Deferred tax is recognised in respect of all timing differences at the reporting date. Unrelieved tax losses and other deferred tax assets are recognised to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits. Deferred tax is measured using the tax rates and laws that have been enacted or substantively enacted by the reporting date that are expected to apply to the reversal of the timing difference.

Foreign currencies

Foreign currency transactions are initially recorded in the functional currency, by applying the spot exchange rate as at the date of the transaction. Monetary assets and liabilities denominated in foreign currencies are translated at the exchange rate ruling at the reporting date, with any gains or losses being taken to profit or loss.

Investments

Fixed asset investments are initially recorded at cost, and subsequently stated at cost less any accumulated impairment losses.

Impairment

A review for indicators of impairment is carried out at each reporting date, with the recoverable amount being estimated where such indicators exist. Where the carrying value exceeds the recoverable amount, the asset is impaired accordingly. Prior impairments are also reviewed for possible reversal at each reporting date.

When it is not possible to estimate the recoverable amount of an individual asset, an estimate is made of the recoverable amount of the cash-generating unit to which the asset belongs. The cash-generating unit is the smallest identifiable group of assets that includes the asset and generates cash inflows that are largely independent of the cash inflows from other assets or groups of assets.

ABI Holdings Limited

Notes to the financial statements (continued)
Year ended 31 March 2023

Financial instruments

A financial asset or a financial liability is recognised only when the company becomes a party to the contractual provisions of the instrument.

Basic financial instruments are initially recognised at the transaction price, unless the arrangement constitutes a financing transaction, where it is recognised at the present value of the future payments discounted at a market rate of interest for a similar debt instrument.

Debt instruments are subsequently measured at amortised cost.

Where investments in non-convertible preference shares and non-puttable ordinary shares or preference shares are publicly traded or their fair value can otherwise be measured reliably, the investment is subsequently measured at fair value with changes in fair value recognised in profit or loss.

Financial assets that are measured at cost or amortised cost are reviewed for objective evidence of impairment at the end of each reporting date. If there is objective evidence of impairment, an impairment loss is recognised in profit or loss immediately.

For all equity instruments regardless of significance, and other financial assets that are individually significant, these are assessed individually for impairment. Other financial assets are either assessed individually or grouped on the basis of similar credit risk characteristics.

Any reversals of impairment are recognised in profit or loss immediately, to the extent that the reversal does not result in a carrying amount of the financial asset that exceeds what the carrying amount would have been had the impairment not previously been recognised.

Cash and cash equivalent

Cash and cash equivalents comprise cash at bank and on hand, demand deposits with banks and other short-term highly liquid investments with original maturities of three months or less and bank overdrafts. In the statement of financial position, bank overdrafts are shown within borrowings or current liabilities.

4. Operating profit

Operating profit is stated after charging/(crediting):

	2023	2022
	£	£
Foreign exchange differences	47,481	(1,164,352)
Fees payable for the audit of the financial statements	8,500	4,500
	<u> </u>	<u> </u>

5. Staff costs

There were no employees during the year apart from the directors.

No remuneration was paid to directors during the year or prior year.

6. Income from other fixed asset investments

	2023	2022
	£	£
Dividends from other fixed assets investments	66,634,705	148,333,093
	<u> </u>	<u> </u>

ABI Holdings Limited

Notes to the financial statements (continued)
Year ended 31 March 2023

7. Tax on profit

Major components of tax expense

	2023	2022
	£	£
Current tax:		
UK current tax expense	-	65,184
Tax on profit	<u>-</u>	<u>65,184</u>

Reconciliation of tax expense

The tax assessed on the profit for the year is lower than (2022: lower than) the standard rate of corporation tax in the UK of 19.00% (2022: 19.00%).

	2023	2022
	£	£
Profit before taxation	66,574,413	149,489,051
Profit multiplied by rate of tax	12,649,138	28,402,920
Effect of revenue exempt from tax	(12,660,594)	(28,183,287)
Utilisation of tax losses	-	(154,449)
Unrelieved tax losses	11,456	-
Tax on profit	<u>-</u>	<u>65,184</u>

8. Dividends

Equity dividends

	2023	2022
	£	£
Dividends paid during the year (excluding those for which a liability existed at the end of the prior year)	66,568,208	149,847,222

ABI Holdings Limited

Notes to the financial statements (continued)
Year ended 31 March 2023

9. Investments

	Investments	Total
	£	£
Cost		
At 1 April 2022 and 31 March 2023	26,634,986	26,634,986
Impairment		
At 1 April 2022 and 31 March 2023	-	-
Carrying amount		
At 31 March 2023	26,634,986	26,634,986
At 31 March 2022	26,634,986	26,634,986

ABI Holdings Limited

Notes to the financial statements (continued)

Year ended 31 March 2023

9. Investments

The company's investments at balance sheet date in the share capital of the companies include the following:

