PREMIER
VETERINARY
GROUP

Pets at their best.

Annual Report
and Financial Statements

for the year ended 30 September 2021

Premier Veterinary Group plc

A leading independent provider to the veterinary sector of preventative healthcare programmes for pets in the UK, Europe and the USA.

Contents

Strategic Report

Financial Statements

Group Strategic Report
FOR THE YEAR ENDED 30 SEPTEMBER 2021

Results

Despite the constraints of the Covid-19 pandemic, the Group's total revenue from continuing operations for the year ended 30 September 2021 was £10,283k, an increase of 157% (2020: £3,997k). This growth was driven by an increased number of fee-generating pets on plan as a result of the acquisition of The Animal Healthcare Company during the year.

Gross profit margin % has increased significantly this year, moving from 88.4% in 2020 to 93.0% in 2021. Operating loss margin has reduced from -23.8% in 2020 to -2.2% in 2021.

Interest costs for the year were £849k (2020: £731k).

The loss from continuing operations after tax reduced from £1,390k to £1,136k, directly as a result of the increase in revenues and continued focus on controlling the Group's relative cost base.

Principal Activity and Review of the Business

Premier Veterinary Group plc ("PVG", the **Company**) is the parent company of the PVG Group of companies (the **Group**). It provides services to veterinary practices, retailers and pharmaceutical manufacturers through its UK and overseas trading subsidiaries. The principal trading company is Premier Vet Alliance Limited ("PVA"). The Group has grown businesses in the UK, Europe, and USA since its launch in 2010.

On 12 October 2020 the Group completed the acquisition of The Animal Healthcare Company Limited which was transformational for the Group in terms of scale and profitability.

Prior to their divestment in 2015, PVG owned several veterinary practices. Management is therefore well placed to use its accumulated veterinary knowledge and expertise to focus on developing preventative healthcare programmes and other initiatives to improve compliance in the use of vaccines, parasiticides and long-term therapeutic drugs for its customers resulting in healthier outcomes for pets. The investment in the global technology platform provides further capability to deliver efficient and flexible solutions including multi-currency processing capabilities and home delivery services. PVG is therefore well positioned to provide value enhancing services across the end-to-end supply chain from pharmaceutical manufacturers through wholesalers and distributors to clinics, vets and pet owners.

The number of revenue-generating pets on plan across PVG operations in the UK, Europe and the USA has increased on the previous year to 1,670,598 as at the end of the financial year. The Group has continued to pursue its strategy to leverage strategic partnerships and to focus on its core territories to increase its growth potential. Investment has been maintained in the operating model, core infrastructure and work with clients to support them as business solutions and opportunities are developed.

The worldwide operation of Premier Pet Care Plan (**PPCP**) is facilitated by its bespoke software platform. The Group continues to add functionality to the platform, after careful assessment, with the intention of developing further revenue generating opportunities, creating bigger barriers to entry and maintaining competitive advantage. Despite the universal impact of the coronavirus pandemic, PVG has continued to make significant investment to ensure that it remains at the forefront of working with veterinary practices to deliver preventative healthcare programmes for pets.

Principal Risks and Uncertainties

Working and providing services across various territories requires employees to take accountability for identifying and effectively managing risks through a system of policies and procedures.
Risk registers are in place and training needs are assessed to ensure the appropriate knowledge and skills are in place where and when they are needed. Where appropriate the business will use the services of external experts and service providers to help it audit its systems and procedures and improve them where necessary. The Board and management teams are actively engaged in assessing risk and providing oversight.

Group Strategic Report (Continued)

Principal Risks and Uncertainties (continued)

The Group regularly undertakes risk assessments that are reviewed by those with responsibility for the functions or relevant parts of the business. In the last year the Group reviewed its risk framework and process to meet the ongoing needs of the business.

The principal risks relating to the Group's business are set out below.

No	Identified Risk	Risk Description	Mitigation	Change since 2020
1	Management of growth and expansion	The Group must effectively manage the growth of its operations; an inability to manage such expansion and the associated costs may have a material adverse effect on the Group's business. PVG operates in the UK and has expanded its operations in parts of Europe and the USA. The Group's ability to manage its growth across all its territories effectively requires it to continue to improve and expand its operating, financial and management controls, reporting systems and procedures, and to recruit, train, motivate and manage its employees. Any inability of the Group to manage its expansion successfully could have a material adverse effect on its business.	To continue to improve and expand our operating, financial and management controls, reporting systems and procedures to support employees in their roles to support the objectives of the Group. To continue to recruit, train, motivate and manage its employees to ensure its ability to retain employees for as long as is practicable to ensure continuity of service and the ability to achieve objectives.	Unchanged.
2	Financial Liquidity Risk	Changes in the Group's trading performance, development of relationships with customers, and operating cash flow may create pressure on its funding position. The Group has 4 contracts which make up approximately 50% of Group revenues.	The Group continually monitors cashflow projections, relationships with customers, and reviews funding options on a regular basis. Key contracts and relationships are closely monitored to mitigate the risk of non-renewal or extension. Contracts are typically 3 years in length with good notice periods and staggered renewal dates. Notice periods are agreed to allow the operational and cost base to be adjusted to reflect material changes and avoid critical impact. Management proactively responds to change in appropriate ways to grow the business.	Unchanged.
3	Security – Anti-Virus & Spyware	A remote user has a virus or spyware infection as they do not have up to date virus definition files. Possible data loss, decreased network performance, application errors, transmission of virus to other users.	Networks protection by antivirus and antispyware software with automatic updates. Continual staff education on minimising infections. Weekly checks of hardware and software internal policies.	Continual monitoring and upgrading of antivirus and antispyware software.
4	IT & Data Protection	Loss of equipment e.g. PC, USB stick, CD/DVD containing confidential data. Emails sent to incorrect address resulting in confidential data being sent to inappropriate recipients. Unauthorised access, cyber-crime resulting in loss of confidential information.	PCs are password protected, known only to users. Passwords used for confidential/sensitive documents. All computers and laptops are powered off when not in use. Staff training on use of laptops and documents when travelling to ensure information not overseen by others. Restriction of use of open wireless networks.	Ongoing monitoring.
5	Pandemics and other worldwide events: COVID-19	The Group will always be at risk from extreme and unexpected global events affecting our ability to operate. This could be an event that effects our people, our offices, our IT systems, or any other aspect of our operations. This was the case with the COVID-19 pandemic which started in 2020 and continues to create global uncertainty. Whilst the impact on the Group has been relatively minimal to date due to the proactive management of the Group's Senior Leadership Team, there will continue to be a risk to revenues and profits whilst COVID-19 related restrictions persist.	Regular review and updating of forecasts to understand and mitigate any potential adverse effects on revenues. Maintenance of close working relationships with suppliers and customers. Continuing to support staff through an extended period of remote working.	Unchanged

Group Strategic Report (Continued)

Financial Risk Management

The Group's financial risk management policy is set out in note 3 in the notes to the consolidated financial statements.

Streamlined Energy and Carbon Reporting

During the year, the Group has demonstrated a commitment to reducing carbon emissions by promoting energy efficiency wherever possible.

Meetings have been held remotely, if possible, which has significantly reduced travel emissions in the financial year. Elsewhere, paper-based waste has continued to be securely shredded and recycled, printing and toner cartridges have been recycled, and care has been taken to ensure non-critical equipment has been switched off when not in use. Efficiency ratings of electrical appliances are considered carefully before purchase.

Methodology

Throughout the financial year, three office premises were utilised in the following locations:

Oct 2020 – Sep 2021: Uppingham, Rutland.

Oct 2020 – May 2021: New Bond House, St Paul's, Bristol.
Jun 2021 – Sep 2021: The Quorum, Old Market, Bristol.

The premises above all use electricity for heat, light and power and the kWh usage at these sites was calculated from the bills paid during the financial year, or estimated amounts in the absence of amounts not yet billed.

The other main source of carbon emissions is from business-related travel. Mileage has been calculated from expenses claims made by employees in the UK and the USA, and carbon emissions calculated from this. Given the variety of vehicles which have been in use in the year, assumptions have been made about the types of fuel used and the sizes of engines.

Other travel methods such as air, rail and taxi travel were not disclosed as these are deemed to be immaterial, particularly in light of the coronavirus pandemic which was a significant limiting factor to travel throughout the financial year.

Emission statistics

Energy consumption used to calculate emissions (kWh)	**80,294**
Emissions from combustion of fuel for transport purposes (kgCO2e)	11,899
Emissions from purchased electricity (kgCO2e)	6,821
Total gross emissions (kgCO2e)	**18,720**
Intensity ratio (total kgCO2e per FTE employee)	353

Statement on the discharge of Directors' duties under Section 172 of the Companies Act 2006

In compliance with the Companies Act 2006, the Board of Directors are required to act in accordance with a set of general duties. The Board considers that it has, individually and collectively, during 2020/21 acted in a way which will be most likely to promote the success of the Group and Company for the benefit of the shareholders and other stakeholders, having regard to the likely consequence of decisions for the long term and the Group's wider relationships.

During 2020/21 the Directors:

a) continued the policy of promoting from within the existing workforce where possible and providing a range of training opportunities, using a number of external training partners;
b) continued to seek to maintain appropriate, long-term and rewarding relationships with customers and suppliers;
c) continued to try and minimise adverse effects of the Company's operations on the local community and the environment, including taking steps such as: securely shredding and recycling confidential waste paper; recycling used toner cartridges; switching off non-critical equipment and lighting when not in use; preferentially purchasing low-energy electrical equipment; and minimising travel and conducting business remotely wherever possible.
d) continued to work to maintain a reputation for high standard of business conduct and probity in its operations.

Approved by the Board and signed on its behalf by:

Andrew Paull
Chief Financial Officer

Registered Office
The Quorum
Bond Street South
Bristol
BS1 3AE

Company Registration No: 04313987

29 September 2022

Directors' Report
FOR THE YEAR ENDED 30 SEPTEMBER 2021

Directors' and Officers' Liability Insurance

The Company has made qualifying third-party indemnity provisions for the benefit of its Directors, which remain in force during the financial year and at the date of this report. In addition, the Company has purchased and maintains Directors' and Officers' liability insurance cover against certain legal liabilities and costs for claims incurred in respect of any act or omission in the execution of their duties.

