Registered No 30800

The Heavitree Brewery PLC

Financial Statements

31 October 2017

Annual report and financial statements

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Directors

N H P Tucker	Chairman
G J Crocker	Managing and Finance
T Wheatley	Trade
W P Tucker DL*	
T P Duncan*	
K Pease-Watkin*	

*Non-executive

Secretary and registered office

N J McLean
The Heavitree Brewery PLC
Trood Lane
Matford
Exeter EX2 8YP

Bankers

Barclays Bank PLC
High Street
Exeter

National Westminster Bank PLC
St Thomas
Exeter

Solicitors

Ford Simey LLP
Exeter

Nominated advisor and broker

Shore Capital and Corporate Limited
14 Clifford Street
London
W1S 4JU

Shore Capital Stockbrokers Limited
14 Clifford Street
London
W1S 4JU

Auditor

PKF Francis Clark
Vantage Point
Woodwater Park
Pynes Hill
Exeter EX2 5FD

Registrars

Computershare Investor Services PLC
The Pavilions
Bridgwater Road
Bristol BS13 8AE

Shareholders’ dedicated telephone number: 0370 707 1063

Notice of annual general meeting

NOTICE IS HEREBY GIVEN that the One Hundred and Twenty Eight Annual General Meeting of The Heavitree Brewery PLC will be held at the Company's offices, Trood Lane, Matford, Exeter on 11 April 2018 at 11.30am to transact the following business:

Ordinary business

1. To receive and, if thought fit, adopt the financial statements of the Company for the year ended 31 October 2017 and the strategic report and the report of the Directors thereon.
2. To declare final dividends on the Ordinary Shares and the 'A' Limited Voting Ordinary Shares.
3. To re-elect G J Crocker as a Director of the Company.
4. To re-elect W P Tucker as a Director of the Company.
5. To re-appoint PKF Francis Clark as auditor of the Company for the period prescribed in section 489 of the Companies Act 2006.
6. To authorise the Directors to determine the remuneration of the auditor.

Special business

To consider and, if thought fit, pass the following Resolutions.

7. THAT the Company be hereby authorised to purchase up to an aggregate of 299,204 Ordinary Shares of 5p each and/or 492,371 'A' Limited Voting Ordinary Shares of 5p each in the capital of the Company at a price (exclusive of expenses) which is:

   (i) not more than £15 nor less than 5p per share; and

   (ii) not more than 5% above the arithmetical average of business transacted (as derived from the Daily Official List of The London Stock Exchange) for the ten business days next preceding any such purchase;

   AND THAT the authority conferred by this resolution shall expire on the date of the Company's Annual General Meeting in 2019 (except in relation to the purchase of shares the contract for which was concluded before such date and might be executed wholly or partly after such date).

By Order of the Board

N J MCLEAN
Secretary
08 March 2018

Trood Lane
Matford
Exeter
EX2 8YP

Notice of annual general meeting

Notes:

1. Any member entitled to attend and vote at the above meeting may appoint one or more proxies to attend and, on a poll, to vote instead of him. A proxy need not be a member of the Company.

2. Only holders of Ordinary Shares and ‘A’ Limited Voting Ordinary Shares are entitled to attend and vote at the meeting. On a poll the Ordinary Shares carry one vote for every £1 in nominal amount and the ‘A’ Limited Voting Ordinary Shares carry one vote for every £10 in nominal amount.

3. The Directors’ service contracts will be available for inspection at the registered office of the Company during normal business hours on any weekday, and at the place of the Annual General Meeting for fifteen minutes prior to, and during, the meeting.

4. The dividend, if approved, will be paid on 20 April 2018 to shareholders on the register on 23 March 2018.

Strategic report

Chairman's statement

I am pleased to report that operating profit for the year under review has increased by 25.21% (£358,000) after a 2.01% increase in turnover on the previous year. About half of the development land in Houston in which Heavitree Inc. holds a 5.26% interest was sold returning a profit of £104,000. Compensation and a pay back of legal fees following a land dispute at one of our houses added £36,000 to the operating profit line; as did a £107,000 reduction in the expense for bad debts. Our team, of course, always works hard year on year on cash management, but this is a particularly impressive result and it is a most welcome addition to an already strong contribution performance.

Results

Group Turnover increased by £144,000 to £7,299,000. Group Operating Profit has increased by £358,000 to £1,778,000.

Heavitree Inns has remained dormant throughout the year.

Heavitree Inc. generated an operating profit of £104,000 (2016 – loss of £16,000).

Key Performance Indicators

Adjusted operating profit before Taxation of £1,778,000 was up 25.21% on last year.

Interest costs were covered 10.16 times.

Dividend

The Directors recommend a 6.67 % increase in the final dividend to 4.00p per Ordinary and 'A' Limited Voting Ordinary Share (2016 – 3.75p) making a total for the year of 7.675p. The dividend will be paid on 20 April 2018, subject to shareholder approval at the Annual General Meeting on 11 April 2018, to those shareholders on the Register at 23 March 2018.

Sale of Property

The Pen and Quill in Taunton was sold generating a small loss in the year of £5,000. Impairments on this site had been absorbed in the accounts of previous years. Since this year's accounts were finalised The King of Prussia in Bovey Tracey has been sold. This house was closed in 2009 with a small rental income retained from the letting of the flat. The pub will be converted into a community facility.

At the time of writing a small residential property on Topsham Road in Exeter, The Crown and Sceptre in Newton St.Cyres (which closed in June 2017) and The Kings Arms in Strete (which closed in September 2016) are on the market with sales agreed, subject to contract on the two pub sites. Also, four flats and a house which are part of the residential development at the old St.Loye's Hotel site in Exeter which was completed in 2012 have been marketed for sale. Here too a sale has been agreed, subject to contract, for all of these units. I shall report further on these at the Half-Year.

Strategic report

Capital Investments

I reported the successful completion of the development of the Dartmoor Halfway in Bickington at the Half-Year. Further improvements to the camping facilities and caravan pitches have been carried out to make the house ready for the season in 2018. No further major developments are planned for the present year.

Pension Scheme

At the time of writing, draft figures for the triennial valuation which fell due on 1 January 2017 have been received. The accounts that accompany this report include the previously signed off numbers and, as stated before, the Company remains committed to the funding of its obligations to its closed final salary scheme.

Repurchase of shares

The Company did not repurchase any of its own shares during the year under review but the Directors intend to seek shareholder approval at the forthcoming Annual General Meeting for the continuing authority to do so.

Outlook

I am extremely grateful to our team at Head Office and to all the personnel in each of our houses for the hard work and innovation that has helped produce the numbers which are reported in these accounts. I can report that the new year has started satisfactorily as well.

I look forward to reporting on the sales of the properties mentioned above. With uncertainty in the market place caused by Brexit and interest rates beginning to rise, reduction of debt would seem the sensible way forward.

N H P TUCKER
Chairman
14 February 2018

Strategic report

Strategic review

Business review

During the year the Group carried on the business of the lease and operation of public houses. Throughout this period, we have worked hard at maintaining our business model through continuing support for our estate, investment in the estate to maintain its quality, prudent management of its capital structure and investment in overhead to improve services to our estate.

Heavitree Inc is a wholly-owned subsidiary owning land in the United States of America. Heavitree Inns Limited is a dormant wholly-owned subsidiary company.

Group revenue for the year was £7,299,000 (2016: £7,155,000).

The combined result of sales of non-current assets and assets held for sale realised a profit before tax of £6,000 (2016: £585,000).

Parent Company – operating profit after consolidation adjustments £1,674,000 (2016: £1,436,000).

Heavitree Inc. – operating profit £104,000 (2016: loss of £16,000).

Heavitree Inns Limited – dormant throughout the year.

For a further review of the business please see the Chairman's statement on pages 5 and 6 which forms part of this report.

Key performance indicators

The Directors measure the development, performance and position of the Group's business by reference to a number of factors including the following:

Adjusted operating profit before tax

This is the operating profit before tax adjusted to reflect continuing operations only. This provides useful insight into the Group's activities before allowing for finance costs.

Interest cover

This is the Group's adjusted operating profit before tax, as detailed above, divided by the net finance costs, adjusted to exclude finance costs relating to the valuation of the pension scheme under IAS19. This is a useful tool in determining whether the Group can maintain its current level of debt and its capacity to increase that level.

Principal risks and uncertainties

The Group is exposed to a variety of financial, operational, economic and regulatory risks and uncertainties. The Group has risk management processes in place which are designed to identify and evaluate these risks and uncertainties based on the probability of them occurring and the impact they may have on the business. The Directors are aware that these risks and uncertainties may, either singularly or, collectively, affect the Group's revenue, costs, asset value, reputation or ability to meet its business objectives.

Some of the risks the Group faces are external and therefore beyond our control. Some risks may not be known at present or may be considered to be currently immaterial, but could develop into material risks in the future. The risk management processes are therefore designed to manage the risks which may have a material impact on our ability to meet our corporate objectives, rather than fully obviate all risks.

Strategic report

Strategic review

Principal risks and uncertainties (continued)

The Directors review the material or emerging risks on an ongoing basis. Our main risks and how we manage them are shown below; however, this is not an exhaustive list of all the risks which we may face.

General economic conditions

The economic conditions over the past few years have affected both consumer confidence and the levels of consumer spending across our industry. This can negatively impact the Group's revenues and we continue to look at ways of making varying economic conditions work in a positive way to minimise the impact on our trading figures.

The Group carries out regular reviews of the impact of economic conditions on its budget.

When economic conditions dictate, we continue to consider and provide necessary support to our estate as a whole, as well as providing support on a house by house basis where appropriate.

Property valuations

The UK property market continues to fluctuate and any variations in valuations due to market conditions could reduce the value of the Group's property portfolio over time. These economic factors could also lead to a reduction in the value realised by the Group on the disposal of pubs, and have an impact on the amount of property held as security for the loan facility.

The Group continues to realise appropriate returns from disposals by disposing of less sustainable or less profitable pubs where appropriate. Where impairment indicators are identified, the Group carries out an impairment review on an individual pub basis. The Group carries out regular reviews of the property portfolio and is in regular contact with its debt provider.

Pensions

The Group operates a defined benefit pension scheme which must be funded to meet required benefit payments. Although closed to new members since 18 July 2002 and also to any future accrual since 5 April 2006, the scheme is nevertheless still subject to risk regarding the relative amount of its assets, which are affected by the value of investments and the returns generated by them, compared with its liabilities, which are affected by changes in life expectancy, actual and expected price inflation, and changes in corporate bond yields. The difference in value between scheme assets and scheme liabilities may vary significantly in the short term, potentially resulting in an increased deficit being recognised on the Group's balance sheet. The Group makes contributions to the scheme which are determined by a qualified actuary to meet its funding obligation; further details can be found in note 30.

Licensing

The Group is committed to ensuring that properties meet all required licensing and other property regulatory requirements. The Group works closely with appropriate local Licensing Authorities to ensure that all licensing requirements are met and any changes are closely monitored.

By Order of the Board

N J McLean
Secretary
14 February 2018

Directors' report

The Directors have pleasure in submitting their report for the year ended 31 October 2017.