Name of company	Country of Incorporation & Reg'd Address	Class of Shares	Nature of business	Proportion of shares held
Britannia Industries Limited*	India 5/1A Hungerford Street, Kolkata -700 017 West Bengal	Ordinary shares of INR1	Food Manufacturing	50.54%
Bannatyne Enterprise Pte Limited*	Singapore 3 Joan Road, Singapore 298897	Ordinary shares at no par value	Investment Holding Company	100%
Dowbiggin Enterprise Pte Limited*	Singapore 3 Joan Road, Singapore 298897	Ordinary share at no par value	Investment Holding Company	100%
Nacupa Enterprise Pte Limited*	Singapore 3 Joan Road, Singapore 298897	Ordinary share at no par value	Investment Holding Company	100%
Spargo Enterprise Pte Limited*	Singapore 3 Joan Road, Singapore 298897	Ordinary share at no par value	Investment Holding Company	100%
Valletort Enterprise Pte Limited*	Singapore 3 Joan Road, Singapore 298897	Ordinary share at no par value	Investment Holding Company	100%
Associated Biscuits International Limited	England & Wales 34 Ely Place, London EC1N 6TD	Ordinary share of £1	Investment Holding Company	100%
Go Airlines (Singapore) Pte Ltd*	Singapore 3 Joan Road, Singapore 298897	Ordinary shares at no par value	Airline Administrative and Management Company	18.70%

Participating Interests

ABI Holdings Limited

Notes to the financial statements (continued)

Year ended 31 March 2023

English Biscuit Manufacturers Pakistan (Private) Limited *	Ordinary shares Biscuit Plot No. 1-4, Section 23 of Pakistan R10 Manufacture Korangi Industrial Area Karachi, 74900	40%
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Associated Biscuits International Limited has no representation on the Board of Directors of English Biscuit Manufacturers (private) Ltd and has no influence in policy making hence is not treated as an associated undertaking.

* - Shares held by Associated Biscuits International Limited

10. Creditors: amounts falling due within one year

	2023	2022
	£	£
Accruals	11,908	9,649
Corporation tax	65,184	65,184
	77,092	74,833

**11. Called up share capital
Issued, called up and fully paid**

	2023		2022	
	No	£	No	£
Ordinary shares of \$1.00 each	8,000,000	4,995,782	8,000,000	4,995,782
Ordinary shares of \$0.50 each	2	1	2	1
Ordinary shares of £ 1.00 each	2	2	2	2
	8,000,004	4,995,785	8,000,004	4,995,785

All the shares rank Pari Pasu

12. Reserves

The share premium and Profit & Loss reserves include all current and prior year's retained profits and losses.

13. Analysis of changes in net debt

	At 1 April	Cash flows	At 31 March
	£	£	£
Cash and cash equivalents	300,069	8,464	308,533

ABI Holdings Limited

Notes to the financial statements (continued)

Year ended 31 March 2023

14. Contingent assets and liabilities

During the previous and current year, the intermediate parent Company, Leila Lands Ltd, entered into Facilities Agreements with Deutsche Bank AG, Singapore branch for USD 200,000,000, USD100,000,000 and USD 150,000,000 for various purposes. The loans are secured by corporate guarantees from the Company and other subsidiaries of Leila Lands Ltd along with a letter of support from the ultimate holding company, The Bombay Burmah Trading Corporation Limited.

There are fixed and floating charges over all property or undertaking of the company excluding any identified shares as defined in the charged documents in favour of Deutsche Bank A.G., Singapore Branch.

15. Related party transactions

The company has taken advantage under FRS102 S33 not to disclose transactions with group companies whose voting rights are controlled within the group.

In addition during the year, SRPA Services Limited; an entity controlled by Mr Stephen Richard Page who is also a director in this company; was paid £2,460 (2022: £2,231) for professional fees.

16. Ultimate parent undertaking

The company is jointly owned by Leila Lands Limited and Britannia Brands Limited, companies registered in Mauritius and the United Kingdom respectively.

The companies are investment holding companies.

The ultimate parent undertaking is The Bombay Burmah Trading Corporation Limited and the group accounts include the results, assets and liabilities of the ABI Holdings Ltd. The group accounts can be obtained at 9 Wallace Street, Fort Mumbai, India 400001, the registered office of the company.

ABI Holdings Limited

Detailed income statement

Year ended 31 March 2023

	2023	2022
	£	£
Overheads		
Administrative expenses	60,292	(1,155,958)
	<u>(60,292)</u>	<u>1,155,958</u>
Operating (loss)/profit	(60,292)	1,155,958
Income from other fixed asset investments	(66,634,705)	(148,333,093)
Profit before taxation	<u>66,574,413</u>	<u>149,489,051</u>

ABI Holdings Limited

Detailed income statement (continued)

Year ended 31 March 2023

	2023	2022
	£	£
Overheads		
Administrative expenses		
Legal and professional	2,461	329
Accountancy fees	1,776	3,408
Auditors remuneration	8,500	4,500
Bank charges	74	158
Profit/Loss on exchange	47,481	(1,164,352)
General expenses	-	(1)
	<u>60,292</u>	<u>(1,155,958)</u>