Dividends

The Directors are unable to recommend the payment of a dividend (2020: £nil).

Political Donations

The Group made no political contributions nor incurred any political expenditure during the year.

Future Developments

The Group has integrated The Animal Healthcare Company Ltd (AHC) and the pets on plan acquired have been transitioned onto Group systems since May 2021. The Group continues to focus on enhancing services to member clinics and pets on plan and to evaluate new regions for expansion.

Activities Involving Research and Development

The Group has engaged with a number of contractors in the year with a view to developing the Pet Care Plan (PCP) portal. Such developments have been made in order to facilitate the processing of greater numbers of pets on plan and to enhance the overall user experience.

Disabled Employees

The Group gives full consideration to applications for employment from disabled persons where the requirements of the job can be adequately fulfilled by persons with a disability.
Where existing employees become disabled, it is Group policy wherever practicable to provide continuing employment under normal terms and conditions and to provide training and career development and promotion to disabled employees wherever appropriate.

Engagement with Employees

During the year, the Group has continued to operate with the interests of all employees in mind and has consulted and informed employees on matters affecting them as appropriate. Regular communication to all employees has been facilitated in the year, regarding factors which impact the performance of the Group, both financial and otherwise. This has been a particular focus during the Covid-19 pandemic.

Engagement with Suppliers and Customers

The Directors have had regard to the need to maintain and foster the Company's business relationships with suppliers, customers and others, and that has been taken into account when decisions have been made during the year. The group strives to abide by the payment terms laid out in each purchase transaction, making payments to suppliers as they fall due.

Going Concern

The consolidated financial statements have been prepared on a going concern basis. The Group made a loss from continuing operations of £1,136k in the year ended 30 September 2021 and ended the year with net liabilities of £4,875k. As at 30 September 2021, the Group had cash and short-term deposits of £7,849k of which £465k was not client money holdings and was available for use by the Group.

Directors' Report (continued)

Going Concern (continued)

The Group currently has a £4,549k secured term loan note facility with Bybrook Finance Solutions Limited ("BFSL"). The terms of this facility are outlined in note 24 to the Group financial statements. The repayment date of this facility is 31 December 2023.

The Directors have also agreed the extension of terms relating to the £1.5m loan notes issued in connection with the acquisition of The Animal Healthcare Company during the year, with the new repayment date being 31 December 2023.

Furthermore, the Directors continue discussions with banks to provide funding, and a major investor has indicated they will ensure the company will have access to such working capital as is required for at least 18 months from issuing these financial statements.

The Board has considered market conditions, the Group's financial position including its current cash reserves and the additional funds available from the committed funding facility, and also the Group's forecasts and projections, which allow for reasonable possible changes in trading performance. Having additionally assessed the impact of the Covid pandemic on the market and on the conduct of its operations the Board has a reasonable expectation that the Group and the Company have adequate resources to meet all current liabilities as they fall due and to continue in operational existence for the foreseeable future.

For these reasons, the Board continues to adopt the going concern basis in preparing the financial statements.

Disclosure of Information to the Auditors

Each of the persons who are Directors at the time when this Directors' Report is approved has confirmed that:

- so far as the director is aware, there is no relevant audit information of which the Company's auditors are unaware, and
- the Director has taken all the steps that ought to have been taken as a directors in order to be aware of any relevant audit information and to establish that the Company's auditors are aware of that information.

This information is given and should be interpreted in accordance with the provisions of s418 of the Companies Act.

Directors' Responsibilities Statement

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

Company law requires the Directors to prepare financial statements for each financial year. Under that law the Directors have elected to prepare the financial statements in accordance with applicable law and United Kingdom Accounting Standards (United Kingdom Generally Accepted Accounting Practice), including Financial Reporting Standard 102 'The Financial Reporting Standard applicable in the UK and Republic of Ireland'. Under company law the Directors must not approve the financial statements unless they are satisfied that they give a true and fair view of the state of the affairs of the Company and of the profit or loss of the Company for that period.

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

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

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

Statement of Corporate Governance Arrangements

The Group aims to deliver its services safely, ethically and professionally across all its operational territories and is committed to high standards of corporate governance appropriate to the size and complexity of the business.

The Board recognises that it is accountable to its shareholders for the Group's standard of governance and wherever appropriate, the Group uses external legal and financial advisers to assist it with compliance and best practice in these standards.

Auditors

Pursuant to Section 485 of the Companies Act 2006, Bishop Fleming LLP have been reappointed as auditors.

Approval

The Directors' Report was approved by order of the Board on 29 September 2022

Andrew Paull
Secretary

Independent Auditor's Report to the Members of Premier Veterinary Group plc

Opinion
We have audited the financial statements of Premier Veterinary Group plc (the 'parent company') and its subsidiaries (the 'Group') for the year ended 30 September 2021 which comprise the Consolidated Profit and Loss account, the Consolidated and Company Statement of Financial Position, the Consolidated and Company Statement of Changes in Equity, the Consolidated Statement of Cash Flows, and the Consolidated Analysis of Net Debt and notes to the financial statements, including significant accounting policies. The financial reporting framework that has been applied in their preparation is applicable law and United Kingdom Accounting Standards, including Financial Reporting Standard 102 *The Financial Reporting Standard applicable in the UK and Republic of Ireland* (United Kingdom Generally Accepted Accounting Practice).
In our opinion the financial statements:

- give a true and fair view of the state of the group and of the parent company's affairs as at 30 September 2021, and of the Group's loss for the year then ended;
- have been properly prepared in accordance with United Kingdom Generally Accepted Accounting Practice; and
- have been prepared in accordance with the requirements of the Companies Act 2006.

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

Conclusions relating to going concern
In auditing the financial statements, we have concluded that the Directors' use of the going concern basis of accounting in the preparation of the financial statements is appropriate.
Based on the work we have performed, we have not identified any material uncertainties relating to events or conditions that, individually or collectively, may cast significant doubt on the Group and parent company's ability to continue as a going concern for a period of at least twelve months from when the financial statements are authorised for issue.
Our responsibilities and the responsibilities of the Directors with respect to going concern are described in the relevant sections of this report.

Other information
The other information comprises the information included in the annual report, other than the financial statements and our auditor's report thereon. The Directors are responsible for the other information contained within the annual report. Our opinion on the financial statements does not cover the other information and, except to the extent otherwise explicitly stated in our report, we do not express any form of assurance conclusion thereon. Our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the course of the audit, or otherwise appears to be materially misstated. If we identify such material inconsistencies or apparent material misstatements, we are required to determine whether this gives rise to a material misstatement in the financial statements themselves. If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact.
We have nothing to report in this regard.

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 Premier Veterinary Group plc (continued)

Matters on which we are required to report by exception
In the light of the knowledge and understanding of the group and the parent company and their environment obtained in the course of the audit, we have not identified material misstatements in the Strategic Report and 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 by the parent company, or returns adequate for our audit have not been received from branches not visited by us; or
- the parent company financial statements are not in agreement with the accounting records and returns; or
- certain disclosures of Directors' remuneration specified by law are not made; or
- we have not received all the information and explanations we require for our audit.

Responsibilities of Directors
As explained more fully in the Directors' responsibilities statement set out on page 4, the Directors are responsible for the preparation of the financial statements and for being satisfied that they give a true and fair view, and for such internal control as the Directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.
In preparing the financial statements, the Directors are responsible for assessing the Group and the parent company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Directors either intend to liquidate the Group or the parent company or to cease operations, or have no realistic alternative but to do so.

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

Identifying and assessing potential risks related to irregularities
The specific procedures for this engagement and the extent to which these are capable of detecting irregularities, including fraud is detailed below:

- We have considered the nature of the industry and sector, control environment and business performance including the design of the Group's bonuses.
- We have considered the results of our enquiries of management, including the Chief Financial Officer, about their own identification and assessment of the risk of irregularities.
- For any matters identified we have obtained and reviewed the Group's documentation of their policies and procedures relating to:
    - identifying, evaluating and complying with laws and regulations and whether they were aware of any instances of non-compliance;
    - detecting and responding to the risk of fraud and whether they have knowledge of actual, suspected, or alleged fraud; and,
    - the internal controls established to mitigate the risks of fraud or non-compliance with laws and regulations.
- We have considered the matters discussed among the audit engagement team regarding how and where fraud might occur in the financial statements and potential indicators of fraud.

Independent Auditor's Report to the Members of Premier Veterinary Group plc (continued)

As a result of these procedures, we considered the opportunities and incentives that may exist within the organisation for fraud, and incorrect recognition of revenue was identified as the greatest potential area for fraud. In common with all audits under ISAs (UK), we are also required to perform specific procedures to respond to the risk of management override.
We also obtained an understanding of the legal and regulatory frameworks that the Group operates in, focusing on provisions of those laws and regulations that had a direct effect on the determination of material amounts and disclosures in the financial statements. The key laws and regulations we considered in this context included the UK Companies Act, FRS 102 and tax legislation.
In addition, we considered provisions of other laws and regulations that do not have a direct effect on the financial statements but compliance with which may be fundamental to the Company's ability to operate or to avoid a material penalty. These included:

- Financial Conduct Authority registration; and
- Data protection.

Audit response to risks identified
We identified recognition of revenue as a key audit matter related to the potential risk of fraud, our procedures to respond to risks identified included the following:

- Undertaking various substantive tests of detail in relation to the recognition of revenue;
- Reviewing the financial statement disclosures and testing to supporting documentation to assess compliance with provisions of relevant laws and regulations described as having a direct effect on the financial statements;
- Enquiring of management concerning actual and potential litigation claims;
- Performing analytical procedures to identify any unusual or unexpected relationships that may indicate risks of material misstatement or fraud; and
- In addressing the risk of fraud through management override of controls, testing the appropriateness of journal entries and other adjustments; assessing whether the judgements made in making accounting estimates are indicative of a potential bias and evaluating the business rationale of any significant transactions that are unusual or outside the normal course of business.

These procedures were considered at both the parent company and subsidiary level as appropriate.
We also communicated relevant identified laws and regulations and potential fraud risks to all engagement team members and remained alert to any indications of fraud or non-compliance with laws and regulations throughout the audit.