Results and dividends

The profit for the year, after taxation, attributable to shareholder's amounts to £1,328,000 (2016: £1,365,000). The total comprehensive income for the year is £1,688,000 (2016: £390,000)

The Directors propose a final dividend of 4.00p per share on the Ordinary and 'A' Limited Voting Ordinary Shares. An interim dividend of 3.675p (2016: 3.675p) was paid in the year. The fixed dividend of 11.5p per share was paid on the preference shares in the year.

Financial Instruments

As at 31 October 2017 the Group's total borrowings were £7,592,000 (2016: £7,327,000).

The Directors continue to monitor and, where appropriate, take necessary action to minimise the Group's risk to interest rate exposure and to ensure sufficient working capital exists for the Group to operate efficiently. Debt is kept at a manageable level, with gearing no higher than necessary, whilst still enabling the Group to continue its investment strategy.

For further details of the Group's policy on financial instruments and management of financial risk, please refer to note 25.

The Group's capital management strategy is to maintain gearing as low as possible while still ensuring that borrowing requirements are sufficient to service its needs and allow it to invest in its houses at an appropriate level.

When monitoring gearing, the Group uses the Directors' valuation as the basis of its asset value.

The Group currently has no intention of formally re-valuing its assets and will continue to use the Directors' valuation in monitoring gearing.

Information on borrowings and strategies surrounding managing interest rate risk, liquidity risk, capital risk and credit risk can also be found in note 25.

Future developments

The Group continues to concentrate fully on the running and development of its tenanted and leased estate with the intention of maximising the full potential of its houses. This may include development for alternative use where appropriate.

Further information in relation to the business activities, together with the factors likely to affect its future development, performance and position is set out in the Chairman's statement on pages 5 and 6.

Directors

The Directors of the Company during the year ended 31 October 2017 were those listed on page 2.

G J Crocker and W P Tucker are the Directors retiring by rotation under Article 14 and, being eligible, offer themselves for re-election.

Directors' report

Directors' interests

The interests of the Directors and their spouses in the Company's shares as at 31 October 2017 were as follows:

	Ordinary Shares		*'A' Limited Voting Ordinary Shares*	
	31 October 2017	*31 October 2016*	*31 October 2017*	*31 October 2016*
W P Tucker	53,750	53,750	184,480	184,480
N H P Tucker	742,215	742,215	79,385	79,385
G J Crocker	-	-	47,214	42,258
T P Duncan	150,335	150,335	196,992	196,992
K Pease-Watkin	27,088	27,088	50,638	57,138
T Wheatley	-	-	51,335	47,050

All these interests are beneficial, save for the following non-beneficial interests:

(a) W P Tucker's interest in 53,750 (2016: 53,750) Ordinary Shares; and

(b) N H P Tucker's interest in 53,750 (2016: 53,750) Ordinary Shares.

Included in these interests are the following joint holdings:

(a) 53,750 (2016: 53,750) Ordinary Shares held jointly by W P Tucker and N H P Tucker.

Service contracts exist for each of the Executive Directors and contain either a one-year or a three-year notice period. Non-Executive Directors are appointed by letter for a fixed term of three years.

Substantial interests

At 31 October 2017 the following interests of shareholders in excess of 3% of each class of ordinary share capital, other than Directors, had been notified to the Company:

	Ordinary	*Ordinary %*	*'A'-Limited Voting Ordinary*	*'A' Limited Voting Ordinary %*
P A Benett	135,380	6.7%	270,740	8.2%
R A Duncan	-	-	101,369	3.0%
R H Duncan	151,643	7.6%	177,611	5.4%
J E M Duncan	133,545	6.6%	186,637	5.6%
S T Tucker	-	-	109,000	3.3%
Mrs T C Yule	78,010	3.9%	178,205	5.4%
Mrs T D Tucker	125,840	6.3%	-	-

Going concern

The Directors have considered the Group's financial resources including a review of the medium-term financial plan, and cash flow forecasts for at least 12 months from the date of approval of these financial statements. The Board is satisfied that the Group's forecasts and projections, taking account of reasonably anticipatable changes in the trading performance of the Group, show that the Group will be able to operate within the level of its current facilities for the foreseeable future. For this reason, the Group continues to adopt the going concern basis in preparing its financial statements.

Directors' report

Corporate governance

The Board of The Heavitree Brewery PLC is collectively accountable to the Company's shareholders for good corporate governance. As an AIM-listed company, The Heavitree Brewery PLC is not required to comply with the UK Corporate Governance Code, but complies as far as is practicable and appropriate for a public company of its size and nature.

Board of Directors
At 31 October 2017, the Board consisted of an Executive Chairman, two Executive Directors and three Non-Executive Directors. The Directors periodically re-consider the structure of the Board and believe the current structure remains appropriate.

N H P Tucker is the Executive Chairman; G J Crocker is the Managing Director and is also responsible for the finance function; T Wheatley is the Estates Director and is responsible for the Group's estate. W P Tucker, T P Duncan and K Pease-Watkin are Non-Executive Directors and are considered to be independent of management.

The business and management of the Group is the collective responsibility of the Board. At each meeting the Board considers and reviews the Group's financial and trading performance. It has a formal written schedule of matters reserved for its review and approval. The Board meets every month with additional meetings arranged as required. Formal agendas and reports are provided to the Board on a timely basis, along with other information to enable it to discharge its duties.

Audit Committee
Given the size of the Group, the Board does not consider it appropriate to have a separate audit committee. The Board considers matters relating to the reporting of results, financial controls, and the cost and effectiveness of the audit process at the monthly board meetings, and meets at least once a year with the auditors in attendance.

The Board is satisfied that the Group's auditors, PKF Francis Clark, have been objective and independent of the Group. The Group's auditors performed non-audit services for the Group as outlined in Note 7 but the Board is satisfied that their objectivity and independence were not impaired by such work.

Remuneration Committee
Given the size of the Group, the Board does not consider it appropriate to have a separate remuneration committee. The Board considers and determines the remuneration of the Executive and Non-Executive Directors. No Director is involved in setting his or her own remuneration.

Details of Directors Remuneration can be found in Note 10 to the financial statements.
Summary of Directors' Attendance

	Board Meetings	
	Entitled to attend	**Attended**
N H P Tucker	12	11
G J Crocker	12	11
T Wheatley	12	12
W P Tucker	12	12
T P Duncan	12	10
K Pease-Watkins	12	11

Directors' report

Corporate governance (*continued)*

Shareholder Communication

The Company believes in good communication with shareholders and encourages shareholders to attend its Annual General Meeting.

Internal Financial Control

The Board is responsible for ensuring that the Group maintains a system of internal financial controls. The objective of the system is to safeguard Group assets, ensure proper accounting records are maintained and that the financial information used within the business and for publication is timely and reliable. Any such system can only provide reasonable, but not absolute, assurance against material loss or misstatement.

Given the size of the Group, the Board does not consider it appropriate to have its own internal audit function.

All the day to day operational decisions are taken initially by the Executive Directors, in accordance with the Group's strategy. The Executive Directors are also responsible for initiating commercial transactions and approving payments, save for those relating to their own employment.

The key internal controls include specific levels of delegated authority and the segregation of duties; the review of pertinent commercial, financial and other information by the Board on a regular basis; the prior approval of all significant strategic decisions; and maintaining a formal strategy for business activities.

Directors' statement as to disclosure of information to auditor

The Directors who were members of the Board at the time of approving the Directors' report are listed on page 2. Having made enquiries of fellow Directors and of the Company's auditor, each of these Directors confirms that:

- to the best of each Director's knowledge and belief, there is no information relevant to the preparation of their report of which the Company's auditor is unaware; and

- each Director has taken all the steps a Director might reasonably be expected to have taken to be aware of relevant audit information and to establish that the Company's auditor is aware of that information.

Auditor

A resolution to re-appoint PKF Francis Clark as the Company's auditor will be put to the forthcoming Annual General Meeting.

By Order of the Board

N J McLean
Secretary
14 February 2018

Ten year review of profits and dividends

Year ended 31 October	*Operating profit £000*	*Profit before tax £000*	*Earnings per 5p share p*	*Dividends per 5p share p*
2008	554	1,022	21.9	7.0
2009	1,046	1,253	21.7	7.0
2010	1,427	1,225	16.7	7.0
2011	1,408	1,232	16.4	7.0
2012	1,245	927	12.5	7.0
2013	1,345	1,014	14.8	7.0
2014	1,404	1,642	28.0	7.35
2015	1,412	1,173	18.8	7.35
2016	1,420	1,653	28.0	7.425
2017	1,778	1,554	27.0	7.675

Notes:

1. Dividends per 5p share for all years include interim dividends and dividends proposed or subsequently declared in respect of the profits of each year.

2. The earnings per share figures are both basic and diluted.

Statement of directors' responsibilities in respect of the financial statements

The Directors are responsible for preparing the Annual Report and the financial statements in accordance with applicable law and regulations. Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have prepared the Group and Company financial statements in accordance with International Financial Reporting Standards (IFRSs) as adopted by the EU. Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of affairs of the Group and the Company and of the profit or loss of the Group and Company for that period. In preparing these financial statements, the Directors are required to:

- Select suitable accounting policies and then apply them consistently
- Make judgements and accounting estimates that are reasonable and prudent
- State whether applicable IFRSs as adopted by the EU 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 and the Group's transactions and disclose with reasonable accuracy at any time the financial position of the Company and the Group and to enable them to ensure that the financial statement comply with the Companies Act 2006. They are also responsible for safeguarding the assets of the Company and the Group and hence for taking reasonable steps for the prevention and detection of fraud and other irregularities.

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 The Heavitree Brewery PLC

Opinion

We have audited the financial statements of The Heavitree Brewery PLC and its subsidiaries for the year ended 31 October 2017, which comprise the Group income statement, the Group statement of comprehensive income, the Group and Parent Company balance sheet, the Group and Parent Company statement of changes in equity, the Group and Parent Company 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 International Financial Reporting Standards (IFRSs) as adopted by the European Union.

In our opinion, the financial statements:

- give a true and fair view of the state of the Group's and of the Parent Company's affairs as at 31 October 2017 and of the Group's profit for the year then ended;
- have been properly prepared in accordance with IFRSs as adopted by the European Union; 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 listed entities, and we have fulfilled our other ethical responsibilities in accordance with those requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Use of our report

This report is made solely to the Company's shareholders, 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 shareholders those matters we are required to state to them in an audit 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 shareholders as a body, for our audit work, for this report, or for the opinions we have formed.

Conclusions relating to going concern

We have nothing to report in respect of the following matters in relation to which the ISAs (UK) require us to report to you where:

- the Directors' use of the going concern basis of accounting in the preparation of the financial statements in not appropriate; or
- the Directors have not disclosed in the financial statements any identified material uncertainties that may cast significant doubt about the Company's ability to continue to adopt the going concern basis of accounting for at least twelve months from the date when the financial statements are authorised for issue.

Independent auditor's report

to the members of The Heavitree Brewery PLC

Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the current period and include the most significant assessed risks of material misstatement (whether or not due to fraud) we identified, including those which had the greatest effect on: the overall audit strategy, the allocation of resources in the audit; and directing the efforts of the engagement team. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Risk: impairment of property

As detailed in the accounting policies and note 16, the Group has a large portfolio of trading properties with a net book value of £15.9m (2016: £15.4m). Given the age of the portfolio the individual property carrying values are relatively low. Notwithstanding this, given the size and value of the portfolio and the nature of the industry, the key audit risk is the Group's assessment of impairment of trading properties.

Our work focussed on management's assessment of the need for any impairment on an individual property basis. We paid particular attention to any closed houses in the year, being a potential indicator of impairment. We reviewed and challenged the assumptions used by management in making their assessment, as well as comparing their consideration of market value to the latest bank valuations, other external data and, for a sample of properties, a comparison to our own value in use expectations. In addition, for certain closed pubs we compared the marketed price of assets held for sale to their carrying values.

As a result of the procedures performed, we are satisfied with the Group's assessment that trading properties are not impaired.

Risk: revenue recognition

The Group's primary income streams are outlined in the accounting policies. The Group derives most of its income from wet sales to and rent receivable from licenced premises. Based on our understanding of the business and the environment in which it operates, we identified completeness and cut-off as the key audit risks for these income streams. We also considered other industry relevant areas of potential misstatement such as volume rebates and lease incentives.

Our work on completeness and cut-off included substantive analytical procedures on the main income streams, tests of detail on a sample of transactions, including those around the year end, and a review of post year end credit notes. We also reviewed the level of volume rebates and lease incentives and concluded these are not material to the financial statements.

As a result of the procedures performed, we are satisfied that revenue has been correctly recorded.

Risk: valuation of the defined benefit pension obligation

As detailed in the accounting policies and note 30, the Group operates a defined benefit pension scheme with a deficit at 31 October 2017 of £1.3m (2016: £2.1m). The scheme is closed to new members and future accrual. The valuation is complex and dependent on external market conditions as well as the application of significant assumptions such as discount rates, life expectancies and inflation predictions. Management, using the support of third party actuaries, are required to make judgements in determining the valuation and therefore it is regarded as a key audit risk.

We considered the consistency of judgements with previous years and the appropriateness of any changes. We then reviewed and benchmarked the key actuarial assumptions used against external market data. We also compared the disclosures in the financial statements to the IAS19 report prepared by the actuary.

Independent auditor's report

to the members of The Heavitree Brewery PLC

As a result of the procedures performed, we are satisfied that the methodology and assumptions used in determining the pension valuation are appropriate.

Our application of materiality

Misstatements, including omissions, are considered to be material if individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the financial statements. Materiality is applied in planning the scope of our audit, determining the nature, timing and extent of our audit procedures and in evaluating the results of our work.

Based on our professional judgement, we determined materiality for the financial statements as a whole as follows:

Performance materiality: £78k (2016: £84k)
Basis for determination: 6% of profit before tax, excluding profits or losses on property disposals. This also represents 1% of turnover and 0.7% of equity.
Rationale for the benchmark applied: We consider adjusted profit before tax to be the most appropriate measure for materiality as it best reflects the Group's underlying trading profitability and is a key metric used by both management and other stakeholders in assessing the Group's performance.

An overview of the scope of our audit

We planned and performed our audit by obtaining an understanding of the Group and its environment, including the accounting processes and controls, and the industry in which it operates. The Group comprises one trading entity and a dormant subsidiary in the UK, with an immaterial subsidiary in the US. The US subsidiary represents nil% of Group turnover and 0.7% of Group total assets. Accordingly, our audit work is focussed on the trading entity, The Heavitree Brewery PLC, and the detailed scope in relation to the key audit matters is explained above. We performed a limited amount of work on the US subsidiary, Heavitree Inc, which included agreement of any significant transactions to source documentation.

Other information

The Directors are responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. 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.

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 have been prepared in accordance with applicable legal requirements.

Independent auditor's report

to the members of The Heavitree Brewery PLC

Matters on which we are required to report by exception
In the light of the knowledge and understanding of the Group and Parent Company and its environment obtained in the course of the audit, we have not identified any material misstatements in the strategic report or the Directors' report.

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

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

Responsibilities of Directors
As explained more fully in the 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 the financial statements that are free from material misstatement, whether due to fraud or error.

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

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

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

GLENN NICOL (Senior Statutory Auditor)

For and on behalf of
PKF Francis Clark
Statutory Auditor
Vantage Point
Woodwater Park
Pynes Hill
Exeter
EX2 5FD
14 February 2018

Group income statement

For the year ended 31 October 2017

	Notes	*Total 2017 £'000*	*Total 2016 £'000*
Revenue	3	7,299	7,155
Change in stocks		-	-
Other operating income	5	384	241
Purchase of inventories		(2,968)	(2,955)
Staff costs	10	(1,353)	(1,301)
Depreciation of property, plant and equipment		(248)	(208)
Other operating charges		(1,336)	(1,512)
		(5,521)	(5,735)
Group operating profit	6	1,778	1,420
Profit on sale of property, plant and equipment	8	6	585
Movements in valuation of estate and related assets	9	-	(163)
Group profit before finance costs and taxation		1,784	1,842
Finance income		7	6
Finance costs	11	(182)	(152)
Other finance costs – pensions	30	(55)	(43)
		(230)	(189)
Profit before taxation		1,554	1,653
Tax expense	12a	(226)	(288)
Profit for the year attributable to equity holders of the parent		1,328	1,365
Basic earnings per share	13	27.0p	28.0p
Diluted earnings per share	13	27.0p	28.0p

All amounts in 2017 and 2016 relate to continuing operations.

Group statement of comprehensive income

for the year ended 31 October 2017

	Notes	2017 £'000	2016 £'000
Profit for the year		1,328	1,365
Items that will not be reclassified to profit or loss			
Actuarial gains/ (losses) on defined benefit pension plans	30	428	(1,195)
Tax relating to items that will not be reclassified	12a	(74)	203
		354	(992)
Items that may be reclassified to profit or loss			
Cash flow hedges	25	-	-
Fair value adjustment	27	6	7
Exchange rate differences on translation of subsidiary undertaking		-	10
Tax relating to items that may be reclassified	12a	-	-
		6	17
Other comprehensive income for the year, net of tax		1,688	390
Total comprehensive income attributable to:			
Equity holders of the parent		1,688	390

Group balance sheet

at 31 October 2017

	Notes	2017 £'000	2016 £'000
Non-current assets			
Property, plant and equipment		17,022	16,700
Investment property		1,094	1,312
	16	18,116	18,012
Financial assets	18	46	40
Deferred tax asset	12c	221	359
		18,383	18,411
Current assets			
Inventories	19	10	10
Trade and other receivables	20	1,696	1,585
Cash and cash equivalents	21	56	57
		1,762	1,652
Assets held for sale	17	890	219
Total assets		21,035	20,282
Current liabilities			
Trade and other payables	22	(871)	(980)
Financial liabilities	23	(1,624)	(1,332)
Income tax payable		(190)	(149)
		(2,685)	(2,461)
Non-current liabilities			
Other payables	22	(256)	(274)
Financial liabilities	23	(6,045)	(6,057)
Deferred tax liabilities	12c	(345)	(335)
Defined benefit pension plan deficit	30	(1,300)	(2,111)
		(7,946)	(8,777)
Total liabilities		(10,631)	(11,238)
Net assets		10,404	9,044

Group balance sheet

at 31 October 2017

	Notes	2017 £'000	2016 £'000
Capital and reserves			
Equity share capital	27	264	264
Capital redemption reserve	27	673	673
Treasury shares	27	(1,223)	(1,254)
Fair value adjustments reserve	27	27	21
Currency translation	27	17	17
Retained earnings	27	10,646	9,323
Total equity		10,404	9,044

The notes on pages 31 to 62 form part of the financial statements.

These accounts were approved by the Board of Directors and authorised for issue on 14 February 2018 and were signed on its behalf by

N H P TUCKER)
G J CROCKER) Directors

Group statement of changes in equity

for the year ended 31 October 2017

	Equity share capital £'000	*Capital redemption reserve £'000*	*Treasury shares £'000*	*Fair value adjustment reserve £'000*	*Currency translation £'000*	*Cash flow hedge reserve £'000*	*Retained earnings £'000*	*Total equity £'000*
At 1 November 2015	264	673	(1,235)	14	7	-	9,307	9,030
Profit for the year	-	-	-	-	-	-	1,365	1,365
Other comprehensive income for the year, net of income tax	-	-	-	7	10	-	(992)	(975)
Total comprehensive income for the year	-	-	-	7	10	-	373	390
Consideration received by EBT on sale of shares	-	-	40	-	-	-	-	40
Consideration paid by EBT on purchase of shares	-		(58)	-	-	-	-	(58)
Loss by EBT on sale of shares	-	-	(1)	-	-	-	1	-
Equity dividends paid	-	-	-	-	-	-	(358)	(358)
At 31 October 2016	264	673	(1,254)	21	17	-	9,323	9,044

Group statement of changes in equity

for the year ended 31 October 2017

	Equity share capital £'000	*Capital redemption reserve £'000*	*Treasury shares £'000*	*Fair value adjustment reserve £'000*	*Currency translation £'000*	*Cash flow hedge reserve £'000*	*Retained earnings £'000*	*Total equity £'000*
At 1 November 2016	264	673	(1,254)	21	17	-	9,323	9,044
Profit for the year							1,328	1,328
Other comprehensive income for the year, net of income tax	-		-	6	-	-	354	360
Total comprehensive income for the year	-		-	6	-	-	1,682	1,688
Consideration received by EBT on sale of shares	-	-	49	-	-	-	-	49
Consideration paid by EBT on purchase of shares	-	-	(15)	-	-	-	-	(15)
Gain by EBT on sale of shares	-	-	(3)	-	-	-	3	-
Equity dividends paid	-	-	-	-	-	-	(362)	(362)
At 31 October 2017	264	673	(1,223)	27	17	-	10,646	10,404

Details of the reserves can be found in note 27.