Because of the inherent limitations of an audit, there is a risk that we will not detect all irregularities, including those leading to a material misstatement in the financial statements or non-compliance with regulation. This risk increases the more that compliance with a law or regulation is removed from the events and transactions reflected in the financial statements, as we will be less likely to become aware of instances of non-compliance. The risk is also greater regarding irregularities occurring due to fraud rather than error, as fraud involves intentional concealment, forgery, collusion, omission or misrepresentation.

A further description of our responsibilities is available on the Financial Reporting Council's website at: https://www.frc.org.uk/auditors/audit-assurance/auditor-s-responsibilities-for-the-audit-of-the-fi/description-of-the-auditor%E2%80%99s-responsibilities-for. This description forms part of our auditor's report.

Independent Auditor's Report to the Members of Premier Veterinary Group plc (continued)

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

Bishop Fleming LLP.

John Talbot FCA (Senior Statutory Auditor)
For and on behalf of Bishop Fleming LLP, Statutory Auditor
10 Temple Back
Bristol
BS1 6FL

Date: 29 September 2022

Consolidated profit and loss account
for year ended 30 September 2021

	Note	**Year ended 30 September 2021 £'000**	Year ended 30 September 2020 £'000
Turnover	**4**	**10,283**	3,997
Cost of sales		**(720)**	(465)
Gross profit		**9,563**	3,532
Administrative expenses		**(9,794)**	(4,482)
Operating Loss	**5**	**(231)**	(950)
Interest payable and similar expense	**8**	**(849)**	(731)
Loss before tax		**(1,080)**	(1,681)
Tax on loss	**9**	**(56)**	291
Loss for the financial year		**(1,136)**	(1,390)
Currency translation differences on foreign currency net investments		**(27)**	43
Total comprehensive expense for the financial year		**(1,163)**	(1,347)

All amounts relate to continuing operations.

The notes on pages 19 to 43 form part of these financial statements.

Consolidated statement of financial position
as at 30 September 2021

	Note	As at 30 September 2021 £'000	As at 30 September 2020 £'000
Fixed assets			
Tangible assets	**10**	**307**	30
Intangible assets	**11**	**4,026**	426
		4,333	456
Current assets			
Debtors: amounts falling due within one year	**13**	**860**	496
Cash at bank and in hand	**14**	**7,849**	2,263
		8,709	2,759
Creditors: amounts falling due within one year	**15**	**(15,152)**	(7,498)
Net current assets/(liabilities)		**(6,443)**	(4,739)
Total assets less current liabilities		**(2,110)**	(4,283)
Creditors: amounts falling due after more than one year	**16**	**(2,634)**	(50)
Provisions for liabilities			
Deferred taxation	**22**	**(131)**	(89)
Other provisions	**18**	**-**	(164)
		(131)	(253)
Net liabilities		**(4,875)**	(4,586)
Capital and reserves			
Called up share capital	**19**	**1,714**	1,535
Share premium		**263**	5
Share based payments reserve		**35**	35
Convertible debt option reserve		**437**	-
Reverse acquisition reserves		**3,671**	3,671
Profit and loss account		**(10,995)**	(9,832)
		(4,875)	(4,586)

The notes on pages 19 to 43 form part of these financial statements.

The financial statements were approved and authorised for issue by the Board on 29 September 2022. They were signed on its behalf:

Dominic Tonner
Director

29 September 2022

Company registered number: 04313987

Company statement of financial position
as at 30 September 2021

	Note	As at 30 September 2021 £'000	As at 30 September 2020 £'000
Fixed assets			
Tangible assets	26	7	6
Investments	27	3,463	5
		3,470	11
Current assets			
Debtors: amounts falling due within one year	28	8,243	6,602
Cash at bank and in hand		8	5
		8,251	6,607
Creditors: amounts falling due within one year	29	(11,987)	(9,072)
Net current assets/(liabilities)		(3,736)	(2,465)
Total assets less current liabilities		(266)	(2,454)
Creditors: amounts falling due after more than one year	30	(2,598)	-
Provisions for liabilities			
Other provisions	32	-	(164)
		-	(164)
Net liabilities		(2,864)	(2,618)
Capital and reserves			
Called up share capital	33	1,714	1,535
Share premium		263	5
Share based payments reserve		35	35
Convertible debt option reserve		437	
Profit and loss account		(5,313)	(4,193)
		(2,864)	(2,618)

The company has taken the exemption under section 408 of the Companies Act from preparing a Company profit and loss account. The Company's total comprehensive expense for the year was £1,120,000 (2020: £1,067,000).

The notes on pages 19 to 43 form part of these financial statements.

The financial statements were approved and authorised for issue by the Board and authorised for issue on 29 September 2022. They were signed on its behalf:

Dominic Tonner
Director

29 September 2022
Company registered number: 04313987

Consolidated statement of changes in equity
for the year ended 30 September 2021

	Note	Called up Share capital £'000	Convertible debt option reserve £'000	Share premium £'000	Share based payments reserve £'000	Reverse acquisition reserve £'000	Accumulated losses £'000	Total equity £'000
Balance as at 1 October 2019		1,535	-	5	35	3,671	(8,485)	(3,239)
Loss for the year		-	-	-	-	-	(1,390)	(1,390)
Currency translation difference on foreign currency net investments		-	-	-	-	-	43	43
Balance as at 1 October 2020		1,535	-	5	35	3,671	(9,832)	(4,586)
Loss for the year:		-	-	-	-	-	(1,136)	(1,136)
Issue of share capital		64	-	258	-	-	-	322
Conversion of warrants to share capital		115	-	-	-	-	-	115
Issue of Convertible loan		-	437	-	-	-	-	437
Currency translation difference on foreign currency net investments		-	-	-	-	-	(27)	(27)
Balance as at 30 September 2021		**1,714**	**437**	**263**	**35**	**3,671**	**(10,995)**	**(4,875)**

The notes on pages 19 to 43 form part of these financial statements.

Company statement of changes in equity

For the year ended 30 September 2021

	Note	Called up share capital	Share premium	Convertible debt option reserve	Share based payments reserve	Accumulated losses	Total equity
		£'000	£'000	£'000	£'000	£'000	£'000
Balance as at 1 October 2019		**1,535**	**5**	**-**	**35**	**(3,126)**	**(1,551)**
Loss and total comprehensive expense for the year		-	-	-	-	(1,067)	(1,067)
Balance as at 1 October 2020		**1,535**	**5**	**-**	**35**	**(4,193)**	**(2,618)**
Loss for the year		-	-	-	-	(1,120)	(1,120)
Conversion of warrants to share capital		115	-	-	-	-	115
Issue of share capital		64	258				322
Issue of convertible loan		-	-	437	-	-	437
Balance as at 30 September 2021		**1,714**	**263**	**437**	**35**	**(5,313)**	**(2,864)**

The notes on pages 19 to 43 form part of these financial statements.

Consolidated statement of cash flows
for the year ended 30 September 2021

	Year ended 30 September 2021	Year ended 30 September 2020
	£'000	£'000
Cash flows from continuing operating activities		
Loss for the year	**(1,136)**	(1,390)
Interest payable and similar expenses	**849**	731
Differences on translation of operations in foreign currencies	**(27)**	43
Depreciation of property, plant and equipment	**48**	12
Amortisation of intangible assets	**564**	183
Decrease/(increase) in trade and other debtors	**(38)**	(167)
Increase/(decrease) in trade and other creditors	**3,746**	861
Increase/(decrease) in provisions	**(164)**	164
Taxation	**56**	(291)
Cash used in operations	**3,898**	146
Tax received	**-**	291
Net cash generated from operating activities	**3,898**	437
Cash flows from investing activities		
Purchase of Property, Plant & Equipment	**(325)**	(19)
Purchase of Intangible assets	**(940)**	(135)
Acquisition of subsidiary	**(423)**	-
Cash acquired on acquisition of subsidiary	**4,920**	-
Net cash used in investing activities	**3,232**	(154)
Cash flows from financing activities		
Loan notes issued and other loans received	**-**	650
Repayment of loan notes	**(600)**	-
Proceeds from the issue of share capital	**115**	-
Payment of loan arrangement fee	**-**	(100)
Interest paid	**(1,059)**	(123)
Net cash generated from /(used in) financing activities	**(1,544)**	427
Net increase/(decrease) in cash and cash equivalents	**5,586**	710
Cash and cash equivalents at beginning of year	**2,263**	1,553
Cash and cash equivalents at end of year	**7,849**	2,263
Shown as:		
Cash and cash equivalents	**7,849**	2,263
	7,849	2,263

The notes on pages 19 to 43 form part of these financial statements.

Included within the cash balances stated are restricted amounts held on behalf of clients which are not available for use by the Group. The amount of restricted client cash held this year is £7,384,000 (2020: £1,627,000).

Consolidated analysis of net debt

for the year ended 30 September 2021

	At 1 October 2020	Cash flows	Other non-cash changes	At 30 September 2021
	£'000	£'000	£'000	£'000
Cash and cash equivalents				
Cash	636	(171)	-	465
Restricted cash	1,627	5,757	-	7,384
	2,263	5,586	-	7,849
Borrowings				
Debt due within one year	(4,299)	600	(161)	(3,860)
Debt due after one year	(50)	4	(2,588)	(2,634)
	(4,349)	604	(2,749)	(6,494)
Total	(2,086)	6,190	(2,749)	1,355

The other non-cash changes relate to the issue of debt for the acquisition of The Animal Healthcare Company Limited in the year and the release of £151,000 of loan arrangement fees against the balance of the Bybrook loan facility.

The notes on pages 19 to 43 form part of these financial statements.

Notes to the financial statements
for the year ended 30 September 2021

1. General information

Premier Veterinary Group plc (the "Company") is incorporated as a public company and is registered under the Companies Act 2006 in England and Wales with registered number 04313987. Premier Veterinary Group plc and its subsidiaries (the "Group") provide non-medical services to other veterinary practices.

The registered office is The Quorum, Bond Street South, Bristol, BS1 3AE.

The Group has operations in the Netherlands, France, Germany, Ireland, UK and the USA.

These financial statements are presented in pounds sterling because that is the currency of the primary economic environment in which the group operates. Amounts are rounded to the nearest thousand, unless otherwise stated.

2. Significant accounting policies

The principal accounting policies adopted are set out below. These policies have been consistently applied to all the years presented, unless otherwise stated.

Judgements made by the Directors, in the application of these accounting policies that have a significant effect on the financial statements and estimates with a significant risk of material misstatement in the next year are discussed on page 25.

Basis of preparation

The financial statements have been prepared on the historical cost basis, at fair value where required, and in accordance with Financial Reporting Standard 102 "The Financial Reporting Standard" applicable in the UK and Republic of Ireland ("FRS 102") and the Companies Act 2006.

The Company is included in the consolidated financial statements, and has adopted the reduced disclosure framework of FRS 102 in its current financial statements as allowed under section 408 of the Companies Act 2006.

In these financial statements, the Company has applied the exemptions available under FRS 102 in respect of the following disclosures:

- A Profit and Loss Account
- Disclosures in respect of transactions with wholly owned subsidiaries.

Notes to the financial statements (continued)

Significant accounting policies (continued)

Going concern

The consolidated financial statements have been prepared on a going concern basis. The Group made a loss from continuing operations of £1,136k in the year ended 30 September 2021 and ended the year with net liabilities of £4,875k. As at 30 September 2021, the Group had cash and short-term deposits of £7,849k of which £7,384k was restricted client money holdings and was not available for use by the Group. Going forward, net liabilities will be continue to be managed in part by the additional cash resource which was provided by the acquisition of Animal Healthcare Company Limited.

The Group currently has a £4,549k secured term loan note facility with Bybrook Finance Solutions Limited ("BFSL"). The terms of this facility are outlined in note 24 to the Group financial statements. The repayment date of this facility is 31 December 2023.

The Directors have also agreed the extension of terms relating to the £1.5m loan notes issued in connection with the acquisition of The Animal Healthcare Company during the year, with the new repayment date being 31 December 2023.

Furthermore, the Directors continue discussions with banks to provide funding, and a major investor has indicated they will ensure the company will have access to such working capital as is required for at least 18 months from issuing these financial statements.

After consideration of market conditions, the Group's financial position including; its current cash reserves and the funds available from the committed funding facility, and the Group's forecasts and projections, which allow for reasonable possible changes in trading performance and after making enquiries, the Board has a reasonable expectation that the Group and the Company have adequate resources to meet all current liabilities as they fall due and to continue in operational existence for the foreseeable future.

The Directors' opinion on the impacts of the coronavirus pandemic on the going concern status of the Group has been outlined in the Directors' Report.

For these reasons, the Directors continue to adopt the going concern basis in preparing the financial statements.

Basis of consolidation

The financial statements consolidate all of the Group subsidiaries as of 30 September 2021 for the 12 month period ended 30 September 2021 as if they form a single entity. The Animal Healthcare Company Limited (AHC) has been consolidated from the 13th October 2020, being the date of acquisition by PVG Plc. For further details on the basis of consolidation of AHC, please refer to note 21.

All transactions and balances between Group companies are eliminated on consolidation, including unrealised gains and losses on transactions between Group companies. Amounts reported in the financial statements of subsidiaries have been adjusted where necessary to ensure consistency with the accounting policies adopted by the Group.

Profit or loss and other comprehensive income of Group companies acquired or disposed of during the year are recognised from the effective date of acquisition, or up to the effective date of disposal, as applicable using the purchase method. Gain on disposal is calculated as the difference between the consideration receivable less the net assets disposed.

Notes to the financial statements (continued)

Significant accounting policies (continued)

Turnover
Turnover for the Group is measured at the fair value of the consideration received or receivable. The Group recognises revenue for services provided when the amount of revenue can be reliably measured and it is probable that future economic benefits will flow to the entity. All intercompany revenues are eliminated on consolidation.

In the statement of financial position, the acquiree's identifiable assets/liabilities and contingent liabilities are initially recognised at their fair values at the acquisition date. The results of acquired operations are included in the consolidated profit and loss account from the date on which control is obtained. They are deconsolidated from the date control ceases.

During the financial year, the Group's primary income stream was generated from Premier Pet Care Plan. Fees received for the collection and management of monthly transactions on behalf of the veterinary practices external to the Group are recognised on a receipts basis. There are five elements within this income stream:

- Launch fees: Fee received from a new clinic upon launch of scheme.
- Administration fees: Fee paid by pet owner upon introduction to the scheme.
- Transactions fees: A flat fee received for every transaction processed.
- Home Delivery fees: Fees received for the facilitation of home delivery of pet care products to customers.
- Other: Additional external support fees and miscellaneous revenue including unpaid fees.

Expenditure
Expenditure is recognised in respect of goods and services received when supplied in accordance with contractual terms. Provision is made when an obligation exists for a future outflow of resources relating to a past event and where the amount of the obligation can be reliably estimated.

Current and Deferred Taxation
The tax expense for the year comprises current and deferred tax. Tax is recognised in profit or loss except that a charge attributable to an item of income and expense recognised as other comprehensive income or to an item recognised directly in equity is also recognised in other comprehensive income or directly in equity respectively.
The current income tax charge is calculated on the basis of tax rates and laws that have been enacted or substantively enacted by the reporting date in the countries where the company operates and generates income.

Deferred tax balances are recognised in respect of all timing differences that have originated but not reversed by the Statement of Financial Position date, except that:

- the recognition of deferred tax assets is limited to the extent that it is probable that they will be recovered against the reversal of deferred tax liabilities or other future taxable profits; and
- any deferred tax balances are reversed if and when all conditions for retaining associated tax allowances have been met.

Deferred tax balances are not recognised in respect of permanent differences except in respect of business combinations, when deferred tax is recognised on the differences between the fair values of assets acquired and the future tax deductions available for them and the differences between the fair values of liabilities acquired and the amount that will be assessed for tax. Deferred tax is determined using tax rates and laws that have been enacted or substantively enacted by the reporting date.

Notes to the financial statements (continued)

Significant accounting policies (continued)

Intangible fixed assets
Intangible fixed assets acquired as part of a business combination are initially recognised at fair value and subsequently amortised on a straight-line basis over their useful economic lives. Externally acquired software solutions and customer lists are recognised initially at cost under the cost model, and subsequently at cost less any accumulated amortisation and any accumulated impairment losses, where it is probable that future economic benefit will flow to the company.

The significant intangibles recognised by the Group and their useful economic lives acquired in a business combination are as follows:

Customer lists	-	3 years straight line
Goodwill	-	10 years straight line
Software	-	between 3 – 5 years straight line
Assets under course of construction	-	not amortised until brought into use

The amortisation expense is recognised within “Administrative expenses” in the consolidated statement of comprehensive income.

Tangible fixed assets
Tangible fixed assets are recognised under the cost model at historical cost less accumulated depreciation and any accumulated impairment losses. As well as the purchase price, cost includes directly attributable costs.

Depreciation is provided so as to write off their carrying value over the expected useful economic lives. It is provided at the following rates:

Leasehold improvements	-	3 years straight line
Fixtures and fittings	-	3 years straight line
Office equipment	-	3-5 years straight line

The assets’ residual values, useful lives and depreciation methods are reviewed and adjusted prospectively if appropriate, or if there is an indication of a significant change since the last reporting date. Gains and losses on disposals are determined by comparing the proceeds with the carrying amount and are recognised in profit or loss.

Valuation of investments
Investments in subsidiaries are measured at cost less accumulated impairment.

Impairment of non-financial assets
Intangible assets with finite useful economic lives are subject to impairment tests when there is an indicator of impairment. The carrying values of non-financial assets are reviewed for impairment when there is an indication that assets might be impaired. When the carrying value of an asset exceeds its recoverable amount, the asset is written down accordingly. The recoverable amount is the higher of the value in use and the fair value less costs to sell.

Where it is not possible to estimate the recoverable amount of an individual asset, the impairment test is carried out on the asset’s cash generating unit (i.e. the smallest group of assets in which the asset belongs for which there are separately identifiable cash flows).

Notes to the financial statements (continued)

Significant accounting policies (continued)

Impairment charges are included in the consolidated statement of comprehensive income, except to the extent they reverse previous gains recognised in the consolidated statement of comprehensive income. An impairment loss recognised for goodwill is not reversed.

Post-retirement benefits

The Group operates a defined contribution pension scheme and the pension charge represents the amounts payable by the Group to the fund in respect of the year.

Employee Benefit Trust

The Company operates an employee benefit trust (the Ark Therapeutics Family Benefit Trust ("FBT")) as part of its incentive plans for employees. All assets and liabilities within the Trust are recorded in the Statement of Financial Position as assets and liabilities of Premier Veterinary Group plc until such time as the assets are awarded to the beneficiaries. All income and expenditure of the Trust is similarly brought into the results of the Company.

Financial assets

The Group classifies its financial assets into the categories, discussed below, due to the purpose for which the asset was acquired.

Cash

Cash is represented by cash in hand and deposits with financial institutions repayable without penalty on notice of not more than 24 hours. Cash equivalents are highly liquid investments that mature in no more than three months from the date of acquisition and that are readily convertible to known amounts of cash with insignificant risk of change in value.

In the consolidated statement of cash flows, cash and cash equivalents are shown net of bank overdrafts that are repayable on demand and form an integral part of the Group's cash management. Cash is classified as restricted to the extent of the amounts that are payable to clients of the Group. Operating cash is that to which the Group has a right of use for working capital purposes.

Financial Instruments

The Group only enters into basic financial instrument transactions that result in the recognition of financial assets and liabilities like trade and other debtors and creditors, loans from banks and other third parties, loans to related parties and investments in ordinary shares.

Financial assets that are measured at cost and amortised cost are assessed at the end of each reporting period for objective evidence of impairment. If objective evidence of impairment is found, an impairment loss is recognised in the consolidated statement of comprehensive income.

Share capital

Financial instruments issued by the Group are treated as equity only to the extent that they do not meet the definition of a financial liability. The Group's ordinary and deferred shares are classified as equity instruments. The share premium reserve represents the surplus of consideration paid for shares above their nominal value. The reverse acquisition reserve represents the historic trading losses of the accounting acquiree.