Group statement of cash flows

For the year ended 31 October 2017

	Notes	2017 £'000	2016 £'000
Operating activities			
Profit for the year		1,328	1,365
Tax expense		151	288
Net finance costs		231	189
Profit on disposal of non-current assets and assets held for sale		(6)	(585)
Depreciation and impairment of property, plant and equipment		248	371
Exchange (gain/loss) on cash, liquid resources and loans		(3)	4
Difference between pension contributions paid and amounts recognised in the income statement		(438)	(538)
Increase in trade and other receivables		(76)	(226)
(Decrease)/increase in trade and other payables		(170)	238
Cash generated from operations		1,265	1,106
Income taxes paid		(110)	(79)
Interest paid		(182)	(152)
Net cash flow from operating activities		973	875
Investing activities			
Interest received		6	6
Proceeds from sale of property, plant and equipment and assets held for sale		193	1,205
Payments to acquire property, plant and equipment		(1,117)	(1,275)
Net cash outflow from investing activities		(918)	(64)
Financing activities			
Preference dividend paid		(1)	(1)
Equity dividends paid	14	(333)	(358)
Consideration received by EBT on sale of shares		49	40
Consideration paid by EBT on purchase of shares		(15)	(58)
Capital element of finance lease rental payments		(21)	(2)
Net movement in long-term borrowings		-	-
Net cash flow from financing activities		(321)	(379)
(Decrease)/increase in cash and cash equivalents		(266)	432
Cash and cash equivalents at the beginning of the year	21	(1,270)	(1,702)
Cash and cash equivalents at the year end	21	(1,536)	(1,270)

Company balance sheet
at 31 October 2017

	Notes	*2017* *£'000*	*2016* *£'000*
Non-current assets			
Property, plant and equipment		16,989	16,667
Investment property		1,094	1,312
	16	18,083	17,979
Financial assets	18	114	91
Deferred tax asset	12c	221	359
		18,418	18,429
Current assets			
Inventories	19	10	10
Trade and other receivables	20	1,576	1,585
Cash and cash equivalents	21	56	57
		1,642	1,652
Assets held for sale	17	890	219
Total assets		20,950	20,300
Current liabilities			
Trade and other payables	22	(871)	(980)
Financial liabilities	23	(1,624)	(1,332)
Income tax payable		(190)	(149)
		(2,685)	(2,461)
Non-current liabilities			
Other payables	22	(256)	(274)
Financial liabilities	23	(6,045)	(6,057)
Deferred tax liabilities	12c	(345)	(335)
Defined benefit pension plan deficit	30	(1,300)	(2,111)
		(7,946)	(8,777)
Total liabilities		(10,631)	(11,238)
Net assets		10,319	9,062

Company balance sheet

at 31 October 2017

	Notes	2017 £'000	2016 £'000
Capital and reserves			
Equity share capital	27	264	264
Capital redemption reserve	27	673	673
Treasury shares	27	(1,223)	(1,254)
Fair value adjustments reserve	27	27	21
Cash flow hedging reserve	27	-	-
Retained earnings	27	10,578	9,358
Total equity		10,319	9,062

The notes on pages 31 to 62 form part of the financial statements.

These accounts were approved by the Board of Directors and authorised for issue on 14 February 2018 and were signed on its behalf by

N H P TUCKER)
G J CROCKER) Directors

Company statement of changes in equity

for the year ended 31 October 2017

	Equity share capital £'000	*Capital redemption reserve £'000*	*Treasury shares £'000*	*Fair value adjustment reserve £'000*	*Cash flow hedge reserve £'000*	*Retained earnings £'000*	*Total equity £'000*
At 1 November 2015	264	673	(1,235)	14	-	9,326	9,042
Profit for the year	-	-	-	-	-	1,381	1,381
Other comprehensive income for the year, net of income tax	-	-	-	7	-	(992)	(985)
Total comprehensive income for the year	-	-	-	7	-	389	396
Consideration received by EBT on sale of shares	-	-	40	-	-	-	40
Consideration paid by EBT on purchase of shares	-	-	(58)	-	-	-	(58)
Loss by EBT on sale of shares	-	-	(1)	-	-	1	-
Equity dividends paid	-	-	-	-	-	(358)	(358)
At 31 October 2016	264	673	(1,254)	21	-	9,358	9,062

Company statement of changes in equity

for the year ended 31 October 2017

	Equity share capital £'000	*Capital redemption reserve £'000*	*Treasury shares £'000*	*Fair value adjustment reserve £'000*	*Cash flow hedge reserve £'000*	*Retained earnings £'000*	*Total equity £'000*
At 1 November 2016	264	673	(1,254)	21	-	9,358	9,062
Profit for the year	-	-	-	-	-	1,225	1,225
Other comprehensive income for the year, net of income tax	-	-	-	6	-	354	360
Total comprehensive income for the year	-	-	-	6	-	1,578	1,585
Consideration received by EBT on sale of shares	-	-	49	-	-	-	49
Consideration paid by EBT on purchase of shares	-	-	(15)	-	-	-	(15)
Gain by EBT on sale of shares	-	-	(3)	-	-	3	-
Equity dividends paid	-	-	-	-	-	(362)	(362)
At 31 October 2017	264	673	(1,223)	27	-	10,578	10,319

Details of the reserves can be found in note 27.

Company statement of cash flows

for the year ended 31 October 2017

	Notes	2017 £'000	2016 £'000
Operating activities			
Profit for the year		1,225	1,381
Tax expense		151	288
Net finance costs		231	189
Profit on disposal of non-current assets and assets held for sale		(6)	(585)
Depreciation and impairment of property, plant and equipment		248	371
Difference between pension contributions paid and amounts recognised in the income statement		(438)	(538)
Decrease/increase in trade and other receivables		42	(226)
(Decrease)/increase in trade and other payables		(171)	237
Cash generated from operations		1,282	1,117
Income taxes paid		(110)	(79)
Interest paid		(182)	(152)
Net cash flow from operating activities		990	886
Investing activities			
Interest received		6	6
Proceeds from sale of property, plant and equipment and assets held for sale		193	1,205
Payments to acquire property, plant and equipment		(1,117)	(1,273)
Payments to acquire fixed asset investments		(17)	(13)
Receipts from fixed asset investments		-	-
Net cash outflow from investing activities		(935)	(75)
Financing activities			
Preference dividend paid		(1)	(1)
Equity dividends paid	14	(333)	(358)
Consideration received by EBT on sale of shares		49	40
Consideration paid by EBT on purchase of shares		(15)	(58)
Capital element of finance lease rental payments		(21)	(2)
Net movement in long-term borrowings		-	-
Net cash flow from financing activities		(321)	(379)
(Decrease)/increase in cash and cash equivalents		(266)	432
Cash and cash equivalents at the beginning of the year	21	(1,270)	(1,702)
Cash and cash equivalents at the year end	21	(1,536)	(1,270)

Notes to the financial statements

for the year ended 31 October 2017

1. Authorisation of financial statements

The financial statements of The Heavitree Brewery PLC and its subsidiaries (the “Group”) for the year ended 31 October 2017 were authorised for issue by the board of Directors on 14 February 2018. The Heavitree Brewery PLC is a public company incorporated and domiciled in England. The Company’s ordinary shares are traded on the AIM market of the London Stock Exchange.

2. Accounting policies and statement of compliance

Basis of preparation

The financial statements have been prepared in accordance with International Financial Reporting Standards as adopted by the European Union and as regards the Parent Company financial statements, as applied in accordance with the Companies Act 2006.

The financial statements have been prepared on the historical cost basis except for certain items that are measured at fair value at the end of each reporting period as explained in the accounting policies below.

The accounting policies which follow set out those policies which apply in preparing the financial statements for the year ended 31 October 2017 and are presented in Sterling. All values are rounded to the nearest thousand pounds (£’000) except when otherwise indicated.

No income statement or statement of comprehensive income is prepared by the Company as permitted by Section 408 of the Companies Act 2006.

The financial statements have been prepared on a going concern basis. In determining the appropriate basis of preparation of the financial statements, the Directors are required to consider whether the Group and the Company can continue in operational existence for the foreseeable future. The Directors are of the opinion that the Group and the Company has adequate resources to continue in operational existence for the foreseeable future and continue to adopt the going concern basis in preparing this annual report and financial statements.

Further information on principal risks and uncertainties and financial instruments can be found in the Strategic Report, Directors’ Report and in note 25.

Basis of consolidation

The Group financial statements consolidate the financial statements of The Heavitree Brewery PLC and its subsidiaries drawn up to 31 October each year.

All intragroup balances and transactions, including unrealised profits arising from them, are eliminated on consolidation.

The assets of the Employee Share Option Scheme and the Employee Benefits Trust are fully consolidated within the financial statements.

Revenue recognition

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the revenue can be reliably measured. Revenue is measured at the fair value of the consideration received, excluding discounts, rebates, VAT and other sales taxes. The following criteria must also be met before revenue is recognised:

Drink and food sales (Revenue)

Revenue in respect of drink and food sales is recognised at the point at which the goods are provided, net of any discounts or volume rebates allowed.

Notes to the financial statements

for the year ended 31 October 2017

2. Accounting policies (continued)

Revenue recognition (continued)

Rents receivable from licenced properties (Revenue) and Rents receivable from investment properties (Other operating income)

Rents receivable are recognised on a straight-line basis over the lease term.

Machine income (Revenue)

The Group's share of net machine income is recognised in the period to which it relates.

Interest (Finance income)

Revenue is recognised as interest accrues using the effective interest method. The effective interest rate is the rate that exactly discounts estimated future cash receipts through the expected life of the financial instrument to its net carrying amount.

Property, plant and equipment

Buildings, furniture and fittings, equipment and vehicles are stated at cost less accumulated depreciation and accumulated impairment losses.

Depreciation is provided on all property, plant and equipment, other than freehold land, on a straight-line basis at rates calculated to write off the cost less estimated residual value of each asset over its expected useful life, as follows:

- Buildings - 2%
- Fixtures and fittings - 10% to 20%
- Computer equipment - 20% to $33^1/_3$%
- Office equipment - 20%
- Motor vehicles - 25%

Freehold land and assets under construction are not depreciated.

An annual assessment of residual values is performed and there is no depreciable amount if residual values are the same as, or more than, book value. Residual values are based on the estimated amount which would be currently obtainable from disposal of the asset net of disposal costs if the asset were already of the age and condition expected at the end of its useful life.

Useful lives and residual values are reviewed annually and where adjustments are required these are made prospectively.

Investment property

Property held to earn rental income is classified as investment property and is recorded at cost less accumulated depreciation and any recognised impairment loss. The depreciation policy is consistent with that described for property, plant and equipment.

Non-current assets held for sale

Properties identified for disposal which are classified in the Balance Sheet as non-current assets held for sale are held at the lower of carrying value on transfer to non-current assets held for sale, as assessed at the time of transfer, and fair value less costs to dispose. The fair value less costs to dispose is based on the net estimated realisable disposal proceeds (ERV) which are provided by third party property agents who have been engaged to sell the properties. Licensed land and buildings are classified as held for sale when they have been identified for disposal by the Group. They must be available for immediate sale in their present condition and the sale should be highly probable. These conditions are met when management are committed to the sale, the property is actively marketed, and the sale is expected to occur within one year. Licensed land and buildings held for sale are not depreciated.

Notes to the financial statements

for the year ended 31 October 2017

2. Accounting policies (continued)

Impairment of assets

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, the Group makes an estimate of the asset's recoverable amount. 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 are recognised immediately in the income statement in those expense categories consistent with the function of the impaired asset.

Financial instruments

Financial assets and financial liabilities are recognised when a group entity becomes a party to the contractual provisions of the instrument and are initially measured at fair value.

Trade receivables and trade payables

Trade receivables and trade payables are held at amortised cost.

Preference shares

Preference shares are measured at amortised cost and recognised as a liability in the balance sheet, net of transaction costs. Preference shares are classified as a financial liability measured at amortised cost until they are extinguished on redemption. The corresponding dividends on those shares are charged as finance costs in the income statement.

Interest-bearing loans and borrowings

Obligations for loans and borrowings are recognised when the Group becomes party to the related contracts and are measured initially at the fair value of consideration received less directly attributable transaction costs.

After initial recognition, interest-bearing loans and borrowings are subsequently measured at amortised cost using the effective interest method.

Gains and losses arising on the repurchase, settlement or otherwise cancellation of liabilities are recognised respectively in finance income and finance cost.