Notes to the financial statements (continued)

Significant accounting policies (continued)

Leased assets
Where substantially all of the risks and rewards incidental to ownership are not transferred to the Group (an 'operating lease'), the total rentals payable under the lease are charged to the consolidated statement of comprehensive income on a straight line basis over the lease term. The aggregate benefit of lease incentives is recognised as a reduction of the rental expense over the lease term on a straight-line basis.

Assets held under finance leases or hire purchase contracts are recognised as assets of the Group. The ownership of a leased asset is transferred to the lessee if the lessee bears substantially all the risks and rewards of ownership. They are capitalised in the statement of financial position at their fair value or, if lower, at the present value of the minimum lease payments, each determined at the inception of the lease and depreciated over their estimated useful lives or the lease term, whichever is shorter.

The corresponding liability to the lessor is included in the statement of financial position as a finance lease obligation. Lease payments are apportioned between finance charges and the reduction of lease obligation so as to achieve a constant rate of interest on the remaining balance of the liability. Finance charges are charged to profit and loss, unless they are directly attributable to qualifying assets, in which case they are capitalised in accordance with the Group's general policy on borrowing costs.

Debtors
Short term debtors are measured at transaction price, less any impairment. Loans receivable are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method, less any impairment.

Creditors
Short term creditors are measured at the transaction price. Other financial liabilities, including bank loans, are measured initially at fair value, net of transaction costs, and are measured subsequently at amortised cost using the effective interest method.

Dividends
Equity dividends are recognised when they become legally payable. Interim equity dividends are recognised when paid. Final equity dividends are recognised when approved by the shareholders at an annual general meeting.

Foreign currencies
Transactions in currencies other than the local functional currency are recorded at the rates of exchange on the dates of the transactions. At each balance sheet date, monetary assets and liabilities that are denominated in foreign currencies are retranslated at the rates prevailing on the balance sheet date, with differences recognised in profit or loss in the period in which they arise.

On consolidation, the assets and liabilities of the Group's overseas operations are translated at exchange rates prevailing on the balance sheet date. Income and expense items are translated at the average exchange rates for the period.

Share-based payments
The cost of equity-settled transactions is measured by reference to the fair value of the instruments granted at the date at which they are granted and is recognised as an expense over the vesting period, which ends on the date on which the relevant party become fully entitled to the award. Fair value is determined using the Black-Scholes pricing model. No account is taken of any vesting conditions other than conditions linked to the market conditions of the Company in measuring fair value.

Notes to the financial statements (continued)

Significant accounting policies (continued)

At each period end date before vesting, the cumulative expense is calculated; representing the extent to which the vesting period has expired and management's best estimate of the achievement or otherwise of non-market conditions and of the number of equity instruments that will ultimately vest. The movement in cumulative expenses since the previous statement of financial position date is recognised in the statement of comprehensive income with a corresponding entry in the statement of changes in equity.

Upon exercise of share options, the proceeds received, net of any directly attributable transaction costs, are allocated to share capital up to the nominal (or par) value of the shares issued with any excess being recorded as share premium.

Significant accounting estimates and judgements

The Group makes certain estimates and assumptions regarding the future. Estimates and judgements are continually evaluated based on historical experience and other factors, including the expectations of future events that are believed to be reasonable under the circumstances. In the future, actual experience may differ from these estimates and assumptions. Management have considered estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year and the most significant matter is the Directors' consideration of Going Concern which is specifically addressed earlier in this note 2.
Elsewhere, significant judgements are also made with regards the useful economic lives of intangible fixed assets and the recoverability of external and intercompany debtor balances.

3. Financial instruments – risk management

The Board has overall responsibility for the determination of the Group's risk management objectives and policies. The overall objective of the Board is to set policies that seek to reduce risk as far as possible without unduly affecting the Group's competitiveness and flexibility. The Group reports in Sterling. All funding requirements and financial risks are managed based on policies and procedures adopted by the Board. The Group may use derivative financial instruments such as forward currency contracts, interest rate swaps or similar instruments. The Group does not issue or use financial instruments of a speculative nature.

The Group is exposed to the following financial risks:

- Foreign currency risk
- Interest rate risk
- Liquidity risk
- Credit risk
- Capital risk management

In common with all other businesses, the Group is exposed to risks that arise from its use of financial instruments. The principal financial instruments used by the Group, from which financial instrument risk arises, are as follows:

- Trade and other receivables
- Cash and cash equivalents
- Trade and other payables
- Loan notes

Trade and other receivables are measured at amortised cost less provision for impairment. Carrying values and expected cash flows are reviewed by the Board and any impairment charged to the consolidated statement of comprehensive income in the relevant period.

Cash and cash equivalents are held in reputable banks in the jurisdictions in which the Group operates. Trade and other payables are measured at amortised cost.

Notes to the financial statements (continued)

Financial instruments – risk management (continued)

Foreign currency risk management
Exchange rate exposures are managed within approved policy parameters, and may utilise spot purchases of foreign currencies, options or forward contracts. There were no options or forward contracts during the year. Expenditure in foreign currencies are matched to revenue providing a natural hedge and thereby providing limited exposure. Management continually review forecasts of expenditure in foreign currencies and monitor the impact of adverse foreign currency movements.

Interest rate risk management
The Group has external borrowings of £6,494,000 (2020 - £4,500,000). Finance costs relating to these balances were at fixed interest rates and total £849,000 (2020 - £731,000). This included an arrangement fee of £151,000 (2020: £180,000).

Liquidity risk management
Responsibility for liquidity risk management rests with the Board of Directors, which has built an appropriate liquidity risk management framework for the management of the Group's short, medium and long-term funding and liquidity management requirements. The Group manages liquidity risk by maintaining adequate reserves and by continuously monitoring forecast and actual cash flows and matching profiles of financial assets and liabilities.

Credit risk
The Group's credit risk is attributed to its cash and cash equivalents and receivables balances. For cash and cash equivalents the Group only transacts with counterparties with high credit ratings assigned by international credit rating agencies. At 30 September 2021, the Group had £nil market investments (2020: £nil). In accordance with the Group's Investment policy, money is only placed with institutions that hold at least “A-", "A3" or "A1" ratings with Standard & Poor’s, Moody’s Investor Service and Fitch Ratings respectively. Further, the policy limits the maximum exposure of money market investments with any one institution. Receivables from related parties are repayable in line with agreed terms or on demand. There is not considered to be any risk of impairment of these receivables unless the financial assets of the entity holding the corresponding liability are impaired.

Capital risk management
The Group manages its capital to ensure that group entities will be able to continue as going concerns while maximising the return to stakeholders. The capital structure of the Group consists of cash and cash equivalents and equity (comprising issued capital (note 19), reserves and retained earnings as disclosed in the Group statement of changes in equity). Management monitors distributable reserves and has plans in place to reduce the deficit in retained earnings.

The Group is not subject to externally imposed capital requirements.

Notes to the financial statements (continued)

4. Turnover

Turnover is comprised of the following:

	Year ended 30 September 2021 Total £'000	Year ended 30 September 2020 Total £'000
Direct Debit transaction processing fees	**8,989**	3,217
Launch fees	**11**	67
Administration fees	**647**	491
Home Delivery facilitation fees	**177**	102
Other income including unpaid fees	**459**	120
	10,283	3,997

5. Operating loss

The operating loss is stated after charging:

	Year ended 30 September 2021 £'000	Year ended 30 September 2020 £'000
Depreciation		
- owned by the Group	**48**	12
Amortisation of other intangibles	**564**	183
Operating Lease payments		
- Land and buildings	**74**	75
- Other	**82**	55
Fees payable to the Group auditors:		
Audit fees		
- For the audit of the Group annual accounts	**38**	26
- For the audit of the accounts of subsidiaries	**3**	2
Non-Audit fees		
Audit related assurance services	**-**	1
Tax compliance services	**5**	5

6. Employees

Staff costs, including Directors' remuneration were as follows:

	Year ended 30 September 2021 Total £'000	Year ended 30 September 2020 Total £'000
Wages and salaries	**2,889**	2,331
Social security costs	**363**	353
Other pension costs	**82**	47
	3,334	2,731

Notes to the financial statements (continued)

Employees (continued)

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

	Year ended 30 September 2021 Total	Year ended 30 September 2020 Total
Directors	**5**	5
Management	**5**	5
Finance	**6**	5
IT	**5**	3
Customer Services	**16**	7
Sales	**1**	3
Trainers	**13**	16
Marketing	**1**	-
HR	**1**	-
Total	**53**	44

7. Key management remuneration

Key management personnel have received the following remuneration during the financial year:

	Year ended 30 September 2021 £'000	Year ended 30 September 2020 £'000
Salaries and taxable benefits	**844**	682
Company contributions to defined contribution pension schemes	**43**	41
	887	723

Included in salaries and taxable benefits paid to key management above is remuneration paid to statutory directors of £887,000 (2020: £723,000).

Key management personnel consist of the executive and non-executive directors of Premier Veterinary Group plc.

During the year key management exercised no share options (2020: nil). Outstanding options at the end of the year to key management were 1,399,125 (2020: 279,035).

The highest paid director received remuneration of £444,000 (2020: £335,000).

During the year, contributions to a defined contribution pension scheme was made on behalf of the highest paid director of £23,000 (2020: £20,000).

8. Interest payable and similar expenses

	Year ended 30 September 2021 £'000	Year ended 30 September 2020 £'000
Other loan interest payable	**687**	543
Amortised arrangement fees	**151**	180
Legal fees	**11**	8
	849	731

9. Taxation

	Year ended 30 September 2021 £'000	Year ended 30 September 2020 £'000
Corporation tax		
Current tax		
Current tax on loss for the year	**14**	–
Research and development tax credit received	-	(310)
Adjustment for under provision in prior years	**-**	–
	14	(310)
Deferred tax		
Origination and reversal of temporary differences	**16**	18
Adjustments in respect of prior years	**-**	–
Other permanent differences	**-**	5
Effects of changes in tax rates	**26**	(4)
Total tax expense / (credit)	**56**	(291)

Factors affecting tax charge for the period

The tax assessed for the period is higher than (2020: higher) the standard rate of corporation tax in the UK of 19%. The differences are explained below:

	Year ended 30 September 2021 £'000	Year ended 30 September 2020 £'000
Loss on ordinary activities before tax	**(1,080)**	(1,681)
Tax using the Company's standard tax rate of 19% (2020: 19%)	**(205)**	(319)
Effects of:		
Expenses not deductible for tax purposes	**59**	9
Fixed asset differences	**9**	
Deferred tax not recognised	**791**	409
Adjustment in respect of prior years		-
Effects of changes in tax rates	**(399)**	(80)
Research and development tax credit received	**-**	(310)
Other	**(199)**	-
Total income tax expense/(credit)	**56**	(291)

Factors that may affect future tax charges

There were no factors that may affect future tax charges.