Fair value measurement

The fair value of quoted investments is determined by reference to bid prices at the close of business on the balance sheet date.

Leases – Lessee accounting

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

Assets held under finance leases are recognised as assets of the group at their fair value or, if lower, at the present value of the minimum lease payments, each determined at the inception of the lease. The corresponding liability to the lessor is included in the balance sheet as finance lease obligation.

Lease payments are apportioned between finance expenses and reduction of the lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance expenses are recognised immediately in profit or loss.

Notes to the financial statements

for the year ended 31 October 2017

2. Accounting policies (continued)

Leases – lessor accounting

Leases where the lessor retains a significant portion of the risks and benefits of ownership of the asset are classified as operating leases and rentals payable are charged in the income statement on a straight line basis over the lease term.

Assets leased out under operating leases are included in property, plant and equipment and depreciated over their estimated useful lives. Rental income, including the effect of lease incentives, is recognised on a straight line basis over the lease term.

Where the Group transfers substantially all the risks and benefits of ownership of the asset, the arrangement is classified as a finance lease and a receivable is recognised for the initial direct costs of the lease and the present value of the minimum lease payments. As payments fall due, finance income is recognised in the income statement so as to achieve a constant rate of return on the remaining net investment in the lease. Where the Group determines an arrangement, that does not take the legal form of a lease but conveys a right to use an asset, or contains a lease, that arrangement is accounted for in accordance with IAS 17 Leases.

Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the balance sheet date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year, are discussed below.

Pension benefits

The cost of defined benefit pension plans are determined using actuarial valuations. The actuarial valuation involves making assumptions about discount rates, expected rates of return on assets, future salary increases, mortality rates and future pension increases. Due to the long term nature of these plans, such estimates are subject to significant uncertainty. The net employee liability at 31 October 2017 was £1,300,000 (2016: £2,111,000). Further details are given in note 30.

Valuation of financial instruments

As described in note 25, the Group uses valuation techniques that include inputs that are not based on observable market data to estimate the fair value of certain types of financial instruments. Note 25 provides detailed information about the key assumptions used in the determination of the fair value of financial instruments. The Directors believe that the chosen valuation techniques and assumptions used are appropriate in determining the fair value of financial instruments.

Impairment of assets

As discussed in the accounting policies above, the Group assesses at each reporting date, on a property by property basis, whether there is an indication that an asset may be impaired.

Pensions and other post-retirement benefits

The Group has both defined contribution and defined benefit pension arrangements.

The cost of defined contribution payments is charged to the income statement as incurred.

The Group provides discretionary additional post-retirement benefits to retired employees. The benefits, which are entirely discretionary, are reviewed on an annual basis and charged to the income statement during the year in which they are made available.

Notes to the financial statements

for the year ended 31 October 2017

2. Accounting policies (continued)

Pensions and other post-retirement benefits

As described in note 30, the Group maintains a defined benefit pension scheme that was closed to new members on 18 July 2002 and there has been no future accrual since 5 April 2006.

In respect of the defined benefit pension scheme the amount recognised in the Balance Sheet comprises the difference between the present value of the scheme's liabilities and the fair value of the scheme's assets determined by qualified actuaries using the projected unit credit method. The financing charge is determined by applying the discount rate used to measure the defined benefit obligation to both the scheme liabilities and plan assets, and is recognised within net finance costs. Remeasurement gains and losses are recognised in full in the period in which they occur in Other Comprehensive Income.

Income taxes

The tax expense comprises both the tax payable based on taxable profits for the year end deferred tax. Deferred tax is provided using the balance sheet liability method in respect of temporary differences between the carrying value of assets and liabilities for accounting and tax purposes. Deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the asset can be utilised.

Income tax is charged or credited to equity or to other comprehensive income if it relates to items that are charged or credited to equity or to other comprehensive income. Otherwise income tax is recognised in the income statement. Tax is calculated using tax rates and laws that are enacted or substantively enacted at the balance sheet date.

Foreign currency

There are no transactions in currencies other than the individual entity's functional currency.

On consolidation, the financial statements of the overseas subsidiary undertaking are translated at the year end rate of exchange, with the results translated at the average rate. Exchange differences arising on consolidation are dealt with in the currency translation reserve, and reported in Other Comprehensive Income.

Treasury shares

The cost of own shares held by The Heavitree Brewery PLC Employee Benefits Trust and Employee Share Option Scheme are deducted from shareholders' equity until the shares are cancelled, re-issued or disposed of. Consideration received for the sale of such shares is also recognised in shareholder's equity. No gain or loss is recognised in the income statement on the purchase, sale, issue or cancellation of own shares held.

New standards, interpretations and amendments to existing standards

There are no material impacts arising from standards and interpretations applicable for the first time to these financial statements, as detailed in the prior year financial statements.

The Directors have considered all IFRS and IFRIC interpretations issued but not yet in force, IFRS9 Financial Instruments and IFRS15 Revenue Recognition will apply to the Group's 2019 financial statements. The impact is not expected to be material but a detailed review will be undertaken in 2018. IFRS 16 Leases will apply to the Group's financial statements and a review of the impact will be undertaken in due course.

Notes to the financial statements

for the year ended 31 October 2017

3. Revenue

Revenue recognised in the income statement is analysed as follows.

	2017	*2016*
	£'000	*£'000*
Sale of goods	5,074	4,984
Rents from licensed properties	2,225	2,171
	7,299	7,155

Sale of goods comprises the invoiced values of beers and ciders supplied by the Group to tenants, together with gaming machine revenue. All revenue is derived from the United Kingdom.

4. Segment information

Primary reporting format – business segments

During the year the Group operated in one business segment - leased estates.

Leased estate represents properties which are leased to tenants to operate independently from the Group, under tied and free of tie tenancies.

Secondary reporting format – geographical segments

The following tables present revenue, expenditure and certain asset information regarding the Group's geographical segments for the years ended 31 October 2017 and 2016. Revenue is based on the geographical location of customers and assets are based on the geographical location of the asset.

Notes to the financial statements

for the year ended 31 October 2017

4. Segment information (continued)

Secondary reporting format – geographical segments

Year ended 31 October 2017	*UK*	*United States*	*Total*
	£'000	*£'000*	*£'000*
Revenue			
Sales to external customers	7,299	-	7,299
Other segment information			
Segment assets	20,885	150	21,035
Total assets	20,885	150	21,035
Capital expenditure			
Property, plant and equipment	1,117	-	1,117

Year ended 31 October 2016	*UK*	*United States*	*Total*
	£'000	*£'000*	*£'000*
Revenue			
Sales to external customers	7,155	-	7,155
Other segment information			
Segment assets	20,249	33	20,282
Total assets	20,249	33	20,282
Capital expenditure			
Property, plant and equipment	1,275	-	1,275

5. Other operating income

	2017	*2016*
	£'000	*£'000*
Rents from unlicensed properties	266	241
Heavitree Inc	118	-
	384	241

Notes to the financial statements

for the year ended 31 October 2017

6. Operating profit

This is stated after charging:

	2017	*2016*
	£'000	*£'000*
Depreciation of property, plant and equipment	248	208
Impairment of estate assets	-	163
Repairs and maintenance of properties	720	776
Cost of inventories recognised as an expense (included in purchase of inventories)	2,968	2,955

7. Auditors' remuneration

The Group paid the following amounts to its auditors in respect of the audit of the financial statements and for other services provided to the Group.

		2017	*2016*
		£'000	*£'000*
Audit of the group financial statements		41	40
Other fees to auditors	- audit of the group pension scheme	2	2
	- tax compliance services	6	5
	- other services	4	4
		12	11
		53	51

Other services relate to a review of the Group's Interim Report of £4,000 (2016: £4,000)

8. Profit on sale of property, plant and equipment

	2017	*2016*
	£'000	*£'000*
Profits on sale of property, plant and equipment	6	585

Profit on disposal of non-current assets represents gains/(losses) on disposal of property, plant and equipment. They are classified as exceptional on the basis that they arise from transactions to dispose of assets other than at the end of their expected useful lives or at values significantly different to their previously assessed residual value.

Notes to the financial statements

for the year ended 31 October 2017

9. Movements in valuation of estate and related assets

	2017	*2016*
	£'000	*£'000*
Write down of non-current assets held for sale to fair value less costs to sell (note 17)	-	(163)

10. Staff costs and Directors' emoluments

(a) Staff costs

	2017	*2016*
	£'000	*£'000*
Wages and salaries	1,069	1,018
Social security costs	115	111
Other pension costs (note 30)	169	172
	1,353	1,301

Included in other pension costs is £48,550 (2016: £49,291) in respect of the defined contribution scheme.

The average monthly number of employees during the year was made up as follows:

	2017	*2016*
	No.	*No.*
Average monthly number of employees	14	14

(b) Directors' emoluments

	Basic salary and fees	*Performance related bonus*	*Benefits*	*Pension contributions*	*Total 2017*	*Total 2016*
	£'000	*£'000*	*£'000*	*£'000*	*£'000*	*£'000*
N H P Tucker	165	27	20	-	212	206
G J Crocker	142	13	24	-	179	171
T Wheatley	153	12	20	-	185	178
W P Tucker	26	-	2	-	28	27
T P Duncan	16	-	-	-	16	16
K Pease-Watkin	16	-	-	-	16	16
	518	52	66	-	636	614

Notes to the financial statements

for the year ended 31 October 2017

10. Staff costs and Directors' emoluments (continued)

(b) Directors' emoluments (continued)

The performance-related bonuses comprise payments under the Company's bonus scheme and are dependent upon the level of profits.

The emoluments (excluding pension contributions) of the highest paid Director totalled £212,000 (2016: £206,000).

Three of the Directors are accruing pension benefits. The highest paid Director has an accrued pension entitlement of £89,180 as at 31 October 2017 (2016: £89,180), arising from past membership of the defined benefit scheme which is no longer active.

11. Finance costs

	2017	*2016*
	£'000	*£'000*
Interest on bank loans and overdrafts	176	146
Interest on other loans (including cumulative preference shares)	6	6
Total finance costs	182	152

12. Taxation

(a) Tax on profit on ordinary activities

Tax expensed in the income statement

	2017	*2016*
	£'000	*£'000*
Current income tax:		
UK corporation tax	190	123
(Over)/under provision of tax in prior years	(50)	-
Tax paid by Employee Benefits Trust	11	9
Total current income tax	151	132
Deferred tax:		
Origination and reversal of temporary differences	75	156
Total deferred tax	75	156
Tax expense in the income statement	226	288

Notes to the financial statements

for the year ended 31 October 2017

12. Taxation (continued)

(a) Tax on profit on ordinary activities (continued)

	2017	*2016*
	£'000	*£'000*
Tax relating to items expensed or credited to equity		
Deferred tax:		
Deferred tax on defined benefit pensions scheme	(74)	(203)
Deferred tax on fair value re-measurement of hedging instruments entered into for cash flow hedges	-	-
Total deferred tax	(74)	(203)
Tax expense in the statement of comprehensive income	(74)	(203)

(b) Reconciliation of the total tax expense

The tax expense in the income statement for the year is lower than the standard rate of corporation tax in the UK of 19.41% (2016: 20%). The differences are reconciled below:

	2017	*2016*
	£'000	*£'000*
Accounting profit before income tax	1,554	1,653
Accounting profit multiplied by the UK standard rate of corporation tax of 19.41 % (2016: 20%)	302	330
Expenses not deductible for tax purposes	37	5
Other	(16)	40
Tax paid by Employee Benefits Trust	11	9
Capital gain rebasing/indexation	(108)	(96)
Total tax expense reported in the income statement	226	288

(c) Deferred tax

The deferred tax included in the balance sheet is as follows:

	2017	*2016*
	£'000	*£'000*
Deferred tax liability		
Accelerated capital allowances	218	204
Rolled over gain	127	131
	345	335
Deferred tax asset		
Pension plans	221	359
Cash flow hedges	-	-
	221	359

Notes to the financial statements

for the year ended 31 October 2017

12. Taxation (continued)

(c) Deferred tax (continued)

The deferred tax asset has been provided for on the basis that it will be relieved against future profits anticipated to arise in the foreseeable future.

The deferred tax included in the Group income statement is as follows:

	2017	2016
	£'000	£'000
Deferred tax in the income statement		
Accelerated capital allowances	14	(1)
Pension plans	65	126
Rolled over gain	(4)	31
Deferred income tax expense	75	156

A potential deferred tax asset of £23,000 (2016: £26,000) in respect of overseas losses incurred by Heavitree Inc has not been recognised as it is not anticipated that these losses will be fully utilised in the foreseeable future.

13. Earnings per share

Basic earnings per share amounts are calculated by dividing profit for the year attributable to ordinary equity holders of the parent by the weighted average number of Ordinary shares and 'A' Limited Voting Ordinary shares outstanding during the year.

The following reflects the income and shares data used in the basic earnings per share computation:

	2017	2016
	£'000	£'000
Profit for the year	1,328	1,365

	2017	2016
	No.	No.
	('000)	('000)
Basic weighted average number of shares (excluding treasury shares)	4,877	4,879

There have been no other transactions involving ordinary shares between the reporting date and the date of completion of these financial statements.

Notes to the financial statements

for the year ended 31 October 2017

14. Dividends paid and proposed

	2017	*2016*
	£'000	*£'000*
Declared and paid during the year:		
Equity dividends on ordinary shares:		
Final dividend for 2016: 3.75p (2015: 3.675p)	198	194
First dividend for 2017: 3.675p (2016: 3.675p)	194	194
Less: dividends on shares held within employee share schemes	(30)	(30)
Dividends paid	362	358
Proposed for approval at AGM (not recognised as a liability as at 31 October)		
Final dividend for 2017: 4.00p (2016: 3.75p)	211	198
Cumulative preference dividends	1	1

15. Profit attributable to members of the parent company

The profit dealt with in the financial statements of the parent company is £1,225,000 (2016: £1,381,000).

16. Property, plant and equipment

Group	*Land and buildings*	*Furniture and fittings*	*Equipment and vehicles*	*Assets under construction*	*Investment properties*	*Total*
	£'000	*£'000*	*£'000*	*£'000*	*£'000*	*£'000*
Cost:						
At 1 November 2015	14,148	3,723	436	2,022	463	20,792
Additions	856	174	203	120	-	1,353
Transfer to assets held for sale	8	-	-	-	-	8
Transfer to assets under construction	1,975	-	-	(1,975)	-	-
Transfer to investment property	(849)	-	-	-	849	-
Disposals	(317)	(8)	(150)	-	-	(475)
At 31 October 2016	15,821	3,889	489	167	1,312	21,678
Additions	263	191	52	630	18	1,154
Transfer to assets held for sale	(574)	-	-	-	(236)	(810)
Transfer from assets under construction	797	-	-	(797)	-	-
Transfer to from current assets	-	11	-	-	-	11
Disposals	-	-	(29)	-	-	(29)
At 31 October 2017	16,307	4,091	512	-	1,094	22,004

Notes to the financial statements

for the year ended 31 October 2017

16. Property, plant and equipment (continued)

Group	*Land and buildings*	*Furniture and fittings*	*Equipment and vehicles*	*Assets under construction*	*Investment properties*	*Total*
	£'000	*£'000*	*£'000*	*£'000*	*£'000*	*£'000*
Depreciation and impairment:						
At 1 November 2015	427	2,821	302	-	-	3,550
Provided during the year	-	135	73	-	-	208
Disposals	-	(5)	(87)	-	-	(92)
At 31 October 2016	427	2,951	288	-	-	3,666
Provided during the year	-	177	71			248
Disposals	-	-	(26)	-	-	(26)
At 31 October 2017	427	3,128	333	-	-	3,888
Net book value At 31 October 2017	15,880	963	179	-	1,094	18,116
Net book value at 31 October 2016	15,394	938	201	167	1,312	18,012
Net book value at 31 October 2015	13,721	902	134	2,022	463	17,242

In the Directors' opinion the investment properties have a fair value as at 31 October 2017 of £2,265,000 (2016: £2,238,000). The investment properties were valued by the Directors based on current market prices for similar properties within a similar area. The fair value disclosure of investment property is categorised as a level 2 recurring fair value disclosure in accordance with IFRS 13.

Notes to the financial statements

for the year ended 31 October 2017

16. Property, plant and equipment (continued)

Company	*Land and buildings*	*Furniture and fittings*	*Equipment and vehicles*	*Assets under construction*	*Investment properties*	*Total*
	‘£000	*£’000*	*£’000*	*£’000*	*£’000*	*£’000*
Cost:						
At 1 November 2015	14,123	3,723	436	2,022	463	20,767
Additions	848	174	203	120	-	1,345
Transfer to assets held for sale	8	-	-	-	-	8
Transfer to assets under construction	1,975	-	-	(1,975)	-	-
Transfer to investment property	(849)	-	-	-	849	-
Disposals	(317)	(8)	(150)	-	-	(475)
At 31 October 2016	15,788	3,889	489	167	1,312	21,645
Additions	263	191	52	630	18	1,154
Transfer to assets held for sale	(574)	-	-	-	(236)	(810)
Transfer from assets under construction	797	-	-	(797)	-	-
Transfer from current assets	-	11	-	-	-	11
Disposals	-	-	(29)	-	-	(29)
At 31 October 2017	16,274	4,091	512	-	1,094	21,971

Notes to the financial statements

for the year ended 31 October 2017

16. Property, plant and equipment (continued)

Company	*Land and buildings*	*Furniture and fittings*	*Equipment and vehicles*	*Assets under construction*	*Investment properties*	*Total*
	£'000	*£'000*	*£'000*	*£'000*	*£'000*	*£'000*
Depreciation and impairment:						
At 1 November 2015	427	2,821	302	-	-	3,550
Provided during the year	-	135	73	-	-	208
Impairment	-	-	-	-	-	-
Disposals	-	(5)	(87)	-	-	(92)
At 31 October 2016	427	2,951	288	-	-	3,666
Provided during the year	-	177	71	-	-	248
Disposals	-	-	(26)	-	-	(26)
At 31 October 2017	427	3,128	333	-	-	3,888
Net book value at At 31 October 2017	15,847	963	179	-	1,094	18,083
Net book value at 31 October 2016	15,361	938	201	167	1,312	17,979
Net book value at 1 November 2015	13,696	902	134	2,022	463	17,217

In the Directors' opinion the investment properties have a fair value as at 31 October 2017 of £2,265,000 (2016: £2,238,000). The investment properties were valued by the Directors based on current market prices for similar properties within a similar area. The fair value disclosure of investment property is categorised as a level 2 recurring fair value disclosure in accordance with IFRS 13.

17. Non-current assets held for sale

Group and Company	*2017*	*2016*
	£'000	*£'000*
At 1 November	219	645
Transfer (to)/from property, plant and equipment (note 16)	810	(8)
Additions	11	5
Disposals	(185)	(260)
Impairment	-	(163)
Transfer (to)/from current assets	35	-
At 31 October	890	219

As at 31 October 2017 five properties were being actively marketed for sale (2016 – two properties).

Notes to the financial statements

for the year ended 31 October 2017

18. Financial assets

Group	*2017*	*2016*
	£'000	*£'000*
Financial assets – non-current		
Available-for-sale financial assets	46	40

Available-for-sale financial assets consist of an investment in ordinary shares of a company listed on PLUS markets.

Company	*Subsidiary undertakings*	*Unlisted investments*	*Total*
	£'000	*£'000*	*£'000*
Cost:			
At 1 November 2016	69	50	119
Loan advance	17	-	17
At 31 October 2017	86	50	136
Amounts provided:			
At 1 November 2016	(18)	(10)	(28)
Revaluation	-	6	6
At 31 October 2017	(18)	(4)	(22)
Net book value:			
At 31 October 2017	68	46	114
At 31 October 2016	51	40	91

The Company's subsidiary undertakings are as follows:

Name of Company	*Country of registration (or incorporation) and operation*	*Holding*	*Proportion held*	*Nature of business*
Heavitree Inc	USA	Common Stock	100%	Ownership of freehold land
Heavitree Inns Limited	England and Wales	Ordinary shares	100%	Dormant

Each subsidiary undertaking is directly owned by the Company.

Notes to the financial statements

for the year ended 31 October 2017

19. Inventories

	2017	*2016*
Group and Company	*£'000*	*£'000*
Fine wines	6	6
Merchandising inventory	4	4
	10	10

20. Trade and other receivables

	2017	*2016*
Group	*£'000*	*£'000*
Trade receivables	839	841
Prepayments and accrued income	378	329
Other receivables	139	34
Finance leases	340	381
	1,696	1,585

	2017	*2016*
Company	*£'000*	*£'000*
Trade receivables	839	841
Prepayments and accrued income	378	329
Other receivables	19	34
Finance leases	340	381
	1,576	1,585

Trade receivables are all denominated in sterling.

Trade receivables are non-interest bearing and are generally on 30 days' terms and are shown net of a provision for impairment. As at 31 October 2017, trade receivables at nominal value of £498,000 (2016: £512,000) were impaired and fully provided for. Movements in the provision for impairment of receivables were as follows:

	2017	*2016*
	£'000	*£'000*
At 1 November	512	436
Charge for the year	(14)	76
Amounts written off	-	-
At 31 October	498	512

Notes to the financial statements

for the year ended 31 October 2017

20. Trade and other receivables (continued)

As at 31 October, the analysis of trade receivables that were past due but not impaired is as follows:

	Total	*Neither past due nor impaired*	*0-30 days*	*Past due but not impaired 30-90 days*	*90+ days*
	£'000	*£'000*	*£'000*	*£'000*	*£'000*
2017	839	529	133	61	116
2016	841	589	109	13	130

Management estimates the provision for doubtful debts based on a review of all individual receivable accounts, experience and known factors at the balance sheet date, taking into account any form of security or collateral held, which is quantified. Receivables are written off against the doubtful debt provision when management deems the debt no longer recoverable.