Notes to the financial statements (continued)

10. Tangible fixed assets

	Leasehold Improvements £'000	Fixtures and Fittings £'000	Office Equipment £'000	Total £'000
Cost				
As at 1 October 2019	23	19	108	150
Additions	-	-	19	19
Disposals	-	-	-	-
As at 30 September 2020	**23**	**19**	**127**	**169**
Additions	219	-	106	325
Disposals	-	-	-	-
As at 30 September 2021	**242**	**19**	**233**	**494**
Accumulated depreciation				
As at 1 October 2019	22	18	87	127
Charged in the year	-	1	11	12
Eliminated on disposals	-	-	-	-
As at 30 September 2020	**22**	**19**	**98**	**139**
Charged in the year	15	-	33	48
Eliminated on disposals	-	-	-	-
Fully depreciated items removed	-	-	-	-
As at 30 September 2021	**37**	**19**	**131**	**187**
Net book value				
As at 30 September 2021	**205**	**-**	**102**	**307**
As at 30 September 2020	1	-	29	30

Notes to the financial statements (continued)

11. Intangible fixed assets

	Software £'000	Customer lists £'000	Goodwill £'000	Assets under the course of construction £'000	Total £'000
Cost					
As at 1 October 2019	907	90	-	-	997
Additions	135	-	-	-	135
Disposals	-	-	-	-	-
As at 30 September 2020	**1,042**	**90**	**-**	**-**	**1,132**
Additions	877	-	-	63	940
On acquisition of subsidiary			3,224		3,224
Disposals	-	-	-	-	-
As at 30 September 2021	**1,919**	**90**	**3,224**	**63**	**5,296**
Amortisation/Impairment					
As at 1 October 2019	462	61	-	-	523
Elimination on disposal	-	-	-	-	-
Charged in the year	154	29	-	-	183
As at 30 September 2020	616	90	-	-	706
Elimination on disposal	-	-	-	-	-
Charged in the year	266	-	298	-	564
As at 30 September 2021	**882**	**90**	**298**	**-**	**1,270**
Net book value					
As at 30 September 2021	**1,037**	**-**	**2,926**	**63**	**4,026**
As at 30 September 2020	426	-	-	-	426

Amortisation charged in the year is included within administrative expenses in the consolidated profit and loss account. Goodwill has arisen this year on the purchase of The Animal Healthcare Company in October 2020.

Notes to the financial statements (continued)

12. Fixed asset investments

The subsidiaries of the Company, all of which have been included in the consolidated financial information, are as follows:

Name	Principal activity	Country of incorporation	Ownership / Voting power	Net assets/ (liabilities) at 30 September 2021 £'000	Profit/ (loss) for year ended 30 September 2021 £'000
PVG 2007 Limited	Holding company	United Kingdom	100%	2,530	(10)
Premier Vet Alliance Limited	Provide services to third party veterinary practices	United Kingdom	100%	85	(2,815)
Premier Vet Alliance (US) Limited	Provide services to third party veterinary practices	United Kingdom	100%	(4,549)	(3,734)
Premier Vet Alliance B.V	Provide services to third party veterinary practices	Netherlands	100%	(102)	974
Premier Vet Alliance S.A.R.L	Provide services to third party veterinary practices	France	100%	(909)	874
Premier Vet Alliance GmbH	Provide services to third party veterinary practices	Germany	100%	(327)	(16)
Animal Healthcare Company Limited	Provide services to third party veterinary practices	United Kingdom	100%	1,618	817
Premier Vet Alliance LLC	Provide services to third party veterinary practices	United States of America	100%	355	(3,827)
WVS Limited	Non - trading	United Kingdom	100%	(238)	Nil

The registered office address of PVG 2007 Limited, Premier Vet Alliance Limited, Premier Vet Alliance (US) Limited, Animal Healthcare Company Limited and WVS Limited is The Quorum, Bond Street South, Bristol, BS1 3AE.

The registered office addresses of the overseas subsidiaries are as follows:
Premier Vet Alliance B.V., Singel 540, 1017 AZ Amsterdam, The Netherlands.
Premier Vet Alliance s.a.r.l., 37-39 avenue Ledru-Rollin, 75012, Paris, France
Premier Vet Alliance GmbH, Rahel-Hirsch-Strasse 10, 10557 Berlin, Germany
Premier Vet Alliance LLC, 295 W Crossville Rd, Ste 740, Roswell, Georgia, 30075-6229, USA

PVG 2007, Animal Healthcare Company Limited and Premier Vet Alliance (US) Limited are both directly owned by Premier Veterinary Group PLC. All other subsidiaries are indirectly owned as a result of the ownership of PVG 2007 and PVA (US) Limited.

PVG 2007 Limited (Company number 06167939) has elected to take the audit exemption allowed under s479A of the Companies Act 2006 relating to its individual statutory accounts.

Notes to the financial statements (continued)

13. Debtors

	As at 30 September 2021 £'000	As at 30 September 2020 £'000
Trade debtors	**40**	21
Other debtors	**394**	21
Other taxation and social security	**60**	-
Prepayments and accrued income	**366**	454
	860	496

All amounts are considered to be receivable within one year.
Included in prepayments are pre-acquisition costs of £Nil (2020: £310,000), these relate to a business acquisition which took place on 12 October 2020.

14. Cash and cash equivalents

	As at 30 September 2021 £'000	As at 30 September 2020 £'000
Cash available to the Group	**465**	636
Client cash	**7,384**	1,627
	7,849	2,263

Client cash is cash held on trust for the benefit of the Group's clients and is restricted, so is not available for use by the Group, and £1,257k (2020: £1,085k) of the balance is secured by way of debenture on all company assets.

15. Creditors: amounts falling due within one year

	As at 30 September 2021 £'000	As at 30 September 2020 £'000
Trade creditors	**9,712**	1,946
Other taxation and social security	**865**	512
Other creditors	**35**	24
Accruals and deferred income	**680**	717
Bank loan	**11**	-
Other loans	**3,849**	4,299
	15,152	7,498

Book values approximate to fair values at 30 September 2021 and 2020.
Included within trade creditors is a liability representing an amount of client cash which was held by the group as at the 30th September 2021. This amount is £7,384,000 (2020: £1,627,000).

16. Creditors: amounts falling due after more than one year

	As at 30 September 2021 £'000	As at 30 September 2020 £'000
Other loans	**2,598**	-
Bank loan	**36**	50
	2,634	50

Notes to the financial statements (continued)

17. Loans and borrowings

	As at 30 September 2021 £'000	As at 30 September 2020 £'000
Loan facilities	**6,447**	4,299
Bank loan	**47**	50
	6,494	4,349

On the 25 January 2019 the Group entered into a term loan facility of £3,850,000 with Bybrook Financial Services Limited ("BFSL") whilst simultaneously repaying the previously issued £1,500,000 loan notes to BFSL. The Group had the right to repay the facility in full or in part before maturity. The loan was due for repayment 24 months after the drawdown date but this has subsequently been extended to 31 December 2023. Further details in respect of the loan are provided in note 24.

On 1 May 2020 PVA Ltd entered into a loan facility of £50,000 with NatWest Bank. The loan is due for repayment in monthly instalments over 5 years, commencing after 12 months from drawdown, the final instalment is due in April 2026. The loan attracts interest at 2.5%.

As consideration for the purchase of The Animal Healthcare Company in October 2020, PVG Plc took out a convertible loan with Denplan Limited of £1,534,695 and an additional loan of £1,500,000, also with Denplan. The former is reflected within loan liabilities as £1,098,000 with the remainder of the balance held within the convertible debt option reserve. Accrued interest on both loans is held within accruals and deferred income.

Ageing of bank and other loans:	**As at 30 September 2021 £'000**	As at 30 September 2020 £'000
Repayable within 1 year	**3,860**	4,299
Repayable within 2-5 years	**2,634**	44
Repayable after 5 years	**-**	6
	6,494	4,349

BFSL holds a fixed and floating charge over all the property and undertakings of the group.

18. Provisions for liabilities

	Bonus £'000
At 1 October 2020	164
Charged to profit or loss	(164)
At 30 September 2021	-

The amounts provided for were bonuses payable to a number of the Directors in respect of performance during the year ended 30 September 2020.

Notes to the financial statements (continued)

19. Called up share capital

	No.	Ordinary shares £'000	Total £'000
Shares at 1 October 2019 (Ordinary 10 pence)	15,346,950	1,535	1,535
Share warrants exercised and equity shares issued	-	-	-
Shares 30 September 2020 (Ordinary 10 pence)	15,346,950	1,535	1,535
Share warrants exercised and equity shares issued	1,796,289	179	179
Shares 30 September 2021 (Ordinary 10 pence)	**17,143,239**	**1,714**	**1,714**

In the year, share warrants were issued and exercised amounting to 1,151,020 shares at 10p per share. Proceeds of £115,102 were received for these. Additionally, a further 645,269 equity shares were issued in the year at 10p per share. Proceeds of £322,635 were receivable for these as at 30 September 2021.

20. Share-based payments

Options over ordinary shares were granted on 13 February 2019 under the 2014 Ark Therapeutics Group plc* Enterprise Management Incentive Share Option Plan and the 2014 Ark Therapeutics Group plc* Unapproved Share Option Plan (together, the "Plans") at an exercise price of 46.17 pence per share.

Subject to the achievement of pre-determined performance criteria, the options granted under the Plans are exercisable three years from the date of grant.

* Ark Therapeutics Group plc changed its name to Premier Veterinary Group plc in March 2015.

Options and warrants outstanding	**Year ended 30 September 2021 No.**	Year ended 30 September 2020 No.
At beginning of year	**418,552**	418,552
Exercised during year	**(1,151,020)**	-
Cancelled/surrendered during the year	**-**	-
Granted during year	**3,732,098**	-
At end of year	**2,999,630**	418,552

Options and warrants exercisable	**Number of options**	**Weighted average exercise price (pence)**	**Latest exercise date**
At 30 September 2020	418,552	22.1	12/02/2029
At 30 September 2021	2,999,630	46.1	10/12/2030

Notes to the financial statements (continued)

Share-based payments continued

The fair value of share options expense recognised in the year is determined using the Black-Scholes model, which takes into account the terms and conditions upon which the shares were awarded. The Group recognized a charge of £nil (2020: £nil) in the year in relation to share based payments due to the vesting conditions having not been met.

1,151,020 warrants and no options were exercised during the period (2020: nil).

21. Business Combinations

Acquisition of The Animal Healthcare Company Limited

On 13th October 2020 the group acquired 100% of The Animal Healthcare Company Limited, a UK-based company that provides administrative and self-service collection systems to allow veterinary practices to deliver pet healthcare plans to their customers.

In calculating the goodwill arising on acquisition, the fair value of net assets of The Animal Healthcare Company Limited have been assessed and were deemed to be the same as the book value. No adjustments have therefore been made to the book values.

	Book value £'000
Current assets	
Debtors	**4**
Cash at bank and in hand	**4,920**
Total assets	**4,924**
Creditors	
Due within one year	**(4,690)**
Net assets	**234**
Total purchase consideration (including expenses of £423k)	**3,458**
Purchase consideration settled in cash, as above	**423**
Cash and cash equivalents in subsidiary acquired	**4,920**
Goodwill (Note 11)	**3,224**

The useful economic life of goodwill has been estimated to be 10 years. Included within goodwill are intangible assets that do not require separate recognition. These intangible assets relate to customer lists and customer relationships.

Since the acquisition date, The Animal Healthcare Company Limited has contributed £6,077,000 to group turnover and £2,249,000 to group profit.

Notes to the financial statements (continued)

22. Deferred tax provision

Deferred tax is calculated in full on temporary differences under the statement of financial position method using a tax rate of 19% (2020: 19%).

The movement on the deferred tax account is as shown opposite:

	As at 30 September 2021 £'000	As at 30 September 2020 £'000
At the beginning of the year	**(89)**	(70)
Tax (expense)/credit	**(42)**	(19)
At the end of the year	**(131)**	(89)

The deferred tax liability comprises temporary timing differences attributable to:

	As at 30 September 2021 £'000	As at 30 September 2020 £'000
Property, plant and equipment	**(46)**	(13)
Intangible asset rollover relief	**(88)**	(67)
Other temporary timing differences	**3**	(9)
Closing provision	**(131)**	(89)

No deferred tax asset has been recognised in respect of historic losses as the utilisation of such losses is uncertain. At the 30 September 2021 there were unutilised tax losses carried forward in the UK and in overseas territories which totalled £12.1m (30 September 2020 - £12.8m).

23. Commitments under operating leases

At the statement of financial position date, the Group had outstanding commitments for future minimum operating lease payments under non-cancellable operating leases, which fall due as follows:

	Land and buildings		**Other**	
	As at 30 September 2021	As at 30 September 2020	**As at 30 September 2021**	As at 30 September 2020
Expiry date:	**£'000**	£'000	**£'000**	£'000
Not later than one year	**181**	71	**61**	45
Later than one year and not later than five years	**230**	30	**81**	18
Later than five years	**-**	-	**-**	-
	411	101	**142**	63

24. Related parties

The Group operates the Ark Therapeutics Group plc Family Benefit Trust ("FBT"). Amounts due from the FBT were £Nil (30 September 2020: £Nil).

On 25 January 2019 a secured term loan facility was provided by BFSL of £3,850,000. £1,500,000 was provided to repay the previously issued loan notes and £2,350,000 was provided for the purposes of financing working capital and paying the arrangement fee. The facility was repayable 24 months after the date of the agreement. In the event of early repayment, the interest for any unexpired period to the end of the full term would become payable.

The repayment date as extended previously has subsequently been extended in FY21/22 until 31 December 2022 subject to the payment of a 10% arrangement fee. In September 2022, the date was extended again until 31 December 2023, subject to a further 10% arrangement fee. The interest rate is currently 12% per annum increasing to 24% per annum from 1 January 2023.

In addition PVG entered into a further agreement with BFSL to provide an additional secured loan facility of £1.1m. The first tranche of £0.6m was drawn down on 29 January 2020 but no further tranches were drawn down subsequent to this. The £0.6m drawn down under this additional secured loan facility was repaid in May 2021.

At 30 September 2021, amounts owed to BFSL were £3,850,000 (30 September 2020: £4,450,000). Interest, arrangement fees and other attributable expenses charged during the year were £689,000 (2020: £731,000). As a result of the capitalization of the arrangement fees associated with the extensions outlined above, the total amount now due to BFSL under the revised loan note facility agreement is £4,548,500.

Rajan Uppal, a Director of the Company, is the sole shareholder and Director of BFSL. Crossroads Finance Limited, a company jointly owned and controlled by Dominic Tonner, Chief Executive Officer of PVG, and his spouse, has taken part in the PVG funding by entering into direct arrangements with BFSL.

During the year, in order to fund the acquisition of The Animal Healthcare Company Limited (AHC), two loan facilities were taken out with Denplan Limited. A £1,534,695 convertible loan and another £1,500,000 non-convertible loan. The former has a maturity date of October 2025 and carries an interest rate of 1% per annum. In order to determine the equity component of this loan, a coupon rate of 8% has been used. On the £1.5m loan, there is an interest rate of 5% per annum which increases to 8% in October 2021. In September 2022, the repayment date was extended again until 31 December 2023, subject to a 10% arrangement fee. The interest rate will be 24% per annum from 1 January 2023. As a result of the capitalization of the arrangement fees associated with the extension outlined above, and the capitalization of interest charges, the total amount due to Denplan under the revised loan facility agreement as at the date of signing these accounts is £1,853,529. On the convertible loan, interest charged during the year was £85,000 (2020: N/A). On the £1.5m Denplan loan, £74,000 was charged (2020: N/A).

Denplan Limited is a company registered in the United Kingdom and limited by shares and was the former immediate parent of AHC. Throughout the year, and post-acquisition, the Group received management charges from Denplan Limited amounting to £4,094,000 for services provided during the transition phase. The Group also paid Denplan £178,000 for Output VAT paid on its behalf in October 2020, £25,000 for redundancy costs settled on its behalf, and £115,000 for income generated by AHC in the first 12 days of October 2020. As at 30th September 2021, the balance payable to Denplan was £1,799,000 (2020: Nil).

On 22 December 2020, Rajan Uppal was issued with share warrants entitling him to buy 1,151,020 shares in the Company at a nominal value of 10p per share. He paid Premier Veterinary Group Plc £115,102 on the 22 December 2020 and exercised the warrants on the same day.

Notes to the financial statements (continued)

Related parties (continued)

On 15 March 2021, an issue of share capital was made to Dominic Tonner – a Director and the Chief Executive Officer of Premier Veterinary Group Plc. 645,269 shares were issued at a nominal value of 10p per share, and the amount paid was £322,635. As at the 30 September 2021, the amount of £322,635 was held within 'Other Debtors' on the balance sheet.

25. Controlling party

At the year-end there was no individual controlling party.

Notes to the Company financial statements
for the year ended 30 September 2021

26. Tangible fixed assets

	Leasehold Improvements £'000	Office Equipment £'000	Total £'000
Cost			
As at 1 October 2020	-	9	9
Additions	6	2	8
As at 30 September 2021	**6**	**11**	**17**
Accumulated depreciation			
As at 1 October 2020	-	3	3
Charged in the year	2	5	7
As at 30 September 2021	**2**	**8**	**10**
Net book value			
As at 30 September 2021	**4**	**3**	**7**
As at 30 September 2020	-	6	6

27. Fixed asset investments

	As at 30 September 2021 £'000	As at 30 September 2020 £'000
As at the start of the year	**5**	5
Additions in the year	**3,458**	-
As at the end of the year	**3,463**	5

The details of subsidiaries of the Company are included in note 12 of the consolidated financial statements. Additions in the current year relate to the acquisition of The Animal Healthcare Company Limited.

Notes to the Company financial statements (continued)

28. Debtors

	As at 30 September 2021 £'000	As at 30 September 2020 £'000
Balances due from Group companies	**7,775**	6,258
Other taxation and social security	**60**	-
Other debtors	**324**	
Prepayments and accrued income	**84**	344
	8,243	6,602

All amounts are considered to be receivable within one year.

Included in prepayments are pre-acquisition costs of £Nil (2020: £310,000), these relate to a business acquisition which took place on 12 October 2020.

29. Creditors: amounts falling due within one year

	As at 30 September 2021 £'000	As at 30 September 2020 £'000
Trade creditors	**73**	169
Balances due to group companies	**7,652**	3,994
Other creditors	**-**	-
Other taxation and social security	**57**	115
Accruals	**356**	495
Other loans	**3,849**	4,299
	11,987	9,072

30. Creditors: amounts falling due after one year

	As at 30 September 2021 £'000	As at 30 September 2020 £'000
Other loans	**2,598**	-
	2,598	-

Notes to the Company financial statements (continued)

31. Loans and borrowings

	As at 30 September 2021 £'000	As at 30 September 2020 £'000
Other loans	**6,447**	4,299
	6,447	4,299

On the 25 January 2019 the Company entered into a term loan facility of £3,850,000 with Bybrook Financial Services Limited ("BFSL") whilst simultaneously repaying the previously issued £1,500,000 loan notes to BFSL. The Company had the right to repay the facility in full or in part before maturity. The loan was due for repayment 24 months after the drawdown date but this has subsequently been extended to 31 December 2023. Further details in respect of the loan are provided in note 24.

On 1 May 2020 PVA Ltd entered into a loan facility of £50,000 with NatWest Bank. The loan is due for repayment in monthly instalments over 5 years, commencing after 12 months from drawdown, the final instalment is due in April 2026. The loan attracts interest at 2.5%.