21. Cash and cash equivalents

	2017	*2016*
Group and Company	*£'000*	*£'000*
Cash at bank and in hand	56	57
	56	57

For the purpose of the consolidated cash flow statement, cash and cash equivalents comprise the following at 31 October:

	2017	*2016*
	£'000	*£'000*
Cash at bank and in hand	56	57
Bank overdrafts	(1,592)	(1,327)
	(1,536)	(1,270)

Notes to the financial statements

for the year ended 31 October 2017

22. Trade and other payables

Group and Company	*2017*	*2016*
	£'000	*£'000*
Current		
Trade payables	408	387
Other taxation and social security	210	160
Accruals	240	231
Other payables	13	202
	871	980
Non-current		
Other payables - tenants' deposits	256	274

Tenants' deposits mature when the tenant leaves the property or if trading terms are altered at which point they are repaid. Interest is based on the base rate and an appropriate margin.

23. Financial liabilities

Group and Company	*2017*	*2016*
	£'000	*£'000*
Current		
Bank overdrafts	1,592	1,327
Finance lease liabilities	32	5
	1,624	1,332

	2017	*2016*
	£'000	*£'000*
Non-current		
11.5% cumulative preference shares (note 26)	11	11
Bank loan	6,000	6,000
Finance lease liabilities	34	46
	6,045	6,057

The bank loan and overdraft are secured over certain of the Group's freehold properties by a first legal charge to the value of £ 15,125,000 (2016: £15,125,000).

Notes to the financial statements

for the year ended 31 October 2017

Obligations under finance leases

	2017	*2016*
	£'000	*£'000*
Amounts payable under finance lease:		
Within one year	32	5
Within two to five years	35	46
After five years	-	-
Present value of lease obligation	67	51

It is the Group's policy to lease certain motor vehicles under finance leases. The Group's obligations under finance lease are secured over leased assets.

24. Operating lease agreements where the group is a lessor

Group and Company

The Group is a lessor of licensed properties to tenants. The leases have various terms, escalation clauses and renewal rights.

Future minimum rentals receivable under non-cancellable operating leases are as follows:

	2017	*2016*
	£'000	*£'000*
Not later than one year	252	253
After one year but not more than five years	715	791
After five years	444	670
	1,411	1,714

The above figures are based on current rents which are generally subject to three-yearly reviews. Leases have between one year and fifteen years remaining but are subject to the Landlord and Tenant Act. All figures quoted are for assignable leases. No figures are quoted for non-assignable leases (tenancies) as the complexity of the varying terms of notice under these agreements make it impossible to calculate future life expectancy for these properties.

25. Financial instruments and derivatives

Group and Company

The Group's principal financial instruments comprise cash, tenants' deposits, loans, investments and its own non-equity share capital. The principal purpose of these financial instruments is to provide finance for the Group's operations. The Group has various other financial instruments such as trade receivables and trade payables that arise directly from its operations.

Short-term trade receivables and trade payables

Short-term trade receivables and trade payables have been excluded from the numerical disclosures on fair values below.

Notes to the financial statements

for the year ended 31 October 2017

25. Financial instruments and derivatives (continued)

Interest rate risk

As the Group has no significant interest-bearing assets, other than cash and cash equivalents, the Group's income and operating cash flows are substantially independent of changes in market interest rates. Income and cash flows from cash and cash equivalents fluctuate with interest rates.

The Group finances its operations through a mixture of equity shareholders' funds, preference shares and a secured term loan and overdraft.

Cash and borrowings are denominated in sterling and interest is paid on cash and borrowings at a floating rate. The interest rate risk exposure is managed by the use of interest rate swap contracts when considered appropriate, and the Group continually monitors its interest rate risk exposure. The following table demonstrates the sensitivity to a reasonably possible change in interest rates, with all other variables held constant, of the Group's profit before tax (through the impact on cash and floating rate borrowings). There is no impact on the Group's equity.

The sensitivity analysis of interest rates on bank borrowings is as follows. 100 basis points has been used as movements are linear.

	Increase/ decrease in basis points	*Effect on profit before tax £000*
2017		
Sterling	+100	(76)
Sterling	-100	76
2016		
Sterling	+100	(75)
Sterling	-100	75

Interest rate risk profile of non-equity shares

The Company has in issue 11,695 £1 cumulative preference shares with a fixed coupon rate of 11.5%. These represent the remaining preference shares in issue following the offer made by the Company in 1996 to repurchase these shares. They are no longer listed on any public market and have no fixed maturity date.

Liquidity risk

The Group is primarily financed by equity shareholders' funds and a secured term loan, subject to relevant covenants being met.

Cash flow forecasts are produced to assist management in identifying liquidity requirements and are stress tested for possible scenarios. Cash balances are invested in the short-term such that they are readily available to settle short-term liabilities or fund capital additions.

Notes to the financial statements

for the year ended 31 October 2017

25. Financial instruments and derivatives (continued)

The table below summarises the maturity profile of the Group's financial liabilities at 31 October 2017 and 2016 based on contractual undiscounted payments.

Year ended 31 October 2017

	On demand	*Less than 3 months*	*3-12 months*	*1-5 years*	*More than 5 years*	*Total*
	£'000	*£'000*	*£'000*	*£'000*	*£'000*	*£'000*
Bank loan/overdraft	1,592	-	-	6,000	-	7,592
Tenants' deposits	-	-	-	256	-	256
Trade payables	408	-	-	-	-	408
Finance leases	32	-	-	34	-	66

Year ended 31 October 2016

	On demand	*Less than 3 months*	*3-12 months*	*1-5 years*	*More than 5 years*	*Total*
	£'000	*£'000*	*£'000*	*£'000*	*£'000*	*£'000*
Bank loan/overdraft	1,327	-	-	6,000	-	7,327
Tenants' deposits	-	-	-	274	-	274
Trade payables	387	-	-	-	-	387
Finance leases	5	-	-	46	-	51

Capital Risk

The Group's capital structure is made up of net debt, issued share capital and reserves. These are managed effectively to minimise the Group's cost of capital, to add value to shareholders and to service debt obligations, ultimately ensuring that the Group continues as a going concern.

The securitised debt is monitored by a variety of measures which are reported to debt providers on a quarterly basis. The Group assesses the performance of the business; the level of available funds and the short to medium-term plans concerning capital spend as well as the need to meet financial covenants. Such assessment influences the level of dividends payable.

Credit risk

There are no significant concentrations of credit risk within the Group. The maximum credit risk exposure relating to financial assets is represented by their carrying value as at the balance sheet date.

Trade and other receivables, as shown on the consolidated balance sheet, comprise a large number of individually small amounts from unrelated customers and are shown net of a provision for doubtful debts.

The Group has established procedures to minimise the risk of default on trade receivables including, when considered appropriate, undertaking detailed credit checks before a customer is accepted. The credit quality of counterparts is assessed through the use of credit agencies at the outset of the business relationship.

Monthly checks are made and credit terms altered where appropriate. Historically, these procedures have proved effective in minimising the level of impaired and past due debtors.

Notes to the financial statements

for the year ended 31 October 2017

25. Financial instruments and derivatives (continued)

Foreign currency risk

As a result of the investment in operations in the United States, the Group's financial statements can be affected by movements in the exchange rate between sterling and the US dollar. This risk has been considered by the Group and is not deemed significant enough to warrant the extra cost of hedging the risk as foreign currency exposure is not material to the Group.

The Group does not face transactional currency exposure as all transactions are denominated in the functional currency.

Fair values of financial assets and liabilities

Set out below is a comparison by category of book values and fair values of all the Group's financial assets, financial liabilities and non-equity shares as at 31 October:

	Hierarchical classification	*Book value 2017 £'000*	*Fair value 2017 £'000*	*Book value 2016 £'000*	*Fair value 2016 £'000*
Financial assets					
Cash	Level 1	56	56	57	57
Available-for-sale investments	Level 1	46	46	40	40
		102	102	97	97
Financial liabilities					
Bank loan/overdraft	Level 2	(7,592)	(7,592)	(7,327)	(7,327)
Interest-bearing loans and borrowings:					
Floating rate borrowings					
Tenants' deposits	Level 3	(256)	(256)	(274)	(274)
Cumulative preference shares	Level 3	(11)	(11)	(11)	(11)
Finance leases	Level 2	(66)	(66)	(51)	(51)
		(7,925)	(7,925)	(7,663)	(7,663)

The fair value of financial assets and liabilities are included at the amount at which the instrument could be exchanged in a current transaction between willing parties, other than in a forced liquidation or sale.

The following methods and assumptions were used to estimate the fair values:

The fair value of short-term loans and overdrafts approximates to the carrying amount because of the short maturity of these instruments.

The carrying value of tenants' deposits and cumulative preference shares are assumed to approximate their fair value.

The fair value of available-for-sale investments is based on market value (see note 18).

Valuation techniques and assumptions applied for the purposes of measuring fair value

The fair values of financial assets and financial liabilities with standard terms and conditions and traded on active liquid markets are determined with reference to quoted market prices.

Notes to the financial statements

for the year ended 31 October 2017

25. Financial instruments and derivatives (continued)

Hierarchical classification of financial assets and liabilities measured at fair value

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

The classification uses the following three-level hierarchy:

Level 1 – unadjusted quoted prices in active markets for identical assets or liabilities.

Level 2 – other techniques for which all inputs which have a significant effect on the recorded fair value are observable, either directly or indirectly.

Level 3 – techniques which use inputs which have a significant effect on the recorded fair value that are not based on observable market data.

During the years ending 31 October 2017 and 31 October 2016 there were no transfers between level 1, 2 or 3 fair value measurements.

26. Authorised and issued share capital

Group and Company

(i) Ordinary shares

Authorised	*2017*	*2016*
	£	£
Ordinary shares of 5p each	99,735	99,735
'A' limited voting ordinary shares of 5p each	164,124	164,124
Unclassified shares of 5p each	924,446	924,446
	1,188,305	1,188,305

Allotted, called up and fully paid	*2017*	*2016*	*2017*	*2016*
	No.	*No.*	£	£
Ordinary Shares of 5p each				
At 1 November	1,994,699	1,994,699	99,735	99,735
Purchases	-	-	-	-
At 31 October	1,994,699	1,994,699	99,735	99,735

Notes to the financial statements

for the year ended 31 October 2017

26. Authorised and issued share capital (continued)

	2017	*2016*	*2017*	*2016*
	No.	*No.*	*£*	*£*
'A' Limited Voting Ordinary Shares of 5p each				
At 1 November	3,282,478	3,282,478	164,124	164,124
Purchases	-	-	-	-
At 31 October	3,282,478	3,282,478	164,124	164,124

The Ordinary Shares and 'A' Limited Voting Ordinary Shares are entitled equally to dividends, and rank equally on a winding up, after the Cumulative Preference Shares. The Ordinary Shares carry one vote for every £1 in nominal amount and the 'A' Limited Voting Ordinary Shares carry one vote for every £10 in nominal amount. There are no Unclassified Shares in issue; shares purchased by the Company become authorised (but unissued) Unclassified Shares.