As consideration for the purchase of The Animal Healthcare Company in October 2020, PVG Plc took out a convertible loan with Denplan Limited of £1,534,695 and an additional loan of £1,500,000, also with Denplan. The former is reflected within loan liabilities as £1,098,000 with the remainder of the balance held within the convertible debt option reserve. Accrued interest on both loans is held within accruals and deferred income.

Ageing of bank and other loans:	**As at 30 September 2021 £'000**	As at 30 September 2020 £'000
Repayable within 1 year	**3,849**	4,299
Repayable within 1 – 2 years	**1,500**	-
Repayable within 2 – 5 years	**1,098**	-
	6,447	4,299

32. Provisions for liabilities

	Bonus £'000
At 1 October 2020	164
Charged to profit or loss	(164)
At 30 September 2021	-

The amounts provided for are bonuses payable to a number of the Directors in respect of performance during the year ended 30 September 2020.

Notes to the Company financial statements (continued)

33. Called up share capital

	Ordinary shares		Deferred shares		Total
	No.	£'000	No.	£'000	£'000
Shares at 1 October 2019 (Ordinary 10 pence)	15,346,950	1,535	-	-	1,535
Share options and warrants exercised	-	-	-	-	-
Shares 30 September 2020 (Ordinary 10 pence)	15,346,950	1,535	-	-	1,535
Share options and warrants exercised	1,796,289	179	-	-	179
Shares 30 September 2021 (Ordinary 10 pence)	**17,143,239**	**1,714**	**-**	**-**	**1,714**

34. Exceptional Items

In this reporting year, following the acquisition of The Animal Healthcare Company Limited, there was a period of transition before the acquired pets were integrated into the PVG infrastructure. Throughout this period that spanned from October 2020 to May 2021, Denplan Limited continued to administer the pet care plans for these pets. As a result, management fee charges of £3.4m were incurred in the 2021 financial year which are included within administrative expenses. It is not anticipated that similar charges will be incurred in the future now that the pets have been fully transitioned onto the PVG administration platform. Additionally, as a result of the acquisition, PVG Plc incurred redundancy costs of £25k which were included in administrative expenses and are deemed to be one-off in nature.

Company Information

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DIRECTORS

D S Tonner
R Uppal
G Dick
N T Wood
A Paull

COMPANY REGISTRATION NUMBER

04313987

COMPANY SECRETARY

Andrew Paull

ADVISERS

INDEPENDENT AUDITORS

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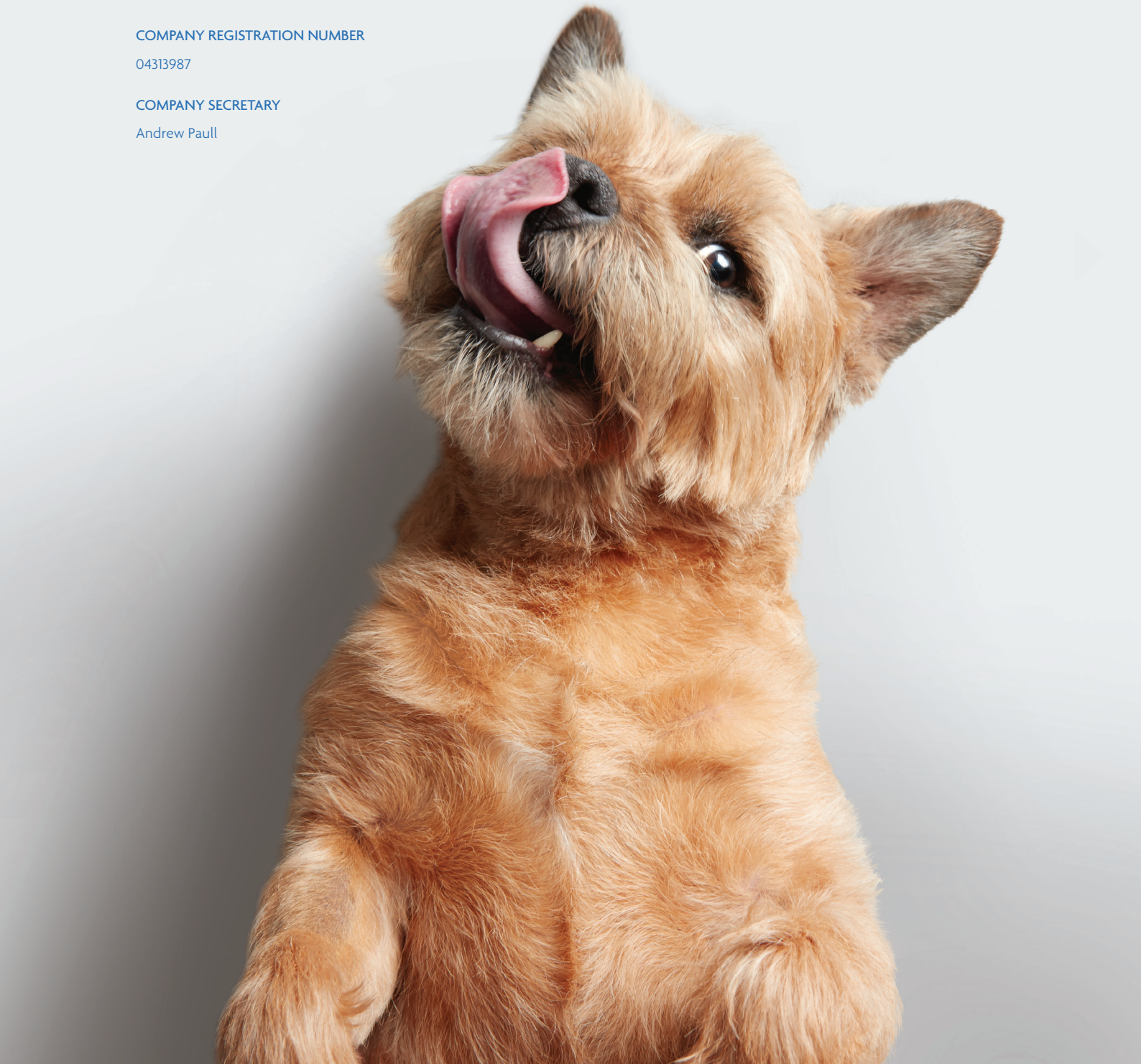

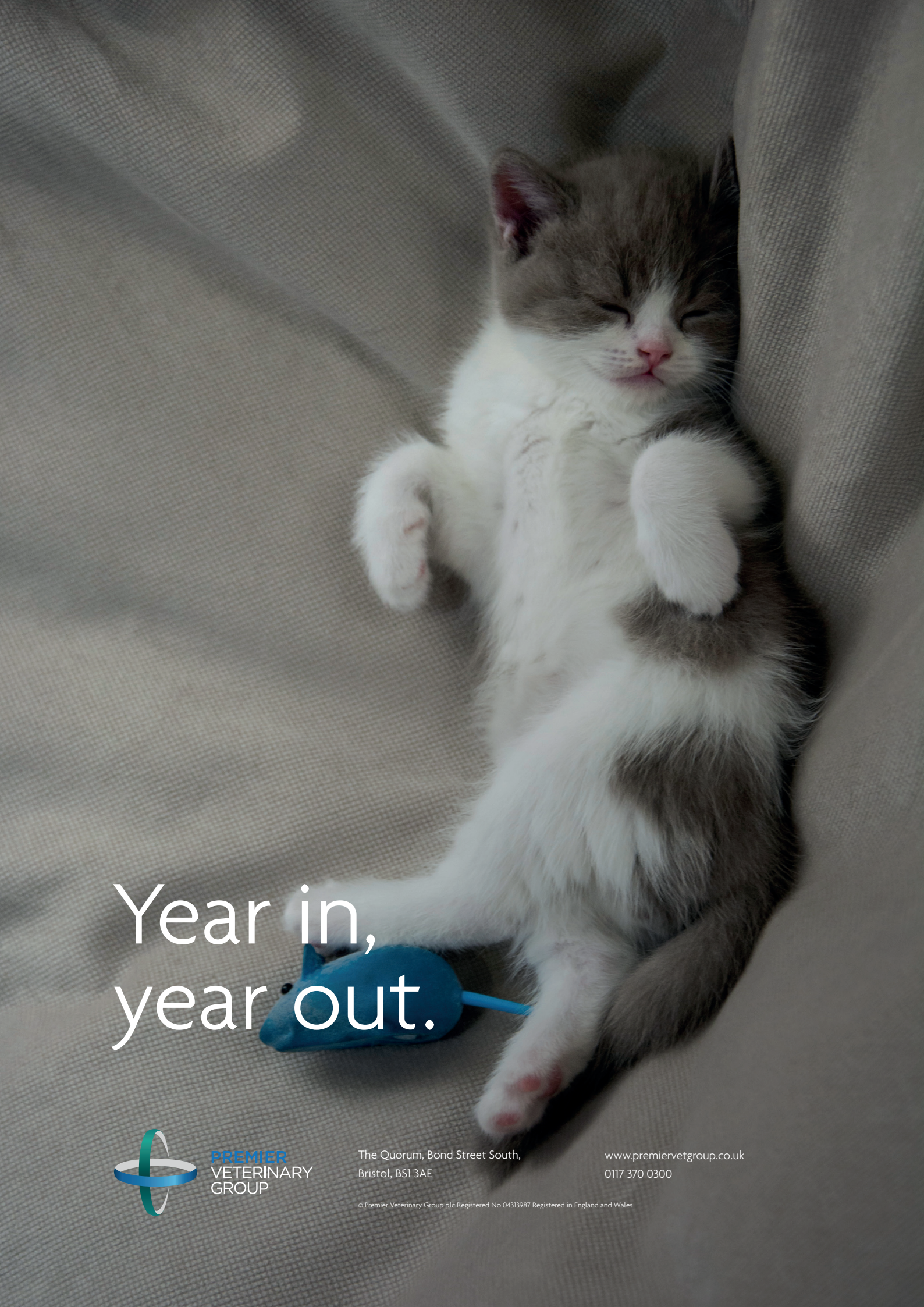
Year in,
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