(ii) Preference shares classified as non-current liability

	2017	*2016*
Authorised	*£*	*£*
11.5% Cumulative Preference Shares of £1 each	11,695	11,695

Allotted, called up and fully paid

	2017	*2016*	*2017*	*2016*
	No.	*No.*	*£*	*£*
11.5% Cumulative Preference Shares of £1 each	11,695	11,695	11,695	11,695

The Cumulative Preference Shares are entitled to a fixed cumulative preferential dividend at 11.5% per annum. On a return of capital on a winding up, these shares will rank first for their nominal amount and any arrears of dividend. The Cumulative Preference Shares do not normally carry voting rights.

An explanation of the Group's capital management process and objectives is set out in the discussion of financial instruments on page 9 in the Directors' report.

27. Reconciliation of movements in equity

Group and Company

The reconciliations of movements in equity are shown in the group statement of changes in equity and the company statement of changes in equity on pages 23 and 28 respectively.

Equity share capital

The balance classified as share capital includes the total net proceeds (nominal amount only) arising or deemed to arise on the issue of the Company's equity share capital, comprising Ordinary Shares of 5p each and 'A' Limited Voting Ordinary Shares of 5p each.

Notes to the financial statements

for the year ended 31 October 2017

27. Reconciliation of movements in equity (continued)

Capital redemption reserve

The capital redemption reserve arises on the repurchase and cancellation by the Company of Ordinary Shares.

Treasury shares

Treasury shares represent the cost of The Heavitree Brewery PLC shares purchased in the market and held by The Heavitree Brewery PLC Employee Benefits Trust and Employee Share Option Scheme (‘EBT’).

At 31 October 2017, the Group held 142,082 Ordinary Shares and 252,097 ‘A’ Limited Voting Ordinary Shares (2016: 142,082 Ordinary Shares and 268,652 ‘A’ Limited Voting Ordinary Shares) of its own shares. During the year there were purchases of 6,846 and sales of 23,401 ‘A’ Limited Voting Ordinary Shares.

Fair value adjustments reserve

The fair value adjustments reserve is used to record differences in the market value of the available-for-sale investment year on year.

Foreign currency translation reserve

The foreign currency translation reserve is used to record exchange differences arising from the translation of the financial statements of foreign subsidiaries.

28. Financial Commitments

Group and Company

At 31 October, the Group and Company had total commitments under non-cancellable operating leases that expire as follows:

	Other *2017* *£’000*	*Other* *2016* *£’000*
Within one year	9	9
Within two to five years	20	29
	29	38

29. Capital commitments

Group and Company

At 31 October 2017, amounts contracted for but not provided in the financial statements amounted to £nil (2016: £nil).

Notes to the financial statements

for the year ended 31 October 2017

30. Pensions and post-retirement benefits

Group and Company

(i) Optional pension payments

During the year the Group made discretionary pension payments of £35,026 (2016: £26,526) directly to past employees.

(ii) Defined contribution schemes

From 1 January 2003, the Company has also operated an employer-sponsored personal pension arrangement. The assets of the arrangement are held separately from those of the Company in an independently administered fund. The pension charge for the period was £48,550 (2016: £49,291).

(iii) Defined benefit scheme

The Company sponsors the plan which is a funded defined benefit arrangement. This is a separate trustee administered fund holding the pension plan assets to meet long term pension liabilities for past and present employees. The scheme is subject to the funding legislation outlined in the Pensions Act 2004 which came into force on 30 December 2005. This, together with documents issued by the Pensions Regulator, and Guidance Notes adopted by the Financial Reporting Council, set out the framework for funding defined benefit occupational pension plans in the UK.

The scheme was closed to new members on 18 July 2002 and there has been no future accrual since 5 April 2006.

The Trustees of the scheme are required to act in the best interest of the scheme's beneficiaries. The appointment of the Trustees is determined by the scheme's trust documentation. It is policy that one third of all Trustees should be nominated by the members and there must be a minimum of one such trustee.

A full actuarial valuation was carried out as at 31 December 2013 in accordance with the scheme funding requirements of the Pensions Act 2004 and the funding of the scheme is agreed between the Company and the Trustees in line with those requirements. These in particular require the surplus/deficit to be calculated using prudent, as opposed to best estimate actuarial assumptions.

This actuarial valuation showed a deficit of £4,878,000. The Company has agreed with the Trustees that it will aim to eliminate the deficit over a period of 8 years and 2 months from 31 December 2013 by the payment of annual contributions of £507,000 increasing at 3% p.a., in respect of the deficit, with the first increase applying on 1 March 2014. In addition and in accordance with the actuarial valuation, the Company has agreed with the Trustees that it will meet expenses of the scheme and levies to the Pension Protection Fund.

For the purposes of IAS 19 the actuarial valuation as at 31 December 2013, which was carried out by a qualified independent actuary, has been updated on an approximate basis to 31 October 2017. There have been no changes in the valuation methodology adopted for this period's disclosure compared to the previous period's disclosures.

Notes to the financial statements

for the year ended 31 October 2017

30. Pensions and post-retirement benefits (continued)

Amounts included in the Balance Sheet

	31 October 2017 £'000	*31 October 2016 £'000*	*31 October 2015 £'000*
Fair value of plan assets	6,670	8,761	6,979
Present value of defined benefit obligation	(7,970)	(10,872)	(8,390)
Surplus/(deficit) in scheme	(1,300)	(2,111)	(1,411)

The present value of scheme liabilities is measured by discounting the best estimate of future cash flows to be paid out by the scheme. The value calculated in this way is reflected in the net liability in the balance sheet as shown above.

The present value of scheme liabilities is measured by discounting the best estimate of future cash flows to be paid out by the scheme. The value calculated in this way is reflected in the net liability in the balance sheet as shown above.

All actuarial gains and losses will be recognised in the year in which they occur in other comprehensive income.

Reconciliation of the impact of the asset ceiling

The Company has reviewed the implications of the guidance provided by IFRIC 14 and has concluded that it is not necessary to make any adjustments to the IAS 19 figures in respect of an asset ceiling or Minimum Funding requirement as at 31 October 2017.

Reconciliation of opening and closing present value of the defined benefit obligation

	2017 £'000	*2016 £'000*
As at 1 November	10,872	8,390
Current service cost	-	-
Interest cost	280	318
Actuarial losses due to scheme experience	277	-
Actuarial gains due to changes in demographic assumptions	(1,226)	-
Actuarial losses due to changes in financial assumptions	245	2,198
Benefits paid	(2,594)	(34)
Past service costs	116	-
At 31 October	7,970	10,872

There have been no plan amendments, curtailments or settlements in the accounting period.

Notes to the financial statements

for the year ended 31 October 2017

30. Pensions and post-retirement benefits (continued)

Reconciliation of opening and closing values of the fair value of plan assets

	2017	*2016*
	£'000	*£'000*
As at 1 November	8,761	6,979
Interest income	225	275
Return on plan assets (excluding amounts included in interest income)	(276)	1,003
Employer contributions	554	538
Benefits paid	(2,594)	(34)
At 31 October	6,670	8,761

The actual return on the plan assets over the period ended 31 October 2017 was £51,000.

Defined benefit costs recognised in profit or loss

	2017	*2016*
	£'000	*£'000*
Past service cost	116	-
Net interest cost	55	43
Defined benefit cost recognised in profit or loss	171	43

Defined benefit costs recognised in Other Comprehensive Income

	2017	*2016*
	£'000	*£'000*
Return on plan assets (excluding amounts included in net interest cost) – (loss)/gain	(276)	1,003
Experience losses arising on the defined benefit obligation	(277)	-
Effects of changes in the demographic assumptions - gain	1,226	-
Effects of changes in the financial assumptions - loss	(245)	(2,198)
Total amount recognised in other comprehensive income	428	(1,195)

Plan assets

	31 October	*31 October*	*31 October*
	2017	*2016*	*2015*
	£'000	*£'000*	*£'000*
Corporate Bonds	4,440	7,067	5,978
Government Bonds	588	899	734
Cash	1,608	661	157
Insured Contract	34	134	110
Total assets	6,670	8,761	6,979

Notes to the financial statements

for the year ended 31 October 2017

30. Pensions and post-retirement benefits (continued)

None of the fair values of the assets shown above include any of the Company's own financial instruments or any property occupied by, or other assets used by, the Company. All of the scheme assets have a quoted market price in an active market with the exception of the Trustee's bank account balance.

It is the policy of the Trustees and the Company to review the investment strategy at the time of each funding valuation. The Trustees' investment objectives and the processes undertaken to measure and manage the risks inherent in the plan investment strategy are documented in the scheme's Statement of Investment Principles.

The Trustees have secured deferred annuities with Zurich for certain members which are secured in the name of the scheme.

Significant Actuarial Assumptions

	31 October 2017	*31 October 2016*	*31 October 2015*
	% per annum	*% per annum*	*% per annum*
Rate of discount	2.80	2.90	3.80
Allowance for commutation of pension for cash at retirement	N/A	N/A	N/A

The mortality assumptions adopted as at 31 October 2017 are 100% of the standard tables PCxA00, Year of Birth, no age rating for males and females, projected using Long Cohort converging to 1.00% p.a. These imply the following life expectancies

	Life expectancy at age 65 (Years)
Male retiring in 2017	22.9
Female retiring in 2017	24.7
Male retiring in 2037	24.3
Female retiring in 2037	26.2

Analysis of the sensitivity to the principal actuarial assumptions of the present value of the defined benefit obligation

	Change in assumption	*Impact on scheme liabilities*
Discount rate	Decrease of 0.25% p.a.	Increase by 2.7%
Rate of mortality	Increase by 1 year	Increase by 3.6%

The sensitivities shown above are approximate. Each sensitivity considers one change in isolation. The average duration of the defined benefit obligation at the period ending 31 October 2017 is 26 years.

The scheme typically exposes the Company to actuarial risks such as investment risk, interest rate risk, mortality risk and longevity risk. A decrease in corporate bond yields or an increase in life expectancy would result in an increase to scheme liabilities. This would detrimentally impact the balance sheet position and may give rise to increased charges in profit or loss in future. This effect would be partially offset by an increase in the value of the scheme's bond holdings.

The best estimate of contributions to be paid by the Company to the plan for the period commencing 1 November 2017 is £571,000.

Notes to the financial statements

for the year ended 31 October 2017

31. Related party transactions

Group and Company

During the year the Group entered into transactions, in the ordinary course of business, with other related parties.

Two of the licensed properties are tenanted by close family members of two of the Directors. Transactions with these related parties are as follows:

	Sales to related parties	*Trading amounts owed from related parties*	*Purchases from related parties*
	£'000	*£'000*	*£'000*
31 October 2017	317	26	-
31 October 2016	332	34	-

During the year the company repaid a loan of £189,000 together with accrued interest at 2.5% made in the prior year by a close family member of one of the Directors.

Terms and conditions of transactions with related parties

Sales and purchases between related parties are made on normal commercial terms. Outstanding balances with entities other than subsidiaries are unsecured, interest free and cash settlement is expected within 30 days of month end. Terms and conditions for transactions with subsidiaries are the same, with the exception that balances are placed on intercompany accounts with no specified credit period. The Group has not provided or benefited from any guarantees for any related party receivables or payables. During the year ended 31 October 2017, the Group has not made any provision for doubtful debts relating to amounts owed by related parties (2016: £nil).

Compensation of key management personnel (including Directors)

The only key management personnel are Directors and their compensation is disclosed in note 10.